

In the Matter of the Restructuring of
American Family Mutual Insurance Company

NOTICE OF HEARING

by

American Family Mutual Insurance Company

Petitioner

Case No. 16-C41471

*** PRE-HEARING CONFERENCE DATE: November 1, 2016, at 10:00 a.m. (C.D.S.T.)
IS SCHEDULED [Unless continued by the Hearing Examiner]

PLACE: Office of the Commissioner of Insurance
125 South Webster Street
Madison, Wisconsin 53703

*** CLASS 1 HEARING DATE: November 16, 2016, at 1:00 p.m. (C.D.S.T.)
IS SCHEDULED [Unless continued by the Hearing Examiner]

PLACE: Office of the Commissioner of Insurance
125 South Webster Street
Madison, Wisconsin 53703

***PUBLIC HEARING DATE: November 16, 2016, at 2:00 p.m. (C.D.S.T.)
IS SCHEDULED [Unless continued by the Hearing Examiner]

PLACE: Office of the Commissioner of Insurance
125 South Webster Street
Madison, Wisconsin 53703

PLEASE READ THIS NOTICE CAREFULLY

NOTICE OF HEARINGS AND INVITATION FOR PUBLIC COMMENT

Pre-Hearing Conference

A class 1 hearing under s. 611.72 and chs. 227 and 617, Wis. Stat., will be held before J.P. Wieske, duly appointed hearing examiner, on November 16, 2016 regarding American Family Mutual Insurance Company's proposed Mutual Holding Company Plan and transactions contemplated thereby.

A pre-hearing conference will be held on November 1, 2016 to consider any pre-hearing and procedural matters pursuant to s. Ins 5.33, Wis. Adm. Code. The failure to raise pre-hearing matters at the pre-hearing conference may act as a waiver of those rights at the class 1 hearing.

Class 1 Contested Case Administrative Hearing

A Class 1 contested case hearing on the proposed mutual holding company plan under chs. 227 and ss. 644.07 and 601.62, Wis. Stat., will be conducted on November 16, 2016 at 1:00 p.m. before J.P. Wieske, the duly appointed Hearing Examiner (unless previously concluded, continued, or extended at the direction of the Hearing Examiner).

All motions in the Class 1 hearing, other than motions that must be made at the hearing, shall be filed with the Hearing Examiner no later than **November 1, 2016**. Only persons admitted as parties to the Class 1 proceeding may participate in this Class 1 administrative hearing. However, attendance by policyholders of American Family Mutual Insurance Company and the public is welcome.

Public Hearing

A public hearing on the proposed mutual holding company plan, and the transactions contemplated thereby, under chs. 227 and ss. 601.62 and 644.07, Wis. Stat., will be conducted on November 16, 2016, at the above-designated location in Madison, Wisconsin, commencing immediately after the Class 1 administrative hearing, at approximately 2:00 p.m., unless the pre-hearing conference or Class 1 administrative hearing is continued or extended by the Hearing Examiner.

American Family Mutual Insurance Company's policyholders and members of the public are invited to testify at the public hearing. Since time for oral testimony may be limited by the Hearing Examiner to accommodate the number of speakers, American Family Mutual Insurance Company's policyholders and members of the public are invited to submit written comments, as well as, or in lieu of, oral testimony.

Interested persons are encouraged to submit written comments to the Hearing Examiner at any time prior to the Public Hearing, and for an additional week after the Public Hearing (up until, but no later than **November 25, 2016**).

Written comments may be directed to the attention of:

**American Family MHC Restructuring Comments
Office of the Commissioner of Insurance
PO Box 7873
Madison, WI 53707-7873**

Comments may also be emailed to OCl at: OCIAmFamMHCPlan@wisconsin.gov

Issues to be Considered at the Hearings

The issues to be considered at the hearings are as follows:

1. The plan for the restructuring of American Family Mutual Insurance Company to a mutual holding company and stock insurance company (the "Plan").
2. The names, addresses, and interrelationships of all affiliates and principals of the Petitioner at the time of the filing and after the request is granted if the Plan is approved.
3. Whether or not, under s. 644.07, Wis. Stat.:
 - a) The Plan would violate the law or be contrary to the interest of the insureds of AMERICAN FAMILY MUTUAL INSURANCE COMPANY, the converting domestic corporation.
 - b) The Plan would be unfair or inequitable to the policyholders of AMERICAN FAMILY MUTUAL INSURANCE COMPANY.
 - c) The Plan would be contrary to the interests of policyholders or the public, including the Wisconsin insureds of any participating nondomestic corporation.
 - d) The proposed restructuring would be detrimental to the safety and soundness of the converting insurance company, AMERICAN FAMILY MUTUAL INSURANCE COMPANY, or to the contractual rights and reasonable expectations of its policyholders on the effective date of the restructuring.
4. Whether the Petitioners have complied with the filing requirements of s. 644.07, Wis. Stat.

How to Obtain Information

Any policyholder of American Family Mutual Insurance Company may inspect a complete copy of the mutual holding company plan, with all of its exhibits, and the Policyholder Information Statement, with all of its exhibits, before the public hearing by visiting the home office of American Family Mutual Insurance Company at 6000 American Parkway, Madison, WI 53783-0001, during normal business hours, Monday through Friday (except for days on which American Family Mutual Insurance Company is closed for business), or by calling (866) 521-4219.

The public may inspect the records related to this case by visiting the Office of the Commissioner of Insurance, 125 South Webster Street, Madison, WI 53703. Anyone wishing to obtain a copy of the mutual holding company plan, the Policyholder Information Statement, or pertinent correspondence and any other statutorily required information concerning this case is encouraged to download it from the Office of the Commissioner of Insurance's website at: <https://oci.wi.gov/Pages/Companies/MgrsAcquConvRedom.aspx#Restructurings> [Click on the

"American Family Mutual Insurance Company to a Mutual Holding Company and Stock Insurance Company" hyperlink.]
Dated at Madison, Wisconsin, this 30th day of September, 2016.

A handwritten signature in black ink, appearing to read "RWicka", written over a horizontal line.

Richard Wicka
Deputy Chief Legal Counsel