

**BOARDS OF DIRECTORS**  
(Effective February 2011)

*All directors of Harleysville Group Inc, with the exception of Michael L. Browne, are “independent” as defined by the NASDAQ Stock Market. All directors of Harleysville Mutual Insurance Company, except Michael L. Browne, would satisfy that definition as well.*

**Harleysville Group Inc.**

Barbara A. Austell	Jerry S. Rosenbloom
W. Thacher Brown	William W. Scranton III
Michael L. Browne	William E. Storts
G. Lawrence Buhl	
Mirian M. Graddick-Weir	

**Harleysville Mutual Insurance Company**

W. Thacher Brown	Michael L. Lapeyrouse
Michael L. Browne	Jerry S. Rosenbloom
G. Lawrence Buhl	William W. Scranton III
Nicholas DeBenedictis	William E. Storts
Ellen M. Dunn	

**DIRECTOR BIOGRAPHIES**

**Barbara A. Austell** became a director of Harleysville Group in 2007. She served as senior vice president of finance and treasurer of ARAMARK Corporation from 1996 to 2004. Prior to that, she was with J.P. Morgan & Co., Inc. for 21 years, most recently as managing director—investment banking. Ms. Austell currently serves on the boards of Williams College, the Mann Center for the Performing Arts, and The Pennsylvania Ballet.

**W. Thacher Brown** was elected a director of Harleysville Mutual in 1994 and a director of Harleysville Group in 2002. He had been president of 1838 Investment Advisers, LLC from 1988 until 2004. Mr. Brown had been president of MBIA Asset Management LLC and a director of MBIA Insurance Company Inc. from 1998 until 2004. He is a director of Rivus Bond Fund and was a director of Airgas, Inc. from 1989 until 2010.

**Michael L. Browne** was elected a director of Harleysville Group in 1986 and served as its non-executive chairman of the board in 2003. In 2003, he was also elected as a director and appointed as the non-executive chairman of the board of Harleysville Mutual. He held such non-executive chairman of the board positions until he was appointed as chief executive officer of Harleysville Group and president and chief executive officer of Harleysville Mutual in February 2004. In January 2005, Mr. Browne was appointed president of Harleysville Group. Mr. Browne served on active duty in the United States Marine Corps from 1968-1971, was a Marine infantry platoon leader in Vietnam, and attained the rank of captain. From 1975 to 1977, he was special assistant to U.S. Secretary of Transportation, William T. Coleman, Jr., and from 1976 to 1977, he also served as U.S. Deputy Under Secretary of Transportation. From 1980 to 1983, Mr. Browne was the Insurance Commissioner of the Commonwealth of Pennsylvania. In 1983, he joined the law firm of Reed Smith LLP as a partner. Mr. Browne was the managing partner of its Delaware Valley regional office from 1993 until 2001, when he became head of Reed Smith's international insurance practice, a position he held until 2004. Mr. Browne currently is a member of the Board of Trustees of the Institutes, the Board of Directors of the Property Loss Research Bureau, the

Board of Governors of the Property Casualty Insurers Association of America, the Board of Directors of the Insurance Federation of Pennsylvania, and the Board of Directors of Insurance Information Institute. He was a member of the Board of Directors of Harleysville National Corporation from 2008 to 2009.

**G. Lawrence Buhl** was elected a director of Harleysville Group in 2004 and elected a director of Harleysville Mutual in 2005. In 2003, Mr. Buhl retired from Ernst & Young after serving 35 years with the firm. He served as regional director for insurance services in Ernst & Young's Philadelphia office as well as for both the Baltimore and New York offices. For 24 of his years with Ernst & Young, Mr. Buhl was an audit partner performing extensive work for the Pennsylvania Insurance Department and many insurance companies. He is on the Board of Sponsors of Loyola University Maryland Sellinger School of Business and Management. He is also a director of Assured Guaranty, Ltd., for which he serves as chairman of its audit committee and has served as a member of its finance and governance and nominating committees.

