

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

REPORT OF SPECIAL MEETING OF THE MEMBERS – SGMIC

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**

[●], 2023

Spring Grove Mutual Insurance Company (“SGMIC”) 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 [●], 2023 at [●] p.m. at [●], Wisconsin to discuss and to vote on the proposed merger of SGMIC with and into La Prairie Mutual Insurance Company (“LPMIC”) (the “Special Meeting”).

On [●], 2023, the members of SGMIC 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 SGMIC and LPMIC (which was approved by the Board of Directors of SGMIC on October 12, 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 info@sgrovementual.com, and in either case by [●] p.m. on [●], 2023, or to appear at the Special Meeting and vote in person.

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

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 SGMIC regarding the same, the members of SGMIC 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 SGMIC were entitled to vote at the Special Meeting. Of the [●] members of SGMIC 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 _____, 2023.

SPRING GROVE MUTUAL INSURANCE COMPANY

By: _____
Nikolaus Faessler, President

Attest:

Name: Laura Shell, Secretary/Treasurer

EXHIBIT A
MEMBER NOTICE

See attached.