



PROASSURANCE®

Treated Fairly

STRENGTH FROM OUR PAST
CONFIDENCE IN OUR **FUTURE**

2018 ANNUAL REPORT

FINANCIAL HIGHLIGHTS

(Dollars in thousands)	FISCAL YEARS ENDED DECEMBER 31				
	2018	2017	2016	2015	2014
INCOME STATEMENT HIGHLIGHTS					
Gross premiums written	\$ 957,311	\$ 874,876	\$ 835,014	\$ 812,218	\$ 779,609
Net premiums earned	\$ 818,853	\$ 738,531	\$ 733,281	\$ 694,149	\$ 699,731
Total revenues	\$ 886,030	\$ 866,149	\$ 870,214	\$ 772,079	\$ 852,326
Net losses and loss adjustment expenses	\$ 593,210	\$ 469,158	\$ 443,229	\$ 410,711	\$ 363,084
Net income	\$ 47,057	\$ 107,264	\$ 151,081	\$ 116,197	\$ 196,565
Operating income ⁽¹⁾	\$ 79,527	\$ 108,538	\$ 129,844	\$ 142,629	\$ 186,612
BALANCE SHEET HIGHLIGHTS					
Total investments	\$ 3,349,382	\$ 3,686,528	\$ 3,925,696	\$ 3,650,130	\$ 4,009,707
Total assets ⁽²⁾	\$ 4,600,726	\$ 4,929,197	\$ 5,065,181	\$ 4,906,021	\$ 5,167,375
Reserve for losses and loss adjustment expenses	\$ 2,119,847	\$ 2,048,381	\$ 1,993,428	\$ 2,005,326	\$ 2,058,266
Debt ⁽²⁾	\$ 287,757	\$ 411,811	\$ 448,202	\$ 347,858	\$ 248,215
Total liabilities ⁽²⁾	\$ 3,077,724	\$ 3,334,402	\$ 3,266,479	\$ 2,947,667	\$ 3,009,431

⁽¹⁾ A reconciliation of Net Income to Non-GAAP Operating Income is provided in Appendix A to the ProAssurance Form 10-K included with this mailing to shareholders.

⁽²⁾ For all periods presented, Debt is shown net of unamortized debt issuance costs, which were previously reported as a part of other assets.

STRENGTH FROM OUR PAST CONFIDENCE IN OUR FUTURE

TO OUR FELLOW SHAREHOLDERS,

Some shareholder letters almost write themselves; this is not one of those letters. We face the paradox of communicating the challenging market conditions in which we operate while at the same time explaining why we have such confidence in ProAssurance and the carefully developed strategy we believe will propel us to new success.

We have been here before.

Despite what many pundits would have you believe, there will always be cyclicalities in insurance. Each will be different in length, some soft markets will be more damaging than others, and some will harden more quickly or more slowly. The one constant is that ProAssurance will always navigate the cycles from strength because we know that as a specialty insurance company selling long-tailed coverage, there is no substitute for a strategy that emphasizes long-term success over short-term expediency. Our policyholders expect it, and our shareholders ultimately benefit.

SPECIALTY P&C

Our Specialty P&C segment grew gross premiums written to \$577 million in 2018, despite intense competition in every operating line. Healthcare professional liability (HCPL) is the largest component of our Specialty P&C segment and it is among the most competitive lines of business in which we write. The current soft market in HCPL is the longest we have ever seen, but all signs point to

a gradual hardening of that market as industry-wide loss trends appear to be worsening and pricing is firming. At the same time, the evolution of the American healthcare system is forming the other side of a vise that should slowly squeeze reason and rationality back into this line of business – and ProAssurance is well positioned to respond to these changing dynamics.

Capital levels in the HCPL industry have been inflated by the dramatic and unexpected downturn in claim frequency that occurred in the middle of the last decade. Billions of dollars accumulated in anticipation of a continuing escalation of claim costs have served to fuel what we see as artificially low pricing as competitors have used their capital to win and retain business. We have not yielded to that temptation and, as a result, we have maintained the balance sheet strength that will allow us to keep the promise of insurance protection we make to insureds, and has allowed us to responsibly return more than \$2 billion to shareholders since 2007.

