

# DONEGAL GROUP INC.

## EXECUTIVE COMMITTEE CHARTER

### Purpose

The primary purpose of the Executive Committee of the Board of Directors (the "Committee") of Donegal Group Inc. (the "Company") shall be to take all action that the full Board of Directors can take, consistent with the Delaware General Corporation Law (the "DGCL"), the Company's certificate of incorporation and the Company's by-laws between meetings of the Board of Directors.

The Committee shall review the adequacy of this Charter on an annual basis and recommend any proposed changes to the Board of Directors.

### Membership

The Committee shall have not fewer than three members of the Board of Directors. The Board of Directors shall, by plurality vote of a quorum, appoint, and may, in its sole discretion, remove and replace the members of the Committee from time to time. The Chairman of the Board of Directors of the Company shall serve as chairman of the meetings of the Committee.

### Role of the Committee

The Committee shall have all the authority, powers, duties and responsibilities of the Board of Directors, except those authorities, powers, duties and responsibilities which the DGCL reserves to the full Board of Directors, the certificate of incorporation of the Company or the by-laws of the Company and except for those authorities, powers, duties and responsibilities the Board of Directors specifically delegates to other committees of the Board of Directors from time to time.

### Primary Responsibilities

- Shall have and exercise all power and authority of the Board of Directors between meetings of the Board of Directors to the extent consistent with the DGCL;
- Consult with and advise management concerning the general business, operational, administrative and legal affairs of the Company;
- Consult with and advise management on the development of the Company's policies;

- Consider other matters which management may bring to the Committee from time to time; and
- Perform such other functions as the Board of Directors may specifically delegate to the Committee from time to time.

The Committee shall report from time to time to the Board of Directors about Committee activities, issues and related recommendations as the Committee considers appropriate.

### Meetings

The Committee shall endeavor to meet no less frequently than monthly, or more frequently as the Committee believes appropriate or as the Chairman of the Committee shall designate. The Board of Directors expects that Committee members will attend each meeting in person, or via conference telephone or other means of communication by which all members can communicate with the other members. The Committee, or the Chairman of the Committee may establish its own agenda.

### Minutes

The Committee shall maintain written minutes of its meetings and furnish copies of such minutes to the members of the Company's Board of Directors.

As adopted by the Board of Directors on March 7, 2011.