

## DIRECTOR AND OFFICER COMPENSATION

(Wis. Stat. § 644.07(4)(b)(4))

*The proposed compensation of the directors and officers of West Bend Mutual Holding Company (“WB MHC”).*

There are no current plans for WB MHC to pay any compensation to its officers in connection with their service as officers of WB MHC, other than what such officers receive as officers of West Bend Insurance Company. The Governance/Compensation Committee annually reviews compensation for the CEO and all senior officers. Additionally, approval by the Board of Directors is also required for the CEO’s base salary, long-term and short-term incentive plans, goals and targets, and the CEO’s short-term incentive plan payout.

WB MHC will pay fees and other compensation to its directors on the same basis that West Bend Mutual Insurance Company currently pays such fees and other compensation to its directors. There are no current plans to change any of these fees in connection with the MHC conversion. All director compensation is reviewed by the Governance/Compensation Committee, in accordance with section 3(e) of their charter, with recommendations going to the Board of Directors for approval.

Current directors’ fees are as follows:

<b><u>RETAINER/FEE</u></b>	<b><u>AMOUNT</u></b>
Board Member Annual Retainer	\$85,000.00/annual
Lead Director Annual Retainer	\$15,000.00/annual
Audit & Investment Committee Chair Annual Retainer	\$10,000.00/annual
All Other Committee Chair Annual Retainers	\$7,500.00/annual