

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 BALLOT -
SUGAR CREEK**

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 6, 2023, SPECIAL POLICYHOLDER MEETING –
POLICYHOLDER RESOLUTION BALLOT**

WHEREAS, Sugar Creek Mutual Insurance Company, a Wisconsin town mutual insurance corporation (“Sugar Creek”), desires to effectuate a conversion (the “Conversion”) with Medina Mutual Insurance Company, a Wisconsin town mutual insurance corporation (“Medina”, and collectively with Sugar Creek, 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 Sugar Creek and Medina (the “Agreement and Plan of Conversion”), in the form made available to the members of Sugar Creek 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 Agreement and Plan of Conversion and/or Summary of the Agreement and Plan of Conversion (collectively, the “Conversion Documents”) and the ability to inquire of the Board of Directors of the Company regarding the same, the members of the Company hereby (i) adopt and approve, in all material respects, the Conversion pursuant to the Agreement, including (a) the proposed amended and restated articles of incorporation and bylaws of the Company, substantially in the form made available to members in the Conversion Documents and (b) the election of the proposed directors of the Board of Directors of the Company as set forth in the Conversion Documents and (ii) authorize its Board of Directors to take or to cause to be taken any and all remaining actions necessary to effectuate the Conversion.

Should this policyholder resolution be approved?

(Select only one)

YES

NO

Sugar Creek Mutual Insurance Company Policy #: _____

Member: _____
(Print Name)

Member's Signature: _____