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**AGREEMENT AND PLAN OF MERGER**

**DATED AS OF APRIL 23, 2008**

**AMONG**

**LIBERTY MUTUAL INSURANCE COMPANY,**

**BIG APPLE MERGER CORPORATION**

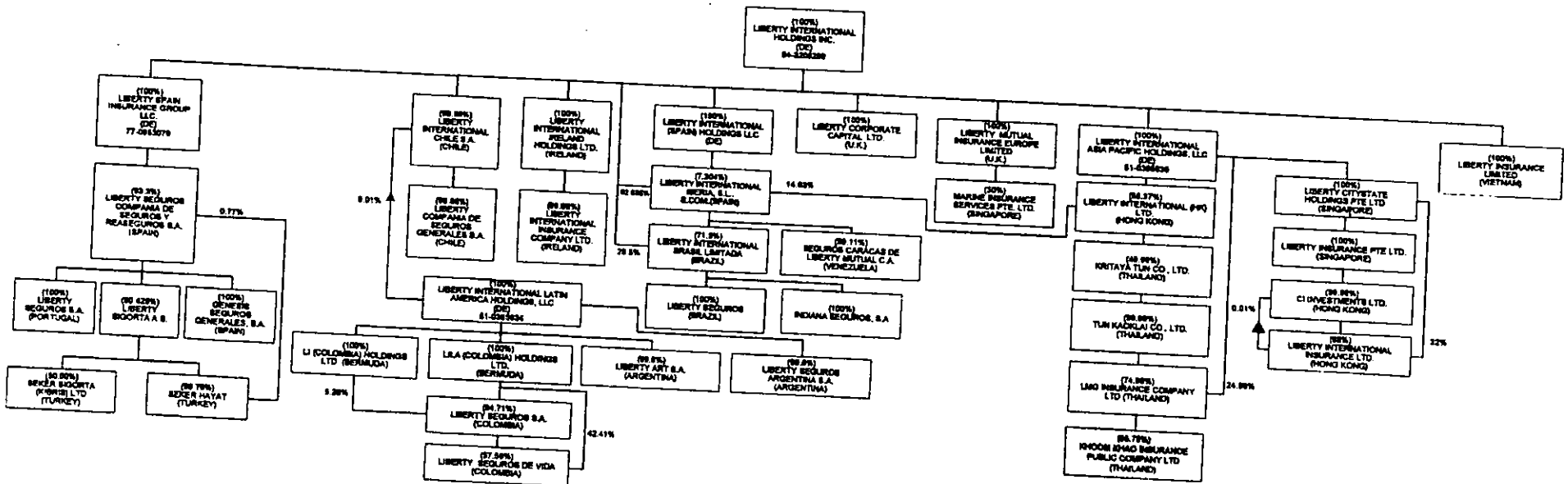
**AND**

**SAFECO CORPORATION**

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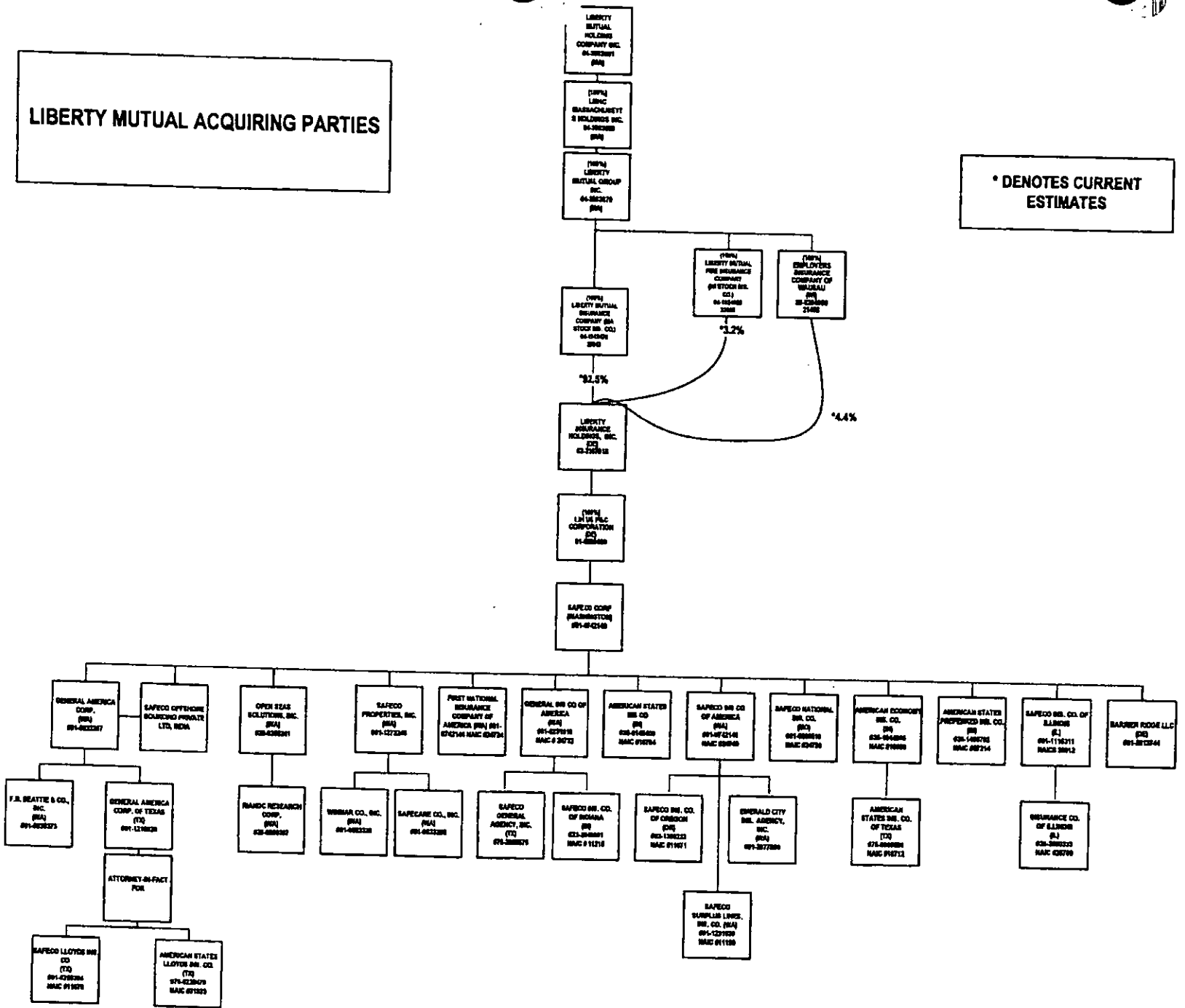
# Exhibit B





