

In the Matter of the Plan for the Merger of
Main Street America Group Mutual Holdings, Inc. with and
into American Family Insurance Mutual Holding Company

NOTICE OF HEARING

Case No. 18-C42636

Petitioners.

*** PRE-HEARING CONFERENCE DATE: July 31, 2018, at 10:00 a.m. (C.D.S.T.)
IS SCHEDULED

*** HEARING IS SCHEDULED DATE: July 31, 2018, at 10:15 a.m. (C.D.S.T.)

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

PLEASE READ CAREFULLY

A class 1 hearing under s. 644.27, Wis. Stat., and chs. 227, 611, and 617, Wis. Stat., will be held before Amy J. Malm, duly appointed hearing examiner, at the time and place stated above, to be continued at any time and place the hearing examiner considers necessary, to consider the matters set forth in this Notice of Hearing.

A pre-hearing conference will be held on July 31, 2018 to consider any prehearing 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.

The issues to be considered are as follows:

(1) The plan for the merger of Main Street America Group Mutual Holdings, Inc. with and into American Family Insurance Mutual Holding Company, including the acquisition of control by American Family Insurance Mutual Holding Company of insurers owned by or affiliated with Main Street America Group Mutual Holdings, Inc. (the "plan").

(2) The names, addresses, and interrelationships of all affiliates and principals of the Petitioners at the time of the filing and after the request is granted if the plan is approved.

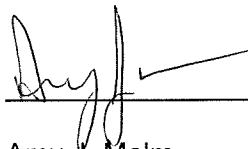
(3) Whether or not, under ss. 644.27, Wis.Stat., and s. Ins 40.02 (b) 2, Wis. Adm. Code:

- (a) The plan would violate the law or be contrary to the interests of the insureds of any participating domestic corporation or of the Wisconsin insureds of any participating nondomestic corporation.
- (b) After the acquisition of control, the participating domestic insurance corporations would be able to satisfy the requirements for the issuance of a license to write the line or lines of insurance for which each is presently licensed.

- (c) The effect of the acquisition of control would be to create a monopoly or substantially to lessen competition in insurance in Wisconsin.
- (d) The merger is likely to jeopardize the financial stability of any participating domestic stock insurance corporations or to prejudice the interests of their respective Wisconsin policyholders.
- (e) Any plans or proposals which the acquiring party has to liquidate any participating domestic stock insurance corporations or their parent insurance holding corporation, sell their assets, or consolidate or merge them with any person, or make any other material change in their business or corporate structure or management, are fair and reasonable to policyholders of the participating domestic stock insurance corporations or in the public interest.
- (f) The competence and integrity of the persons who would control the operation of the participating domestic stock insurance corporations or their parent insurance holding corporation are such that it would be in the interest of the policyholders of the participating domestic insurance corporations and of the public to permit the acquisition of control.

(4) Whether the Petitioners have complied with the filing requirements of s. Ins 40.02, Wis. Adm. Code.

Dated at Madison, Wisconsin, this 18th day of July, 2018.



Amy J. Malm
Hearing Examiner