

**ACTION BY UNANIMOUS WRITTEN CONSENT
BY THE BOARD OF MANAGERS OF
BOWHEAD INSURANCE GP LLC**

May 21, 2021

The undersigned, constituting all of the members of the Board of Managers (the “Board”) of Bowhead Insurance GP LLC, a Delaware limited liability company (the “Company”) and the general partner of Bowhead Insurance Holdings LP (Bowhead Insurance GP LLC, the “General Partner”, and Bowhead Insurance Holdings LP, the “Partnership”), pursuant to Section 17-405 of the Delaware Revised Uniform Limited Partnership Act and in accordance with Section 6.1 of the Amended and Restated Limited Partnership Agreement of the Partnership, dated October 14, 2020, by and among the General Partner and those persons and entities listed therein (the “Limited Partnership Agreement”) and Section 5.4 of the Amended and Restated Limited Liability Company Agreement of the General Partner, dated October 14, 2020, by and among the General Partner and those persons and entities listed therein (the “GP LLCA”), do hereby resolve, authorize, ratify and determine as follows. Capitalized terms not defined herein, shall have the meaning ascribed to such terms in the Limited Partnership Agreement.

APPROVAL OF UNDERWRITING GUIDELINES - HEALTHCARE

WHEREAS, the Managers desire to establish underwriting guidelines for the Healthcare lines of Bowhead Specialty Underwriters, Inc. (“Bowhead Specialty”) and Bowhead Insurance Company, Inc. (“Bowhead Insurance”); and

WHEREAS, the officers of the Company have presented to the Managers the Healthcare underwriting guidelines attached as **Exhibit A** hereto (“Underwriting Guidelines - Healthcare”).

NOW THEREFORE, BE IT:

RESOLVED, the Underwriting Guidelines - Healthcare are hereby adopted, and the officers of Bowhead Specialty and Bowhead Insurance are directed to ensure that the Underwriting Guidelines - Healthcare are faithfully followed by its employees.

APPROVAL OF UNDERWRITING GUIDELINES - PROFESSIONAL E&O

WHEREAS, the Managers desire to establish underwriting guidelines for the Professional Errors and Omissions lines of Bowhead Specialty and Bowhead Insurance; and

WHEREAS, the officers of the Company have presented to the Managers the Professional E&O underwriting guidelines attached as **Exhibit B** hereto (“Underwriting Guidelines - Professional E&O”).

NOW THEREFORE, BE IT:

RESOLVED, the Underwriting Guidelines – Professional E&O are hereby adopted, and the officers of Bowhead Specialty and Bowhead Insurance are directed to ensure that the Underwriting Guidelines - Professional E&O are faithfully followed by its employees.

FORMATION OF NEW HOLDING COMPANY

WHEREAS, the Board believes that it is in the best interest of the Partnership to form a C Corporation to own interests in Bowhead Specialty Underwriters, Inc., Bowhead Insurance Company, Inc. and Bowhead Underwriting Services, Inc., which are to become subsidiaries of the new C Corporation.

NOW THEREFORE, BE IT:

RESOLVED, that the General Partner is empowered to form a C Corporation to own interests in Bowhead Specialty Underwriters, Inc., Bowhead Insurance Company, Inc. and Bowhead Underwriting Services, Inc., which are to become subsidiaries of the new C Corporation.

GENERAL

RESOLVED, that the General Partner and each of the appropriate officers and any manager of the Company (the “Authorized Officers”) be, and each of them is, authorized and empowered, in the name and on behalf of the Partnership, to do and perform, or cause or authorize to be done and performed, any and all other acts, deeds and things and to make, execute and deliver, or cause to be made, executed and delivered, in the name and on behalf of the Partnership to effect any and all of the actions contemplated by the foregoing resolutions, to fulfill the Partnership’s obligations thereunder, or to carry out the purpose and intent of this Action by Unanimous Written Consent of the Board of Managers (this “Consent”), the execution, delivery or performance thereof, or the taking of any such action to be conclusive evidence of such approval and authority.

RESOLVED, that the undersigned hereby ratify, confirm and approve all actions taken by the Authorized Officers in connection with any and all of the transactions referred to in or contemplated by any of the foregoing resolutions.

RESOLVED, that this Consent be filed with the records of meetings of the Board.

RESOLVED, that this Consent may be executed in any number of counterparts, each such counterpart shall be deemed an original instrument, and all such counterparts together shall constitute but one agreement. This Consent may be executed by electronic means, including, without limitation, facsimile, electronic mail and portable document format.

[Signature Pages Follow]

IN WITNESS WHEREOF, each of the undersigned managers has executed this written consent effective as of the last date of signing below.

<u>5/21/21</u> Date	 Matthew Botein
_____ Date	_____ Zhak Cohen
_____ Date	_____ Mark Messing
_____ Date	_____ Fabian Fondriest
_____ Date	_____ David Holman
_____ Date	_____ Stephen Sills
_____ Date	_____ Angela Brock-Kyle

IN WITNESS WHEREOF, each of the undersigned managers has executed this written consent effective as of the last date of signing below.

Date

Matthew Botein



Date

Zhak Cohen

Date

Mark Messing

Date

Fabian Fondriest

Date

David Holman

Date

Stephen Sills

Date

Angela Brock-Kyle

IN WITNESS WHEREOF, each of the undersigned managers has executed this written consent effective as of the last date of signing below.

Date


Matthew Botein

Date

Zhak Cohen

5/22/2021

Date



Mark Messing

Date

Fabian Fondriest

Date

David Holman

Date

Stephen Sills

Date

Angela Brock-Kyle

IN WITNESS WHEREOF, each of the undersigned managers has executed this written consent effective as of the last date of signing below.

Date

Matthew Botein

Date

Zhak Cohen

Date

Mark Messing

Date

Fabian Fondriest
Fabian Fondriest

Date

David Holman

Date

Stephen Sills

Date

Angela Brock-Kyle

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Date

Matthew Botein

Date

Zhak Cohen

Date

Mark Messing

Date

Fabian Fondriest

5/25/21

Date



David Holman

Date

Stephen Sills

Date

Angela Brock-Kyle

IN WITNESS WHEREOF, each of the undersigned managers has executed this written consent effective as of the last date of signing below.

Date

Matthew Botein

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Stephen Sills

Date

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Matthew Botein

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Date

Mark Messing

Date

Fabian Fondriest

Date

David Holman

Date

Stephen Sills

May 22, 2021

Date



Angela Brock-Kyle