

**REPORT OF SPECIAL MEETING OF THE MEMBERS
FOR THE PURPOSE OF VOTING ON THE MERGER OF
YORKVILLE & MT. PLEASANT MUTUAL INSURANCE COMPANY
INTO
MUTUAL OF WAUSAU INSURANCE CORPORATION**

August 30, 2023

Yorkville & Mt. Pleasant Mutual Insurance Company (“YMPMIC”) submits to the Office of the Commissioner of Insurance (the “OCI”) pursuant to Wis. Stat. § 612.22(6) this report of the Special Meeting of Members held on August 29, 2023, at 7:00 p.m. at The American Legion Hall, 1027 New St., Union Grove, Wisconsin, Wisconsin to discuss and to vote on the proposed merger of YMPMIC into Mutual of Wausau Insurance Corporation (“Mutual of Wausau”) (the “Special Meeting”).

On July 28, 2023, the members of YMPMIC were mailed the Notice of the Special Meeting in the form attached hereto as Exhibit A (the “Member Notice”) enclosed with a summary of the Plan of Merger between YMPMIC and Mutual of Wausau (which was approved by the Board of Directors of Mutual of Wausau on June 26, 2023, the Board of Directors of YMPMIC on July 6, 2023, and by the OCI on August 1, 2023).

At the Special Meeting, and following a presentation by the designated representatives of YMPMIC and Mutual of Wausau and the opportunity to ask questions of the respective designated representatives of YMPMIC and Mutual of Wausau relating to the proposed merger, the following resolution was adopted by the members of YMPMIC:

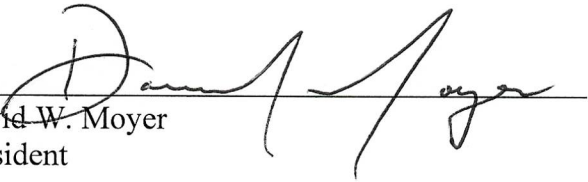
NOW THEREFORE, BE IT RESOLVED, that after review and discussion of the Agreement and Plan of Merger of Yorkville & Mt. Pleasant Mutual Insurance Company into Mutual of Wausau Insurance Corporation (including the attached exhibits), the members of Yorkville & Mt. Pleasant Mutual Insurance Company hereby adopt and approve the Agreement and Plan of Merger and authorize its Board of Directors to take any remaining actions necessary to effectuate such merger.

518 members of YMPMIC were entitled to vote at the meeting. Of the 53 members of YMPMIC who voted on the resolution, 53 voted in favor of adoption and 0 members voted against adoption. All votes were cast in person.

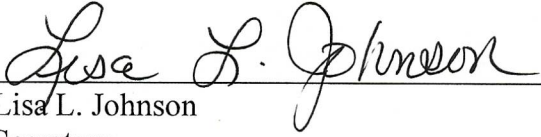
[Remainder of the page left blank intentionally; Signatures follow]

Dated this 30th day of August, 2023.

YORKVILLE & MT. PLEASANT MUTUAL
INSURANCE COMPANY

By: 
David W. Moyer
President

Attest:


Lisa L. Johnson
Secretary

**EXHIBIT A
MEMBER NOTICE**

See attached.



YORKVILLE &
MT. PLEASANT
Mutual Insurance Co.

ympinsurance.com (262) 878-5300

DATE: July 28, 2023
TO: All Policyholders of Yorkville & Mt. Pleasant Mutual Insurance Company
RE: Notice of Special Policyholder Meeting to be held on August 29, 2023

NOTICE IS HEREBY GIVEN THAT a special meeting of the Yorkville & Mt. Pleasant Mutual Insurance Company (“YMPMIC”) policyholders will be held on **August 29, 2023, at 7:00 p.m. at The American Legion Hall, 1027 New St., Union Grove, Wisconsin**, to discuss and to vote on the proposed merger of YMPMIC into Mutual of Wausau Insurance Corporation (“Mutual of Wausau”) through consideration of the following resolution:

RESOLVED, that after review and discussion of the Agreement and Plan of Merger of Yorkville & Mt. Pleasant Mutual Insurance Company into Mutual of Wausau Insurance Corporation (including the attached exhibits), the members of Yorkville & Mt. Pleasant Mutual Insurance Company hereby adopt and approve the Agreement and Plan of Merger and authorize its Board of Directors to take any remaining actions necessary to effectuate such merger.

Members will also consider and vote upon any matters as may properly come before the Meeting, or any adjournments or postponements thereof.

The Board of Directors of YMPMIC unanimously recommends that you vote (i) “FOR” the proposal to approve the Agreement and Plan of Merger.

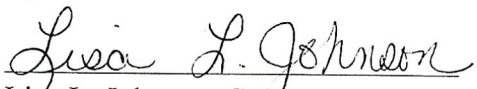
All YMPMIC policyholders have a right to vote on the merger under Section 612.12 of the Wisconsin Statutes. **A summary of the Agreement and Plan of Merger entered into by both companies is enclosed for your review.**

The Agreement and Plan of Merger was filed by both companies with the Office of the Commissioner of Insurance (the “Commissioner”) on July 17, 2023. Pursuant to Wisconsin law, the parties will obtain the Commissioner’s approval of the Agreement and Plan of Merger prior to it being submitted to a vote of the YMPMIC 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 YMPMIC. You may also contact us by phone at (262) 878-5300 or email at ympins@att.net by August 15, 2023 if you prefer that we email you the Meeting materials or mail you a paper copy of the Agreement and Plan of Merger.

Please call if you have any questions on the merger or the special meeting. **Your vote is important. We hope to see you on August 29, 2023, at 7:00 p.m. at The American Legion Hall, 1027 New St., Union Grove, Wisconsin.**

By Order of the Board of Directors


Lisa L. Johnson, Secretary

Union Grove, Wisconsin July 28, 2023

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