

DONEGAL GROUP INC.

NOMINATING COMMITTEE CHARTER

The Nominating Committee of the Board of Directors of Donegal Group Inc. (the "Company") shall have the authority, responsibilities and specific duties described in this Charter.

Membership

The Committee shall consist of not fewer than two directors, each of whom shall be appointed by the Board of Directors and all of whom shall satisfy the applicable requirements of the Pennsylvania Insurance Holding Companies Act, the Securities and Exchange Commission and the Nasdaq Stock Market.

Responsibilities

The Committee shall have the following responsibilities:

- Developing and recommending to the Board of Directors specific guidelines and criteria for screening and selecting nominees to the Board of Directors, which shall cover, among other things, experience, skill set and the ability to act on behalf of stockholders.
- Reviewing the qualifications of, and recommending to the Board of Directors, those persons to be nominated for membership on the Board of Directors and to be elected by the Board to fill vacancies and newly created directorships.
- Reviewing candidates recommended by stockholders in accordance with the procedures set forth in the Company's By-laws.
- Conducting the appropriate and necessary inquiries into the backgrounds and qualifications of possible director candidates.
- Considering the performance of incumbent members of the Board of Directors in determining whether to recommend that they be nominated for re-election.
- Performing such other functions and duties as may be requested by the Board of Directors from time to time.
- Reviewing this Charter at least annually and recommending any proposed changes to the Board of Directors.

The Committee shall have authority to delegate any of its responsibilities to subcommittees as it may deem appropriate in its sole discretion and to retain, terminate and

obtain advice, reports or opinions from search firms or other internal or outside advisors and legal counsel in the performance of its responsibilities, and shall have the sole authority to approve related fees and retention terms.

Meetings

The Committee may establish its own schedule for meetings and shall determine the number of meetings necessary and proper for the discharge of its responsibilities.

As adopted by the Board of Directors on March 19, 2004.