ProAssurance is winning and retaining business by demonstrating the value of our HCPL coverage to policyholders, as evidenced by the premium retention we achieved in 2018: 90% in our physician business and 87% in the very competitive hospital and facility line. And we achieved that retention despite implementing necessary price increases averaging 3% for physicians and 7% for hospitals

and facilities. We are not only retaining existing business but also adding record amounts of new business: almost \$40 million in 2018, split evenly between physicians and hospitals and facilities. Our success in the hospital and facility line is due to our growing importance and acceptance in the broker market, a key goal for the past five years.

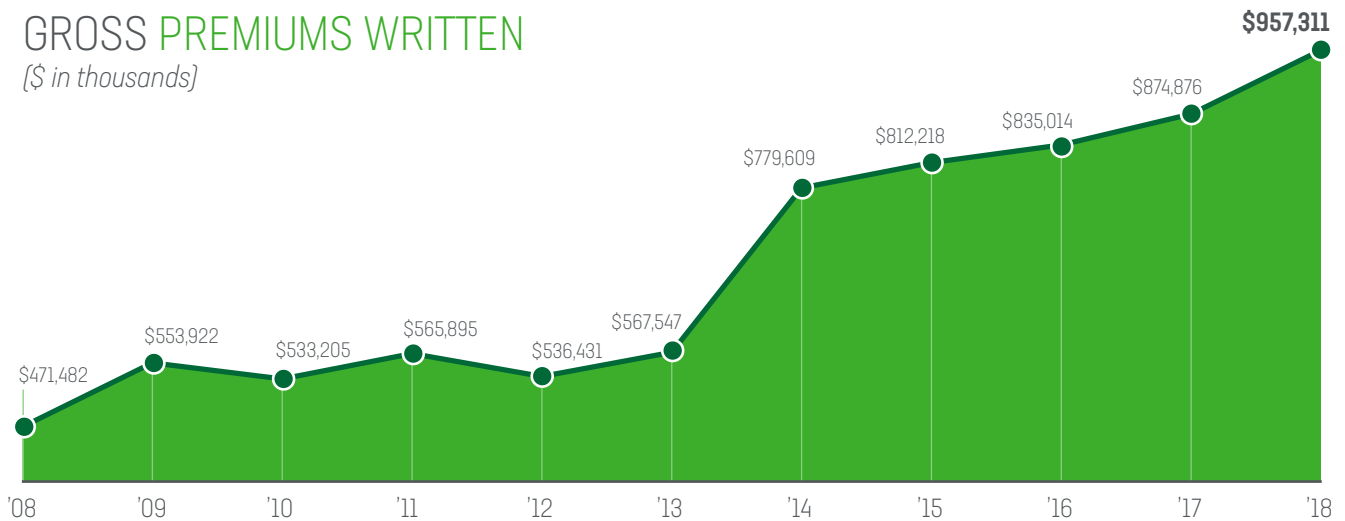
Our Medmarc subsidiary, which writes medical technology and life science liability policies, faces equally competitive conditions as larger, multi-line insurers remain active in this market. In the face of such competition, Medmarc added \$14 million to the operating results of our Specialty P&C segment for the year.

Despite these positive signs and all they portend for the future, the Specialty P&C segment was less profitable in 2018 than in 2017. There are a number of factors at work here and it is important that you understand them.

As we have said, specializing in long-tail lines of insurance requires that we adopt a strategy that ensures our long-term success. Thus, as we have begun to see loss trends in the broader healthcare professional liability industry deteriorate, we have adopted a position of greater caution with regard to establishing reserves to guard against the ripple-back effects should those loss trends emerge in our book of business. To date, that has not happened, but as the

GROSS PREMIUMS WRITTEN

(\$ in thousands)



industry sees record levels of verdicts above \$25 million—17 in 2018 alone—we must assume that we are not immune and act to ensure the security of our balance sheet. That has meant higher accident year loss picks and lower, yet still favorable, loss reserve development. We expect to continue our conservative stance for the foreseeable future, but we do not view that as a bar to profitability in this segment. Just the opposite - we believe that we will be better positioned than most to respond to the hardening of the market that will result.

As we look ahead, we are confident that the changing landscape of American healthcare will favor well capitalized, geographically diverse writers such as ProAssurance. We have the unparalleled expertise needed to successfully provide coverage across the spectrum of healthcare. No risk is too small or too large, and no organization is too complex or too limited in scope. We have prepared ProAssurance to succeed and grow, whether that is through organic growth or through continued M&A.

