

CONVERSION
of
CENTRAL WISCONSIN MUTUAL INSURANCE COMPANY
from a
CHAPTER 612 TOWN MUTUAL INSURANCE COMPANY
into a
CHAPTER 611 MUTUAL INSURANCE COMPANY

PROPOSED REPORT OF POLICYHOLDER MEETING

Filed with the Wisconsin Office of the Commissioner of Insurance

February 23, 2023

**REPORT OF SPECIAL MEETING OF THE MEMBERS
FOR THE PURPOSE OF VOTING ON THE CONVERSION OF
CENTRAL WISCONSIN MUTUAL INSURANCE COMPANY
INTO A
CHAPTER 611 MUTUAL INSURANCE CORPORATION**

April 17, 2024

Central Wisconsin Mutual Insurance Company (the “Company”), hereby submits to the Office of the Commissioner of Insurance (the “OCI”) pursuant to Wis. Stat. § 612.23(5) this report of the Annual Meeting of its members held on Wednesday, April 17, 2024, at 11:00 a.m. at the Bayside Supper Club in Beaver Dam, Wisconsin (the “Annual Meeting”) which included a discussion and vote on the proposed conversion (the “Conversion”) of the Company into a mutual insurance corporation organized under Chapter 611 of Wisconsin Statutes.

On March [●], 2024, the members of the Company 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 Conversion (which plan was approved by the Board of Directors of the Company on January 18, 2024 and by the OCI on [●], 2024) (collectively, the “Conversion Materials”). The Member Notice instructed the members to review the Conversion Materials and attend the Annual Meeting to vote on the Conversion in person.

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

RESOLVED, that after review of the Summary of the Plan of Conversion and/or the Plan of Conversion (collectively, the “Conversion Documents”), and the ability to inquire of the Board of Directors of the Company regarding the same, the members of the Company hereby (i) adopt and approve, in all material respects, the Conversion pursuant to the Plan of Conversion, including (1) the proposed amended and restated articles of incorporation and bylaws of the Company, substantially in the form made available to members in the Conversion Documents and (2) the election of the proposed directors of the Board of Directors of the Company as set forth in the Conversion Documents and (ii) authorize its Board of Directors to take or to cause to be taken any and all remaining actions necessary to effectuate the Conversion.

___ members of the Company were entitled to vote at the Annual Meeting. Of the ___ members who voted on the resolution, ___ voted in favor of adoption and ___ members voted against adoption. All votes were cast in person.

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

Dated this _____ day of March, 2024.

CENTRAL WISCONSIN MUTUAL INSURANCE COMPANY

By: _____

Name: Kevin Beske

Title: President

Attest:

Name: Heather Tessman, Secretary

EXHIBIT A
MEMBER NOTICE

See attached.