# LIBERTY MUTUAL ACQUIRING PARTIES

\* DENOTES CURRENT ESTIMATES



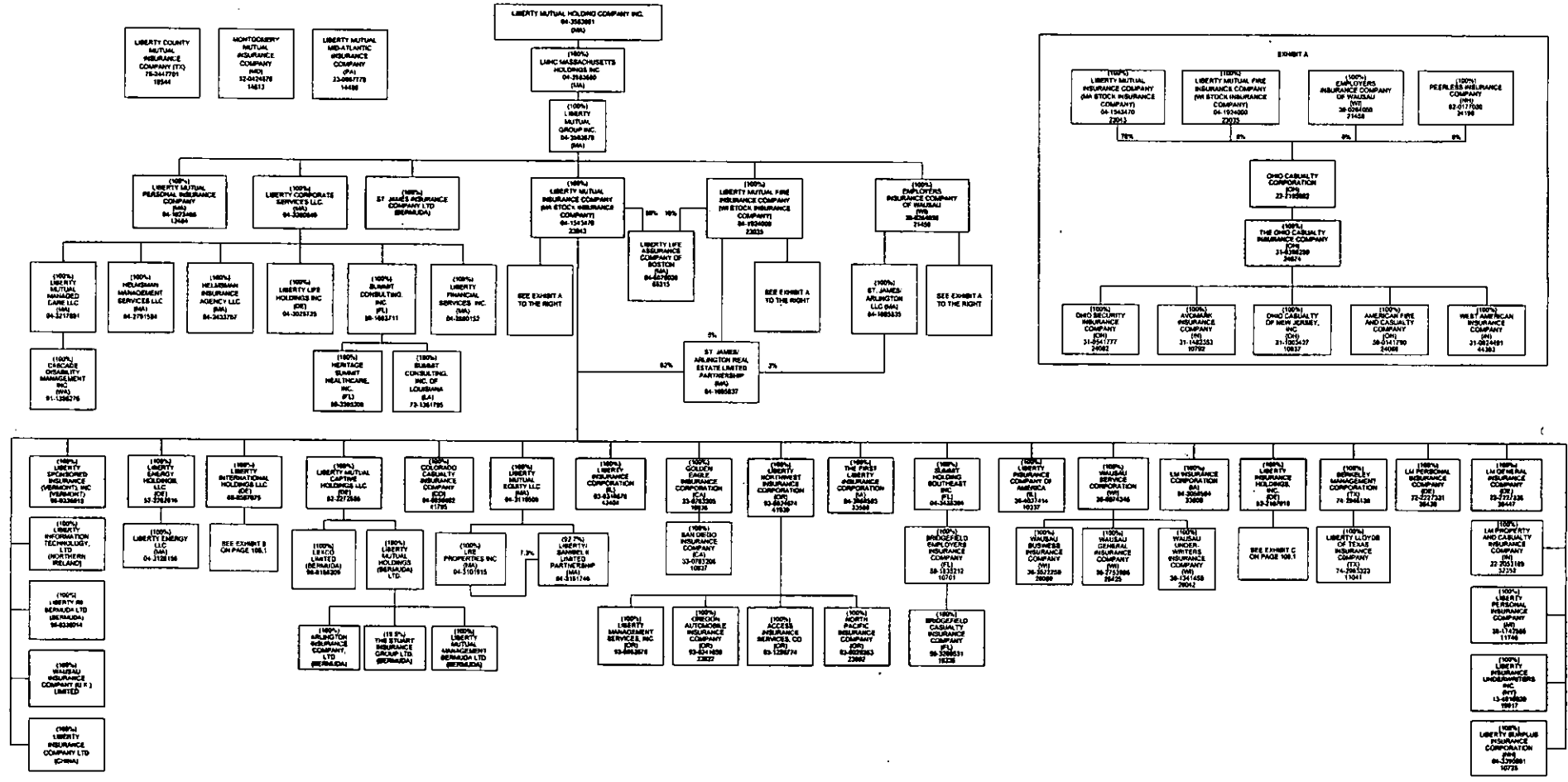


