## NATIONWIDE MUTUAL INSURANCE COMPANY NATIONWIDE MUTUAL FIRE INSURANCE COMPANY NATIONWIDE CORPORATION CHARTER OF THE OFFICER ELECTION COMMITTEE

The Officer Election Committee is a committee of the Board of Directors. It shall be comprised of one or more directors as determined by the Board. The Officer Election Committee's primary purposes are:

- to exercise any and all of the authority of the Board of Directors to elect or appoint officers of the Company, and
- to set the compensation of such officers,

other than officers designated from time to time by the Human Resources Committee of the Company (the "Selected Executives"). The Board of Directors shall retain responsibility for election of and compensation decisions with respect to Selected Executives

Members of the Officer Election Committee and its chair shall be elected by the Board of Directors based on the recommendation of the Governance Committee, and may be removed at any time by a majority vote of the Board of Directors.

The Committee shall generally meet quarterly, or more frequently as circumstances require, and shall maintain minutes of its meetings. Meetings may be called by any member of the Committee and may be held telephonically. The Committee may invite or exclude any person it deems appropriate to carry out its responsibilities. The chair elected by the Board will chair all meetings of the Committee and may cast the tie-breaking vote on any issue brought to a vote by the Committee.