

ACRISURE HOLDINGS, INC.

STOCK INFORMATION POLICY – FAQ’S

Introduction

1. Why did the Company adopt the Stock Information Policy?

Acrisure Holdings, Inc. (the “Company,” “we,” “our” or “us”) adopted the Policy as an accommodation and service to our stockholders to create a degree of liquidity in the Company’s Common Stock and Series C Preferred Stock (collectively, “Company Stock”).

2. What is the Company’s role in the Policy?

In order to comply with applicable securities laws, the Company’s role is limited to compiling a list of Prospective Purchasers and creating a means by which persons interested in selling Company Stock may contact those individuals. The Company will not get involved in any of the negotiations between Prospective Purchasers and sellers, including with respect to the price per share of Company Stock. The Company may, however, provide the Series C Subscription Price (as defined in the Company’s Certificate of Incorporation) used in connection with the issuance of earn out shares under any asset purchase agreement, stock purchase agreement, book purchase agreement or other agreement or plan providing for the issuance of the Company’s Series C Preferred Stock upon the satisfaction of certain performance objectives. Following the completion of any sale of Company Stock under the Policy, the Company will record the transfer on the Company’s books and records.

Questions for Persons Interested in Purchasing Shares

3. What qualifications apply to buyers under the Policy?

To qualify as a “Prospective Purchaser” under the Policy, a person must:

- be a full-time employee of the Company or any of its direct or indirect subsidiaries;
- have an individual net worth, or joint net worth with that person’s spouse, that exceeds \$1,000,000 (excluding that person’s primary residence and excluding indebtedness secured by that person’s primary residence that is not in excess of the fair market value of that residence);
- have individual income in excess of \$200,000 (or \$300,000 with that person’s spouse) for each of the two most recent years and have a reasonable expectation of reaching the same level in the current year;
- agree to purchase shares of Company Stock having a minimum sales price of \$100,000 in each transaction; or, for transactions having a sales price of less than \$100,000, the

- person agrees that he or she must (i) be an existing stockholder at the time of the transaction and (ii) purchase all of the shares of the selling stockholder; and
- either (i) be an existing stockholder of the Company and a party to the Stockholders Agreement among the Company and its stockholders (the “Stockholders Agreement”) or (ii) agree, as a condition to purchasing any Company Stock, to execute a joinder to the Stockholders Agreement.

4. Are employees who are not yet stockholders eligible to participate in the Policy?

Yes. The Policy creates an opportunity for individuals who are active and full-time employees to participate in the Policy, provided the employee satisfies the other qualifications of a Prospective Purchaser.

5. In determining my net worth, may I include the value of my Company Stock?

Yes, as long as you are fully vested in those shares. In general, you may include all of your assets in determining net worth, other than the value of your primary residence.

6. Is there an exception to the minimum purchase price of \$100,000?

Yes. The total purchase price for the shares may be less than \$100,000 if (i) the buyer is an existing stockholder and (ii) the seller sells all of his or her shares of Company Stock in the transaction.

7. How frequently is the list of Prospective Purchasers updated?

The list of Prospective Purchasers is updated at least once per calendar quarter, but may be updated more frequently.

8. Must I re-register as a Prospective Purchaser each quarter that I want to be included on the list of Prospective Purchasers?

No. You need not re-register to continue to be included on the current list of Prospective Purchasers.

Questions for Persons Interested in Selling Shares

9. What qualifications apply to sellers under the Policy?

To qualify as a seller under the Policy, a stockholder must:

- have held the shares he or she desires to sell for more than one (1) year;

- either directly or indirectly through one or more intermediaries, not control, be controlled by or be under common control with the Company;
- agree to sell shares of Company Stock having a minimum sales price of \$100,000 in each transaction; or, for transactions having a sales price of less than \$100,000, the stockholder agrees that he or she must sell all of his or her shares to an existing stockholder; and
- agree: (i) if he or she is an agency principal (as determined by the Company), that he or she may not sell more than 10% of his or her shares of Company Stock in a calendar year through participation in the procedures established by the Policy, unless he or she has a perpetuation plan that has been approved in writing by the Regional Executive Vice President for such stockholder's agency operation; or (ii) if he or she is not an agency principal (as determined by the Company), that he or she may not sell more than 50,000 shares of Company Stock in a calendar year through participation in the procedures established by the Policy.

10. Are former employees eligible to sell shares of Company Stock under the Policy?

Subject to the call rights on the shares of Company Stock held by stockholders whose employment with the Company has been terminated (as provided for under the Stockholders Agreement), former employees may participate in the Policy as sellers of shares of Company Stock, provided each such former employee receives the Company's prior written consent to do so.

11. Why must sellers hold their Company Stock for more than one (1) year before being able to participate in the Policy?

As with other provisions of the Policy, the holding period has been established to maintain compliance with federal and state securities laws. Under those laws, the shares of Company Stock that you received are considered "restricted securities" and are subject to a holding period.

12. Is there a cap on the number of shares a seller may sell under the Policy?

Yes. Stockholders who are agency principals may not sell more than 10% of their shares of Company Stock in a calendar year through participation in the procedures established by the Policy without first having a perpetuation plan that has been approved in writing by the Regional Executive Vice President for such stockholder's agency operation. Stockholders who are not agency principals may not sell more than 50,000 shares of Company Stock in a calendar year through participation in the procedures established by the Policy.

13. Must I re-register as a seller each quarter that I want to receive the list of Prospective Purchasers?

No. You need not re-register to continue to receive the list of Prospective Purchasers.

Dividends; Call Rights

14. What happens to the accrued but unpaid dividends on my shares of Company Stock upon a sale?

Any accrued but unpaid dividends transfer with the shares that are sold.

15. I understand that shares of the Company's Common Stock and Series C Preferred Stock may be sold and purchased under the Policy. What are the primary distinctions in these two classes of Company Stock?

Holders of shares of the Company's Common Stock and Series C Preferred Stock have substantially similar rights, except with respect to how dividends are calculated (as described below). Shares of Common Stock and Series C Preferred Stock have equal ranking with respect to the dividend rights, voting rights and priorities upon a liquidation of the Company. For example, the Company may not pay dividends on the Series C Preferred Stock unless dividends are also paid on the Common Stock, and vice versa. In general, holders of Common Stock and Series C Preferred Stock both have voting rights.

16. How are dividends determined and when will they be paid?

Dividends accrue on shares of the Company's Common Stock at an annual rate of 8% on \$5.89 per share, compounded annually (or initially, \$0.47 per share per year). Dividends accrue on shares of the Company's Series C Preferred Stock at an annual rate of 8% as well, compounded annually; however, the 8% dividend rate is based upon the value of those shares at the time they were issued to the original holder and accrue as of the date of issuance of those shares.

Due to the payment of past dividends, as well as the different issuance dates for the Company's Series C Preferred Stock, the amount of accrued dividends per share will vary. You can contact StockInformationPolicy@acrisure.com to receive additional information on the accrued dividend for the shares proposed to be purchased and sold.

17. Does the Company's call right apply to shares purchased under the Policy?

Yes. Under the terms of the Stockholders Agreement, the Company has the right to purchase any or all of your shares of Company Stock upon your termination of employment

with the Company for a period of 180 days following the date of your termination of employment.

18. What happened to my shares of Company Stock as part of the Project X transaction?

Except for shares of Series C Preferred Stock redeemed as part of the “Project X” transaction, all of your shares of Series C Preferred Stock were converted into shares of the Company’s Common Stock.

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