

**CONVERSION**

**of**

**MEDINA MUTUAL INSURANCE COMPANY,  
a Chapter 612 mutual insurance company,**

**with and into**

**SUGAR CREEK MUTUAL INSURANCE COMPANY,  
a Chapter 612 mutual insurance company,**

**which shall convert into**

**SUGAR CREEK MUTUAL INSURANCE COMPANY,  
a Chapter 611 mutual insurance company**

**PROPOSED POLICYHOLDER RESOLUTION IN-PERSON BALLOT -  
MEDINA**

*Filed with the Wisconsin Office of the Commissioner of Insurance*

**November 16, 2023**

**CONVERSION OF  
MEDINA MUTUAL INSURANCE COMPANY  
INTO SUGAR CREEK MUTUAL INSURANCE COMPANY  
WHICH SHALL CONVERT INTO A  
CHAPTER 611 MUTUAL INSURANCE CORPORATION**

**DECEMBER 19, 2023, SPECIAL POLICYHOLDER MEETING –  
POLICYHOLDER RESOLUTION BALLOT**

**WHEREAS**, Medina Mutual Insurance Company, a Wisconsin town mutual insurance corporation (“Medina”), desires to effectuate a conversion (the “Conversion”) with Sugar Creek Mutual Insurance Company, a Wisconsin town mutual insurance corporation (“Sugar Creek”, and collectively with Medina, the “Constituent Corporations”), in accordance with Section 612.23 of the Wisconsin Statutes and pursuant to that certain Agreement and Plan of Conversion, by and among Medina and Sugar Creek (the “Agreement and Plan of Conversion”), in the form made available to the members of Medina in connection with this special meeting of the members, whereby the Constituent Corporations shall convert from separate town mutual insurance corporations organized under Chapter 612 of the Wisconsin Statutes into a single mutual insurance corporation organized under Chapter 611 of the Wisconsin Statutes whereby the existence of Medina shall thereupon cease and Sugar Creek shall continue as the surviving company under Chapter 611 of the Wisconsin Statutes (at times referred to herein as the “Converted Corporation”).

**RESOLVED**, that after review of the Summary of the Agreement and Plan of Conversion and/or the Agreement and Plan of Conversion (collectively, the “Conversion Documents”), and the ability to inquire of the Board of Directors of Medina regarding the same, the members of Medina hereby (i) adopt and approve, in all material respects, the Conversion pursuant to the Agreement and Plan of Conversion substantially in the form made available to the members, including the articles of incorporation and bylaws of Sugar Creek and the election of the proposed directors of the Board of Directors of the Converted Corporation as set forth in the Conversion Documents, and (ii) authorize its Board of Directors to take any and all remaining actions necessary to effectuate the Conversion.

**Should this policyholder resolution be approved?**

*(Select only one)*

YES

NO

Medina Mutual Insurance Company Policy #: \_\_\_\_\_

Member: \_\_\_\_\_  
(Print Name)

Member's Signature: \_\_\_\_\_