

March 26, 2018

Dear Doctor:

As a Member of the West Virginia Mutual Insurance Company (the "Mutual"), you are invited to attend and participate in the Mutual's Annual Meeting of Members.

The meeting will be held at the Mutual's offices in Charleston, West Virginia, on Wednesday, May 2, 2018, at 10:00 a.m. At this meeting you will be asked to consider and vote upon:

1. The election of three seats on the Mutual's Board of Directors to serve terms from July 1, 2018, through June 30, 2022; and
2. Any other business which may properly come before the Annual Meeting or any adjournment thereof. Neither the Proxy Committee nor the Board of Directors, at present, knows of any other business to come before the meeting.

It is important that your vote be represented at the meeting. Whether or not you plan to attend the meeting, you are requested to complete, date, sign and return the proxy card in the enclosed envelope for which postage has been paid. You are urged to read the accompanying Notice of Annual Meeting of Members carefully.

The Mutual's Board recommends you vote FOR the Nominees listed on the enclosed proxy card. If you have any questions regarding the information in the enclosed notice or proxy materials, please do not hesitate to call the Mutual at (304) 343-3000.

Sincerely,



R. Austin Wallace, M.D.
Chairman, President and Chief Executive Officer

Enclosures

WEST VIRGINIA MUTUAL INSURANCE COMPANY
500 Virginia Street, East
Suite 1200
Charleston, West Virginia 25301

Notice of Annual Meeting of Members

TIME 10:00 a.m. on May 2, 2018

PLACE Corporate Offices
West Virginia Mutual Insurance Company
500 Virginia Street, East
Suite 1200
Charleston, West Virginia 25301

ITEMS OF BUSINESS The election of three seats on the Company's Board
of Directors to serve terms beginning July 1, 2018,
through June 30, 2022.

RECORD DATE Only those insured Members of the West Virginia
Mutual Insurance Company of record at the close
of business on March 15, 2018, shall be entitled
to notice and to vote at the meeting.

PROXY VOTING It is important that your interests be represented
and voted at the meeting. At least 20% of the
Company's Members are required to attend in
person or by proxy for a quorum. Your participation
or proxy is important. Please MARK, SIGN, DATE
and PROMPTLY RETURN the enclosed proxy card
in the postage-paid envelope. You may revoke your
proxy at any time prior to its exercise at the meeting.

March 26, 2018 R. Austin Wallace, M.D.
Chairman, President and Chief Executive Officer

Table of Contents

	PAGE
PROXY STATEMENT	1
Introduction	1
Members Entitled to Vote	1
Voting Methods	1
Voting by Mail	1
Voting at the Annual Meeting	1
Voting on Other Matters	1
Required Vote	1
Cost of Proxy Solicitation	2
ELECTION OF DIRECTORS	2
Annual Board of Director Elections	2
Commencement of Term	2
Qualifications of Directors	2
Nominations for Directors by Members	2
TABLE OF NOMINEES FOR DIRECTOR	3

Proxy Statement

Introduction

This Proxy Statement is furnished by the West Virginia Mutual Insurance Company (the “Mutual” or the “Company”) in conjunction with the solicitation by its Proxy Committee of proxies to be voted at the Annual Meeting of the Members of the Mutual and at any adjournment or postponement thereof. You are invited to attend the Mutual’s Annual Meeting of Members on May 2, 2018, beginning at 10:00 a.m. The meeting will be held at the corporate offices of the Mutual at 500 Virginia Street East, Suite 1200, Charleston, WV 25301. At the meeting, the Members of the Mutual will consider and vote upon:

- The election of three seats on the Mutual’s Board of Directors to serve terms from July 1, 2018, through June 30, 2022.

Members Entitled to Vote

For this Annual Meeting, all insured physicians of record at the close of business on March 15, 2018, are deemed to be “Members” of the Mutual. Only Members are entitled to receive this notice and to vote at the Annual Meeting. Each physician Member is entitled to one vote on each matter properly brought before the Annual Meeting.

Voting Methods

Your vote is important. There are two available methods for casting your vote:

Voting By Mail

Members of record may vote their proxies by mail. Proxies may be revoked at any time before they are exercised by:

- (1) written notice to the Secretary of the Mutual;
- (2) timely delivery of a valid, later-dated proxy; or
- (3) voting in person at the Annual Meeting.

If you choose to vote by mail, simply mark your proxy, date and sign it, and return it to us

in the postage-paid envelope provided. **It must be received by the Mutual by May 1, 2018.** Please vote promptly.

Voting at the Annual Meeting

You may also vote in person at the Annual Meeting. Sending your proxy now will in no way limit your ability to vote at the Annual Meeting if you later decide to attend in person.

All proxies not revoked will be counted at the Annual Meeting in accordance with your instructions. If you sign your proxy card but do not give voting instructions, the votes represented by that proxy will be voted as recommended by the Proxy Committee.

Voting on Other Matters

If any other matters are properly presented at the Annual Meeting for consideration, the person named in the enclosed proxy form will have the discretion to vote on those matters for you. At the date this Notice of Annual Meeting went to press, the Board of Directors did not know of any other matters to be raised at the Annual Meeting.