**Nicholas DeBenedictis** was elected a director of Harleysville Mutual in 2005. Mr. DeBenedictis was elected chairman of Aqua America, formerly Philadelphia Suburban Corporation in 1993, after joining the corporation in 1992 as its president and chief executive officer, and chairman of its principal subsidiary, Aqua Pennsylvania, formerly Philadelphia, Suburban Water Company. Prior to joining Aqua America, Mr. DeBenedictis spent three years (1989-1992) as senior vice president of corporate and public affairs for PECO Energy, an electric utility serving Southeastern Pennsylvania. From 1986 to 1989, Mr. DeBenedictis was president of the Greater Philadelphia Chamber of Commerce. Mr. DeBenedictis was elected chairman of the Philadelphia Convention & Visitors Bureau's Board of Directors in 2004 and is a past president of the National Association of Water Companies. Mr. DeBenedictis served in two cabinet positions in Pennsylvania government: Secretary of the Department of Environmental Resources (1983-1986) and Director of the Office of Economic Development (1981-1983). Mr. DeBenedictis currently serves on many civic boards including the Greater Philadelphia Chamber of Commerce, Philadelphia Convention and Visitors Bureau and Drexel University; and on two publicly-traded companies, Exelon Corporation and P.H. Glatfelter Company.

**Ellen M. Dunn** was elected a director of Harleysville Mutual in 2007. Currently, Ms. Dunn is a partner with the law firm of Dewey & LeBoeuf LLP (formerly LeBoeuf, Lamb, Greene & MacRae LLP), where she practices in the litigation and insurance groups. She has been with the firm since 1992.

**Mirian M. Graddick-Weir** was elected a director of Harleysville Group in 2000. Currently, Ms. Graddick-Weir serves as executive vice president of human resources for Merck. Prior to that, she was executive vice president for human resources at AT&T Corp., a position she assumed in 1999. Ms. Graddick-Weir was also the vice president at AT&T for various human resource responsibilities since 1994. Prior to that, she held various executive positions with AT&T, where she commenced working in 1981.

**Michael L. Lapeyrouse** was elected a director of Harleysville Mutual in 2002. Mr. Lapeyrouse is chief executive officer of The American Equity Underwriters, Inc., Alabama, a position he has held since 1995. Mr. Lapeyrouse joined American Equity Underwriters' parent company, Cooper/T. Smith Group in 1982 as house counsel/risk manager. In 1985, he was named vice president of American Equity Underwriters and in 1990 he was promoted to executive vice president.

**Jerry S. Rosenbloom** has been a director of Harleysville Mutual since 1995 and a director of Harleysville Group since 1999. Dr. Rosenbloom is the Frederick H. Ecker Emeritus Professor of Insurance and Risk Management and Academic Director of the Certified Employee

Benefit Specialist Program at the Wharton School of the University of Pennsylvania, a position he has held since 1976. He also served as Chairman of the Department of Insurance and Risk Management at Wharton from 1989 until 1994. Dr. Rosenbloom was a trustee of MBIA Claymore Closed End Municipal Bond Fund (a mutual fund) from 2004 to 2006, and is a trustee of Century Funds (a mutual fund). He serves on the Board of Directors of the American Institute for Property and Liability Underwriters. He also is on the Board of Directors of the S. S. Huebner Foundation for Insurance Education.

**William W. Scranton III** was elected a director of Harleysville Group in 2004 and has served as the non-executive Chairman of the Board since that time. He was first elected as a director of Harleysville Mutual in 1999 and was appointed as the non-executive chairman of the board of Harleysville Mutual in 2004. Mr. Scranton was lieutenant governor of the Commonwealth of Pennsylvania from 1980 to 1988 and is currently manager of the Scranton Family Office.

**William E. Storts** was elected a director of Harleysville Mutual in 2001 and elected a director of Harleysville Group in 2007. In 2000, Mr. Storts retired as a senior executive of Accenture. Prior to his retirement, he was a managing partner in the Global Financial Services Market Unit. Mr. Storts is currently the Chairman of Darby Oaks Family Farms LLC. He also serves as an independent director of R.C. Olmstead, Inc. and as a member of the Board of Directors for Ocean Pointe II Condominium Association, Inc.