

EXHIBIT D-2
**LIST OF PROPOSED DIRECTORS AND EXECUTIVE OFFICERS OF
STATE AUTOMOBILE MUTUAL INSURANCE COMPANY**

<u>Name</u>	<u>Proposed Position(s)</u>	<u>Business Address</u>
Mark C. Touhey	Director, Chairman of the Board, Secretary, Executive Vice President	c/o Liberty Mutual Holding Company Inc. 175 Berkeley Street Boston, Massachusetts 02116
James M. Czapla	Director	See above.
Matthew P. Dolan	Director	See above.
Alison B. Erbig	Director, Comptroller, Executive Vice President	See above.
Michael J. Fallon	Director	See above.
Julie M. Haase	Director	See above.
James M. MacPhee	Director, President, Chief Executive Officer	See above.
Elizabeth J. Morahan	Director	See above.
Francis W. Robinson, Jr.	Director	See above.
Vlad Y. Barbalat	Chief Investment Officer, Executive Vice President	See above.
Damon P. Hart	Chief Legal Officer, Executive Vice President	See above.
Christopher L. Peirce	Chief Financial Officer, Executive Vice President	See above.
Edward J. Pena	Treasurer, Executive Vice President	See above.