At the same time, we can successfully serve our markets with our current capabilities and geographic reach.

We will grow only into those markets where we can find attractive risks and a legal environment that is conducive to fair treatment of all parties. Should we elect to pursue a responsible M&A transaction, it would be one that advances us into needed geographies or adds additional specialty-specific capabilities, but it is not essential to our success. We will remain judicious in our growth and will deploy our capital where it best serves the interest of our shareholders and the Company.

WORKERS' COMPENSATION INSURANCE

Eastern Alliance Insurance Group, our workers' compensation insurance operating unit, had a stellar year in 2018, growing gross premiums to \$293 million, increasing the segment's operating results to \$14 million, and improving the combined ratio for the segment by more than a point, to 93.6%.

This success was achieved despite heavy competitive pressures from multi-line competitors, regional workers' compensation specialists and small business technology players. Eastern's operational consistency and commitment to its well established

business model delivered considerable value to its agency partners and customer base during 2018. The ability to differentiate through high quality and energetic people, innovative products and excellent service delivery led to strong production results across all operating regions. The production results included premium retention of 86%, new business writings of \$51.5 million and limiting renewal rate decreases to less than 1.0%. All of these production metrics were improvements compared to 2017, and include the business ceded to the Segregated Portfolio Cell Reinsurance segment.

Eastern continues to benefit from the success of two strategic initiatives launched in 2017. The Great Falls renewal rights transaction, which now represents Eastern's New England region, produced \$15.0 million of profitable premium writings in 2018. Overall, this transaction provides us with further geographic diversification, a profitable New England operating platform and the ability to deliver our unite® small business brand into this territory.

The second strategic initiative, Eastern Specialty Risk, which writes a slightly

GROWTH IN BOOK VALUE PER SHARE & DIVIDENDS⁽¹⁾

(to December 31, 2018)



⁽¹⁾ Book value has declined as we have returned capital to shareholders through dividends.

higher hazard class of business, wrote \$8.2 million of profitable business in 2018, a \$3.0 million increase over the 2017 launch year writings of \$5.2 million. The Company continues to build a high quality book of business in this market segment. Agency partners value our underwriting expertise, risk management capabilities and proven service model.

Accident year severity loss trends increased in 2018, driven by economic expansion and claim activity from inexperienced workers as employers hired rapidly. These trends are being addressed through a combination of underwriting and risk management strategies specific to the inexperienced workers trend. The 2018 accident year severity trends were more than offset by an exceptional claim-closing year resulting in \$8.0 million of favorable loss reserve development primarily from accident years 2015 and 2016. The claims operation closed 84% of 2017 and prior claims during 2018, an affirmation of the short-tailed nature of our workers' compensation business model.

We continue to believe that profitable growth is available across Eastern's 19 core state, five region operating platform.

Pennsylvania, the state in which Eastern launched its operations in 1997, is the only state with a mature market position. Eastern will continue to evaluate organic expansion and acquisition opportunities based on a rigorous state strategy assessment process and the ability to either deliver profitable geographic diversification or scale in a current operating region.

SEGREGATED PORTFOLIO CELL REINSURANCE SEGMENT

In 2018, consistent with the way we are viewing our segregated portfolio cell operations internally, ProAssurance began reporting the results of our alternative markets operation separately in the Segregated Portfolio Cell (SPC) Reinsurance segment. Marketed under the brand Inova, our alternative markets solution provides agencies, companies, groups, and associations the ability to share in the underlying risk of an insurance program in a segregated portfolio cell at our reinsurance facility in the Cayman Islands. ProAssurance participates in the risk of specifically selected SPCs, with ownership ranging from 25% to 85% depending on their

risk profile. Our Specialty P&C and Workers' Compensation Insurance segments receive fee-based revenue derived from the insurance services provided to the SPCs.

In 2018, the SPC Reinsurance segment increased gross premiums by 9.5% to \$85 million, and posted a combined ratio of 82.7%. The alternative markets business continues to be very "sticky," renewing 22 of 23 programs with premium renewal retention of 91%, indicative of the continued success of the Inova operation. The sales cycle for these programs is long, given the complexity involved; however, we believe there is significant momentum for additional cells involving both professional liability and workers' compensation insurance in the future.

LLOYD'S SYNDICATES SEGMENT

We realize the volatility that the Lloyd's investment has created in our results is troubling to some of our investors.

