

AMENDMENT TO
BYLAWS
OF
AMALGAMATED CASUALTY INSURANCE COMPANY

Article I, Section IV of the Bylaws of the Company is hereby amended and restated to read as follows:

Section IV: Voting at any meeting of the Policyholders may be in person or by proxy and in no other manner. A proxy purporting to be executed or authenticated by or on behalf of a Policyholder shall be deemed valid unless challenged at or prior to its exercise. Unless prohibited by law, a telegram, telex, cablegram, datagram, e-mail, Internet communication or other means of electronic transmission from a Policyholder or his or her attorney-in-fact, or a photographic, facsimile or similar reproduction of a writing executed by a Policyholder or his or her attorney-in-fact:

- (1) may be treated as properly executed or authenticated for purposes of this subsection; and
- (2) shall be so treated if it sets forth or utilizes a confidential and unique identification number or other mark furnished by the Company to the Policyholder for the purposes of a particular meeting or transaction.

Any person, corporation, partnership or other entity in whose or which name a policy or certificate of insurance has been issued by the Company shall be deemed a Policyholder and a member. In a policy of insurance, issued to multiple Policyholders, the name that appears first on the policy shall be the only Policyholder and member for that policy. Each member shall have only one vote, and otherwise be considered a single member for all purposes under these Bylaws, regardless of the number of policies or certificates of insurance issued in the name of such member.

Article I, Section V of the Bylaws of the Company is hereby amended and restated to read as follows:

Section V: A quorum at any meeting of the Policyholders shall consist of 25% of the members represented in person or by proxy. When a quorum is present at any meeting, a majority of the voting members thereat shall decide any question that may come before the meeting. In the absence of a quorum, those present may adjourn the meeting to a future date, but until a quorum is secured may transact no other business.