Exhibit B

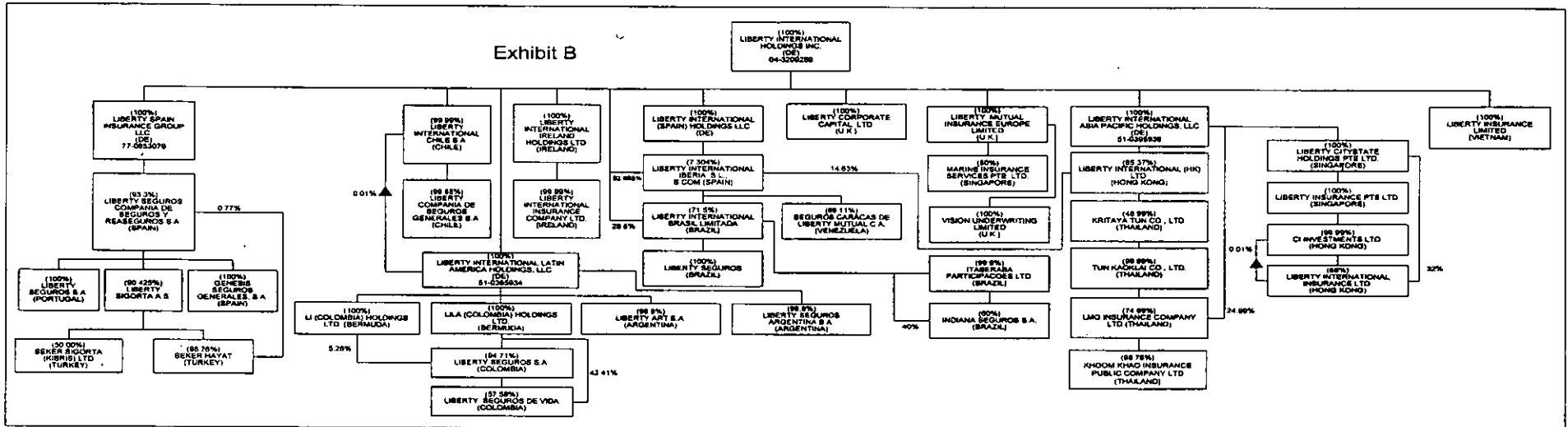
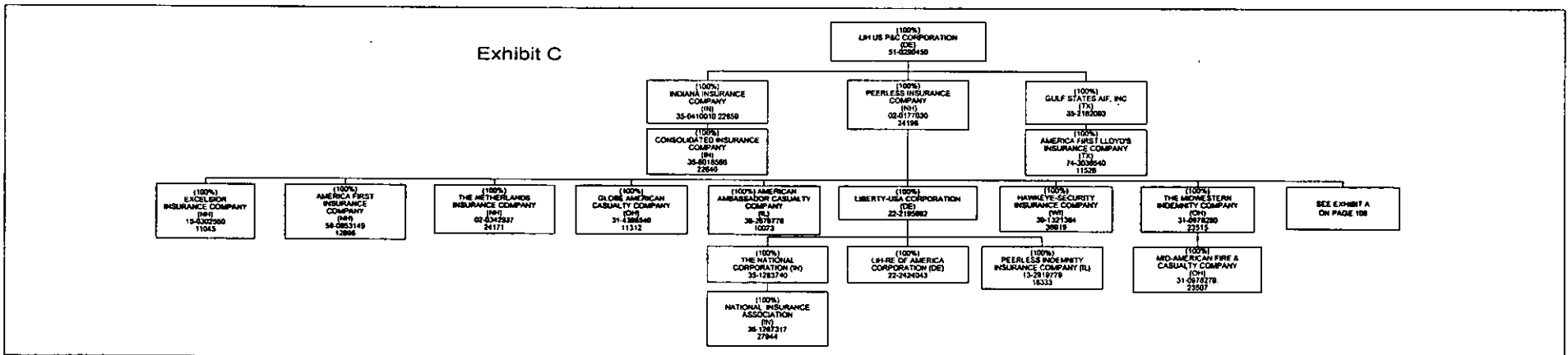