Lloyd's Syndicates 1729 and 6131, in which we are invested through a capital commitment of up to \$200 million, have made progress in growing into the

scale required to become successful. Gross premiums written grew to \$88.7 million, allowing the expense ratio to remain level year-over-year, even as the Syndicates increased staff to address growth. However, these positives were overshadowed by property catastrophe losses related to the volcanic eruption in Hawaii and Hurricanes Michael and Florence. Together, those losses have negated much of the good work of the Syndicates and have resulted in our decision to review our investment at Lloyd's. We understand the concern over the volatility in our quarterly earnings this business has created, and we will consider the appropriate level of our participation with the Syndicates, methods to reduce that volatility, and the overall future of this investment.

Our review of the Lloyd's investment will be comprehensive, and the only option not under consideration is maintaining the status quo. We are confident we will reach a solution that will help position the Syndicates for long-term success, while addressing the concerns raised by our investors.

As always, please consider our letter an overview—we urge you to read the accompanying Form 10-K for details of our results and an in-depth discussion of our strategy.

LOOKING AHEAD

ProAssurance's results in 2018 were not what we envisioned when the year began.

We correctly anticipated that our specialty domestic insurance lines

would successfully navigate challenging markets and would find success through offering superior service and a clearly differentiated product.

We did not project the catastrophe losses that have prompted questions about our Lloyd's investment. We will answer those questions in due time this year.

In all, 2018 was a year of many positives and a few, albeit impactful, negatives. While we do not know what 2019 holds, we remain committed to a long-term strategy that will ensure we have the financial strength and operational expertise to accommodate the changes that are certain to flow from the transformation of the American healthcare system, and will ensure our responsiveness to the evolution of the workers' compensation market.

Ensuring our financial strength means we must continually evaluate the adequacy of our capital, knowing that we must maintain a level of capital that protects our insureds and our Company from the threats of emerging loss trends and is commensurate with the opportunities we see emerging in our lines of business. At the same time, as we have demonstrated in the past, we will not hesitate to return capital to our shareholders in the most efficient manner possible, if those threats do not materialize and the opportunities do not emerge as expected.

We will enter the second half of 2019 with new leadership in our HCPL and workers' compensation lines of business. Howard

Friedman, who for years has been the President of our Healthcare Professional Liability operations, will retire to a still-important, but limited, role overseeing our actuarial function. He is one of our industry's most respected underwriting and actuarial experts and we will miss his leadership, and will happily avail ourselves of his continuing presence within the Company. Howard's decision means a new role for Mike Boguski, the President of Eastern, who will assume the presidency of all our Specialty P&C lines. Mike has guided Eastern from its founding with unparalleled success in every phase of its operations and he will bring new insight into operational excellence to our Specialty P&C operations and will certainly build on the fine foundation left by Howard Friedman. Finally, Kevin Shook, formerly the Chief Financial Officer at Eastern and now its Executive Vice President, will step into Mike's role at Eastern, and our workers' compensation operations will not miss a beat. Kevin has worked hand-in-hand with Mike for many years and we are confident the transition will be smooth and the upward trajectory at Eastern will continue unabated.

Along with each of these executives, we are privileged to lead an extraordinary team of approximately 1,000 dedicated employees. We close by thanking each of them for their work, and each of our investors for the confidence shown in us as we strive to produce more rewarding results in the years ahead.



W. STANCIL STARNES

Chairman and Chief Executive Officer



EDWARD L. RAND, JR.

President and Chief Operating Officer

BOARD OF DIRECTORS

	COMMITTEES				
	INDEPENDENCE	AUDIT	COMPENSATION	EXECUTIVE	NOMINATING & CORPORATE GOVERNANCE
W. Stancil Starnes, Esq. <i>Chairman and Chief Executive Officer, ProAssurance</i>	N			C	
Kedrick D. Adkins, Jr <i>Retired Chief Financial Officer, Mayo Clinic</i>	I	M			
Bruce D. Angiolillo <i>Retired Partner, Simpson Thacher & Bartlett LLP</i>	I	M	M		
Samuel A. Di Piazza, Jr. <i>Chairman, Mayo Clinic Board of Trustees, Retired CEO of PricewaterhouseCoopers</i>	I	C E			
Robert E. Flowers, M.D. <i>Retired Physician</i>	I		C	M	
M. James Gorrie <i>President and Chief Executive Officer, Brasfield & Gorrie</i>	I				M
Ziad R. Haydar, M.D. <i>Chief Clinical Officer, Ascension Health</i>	I				M
John J. McMahon, Jr. <i>Chairman, Ligon Industries</i>	I		M	M	C
Frank A. Spinosa, D.P.M. <i>Practicing Podiatrist, Past President of the American Podiatric Medical Association</i>	I	M			
Katisha T. Vance, M.D. <i>Practicing Physician</i>	I				M
Thomas A. S. Wilson, Jr., M.D. <i>Practicing Physician (Lead Director)</i>	I		M		

