

**MERGER OF
KENOSHA COUNTY MUTUAL INSURANCE COMPANY
WITH AND INTO
MT. MORRIS MUTUAL INSURANCE COMPANY**

REPORT OF SPECIAL MEETING OF THE MEMBERS - KCMIC

Filed with the Wisconsin Office of the Commissioner of Insurance

September 6, 2023

**REPORT OF SPECIAL MEETING OF THE MEMBERS
FOR THE PURPOSE OF VOTING ON THE MERGER OF
KENOSHA COUNTY MUTUAL INSURANCE COMPANY
INTO
MT. MORRIS MUTUAL INSURANCE COMPANY**

October [●], 2023

Kenosha County Mutual Insurance Company (“KCMIC”) 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 October 26, 2023, at 7:00 p.m. at Village of Bristol, 19801 83rd Street, Bristol, Wisconsin to discuss and to vote on the proposed merger (the “Merger”) of KCMIC with and into Mt. Morris Mutual Insurance Company (“MMIC”) (the “Special Meeting”).

On [●], 2023, the members of KCMIC 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 KCMIC and MMIC (which was approved by the Board of Directors of KCMIC on August 24, 2023 and by the OCI on [●], 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 7:00 p.m. on October 26, 2023, or to appear at the Special Meeting and vote in person.

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

RESOLVED, that after review of the Summary of the Plan of Merger and/or the Agreement and Plan of Merger of KCMIC with and into MMIC, and the ability to inquire of the Board of Directors regarding the same, the members of KCMIC hereby adopt and approve in all material respects the Merger pursuant to the Agreement and Plan of Merger and authorize its Board of Directors to take any remaining actions necessary to effectuate the Merger.

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

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

Dated this _____ day of October, 2023.

KENOSHA COUNTY MUTUAL INSURANCE
COMPANY

By: _____
Myron Daniels, President

Attest:

Janet A. Elfering, Secretary

EXHIBIT A
MEMBER NOTICE

See attached.