

**MERGER OF**  
**NORTHEASTERN MUTUAL INSURANCE COMPANY**  
**WITH AND INTO**  
**HOMESTEAD MUTUAL INSURANCE COMPANY**

**PROPOSED NOTICE OF SPECIAL POLICYHOLDER MEETING - NMIC**

*Filed with the Wisconsin Office of the Commissioner of Insurance*

**November 6, 2023**

[Northeastern Letterhead]

November [ ], 2023

TO: All Policyholders of Northeastern Mutual Insurance Company

RE: Notice of Special Policyholder Meeting – December 16, 2023 – Merger with Homestead Mutual Insurance Company

**NOTICE IS HEREBY GIVEN THAT** a special meeting of the Northeastern Mutual Insurance Company (“NMIC”) policyholders will be held on **December 16, 2023**, at 9:00 am at 515 First St, Algoma, WI 54201, to discuss and to vote on the proposed merger of NMIC into Homestead Mutual Insurance Company (“HMIC”) through consideration of the following resolution:

**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 NMIC with and into HMIC, and the ability to inquire of the Board of Directors of NMIC regarding the same, the members of NMIC 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 or cause to be taken any remaining actions necessary to effectuate such merger.

In the event a quorum is not present, the meeting will be postponed until such date and time as a quorum is present.

The Board of Directors of NMIC recommends that you vote “YES” on the policyholder resolution to approve the Agreement and Plan of Merger. Members will also consider and vote upon any matters as may properly come before the Meeting, or any adjournments or postponements thereof.

All NMIC policyholders have a right to vote on the Merger pursuant to Wis. Stat. § 612.12. Policyholders must cast their vote in person at the special meeting. Enclosed with this correspondence is a Summary of the Plan of Merger. **Please review these materials before attending the special meeting on December 16, 2023.**

The Agreement and Plan of Merger was filed by both companies with the Office of the Commissioner of Insurance (the “Commissioner”) on November 6, 2023. Pursuant to Wisconsin law, the parties must first obtain the Commissioner’s approval of the Agreement and Plan of Merger prior to it being submitted to a vote of the NMIC policyholders.

A complete copy of the Agreement and Plan of Merger is available for your inspection, if you wish, during business hours at the office of NMIC or HMIC. You may also contact us by phone at 920-487-5954 or email at [info@northeasternmutual.net](mailto:info@northeasternmutual.net) by December 16, 2023, if you prefer that we email or mail you the meeting materials or a paper copy of the Agreement and Plan of Merger. Please call if you have any questions about the merger or the special meeting.

**Your vote is important, and we hope to see you on December 16, 2023 at 9:00 am at 515 First St, Algoma, WI 54201.**

By Order of the Board of Directors

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Kenneth Karnitz, Manager and Secretary

Algoma, Wisconsin  
December 16, 2023