

TOWNSEND MUTUAL INSURANCE COMPANY
(the "Company")

POLICYHOLDER'S PROXY FORM

For use at the Special General Meeting of Policyholders – June 28, 2017 or any Adjournment

The Undersigned holder of a mutual insurance policy issued by the Company hereby appoints:

the Chair of the Board of Directors, Barry Woodley,
or failing him, the Vice Chair of Board of Directors, Jill Chuli,
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 June 28, 2017 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 Caradoc Delaware Mutual Insurance Company which provides for the amalgamation of the two companies under the name "Caradoc Townsend Mutual Insurance Company" with the amalgamation to be effective January 1, 2018.**

VOTE FOR
 - or -
 AGAINST

- 2. To approve By-law 1 – 2018, being a general By-law relating to the business and affairs of the Amalgamated Company, Caradoc Townsend Mutual Insurance 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.

Name: _____

Policy Number(s): _____

Signature: _____

Date: _____

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 may 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.