

## DIRECTOR AND OFFICER COMPENSATION

(Wis. Stat. § 644.07(4)(b)4)

There are no current plans for SECURA Insurance MHC to pay any compensation to its officers in connection with their services as officers of SECURA Insurance MHC, other than what such officers receive as officers of Converted SECURA.

SECURA Insurance MHC will pay fees and other compensation to its directors on the same basis that Converted SECURA currently pays such fees and other compensation to its directors. There are no current plans to change any of these fees in connection with the MHC conversion. All director compensation is reviewed annually by the Executive Committee of the Board (with a recommendation from management utilizing external benchmarking data relative to the property and casualty insurance industry), with any recommendation for change going to the full Board of Directors for vote. Compensation includes an annual retainer paid to all directors, an additional annual retainer for the Chair and Vice Chair of the Board and Committee Chairs, and Committee/Special Meeting fees for Committee members. Directors who are employees of Converted SECURA will receive no additional compensation for serving as a director.

Current directors' fees are as follows:

<b><u>RETAINER/FEE</u></b>	<b><u>AMOUNT</u></b>
Board Member Annual Retainer	\$72,000/annual
<u>Additional Retainers:</u>	
Chairperson of the Board Annual Retainer*	\$15,000/annual
Committee Chair Annual Retainer*	\$ 5,000/annual
<u>Committee/Special Meeting Fees**</u>	\$ 1,000/meeting

\*Chairperson of the Board does not receive additional Committee Chair Retainer.

\*\*Attendance at any Special Board meeting and each meeting of a Board Committee of which he/she is a member. At times, a special meeting fee may be paid for service by Board members on ad hoc committees or to participate in meetings ancillary to their Committee membership.