

**EXHIBIT A**

OFFICE OF THE COMMISSIONER OF INSURANCE

STATE OF WISCONSIN

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**In the Matter of  
Proposed Acquisition of Control of  
Physicians Insurance Company of  
Wisconsin, Inc. by  
American Physicians Capital, Inc., and  
American Physicians Assurance  
Corporation (“Applicants”)**

PHYSICIANS INSURANCE COMPANY  
OF WISCONSIN, INC.’S PRELIMINARY  
RESPONSES TO AMERICAN  
PHYSICIANS CAPITAL, INC. AND  
AMERICAN PHYSICIANS ASSURANCE  
CORPORATION’S REQUESTS FOR  
ADMISSIONS

Case No. 04-C29283

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Physicians Insurance Company of Wisconsin, Inc. (“PIC”) hereby provides the following preliminary responses to the requests for admission proposed by American Physicians Capital, Inc. and American Physicians Assurance Corporation (“APC”):

1. Admit that PIC was formed as a stock corporation under Wisconsin law.

**RESPONSE:** *See* Proposed Stipulation (Exhibit D), ¶ 1.

2. Admit that the stock of PIC is transferable.

**RESPONSE:** *See* Proposed Stipulation (Exhibit D), ¶ 7.

3. Admit that PIC was formed as a stock corporation so that the original investors in PIC could recover their investment if PIC became profitable.

**Objection:** This request relates to information that is irrelevant and not related to the statutory standards at issue in this proceeding. Subject to the objection, deny.

4. Admit that PIC uses its stock for the purpose of compensating its officers and directors.

**Objection:** This request relates to information that is irrelevant and not related to the statutory standards at issue in this proceeding.

5. Admit that PIC has repurchased shares issued to officers and directors at book value.

**Objection:** This request relates to information that is irrelevant and not related to the statutory standards at issue in this proceeding.

6. Admit that as of the record date of the 2005 annual PIC shareholder meeting, more than fifty percent of PIC policyholders were not shareholders of PIC.

**RESPONSE:** Admit

7. Admit that as of the record date of the 2005 annual PIC shareholder meeting, more than fifty percent of PIC policyholders were not residents of Wisconsin (i.e., have their primary place of business outside the State of Wisconsin).

**PRELIMINARY RESPONSE:** PIC will respond following additional investigation.

8. Admit that as of the record date of the 2005 annual PIC shareholder meeting, more than fifty percent of PIC shares were held by non-policyholders of PIC.

**RESPONSE:** Admit

9. Admit that PIC eliminated the requirement that policyholders must be shareholders.

**RESPONSE:** Deny except as indicated in Proposed Stipulation, Exhibit D, ¶¶ 2-8.

10. Admit that PIC eliminated the requirement that shareholders must be residents of Wisconsin.

**RESPONSE:** Deny except as indicated in Proposed Stipulation, Exhibit D, ¶¶ 2-8.

11. Admit that PIC and its Board of Directors owe fiduciary obligations to PIC shareholders.

**RESPONSE:** Admit subject to Proposed Stipulation, ¶ 10.

12. Admit that the Applicants' proposed acquisition as described in the Form A (the "Acquisition") will not violate the law.

**RESPONSE:** Deny

13. Admit that PIC will satisfy the requirements for the issuance of a license to write the line or lines of insurance for which it is presently licensed if the Acquisition is approved.

**RESPONSE:** This is an issue for the Commissioner of Insurance.

14. Admit that the Acquisition will not create a monopoly for professional liability insurance in the State of Wisconsin.

**RESPONSE:** Deny

15. Admit that the Acquisition will not substantially less competition for professional liability insurance in the State of Wisconsin.

**RESPONSE:** Deny

16. Admit that the Acquisition will not jeopardize the financial stability of PIC.

**RESPONSE:** Deny

17. Admit that the Applicants have no plan or proposal to make a material change in the business, corporate structure, or management of PIC.

**RESPONSE:** Deny

18. Admit that the Selling Shareholders in this proceeding collectively do not possess the direct or indirect power to direct or cause the direction of the management and policies of PIC.

RESPONSE: Deny

Dated this 17th day of June, 2005.

Respectfully submitted,



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