TOWN & COUNTRY MUTUAL INSURANCE COMPANY
(the "Company")

POLICYHOLDER'S PROXY FORM

For use at the Special General Meeting of Policyholders – August 20, 2020 or any Adjournment

The Undersigned Member of Town & Country Mutual Insurance Company hereby appoints:

the Chair of the Board of Directors, Robert Gauthier;
or failing him, the Vice Chair of the Board of Directors, Errol Butler;
or alternatively: _____,

as proxy holder of the undersigned with power of substitution to attend, vote, and otherwise act for and on behalf of the undersigned in respect of all matters that may properly come before the Special General Meeting of policyholders to be held on [date] at [time] and at any and all adjournments thereof. Without limiting the generality of the powers hereby conferred, the nominee named above is specifically directed:

To vote in respect of the following as indicated below (check one):

1. To approve the Amalgamation Agreement between the Company and Hay Mutual Insurance Company which provides for the amalgamation of the two companies under the name "H T&C Mutual Insurance Company" with the amalgamation to be effective January 1, 2021.

VOTE ☐ FOR

- or -

☐ AGAINST

2. To approve By-law 1 – 2021, being a general By-law relating to the business and affairs of the Amalgamated Company.

VOTE ☐ FOR

- or -

☐ AGAINST

In the event that a choice is not specified by the policyholder, and the policyholder signs this proxy, the proxy holder will vote "FOR" the matter enumerated above.

Signature

_____

Date: _____

Member Name: _____

Policy Number(s): _____

Important Information

1. This Proxy Form has been prepared by the Directors of the Company.
2. If more than one policy is issued in the same name or names, you many only vote or sign the Proxy Form once for those policies.
3. If a policy is in the name of more than one person:
    a. either person may vote or sign the Proxy Form. If both vote by proxy, only the vote of the person whose name is first on the policy will count;
    b. if each of the persons' names appear first on different policies, they each may vote or sign the Proxy Form for the policy on which their name is first.
4. If a policy is in the name of:
    a. a corporation, the corporation may authorize any one Director or Officer of the corporation to vote or sign the Proxy Form;
    b. a partnership, the partnership may authorize any one member of the partnership to vote or sign the Proxy Form;
    c. a trustee board, the trustee board may authorize any one member of the board to vote or sign the Proxy Form, or its Secretary-Treasurer may vote or sign.