

EXECUTIVE COMMITTEE

Charter
June 8, 2011

Purpose

The Executive Committee (the “Committee”) shall exercise the powers of the Board of Directors (the “Board”) during intervals between meetings of the Board as to those matters, not involving the investments of Massachusetts Mutual Life Insurance Company (the “Company”), which are deemed by the Chief Executive Officer and a majority of the Committee members to be of such a nature as to require action to be taken thereon prior to the next scheduled meeting of the Board. Such powers are expected to be exercised infrequently.

The Committee shall be available to the Chief Executive Officer and senior management as a sounding board with respect to new opportunities, threats and changing business environments. The Committee shall work with the Chief Executive Officer and senior management in a consulting role with respect to corporate reorganizations, mergers, major acquisitions, capital adequacy and other identified issues in advance of formal approval by the Board.

Membership and Quorum

The Committee shall consist of not fewer than four members. A majority of the members of the Committee shall be independent as determined by the Board in accordance with the Company’s Corporate Governance Guidelines. The Chairperson of the Board and the Chief Executive Officer, if the Chief Executive Officer is a director but is not the Chairperson of the Board, shall each be members of the Committee.

The Committee shall consist of the Chairperson of the Board, the Chief Executive Officer, the Lead Director and the Chairperson of each standing committee of the Board as established from time to time in accordance with the Company’s Corporate Governance Guidelines.

The Chairperson of the Board shall be the Chair of the Executive Committee. A majority of the independent members of the Committee shall constitute a quorum for the conduct of business.

Duties and Responsibilities

The Committee shall have the authority to conduct its affairs in such reasonable manner as it may determine and may employ whatever assistance it may deem necessary or advisable. The Committee is authorized, with prior notice to the Board (or if such prior notice is not practicable (as determined by the Committee Chair, with prior authorization from the Lead Director or the full Committee and subsequent notice to the Board), to retain and arrange for the compensation of director search firms, special legal counsel, business advisers or consultants.

Committee Reports, Self-Evaluation and Annual Review

All actions taken by the Committee shall be reported to and ratified by the Board at the next regularly scheduled meeting of the Board. Each year, the Committee shall conduct a self-evaluation. In this regard, the Committee shall compare its performance with the provisions of this Charter, set forth its objectives for the following year, and recommend to the Corporate Governance Committee of the Board changes to the Charter, when deemed appropriate or necessary by the Committee.