

MERGER OF
NORTHEASTERN MUTUAL INSURANCE COMPANY
WITH AND INTO
HOMESTEAD MUTUAL INSURANCE COMPANY

<p>PROPOSED DIRECTORS AND OFFICERS EXHIBIT D TO AGREEMENT AND PLAN OF MERGER</p>
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Filed with the Wisconsin Office of the Commissioner of Insurance

November 6, 2023

Exhibit D

**PROPOSED DIRECTORS AND OFFICERS
OF
THE SURVIVING CORPORATION**

Directors

Immediately prior to the Effective Time of the Merger, the directors of Homestead are expected to be:

Name

Todd Lentz
Jessica VanderPloeg
Michael Moore
Tyrrell Wirkus
Howard Schwartz
Wendy van der Geist
Matt Mikkelson
Karen Stahmann
John Schmitz

Immediately after the Effective Time of the Merger, the proposed directors of the Surviving Corporation are:

Name

Todd Lentz
Jessica VanderPloeg
Michael Moore
Tyrrell Wirkus
Wendy van der Geist
Mike Mehlberg
Jennifer Bauer
Matt Mikkelson
Sean Sarver

Officers

Officers are elected annually to serve until the next annual meeting. Homestead's current and proposed officers are:

President and Chief Executive Officer	Darren Reoh
Secretary/Treasurer	Jessica VanderPloeg
Chairman	Todd Lentz
Vice-Chairman	Michael Moore