

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

**May 18, 2024**

Heartland Mutual Insurance Company ("HMIC" or the "Company") submits to the Office of the Commissioner of Insurance (the "OCI") pursuant to Wis. Stat. § 612.21(6) this report of the policyholder vote on the proposed merger of HMIC into Arlington Mutual Insurance Company ("AMIC") (the "Merger") held on May 18, 2024, at 12:00 p.m. at Drugan's Supper Club in Holmen, Wisconsin at the annual meeting of the Company (the "Annual Meeting").

On March 27, 2024, the members of HMIC were mailed (i) the Notice of the Annual Meeting in the form attached hereto as Exhibit A (the "Member Notice") and (ii) a summary of the Plan of Merger between HMIC and AMIC (which was approved by the Board of Directors of HMIC on March 8, 2024, and by the OCI on March 21, 2024), and (iii) a policyholder resolution ballot for members to vote on the resolution at the Annual Meeting (collectively, the "Merger Materials"). The Member Notice instructed the members to review the Merger Materials and appear at the Annual Meeting and vote in person.

At the Annual Meeting, after the members of HMIC reviewed the previously disseminated Merger Materials and had the opportunity to ask questions of the respective designated representatives of HMIC relating to the Merger, the following resolution was adopted by the members of HMIC:

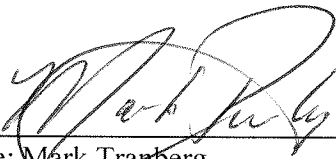
**RESOLVED**, that after review of the Agreement and Plan of Merger and/or the Summary of the Agreement and Plan of Merger with respect to the merger of the Company with and into Arlington Mutual Insurance Company, the members of the Company hereby adopt and approve the Merger pursuant to the Agreement and Plan of Merger substantially in the form made available to the members, including the adoption of the: (i) Interior Water Damage Limitation Endorsement; (ii) Roof Limitation Endorsement; and (iii) \$2,500 Deductible Endorsement on all current Company policies effective on July 1, 2024, and authorize its Board of Directors to take or cause to be taken any remaining actions necessary to effectuate such merger.

492 members of HMIC were entitled to vote on the Merger at the Annual Meeting. Of the 29 members of HMIC who voted on the resolution, 29 voted in favor of adoption and 0 members voted against adoption. Of the members voting, 29 voted in favor of adoption and 0 members voted against adoption. All votes were cast in person.


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

Dated this 18 day of May, 2024.

HEARTLAND MUTUAL INSURANCE COMPANY

By:   
Name: Mark Tranberg  
Title: President

Attest:

By:   
Name: Lorraine Brown  
Title: Secretary



TO: All Policyholders of Heartland Mutual Insurance Company

RE: Notice of Annual Policyholder Meeting and Consideration and Approval of Merger – Saturday, May 18, 2024

DATE: March 26, 2024

**NOTICE IS HEREBY GIVEN THAT** the annual meeting of the Heartland Mutual Insurance Company (the “Company”) policyholders will be held on **Saturday, May 18, 2024, at 12:00 p.m. at Drugan’s Supper Club in Holmen, Wisconsin.** The Annual Meeting will include, in addition to other matters regularly presented, a discussion and a vote on the proposed merger of the Company with and into Arlington Mutual Insurance 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 the Company with and into Arlington Mutual Insurance 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, including the adoption of the: (i) Interior Water Damage Limitation Endorsement; (ii) Roof Limitation Endorsement; and (iii) \$2,500 Deductible Endorsement on all current Company policies effective on July 1, 2024, 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. In the event a quorum is not present, the meeting will be postponed until such date and time as a quorum is present.

All the Company policyholders have a right to vote on the Conversion under Wis. Stat. § 612.12. Policyholders may cast their vote in person at the annual meeting. Enclosed with this correspondence is a Summary of the Plan of Merger.

Please note, pursuant to the Agreement and Plan of Merger and upon the effective date of the Merger (i.e., July 1, 2024), all current Company policies will be endorsed to include the following endorsements: (i) Interior Water Damage Limitation Endorsement; (ii) Roof Limitation Endorsement; and (iii) \$2,500 Deductible Endorsement. These endorsements are included with this mailing. Policyholders are free to seek alternative coverage from another insurance company and to cancel their current policy at any time.

The Plan of Conversion was filed by the Company with the State of Wisconsin Office of the Commissioner of Insurance (the “Commissioner”) on March 19, 2024.

A complete copy of the Plan of Conversion is available for your inspection, if you wish, during business hours at the Company office. You may also contact Company Secretary and General Manager Lorraine Bowen by phone at (608) 525-3201 or email at [lbowen@heartlandmutualwi.com](mailto:lbowen@heartlandmutualwi.com), if you prefer that we email or mail you the meeting materials or a copy of the Agreement and Plan of Merger.

Your vote is important. Please make plans to attend the Annual Meeting on May 18, 2024, at 12:00 p.m. at Drugan’s Supper Club. Please call if you have any questions about the Merger or the Annual Meeting.

By Order of the Board of Directors

*Lorraine M Bowen*, Secretary

Ettrick, Wisconsin