Required Vote

The presence, in person or by proxy, of one-fifth of the Mutual’s Members entitled to vote at the Annual Meeting is necessary to constitute a quorum. Abstentions are counted as present and entitled to vote for purposes of determining a quorum.

A plurality of the votes cast is required for the election of Directors. Abstentions are not counted for purposes of the election of Directors.

In the election of Directors, Members cast one vote for each nominee. Members do not have the right to cumulate their votes for the election of Directors.

Cost of Proxy Solicitation

The Mutual's Proxy Committee will pay the expenses of soliciting proxies. The Proxy Committee has authorized proxies to be solicited on

behalf of it and the Mutual by Directors, officers or employees in person or by telephone, electronic transmission or facsimile transmission.

Election of Directors

Annual Board of Director Elections

At each Annual Meeting of Members, successors to the class of Directors whose terms expire in that given year are elected or re-elected to a term of four years.

Commencement of Term

Each Director elected at the 2018 Annual Meeting shall commence his or her term on July 1, 2018, with said term ending on June 30, 2022.

Qualifications of Directors

The Mutual's Bylaws set forth the required number and qualifications for positions on its Board of Directors. The Mutual's Board is composed of 11 Directors, six of whom must be physicians. The Mutual's Bylaws also set forth certain qualifications for persons to be elected. Two classes are involved in this year's election:

- One class of Directors involved in this election requires a person with substantial experience as an officer or employee of a company in the insurance industry. Bruce R. Martin, CIC, CRM, is nominated to continue serving in this class. He is President of WesBanco Insurance Services, Inc. and resides in Fairmont, West Virginia. Mr. Martin has been a Board Member since inception of the Company. He currently serves as Chair of the Company's Audit Committee.
- The second class of Directors involved in this election requires a physician member licensed to practice in West Virginia by the Board of Medicine or Board of Osteopathy, including at least one general practitioner and one

specialist. There are two physicians nominated to continue serving in this class:

- Dr. John W. Neville, Jr. is a general practitioner practicing in Kanawha and Putnam Counties in West Virginia. He has served on the Board since 2013. He currently serves as Vice-Chair of the Company and Chair of the Risk Management Committee.
- Dr. Michael A. Stewart is a radiation oncologist practicing in Clarksburg, West Virginia. Dr. Stewart has been a Board Member since inception of the Company. He currently serves as Treasurer of the Company and Chair of the Finance Committee.

Nominations for Directors by Members

Pursuant to the Mutual's Bylaws, any nominations for Directors may be made by 5% of the Members in good standing for consideration at the Annual Meeting, if such nomination is made in writing and filed with the Secretary of the Mutual **no less than 40 days before the date of the Annual Meeting of Members**. If this procedure is not followed, such nomination will not be brought properly before the meeting and will not be presented for Member consideration.

To date, no Director nominations by Members have been received by the Secretary, and at this time neither the Board nor the Proxy Committee know of any other business to be considered at the Annual Meeting.

Three Directors are to be elected at the 2018 Annual Meeting.

The Nominating Committee and the Board of Directors have proposed the following nominees for election to the three available terms beginning July 1, 2018:

- Bruce R. Martin, CIC, CRM;
- John W. Neville, Jr., M.D.; and
- Michael A. Stewart, M.D.

The Mutual expects the nominees for election as Directors to be able to serve if elected. If any nominee is not able to serve, the proxies may be voted for a substitute nominee. Each nominee, if elected as Director, will continue in office until his successor has been elected, or until his death or resignation.

The Mutual’s Proxy Committee and Board recommend a vote FOR the nominees for election as Director.

A Member’s signature and return of the enclosed proxy card to the Mutual will be interpreted as an indication to vote for the election of the three nominees unless otherwise indicated that said vote should be withheld from, or cast against, any such nominee.

The principal occupation and certain other information about each nominee is set forth below.

Table of Nominees for Director

NOMINEES FOR DIRECTOR TERMS BEGINNING IN 2018 AND EXPIRING IN 2022

NAME	CATEGORY OF REPRESENTATION
<p>Bruce R. Martin, CIC, CRM</p> <p><i>Mr. Martin has been a Board Member since inception of the Company. He is President of WesBanco Insurance Services, Inc. and resides in Fairmont, West Virginia. He currently serves as Chair of the Company’s Audit Committee.</i></p>	<p>This Director is one of the Directors who must be a person with substantial experience as an officer or employee of a company in the insurance industry.</p>
<p>John W. Neville, Jr., M.D.</p> <p><i>Dr. Neville has been a Director since 2013. He is a general practitioner practicing in Kanawha and Putnam Counties, West Virginia. He currently serves as Vice-Chair of the Company and Chair of the Risk Management Committee.</i></p>	<p>This Director is one of the six Directors who must be a physician member licensed to practice in West Virginia by the Board of Medicine or Board of Osteopathy, including at least one general practitioner and one specialist.</p>
<p>Michael A. Stewart, M.D.</p> <p><i>Dr. Stewart has been a Board Member since inception of the Company. He is a radiation oncologist practicing in Clarksburg, West Virginia. He currently serves as Treasurer of the Company and Chair of the Finance Committee.</i></p>	<p>This Director is one of the six Directors who must be a physician member licensed to practice in West Virginia by the Board of Medicine or Board of Osteopathy, including at least one general practitioner and one specialist.</p>