

**REPORT OF SPECIAL MEETING OF THE MEMBERS  
FOR THE PURPOSE OF VOTING ON THE MERGER OF  
HENRIETTA, GREENWOOD & UNION MUTUAL FIRE INSURANCE COMPANY  
WITH AND INTO  
RIVER VALLEY MUTUAL INSURANCE COMPANY**

**December 12, 2023**

River Valley Mutual Insurance Company ("RVMIC"), hereby submits to the Office of the Commissioner of Insurance (the "OCI") pursuant to Wis. Stat. § 612.23(5) this report of the emergency Special Meeting of Members held on December 12, 2023, at 10:00 a.m. at the Whitehall Golf & Pub, 36535 West Street, Whitehall, Wisconsin (the "Special Meeting") to discuss and to vote on the proposed merger (the "Merger") of Henrietta, Greenwood & Union Mutual Fire Insurance Company ("Henrietta") with and into RVMIC.

On November 22, 2023, the members of RVMIC were mailed (i) the Notice of the Special Meeting in the form attached hereto as Exhibit A (the "Member Notice") and (ii) a summary of the Agreement and Plan of Merger between RVMIC and Henrietta (which was approved by the Board of Directors of RVMIC on November 20, 2023 and by the OCI on November 22, 2023) (collectively, the "Merger Materials"). The Member Notice instructed the members to review the Merger Materials and to appear at the emergency Special Meeting to vote in person.

At the emergency Special Meeting, after the members of RVMIC reviewed the previously disseminated Merger Materials and had the opportunity to ask questions of the respective designated representatives of RVMIC relating to the Merger, the following resolutions were adopted by the members of RVMIC:

**RESOLVED**, that after review of the Summary of the Agreement and Plan of Merger and/or the Agreement and Plan of Merger (collectively, the "Merger Documents"), and the ability to inquire of the Board of Directors of RVMIC regarding the same, the members of RVMIC hereby adopt and approve, in all material respects, the Merger pursuant to the Agreement and Plan of Merger substantially in the form made available to the members and authorize its Board of Directors to take any and all remaining actions necessary to effectuate the Merger.

2236 members of RVMIC were entitled to vote at the emergency Special Meeting. Of the 37 members of RVMIC who voted on the resolutions, 37 voted in favor of adoption and 0 members voted against adoption. All votes were cast in person.

*[Remainder of the page intentionally left blank; signatures follow]*

Dated this 12<sup>th</sup> day of December, 2023.

RIVER VALLEY MUTUAL INSURANCE COMPANY

By:   
Name: Dan Lilla  
Title: President

Attest:

  
Name: Julianne Schaefer, Secretary