N Management, Non-Independent
 I Independent
 M Member
 C Chairman
 E Financial Expert

EXECUTIVE OFFICERS

Michael L. Boguski, C.P.C.U.

President*
 Specialty P&C
 ProAssurance Corporation

Dana S. Hendricks

Executive Vice President and
 Chief Financial Officer
 ProAssurance Corporation

Jeffrey P. Lisenby, Esq.

Executive Vice President,
 Corporate Secretary and General Counsel
 ProAssurance Corporation

Frank B. O'Neil, IRC.

Senior Vice President and
 Chief Communications Officer
 ProAssurance Corporation

Edward L. Rand, Jr.

President and Chief Operating Officer
 ProAssurance Corporation

Kevin M. Shook

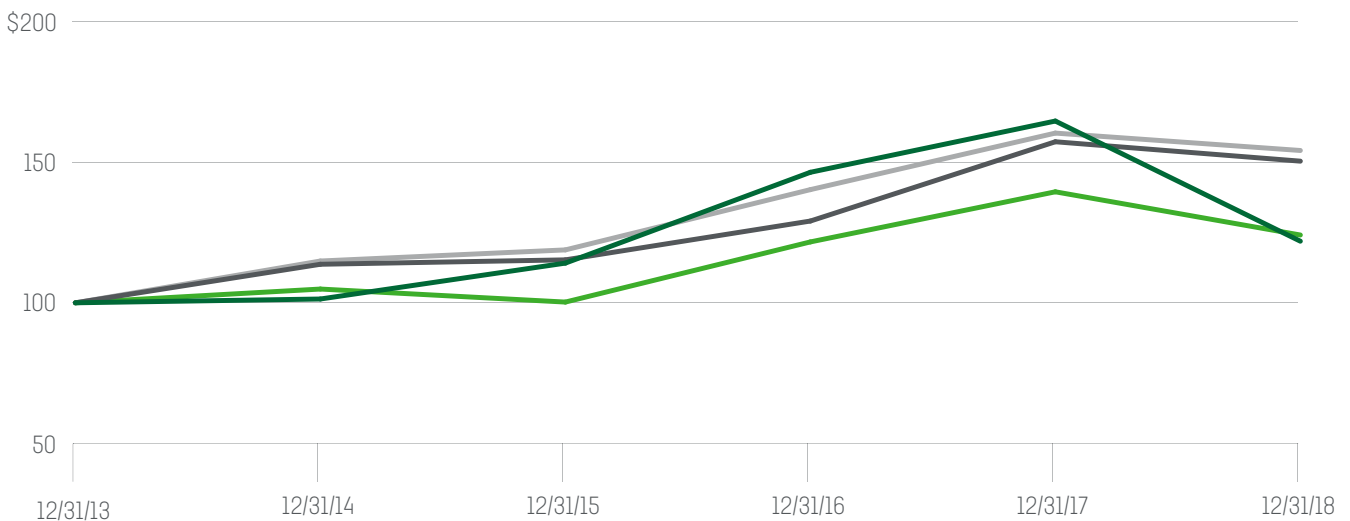
President*
 Eastern Alliance Insurance Group

* Effective May 2019

STOCK PRICE PERFORMANCE

You may use the following information to compare the market value of our Common Stock with other public companies and public companies in the insurance industry. The graph sets forth the cumulative total shareholder return of our stock during the five years ended December 31, 2018, as well as the cumulative total shareholder return of the overall stock market index (the Russell 2000) and a peer group index (the SNL Property & Casualty Insurance Index) for the five years ended December 31, 2018. We have included the Standard & Poor's 500 Index in this graph because we believe it is a more recognizable broad index and yields a more meaningful comparison for investors given our market capitalization and dividend payout ratio.

