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TOWN & COUNTRY MUTUAL INSURANCE COMPANY

Notice of a

SPECIAL GENERAL MEETING

of the Members

NOTICE is hereby given that a Special General Meeting of the Members of Town & Country Mutual Insurance Company will be held on Thursday August 20, 2020 at 7 pm, by electronic means for the following purpose:

1. To seek the approval of the members of the Amalgamation Agreement between the Corporation and Hay Mutual Insurance Company which provides for the amalgamation of the two corporations under the name "H T & C Mutual Insurance Company" which has been approved by the Directors of the Corporation, with the amalgamation to be effective January 1, 2021.
2. To seek the approval of the members of By-law 1 – 2021, being a general By-law relating to the business and affairs of the Amalgamated Corporation, H T & C Mutual Insurance Company", to be effective January 1, 2021.

Copies of the Amalgamation Agreement and By-law are posted on the Corporation's website at www.info@town-country-ins.ca as part of a Member's (policyholder) Information Package that also contains a Business Plan, Declarations of no distribution by the President of each of the Corporations, Declarations of the President of each of the Corporations regarding due diligence, and Certificates of the Secretary of each Amalgamating Corporation confirming director approval of the amalgamation. Copies are also available for review at the Corporation's offices at 79 Caradoc Street, Strathroy Ontario, N7G 2M5 and will be mailed to any policyholder who requests such copies. Copies of all of the foregoing will also be available at the meeting.

The proposed amalgamation remains subject to the approval of the Chief Executive Officer of the Financial Services Regulatory Authority of Ontario.

Dated the 20th day of July, 2020

Robert G Pearson
President/CEO
Town & Country Mutual Insurance Company