

**REPORT OF SPECIAL MEETING OF THE MEMBERS  
FOR THE PURPOSE OF VOTING ON THE MERGER OF  
HEARTLAND MUTUAL INSURANCE COMPANY  
WITH AND INTO  
ARLINGTON MUTUAL INSURANCE COMPANY**

Arlington Mutual Insurance Company (“AMIC”) submits to the Office of the Commissioner of Insurance (the “OCI”) pursuant to Wis. Stat. § 612.21(6) this report of the Special Meeting of Members conducted by mail vote on May 17, 2024 (the “Special Meeting”) to discuss and to vote on the proposed merger of Heartland Mutual Insurance Company (“HMIC”) with and into AMIC.

On April 10, 2024, the members of AMIC 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 AMIC and HMIC (which was approved by the Board of Directors of AMIC on [ ], 2024 and by the OCI on March 21, 2024), 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 5:00 pm on Friday, May 17, 2024.

The Special Meeting by mail was conducted pursuant to AMIC’s articles and bylaws. The Mail Ballot presented the following resolution to the AMIC members:

**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 HMIC with and into the AMIC, the members of AMIC 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.

1591 members of AMIC were entitled to vote at the Special Meeting. Of the 103 members of AMIC who voted on the resolution, 100 voted in favor of adoption and 3 members voted against adoption. All member votes were cast by Mail Ballot.

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

Dated this 20th day of May, 2024.

ARLINGTON MUTUAL INSURANCE COMPANY

By: Kim R. Bauer  
Kim Bauer, President

Attest:

Stephen Elmer  
Name: Stephen Elmer, Secretary/Treasurer

**EXHIBIT A  
MEMBER NOTICE**

See attached.



TO: All Policyholders of Arlington Mutual Insurance Company

RE: Notice of Special Policyholder Meeting by Mail – Merger with Heartland Mutual Insurance Company  
– MAIL BALLOTS DUE May 17, 2024

DATE: April 10, 2024

**NOTICE IS HEREBY GIVEN THAT** a special meeting of the Arlington Mutual Insurance Company (the “Company”) policyholders will be held conducted by mail ballot to vote on the proposed merger of Heartland Mutual Insurance Company (“HMIC”) into the Company (the “Merger”) through consideration of the following resolution:

**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 HMIC with and into the Company, the members of the Company 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.

The Board of Directors of the Company recommends that you vote “**YES**” on the policyholder resolution to approve the Agreement and Plan of Merger. Members will also consider and vote upon any matters as may properly come before the meeting, or any adjournments or postponements thereof.

All policyholders have a right to vote on the Merger pursuant to Wis. Stat. § 612.12. Policyholders may cast their vote by returning the enclosed Mail Vote Policyholder Resolution Ballot. Also enclosed with this correspondence is a Summary of the Plan of Merger. **Please review these materials and return the ballot Mail Ballot included with this notice no later than Friday, May 17, 2024, at 5:00 pm.**

The Agreement and Plan of Merger was filed by the companies with the Office of the Commissioner of Insurance on March 19, 2024.

A complete copy of the Agreement and Plan of Merger is available for your inspection, if you wish, during business hours at the office of the Company or HMIC. You may also contact AMIC General Manager Teri Krysa by phone at (608) 635-4758 or email at [teri@arlingtonmutualinsurance.com](mailto:teri@arlingtonmutualinsurance.com) if you prefer that we email or mail you the meeting materials or a paper copy of the Agreement and Plan of Merger. Please call if you have any questions about the merger or the special meeting.

**Your vote is important. Please complete and return the enclosed Mail Vote Policyholder Resolution Ballot as soon as possible. Please note, all mailed ballots must be returned by Friday, May 17, 2024 at 5:00 pm. Please be sure to return your ballot by mail (in the enclosed envelope) or email to [Lisa.Eid@claconnect.com](mailto:Lisa.Eid@claconnect.com).**

By Order of the Board of Directors

  
Stephen Elmer, Secretary

Arlington, Wisconsin