

MERGER OF
HELENVILLE MUTUAL INSURANCE COMPANY
WITH AND INTO
CENTRAL WISCONSIN MUTUAL INSURANCE COMPANY

REPORT OF SPECIAL MEETING OF THE MEMBERS - CWMIC

Filed with the Wisconsin Office of the Commissioner of Insurance

November 17, 2023

**REPORT OF SPECIAL MEETING OF THE MEMBERS
FOR THE PURPOSE OF VOTING ON THE MERGER OF
HELENVILLE MUTUAL INSURANCE COMPANY
WITH AND INTO
CENTRAL WISCONSIN MUTUAL INSURANCE COMPANY**

December 19, 2023

Central Wisconsin Mutual Insurance Company (“CWMIC”) submits to the Office of the Commissioner of Insurance (the “OCI”) pursuant to Wis. Stat. § 612.22(6) this report of the Special Meeting of Members held on December 19, 2023, at 10:00 am at the CWMIC office in Waupun, Wisconsin (the “Special Meeting”) to discuss and to vote on the proposed merger of Helenville Mutual Insurance Company (“HMIC”) with and into CWMIC.

On November [], 2023, the members of CWMIC were mailed (i) the Notice of the Special Meeting in the form attached hereto as Exhibit A (the “Member Notice”), (ii) a summary of the Plan of Merger between HMIC and CWMIC (which was approved by the Board of Directors of CWMIC on November 17, 2023 and by the OCI on November [], 2023), and (iii) a policyholder resolution ballot for members to vote on the resolution authorizing the merger by mail (the “Mail Ballot”), (collectively, the “Merger Materials”). The Member Notice instructed the members to review the Merger Materials and return their Policyholder Resolution Ballot to the address provided in the Member Notice by 9:00 am on December 19, 2023, or to appear at the Special Meeting and vote in person.

At the Special Meeting, after the members of CWMIC reviewed the Merger Materials and the opportunity to ask questions of the respective designated representatives of CWMIC relating to the Merger, the following resolution was adopted by the members of CWMIC:

RESOLVED, that after review of the Agreement and Plan of Merger and/or the Summary of the Agreement and Plan of Merger with respect to the merger of CWMIC with HMIC, and the ability to inquire of the Board of Directors of CWMIC regarding the same, the members of CWMIC hereby adopt and approve 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 or cause to be taken any remaining actions necessary to effectuate such merger.

[] members of CWMIC were entitled to vote at the Special Meeting. Of the [] members of CWMIC who voted on the resolution, [] voted in favor of adoption and [] members voted against adoption. Of the members voting in person, [] voted in favor of adoption and [] members voted against adoption. Of the members voting by Mail Ballot, [] voted in favor of adoption and [] members voted against adoption.

[Remainder of the page left blank intentionally; Signatures follow]

Dated this _____ day of December, 2023.

CENTRAL WISCONSIN MUTUAL INSURANCE
COMPANY

By: _____
Kevin Beske, President

Attest:

Name: Heather Tessman, Secretary

**EXHIBIT A
MEMBER NOTICE**

See attached.