NORTH CAROLINA RATE BUREAU

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November 6, 2001

CIRCULAR LETTER TO ALL MEMBER COMPANIES

Re: Special Meeting of Member Companies

A special meeting of member companies of the North Carolina Rate Bureau, called pursuant to Article XI of the Constitution, will be held at 2:00 P.M. (Eastern Standard Time) on Monday, December 3, 2001, at the offices of the Bureau, 5401 Six Forks Road, Raleigh, North Carolina.

The purpose of the meeting is to consider adoption of an amendment to Article VI (a) of the Rate Bureau's Constitution detailing annual membership fees. A copy of the Constitution containing the proposed amendments to Article VI (a) is included as Attachment 1.

The Automobile Committee, the Property Committee and the Workers Compensation Committee have recommended the proposed change for their respective line of responsibility. The Governing Committee has voted unanimously to recommend to the Rate Bureau's member companies the adoption of this amendment to Article VI (a). The members will be called upon to take appropriate action on the Governing Committee's recommendation.

We hope that a representative of your company can attend this meeting. For those companies that cannot be represented in person, voting by proxy will be permitted. It is suggested that you consider naming one of the Governing Committee members as your proxy. The current members of the Governing Committee are:

Stock Non-Stock

Allstate Insurance Company
Great American Insurance Company
Integon General Insurance Corporation
Royal Insurance Company Of America
St. Paul Fire & Marine Insurance Company
Travelers Indemnity Company

Auto-Owners Mutual Insurance Company
Harleysville Mutual Insurance Company
Liberty Mutual Insurance Company
Nationwide Mutual Insurance Company
State Auto Mutual Insurance Company
State Farm Mutual Automobile Insurance Company

A proxy form is enclosed which we request you complete and return, via mail or FAX, as soon as possible but **no later than November 26, 2001**. A proxy form should be completed whether or not your company expects to be represented in person. Proxies will help assure that a quorum will be present for the conduct of business. If a representative of your company is present at the meeting, the proxy will not be used.

If you have any questions, give me a call at 919-783-9790, or e-mail me at rfe@ncrb.org.

Sincerely,

Raymond F. Evans, Jr., CPCU

General Manager

RFE:lm G-01-5

NORTH CAROLINA RATE BUREAU PROXY FORM

(Please complete and return this form, even if your company plans to attend.) KNOW ALL MEN BY THESE PRESENTS THAT I,	
. of the	
(please print title)	(please print name of Company)
do hereby constitute and appoint	(please print name of Proxy)
the Special Meeting of the NORTH CARO December, 2001 and/or such other date of giving to such attorney and agent power	ompany, in my name, place and stead to vote as proxy a OLINA RATE BUREAU to be held on the Third (3 rd) day of or dates to which such meeting may be adjourned, hereby and authority to act conclusively for said Company on all s such meeting as fully as I could act if I were personally
IN WITNESS WHEREOF I have hereunto a 2001.	subscribed my name, this day of
(signature)	
I, or another Company representative pl (This information is for planning purpos	lan to attend the Special Member's Meeting December 3 ses <i>only</i> .) □Yes □No
Return to the attention of Lois Murphey P.O. Box 176010 Raleigh, NC 27619-6	·
Or, FAX to:	
919-783-9542	