

In the Matter of:

PROPOSED DECISION**The Merger of Green County Mutual
Insurance Company with and into
Mutual of Wausau Insurance Corporation**

Petitioner.

OCI Case No. 25-C46721

Amy J. Malm, Hearing Examiner, Presiding
Administrator, Division of Financial Regulation
Office of the Commissioner of Insurance
101 E. Wilson St
Madison, WI 53703

APPEARANCES**For the Office of the Commissioner of Insurance:**

Mark McNabb
Company Licensing and Analytics Supervisor
Office of the Commissioner of Insurance
101 E. Wilson St
Madison, WI 53703

Christopher Martin
Domestic Licensing Specialist
Office of the Commissioner of Insurance
101 E. Wilson St
Madison, WI 53703

For the Petitioner:

Zachary Bemis
Attorney
Godfrey & Kahn, S.C.
One East Main Street, Suite 500
Madison, WI 53701
608-284-2224
zbemis@gklaw.com

Todd Lentz
President and CEO
3910 Stewart Ave.
Wausau, WI 54402
715-842-0686
toddl@mutualofwausau.com

For the Domestic Insurer:

Craig Shager
Secretary
Green County Mutual Insurance Company
326 6th Street
Monroe, WI 53566
608-325-3416
cshager@greencountymutual.com

PRELIMINARY

Pursuant to a Notice of Hearing dated November 12, 2025, a hearing was held by teleconference on or about 10:00 a.m. on December 16, 2025, to determine whether the Petitioners' application for approval of

the plan for acquisition of control should be granted. Based on the record, the Hearing Examiner makes the following:

PROPOSED FINDINGS OF FACT

(1) The Petitioner, Mutual of Wausau Insurance Corporation, a Wisconsin domestic mutual insurer and the surviving entity, located at 3910 W. Stewart Avenue, Wausau, Wisconsin 54402.

(2) Green County Mutual Insurance Company, the Domestic Insurer and non surviving entity, located at 326 6th Street, Monroe, WI 53566.

(3) The Petitioner filed with the Office of the Commissioner of Insurance an application for approval of the merger of Green County Mutual Insurance Company with and into Mutual of Wausau Insurance Corporation.

(4) The Petitioner fulfilled the filing requirements of s. Ins 40.02, Wis. Adm. Code.

(5) The Petitioner and Domestic Insurer provided OCI with a proposed plan of merger and board of directors resolution pursuant to s. 611.73(1)(b), Wis. Stat.

(6) The plan of merger will not violate the law or be contrary to the interests of the insureds of Green County Mutual Insurance Company or Mutual of Wausau Mutual Insurance Corporation or the insureds of any participating domestic corporation or the Wisconsin insureds of any participating nondomestic corporation.

PROPOSED CONCLUSION OF LAW

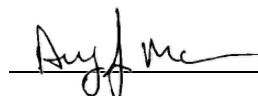
(7) The proposed findings of fact set forth above establish that the requirements of s. 611.73 and ch. 227, Wis. Stat., and ch. Ins 40, Wis. Adm. Code, have been satisfied and approval of the plan should be granted.

PROPOSED ORDER

NOW, THEREFORE, based upon the findings of fact and conclusion of law, I hereby recommend that:

(8) The Petitioner's request for approval of the plan of merger of Green County Mutual Insurance Company with and into Mutual of Wausau Insurance Corporation should be approved.

Dated at Madison, Wisconsin, this 16th day of December, 2025.

A handwritten signature in black ink, appearing to read "Amy J. Malm", is written over a horizontal line.

Amy J. Malm
Hearing Examiner