

MERGER OF
SPRING GROVE MUTUAL INSURANCE COMPANY
WITH AND INTO
LA PRAIRIE MUTUAL INSURANCE COMPANY

REPORT OF SPECIAL MEETING OF THE MEMBERS - LPMIC

Filed with the Wisconsin Office of the Commissioner of Insurance

October 16, 2023

**REPORT OF SPECIAL MEETING OF THE MEMBERS
FOR THE PURPOSE OF VOTING ON THE MERGER OF
SPRING GROVE MUTUAL INSURANCE COMPANY
WITH AND INTO
LA PRAIRIE MUTUAL INSURANCE COMPANY**

December [●], 2023

La Prairie Mutual Insurance Company (“LPMIC”) 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 held on December 2, 2023, at 1:00 p.m. at 460 S Randall Avenue, Janesville, Wisconsin to discuss and to vote on the proposed merger of Spring Grove Mutual Insurance Company (“SGMIC”) with and into LPMIC (the “Special Meeting”).

On [●], 2023, the members of LPMIC 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 LPMIC and SGMIC (which was approved by the Board of Directors of LPMIC on September 29, 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 by mail to the address provided in the Member Notice or by email to gweis@laprairieinsurance.com, and in either case by December 1, 2023, or to appear at the Special Meeting and vote in person.

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

RESOLVED, that after review of the Summary of the Plan of Merger and/or the Agreement and Plan of Merger with respect to the merger of SGMIC with and into LPMIC, and the ability to inquire of the Board of Directors of LPMIC regarding the same, the members of LPMIC 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 any remaining actions necessary to effectuate such merger.

[●] members of LPMIC were entitled to vote at the Special Meeting. Of the [●] members of LPMIC 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.

LA PRAIRIE MUTUAL INSURANCE COMPANY

By: _____
James V. Huisheere, President

Attest:

Name: Georgia Weis, Secretary/Treasurer

EXHIBIT A
MEMBER NOTICE

See attached.