TOTAL RETURN PERFORMANCE



	PERIOD ENDING					
	12/31/13	12/31/14	12/31/15	12/31/16	12/31/17	12/31/18
— ProAssurance Corporation	100.00	101.35	114.10	146.37	164.58	121.90
— S&P 500 Index	100.00	113.69	115.26	129.05	157.22	150.33
— Russell 2000 Index	100.00	104.89	100.26	121.63	139.44	124.09
— SNL Insurance P&C	100.00	114.85	118.80	140.21	160.30	154.12

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Appendix A

Non-GAAP Financial Measures

Non-GAAP operating income is a financial measure that is widely used to evaluate performance within the insurance sector. In calculating Non-GAAP operating income, we have excluded the after-tax effects of the items listed in the following table that do not reflect normal operating results. We believe Non-GAAP operating income presents a useful view of the performance of our insurance operations, however it should be considered in conjunction with net income computed in accordance with GAAP.

Reconciliation of net income to Non-GAAP operating income:

<i>(in thousands, except per share amounts)</i>	Year Ended December 31,				
	2018	2017	2016	2015	2014
Net income	\$ 47,057	\$ 107,264	\$ 151,081	\$ 116,197	\$ 196,565
Items excluded in the calculation of Non-GAAP operating income:					
Net realized investment (gains) losses	43,488	(16,409)	(34,875)	41,639	(14,654)
Net realized gains (losses) attributable to SPCs which no profit/loss is retained ⁽¹⁾	(2,535)	3,083	2,049	(1,192)	377
Guaranty fund assessments (recoupments)	148	(157)	153	218	(169)
Effect of confidential settlements, net	—	—	—	—	(866)
Pre-tax effect of exclusions	41,101	(13,483)	(32,673)	40,665	(15,312)
Tax effect ⁽²⁾	(8,631)	4,719	11,436	(14,233)	5,359
After-tax effect of exclusions	32,470	(8,764)	(21,237)	26,432	(9,953)
Non-GAAP operating income, before tax reform adjustments	79,527	98,500	129,844	142,629	186,612
Tax reform adjustments on our deferred tax balances excluded in the calculation of Non-GAAP operating income:					
Adjustment of deferred taxes upon the change in corporate tax rate ⁽³⁾	—	6,541	—	—	—
Adjustment of deferred taxes upon the change in limitation of future deductibility of certain executive compensation ⁽³⁾	—	3,497	—	—	—
Non-GAAP operating income	\$ 79,527	\$ 108,538	\$ 129,844	\$ 142,629	\$ 186,612
Per diluted common share:					
Net income	\$ 0.88	\$ 2.00	\$ 2.83	\$ 2.11	\$ 3.30
Effect of exclusions	0.60	0.02	(0.40)	0.48	(0.17)
Non-GAAP operating income per diluted common share	\$ 1.48	\$ 2.02	\$ 2.43	\$ 2.59	\$ 3.13

⁽¹⁾ Net realized investment gains (losses) on investments related to SPCs are recognized in our Segregated Portfolio Cell Reinsurance segment and the portion of SPC operating earnings, including the gain or loss, net of our participation, is due to the external cell participants through the SPC dividend expense (income). To be consistent with our exclusion of net realized investment gains (losses) recognized in earnings, we are excluding the portion of net realized investment gains (losses) that is included in the SPC dividend expense (income) which is due to the external cell participants.

⁽²⁾ The annual expected incremental tax rate for 2018 is 21% as compared to 35% for 2017, associated with the taxable or tax deductible items listed above. Excluding certain discrete items, which are tax effected at the annual expected incremental tax rate in the period they are included in net income, our effective tax rate for the respective years was applied to these items in calculating net income.

⁽³⁾ Due to tax reform enacted by the TCJA, we remeasured our deferred tax assets and liabilities based on the newly enacted tax rate of 21% and recognized a charge of \$6.5 million, which is included as a component of income tax expense from continuing operations for the year ended December 31, 2017. In addition, we made a reasonable estimate of the effects on our deferred tax asset balances at December 31, 2017 as it related to the limitation on the future deductibility on certain executive compensation and recorded a provisional charge to income tax expense of \$3.5 million for the year ended December 31, 2017. During 2018, we were able to complete our accounting for the impact of the TCJA on our December 31, 2017 deferred tax asset balances related to executive compensation; no measurement period adjustment was recorded in 2018 as a result.

