

RESOLUTION OF THE BOARD OF DIRECTORS  
WILMINGTON HOLDINGS CORPORATION

January 16, 2019

Resolved, that the board of directors of Wilmington Holdings Corporation does hereby approve the merger between its wholly owned subsidiary, Wilmington Insurance Company, and National Insurance Company of Wisconsin according to the terms of a Purchase Agreement to be memorialized between the officers of both companies. The board of directors further approves the issuance of any Wilmington Holdings Corporation note or other financing arrangement pertinent to the purchase as agreed to by both companies. The merger is contingent upon the prior approval of both the Wisconsin Insurance Commissioner and the Delaware Insurance Commissioner.



David Gearhart  
Chairman and CEO  
Wilmington Holdings Corporation