

Amalgamated Specialty Group Holdings, Inc.

Board of Directors

Meeting Minutes

November 9, 2021

I. Call to order

Patrick Bracewell, Chairman, called to order the **special meeting** of the Board of Directors (the "Board") of Amalgamated Specialty Group Holdings, Inc. ("HoldCo") at 3:30 p.m. on November 9, 2021, by video conference.

II. Roll call

The Chairman conducted a roll call. The following Board members were present: Shaza Andersen, Joseph Bracewell, Patrick Bracewell, Fred Brewer, Tom Hampton, Jim Roumell, and Jason Wolfe. The Chairman stated that all Board members were present and that there was a quorum. The Chairman stated that he would serve as secretary for the meeting.

III. Open items and new business

The Chairman noted that there were several documents which required Board review and approval. The Chairman referred the Board to the following documents: (i) Amended and Restated Articles of Incorporation of HoldCo that incorporates the change in name to Forge Group, Inc., (ii) resolutions for the Board of HoldCo to adopt the Amended and Restated Articles of Incorporation and authorizes other required actions in connection with the conversion offering, and (iii) proposed Bylaws for HoldCo. After a fulsome discussion, the documents described herein were adopted upon motion duly made, seconded and unanimously approved.

IV. Adjournment

There being no further business, the Chairman adjourned the meeting at 3:45 p.m. upon motion duly made, seconded and unanimously approved.

V. Resolutions made

- Amended and Restated Articles of Incorporation of HoldCo were adopted and approved.
- Resolutions to adopt the Amended and Restated Articles of Incorporation and authorize other required actions in connection with the conversion offering were adopted and approved.
- Bylaws for HoldCo were adopted and approved.

Minutes submitted by:



Patrick Bracewell
Chairman and CEO

Minutes approved by:

Jason Wolfe
Director

Amalgamated Casualty Insurance Company

Board of Trustees

Meeting Minutes

November 9, 2021

VI. Call to order

Patrick Bracewell, Chairman, called to order the **special meeting** of the Board of Trustees (the "Board") of Amalgamated Casualty Insurance Company (the "Company") at 3:45 p.m. on November 9, 2021, by video conference.

VII. Roll call

The Chairman conducted a roll call. The following Board members were present: Shaza Andersen, Joseph Bracewell, Patrick Bracewell, Fred Brewer, Tom Hampton, Jim Roumell, and Jason Wolfe. The Chairman stated that all Board members were present and that there was a quorum. The Chairman stated that he would serve as secretary for the meeting.

VIII. Open items and new business

The Chairman noted that there were several documents which required Board review and approval. The Chairman referred the members of the Board to the following documents: (i) proposed amendment to the Company's bylaws to permit various types of voting by proxy and (ii) Amended and Restated Plan of Conversion ("Amended Plan"). After a fulsome discussion, the documents described herein were adopted upon motion duly made, seconded and unanimously approved.

IX. Adjournment

There being no further business, the Chairman adjourned the meeting at 4:00 p.m. upon motion duly made, seconded and unanimously approved.

X. Resolutions made

- Amendment to the Company's bylaws to permit various types of voting by proxy was adopted and approved.
- Amended Plan was adopted and approved.

Minutes submitted by:

Minutes approved by:



Patrick Bracewell
Chairman and CEO

Jason Wolfe
Director