This page is not a part of ProAssurance's Annual Report on Form 10K, and was not filed with the Securities & Exchange Commission.

Appendix A

INVESTOR INFORMATION

INVESTOR INFORMATION

There were 53,640,306 shares of ProAssurance Corporation common stock outstanding at March 15, 2019. On that date, we had 3,032 shareholders of record. Our common stock trades on The New York Stock Exchange under the symbol PRA. The price of our stock is available from any website that provides stock quotes. We also post the price of our stock on our website, www.ProAssurance.com.

YOUR SHARES

If you hold your shares through a brokerage account, your broker or a customer service representative at that firm should be able to answer questions about your holdings.

If you hold your shares in certificate form, or have shares held in direct registration (DRS), you are a "registered holder." Registered holders may contact our transfer agent, Computershare, for address changes, transfer of certificates, and replacement of share certificates that have been lost or stolen.

You may reach Computershare in a variety of ways:

By Phone

(800) 851-4218 or (201) 680-6578

By Internet

Information about your account including share transfer, direct deposit of dividends and your dividend payment history: www-us.computershare.com/Investor.

For immediate access to tax forms: www-us.computershare.com/investor/QuickTax.

For technical assistance with the Computershare website, please phone (800) 942-5909.

By Mail

Computershare
P. O. Box 30170
College Station, TX 77842-3170

Computershare
211 Quality Circle, Suite 210
College Station, TX 77845-4470

DIRECT DEPOSIT OF DIVIDENDS FOR REGISTERED HOLDERS

We encourage registered holders to have dividends deposited directly into a designated account to ensure prompt, secure delivery of your funds. You may arrange for Direct Deposit by updating your banking details with Computershare (www-us.computershare.com/Investor/myProfile) once you have established online access to your account with Computershare.

CORPORATE GOVERNANCE AND COMPLIANCE WITH REGULATORY AND NEW YORK STOCK EXCHANGE REQUIREMENTS

We invite you to visit the Investor Relations and Corporate Governance sections of our website, <http://investor.proassurance.com>. There you will find important information about our Company, including our Corporate Governance Principles and Code of Ethics and Conduct, which were developed and adopted by our Board of Directors. The Governance section of our website (<http://investor.proassurance.com/govdocs>) also provides copies of the Board-adopted charters for our Audit, Compensation, and Nominating/Corporate Governance Committees and our Internal Audit Charter. Our Corporate Governance section also provides information such as stock ownership guidelines, committee composition and leadership, and director independence, including categorical standards to assist in determining independence.

Our filings with the Securities and Exchange Commission (SEC) are available in the Investor Relations section of our website (<http://investor.proassurance.com/Docs>). Our SEC filings are also available in the EDGAR section of the SEC's website (www.sec.gov/edgar.shtml).

W. Stancil Starnes, our Chief Executive Officer, submitted the required Section 12(a) CEO Certification to the New York Stock Exchange on June 7, 2018. Additionally, we have been timely in the filing of CEO/CFD certifications as required in Section 302 of the Sarbanes-

Oxley Act. These certifications are published as exhibits in our Form 10-K filed with the SEC on February 21, 2019.

INVESTOR RELATIONS

The Investor Relations section of our website (<http://investor.proassurance.com>) also contains detailed financial information, a dividend payment history, SEC filings, the latest news releases about the Company and our latest presentation materials. We also maintain an archive of presentation materials, although you should realize that archived information, by its very nature, may no longer be accurate.

OBTAINING INFORMATION DIRECTLY FROM PROASSURANCE

Any of the documents mentioned above may be obtained from our Communications and Investor Relations Department using one of the contact methods below:

By Email

Investor@ProAssurance.com

By U. S. Postal Service

ProAssurance Corporation
Investor Relations
P. O. Box 590009
Birmingham, AL 35259-0009

By Phone or Fax

Phone: (205) 877-4400 • (800) 282-6242
Fax: (205) 802-4799

Annual Meeting

The 2019 Annual Meeting is scheduled for 9:00 AM CDT on Wednesday, May 22, 2019 at the headquarters of ProAssurance Corporation, 100 Brookwood Place, Birmingham, Alabama 35209.



PROASSURANCE.

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