Exhibit C



Liberty Insurance Holdings, Inc. May 8, 2008

Director

Director

Director

Director

Director

Chairman of the Board and Chief Executive Officer

President

Executive Vice President and Chief Investment Officer

Senior Vice President and Chief Financial Officer

Senior Vice President

Secretary

Treasurer

James F. Dore

Gary R. Gregg

Edmund F. Kelly

Dennis J. Langwell

Christopher C. Mansfield

Edmund F. Kelly

Gary R. Gregg

A. Alexander Fontanes

James F. Dore

Scott R. Goodby

Dexter R. Legg

James E. Tuite

Liberty Mutual Group Inc. as of May 8, 2008

Director

Director

Director

Chairman of the Board, President and Chief Executive Officer

Vice President and Comptroller

Vice President and Chief Financial Officer

Vice President and Secretary

Vice President and General Counsel

Vice President and Manager, Corporate Human Resources & Administration

Vice President and Treasurer

Edmund F. Kelly

Dennis J. Langwell

Christopher C. Mansfield

Edmund F. Kelly

John D. Doyle

Dennis J. Langwell

Dexter R. Legg

Christopher C. Mansfield

Helen E. R. Sayles

Laurance H. S. Yahia

LIH US P&C Corporation as of May 8, 2008

Director

Director

Director

Director

Chairman of the Board, President, CEO, and COO

Executive Vice President and Chief Investment Officer

Senior Vice President and Chief Financial Officer

Senior Vice President

Secretary

Treasurer

James F. Dore

Gary R. Gregg

Dennis J. Langwell

Christopher C. Mansfield

Gary R. Gregg

A. Alexander Fontanes

James F. Dore

Scott R. Goodby

Dexter R. Legg

James E. Tuite

LIBERTY MUTUAL HOLDING COMPANY INC.

BOARD OF DIRECTORS

Michael J. Babcock  
Gary C. Butler  
Charles I. Clough, Jr.  
Gary L. Countryman  
Francis A. Doyle, III  
John P. Hamill  
Marian L. Heard  
Edmund F. Kelly  
John P. Manning  
Thomas J. May  
Stephen F. Page  
Ellen A. Rudnick  
Martin P. Slark  
William C. Van Faasen  
Annette M. Verschuren

EXECUTIVE OFFICERS

Edmund F. Kelly	Chairman of the Board, President and Chief Executive Officer
J. Paul Condrin, III	Executive Vice President
A. Alexander Fontanes	Executive Vice President
Gary R. Gregg	Executive Vice President
David H. Long	Executive Vice President
Thomas C. Ramey	Executive Vice President
Dennis J. Langwell	Senior Vice President and Chief Financial Officer
Christopher C. Mansfield	Senior Vice President and General Counsel
Stuart M. McGuigan	Senior Vice President and Chief Information Officer
Robert T. Muleski	Senior Vice President and Corporate Actuary
Helen E.R. Sayles	Senior Vice President
Stephen G. Sullivan	Senior Vice President
John D. Doyle	Vice President and Comptroller
Dexter R. Legg	Vice President and Secretary
Laurance H.S. Yahia	Vice President and Treasurer

LMHC Massachusetts Holdings Inc. May 8, 2008

Director

Director

Director

Chairman of the Board, President and Chief Executive Officer

Vice President and Chief Financial Officer

Vice President and Secretary

Vice President and General Counsel

Vice President and Treasurer

Edmund F. Kelly

Dennis J. Langwell

Christopher C. Mansfield

Edmund F. Kelly

Dennis J. Langwell

Dexter R. Legg

Christopher C. Mansfield

Laurance H. S. Yahia

LIBERTY MUTUAL INSURANCE COMPANY  
As of May 8, 2008

Elected Directors

J. Paul Condrin, III  
A. Alexander Fontanes  
Edmund F. Kelly  
Dennis J. Langwell  
David H. Long  
Christopher C. Mansfield  
Thomas C. Ramey

Elected Officers

Chairman of the Board, President and Chief Executive Officer	Edmund F. Kelly
Executive Vice President	J. Paul Condrin III
Executive Vice President and Chief Investment Officer	A. Alexander Fontanes
Executive Vice President	Gary R. Gregg
Executive Vice President	David H. Long
Executive Vice President	Thomas C. Ramey
Senior Vice President and Chief Financial Officer	Dennis J. Langwell
Senior Vice President and General Counsel	Christopher C. Mansfield
Senior Vice President and Chief Information Officer	Stuart M. McGuigan
Senior Vice President	Helen E. R. Sayles
Senior Vice President	Stephen G. Sullivan
Senior Vice President and Treasurer	Laurance H. S. Yahia
Senior Vice President and Corporate Actuary	Robert T. Muleski
Vice President and Comptroller	John D. Doyle
Vice President and Secretary	Dexter R. Legg