

PRIMERICA, INC.
EXECUTIVE COMMITTEE CHARTER
Adopted on February 24, 2015

Mission

The mission of the Executive Committee (the “Committee”) of the Board of Directors (the “Board”) of Primerica, Inc. (the “Company”) is to timely and efficiently exercise the powers and authority of the Board during the intervals between regularly scheduled meetings of the Board.

The Board intends that all substantive matters affecting the Company in the ordinary course of business shall be brought before the Board as a whole for discussion and action whenever possible. Nevertheless, the Board recognizes the need for flexibility and the timely exercise of the Board’s power and authority on substantive and other matters which, in the opinion of the Chairman of the Board, require Board action before the next regularly scheduled meeting of the Board but do not merit the calling of a special meeting of the Board, subject to the limitations on the Committee’s authority contained in this Charter. In addition to the duties and responsibilities of the Committee set forth in this Charter, the Board may, from time to time, delegate to the Committee the Board’s authority to act on specific matters affecting the Board or the Company.

Membership

The members of the Committee shall be the Chairs of the Audit, Compensation and Corporate Governance Committees of the Board, as well as the Chairman of the Board and the Chief Executive Officer. The Chairman of the Board shall serve as Committee Chair.

Meetings and Operations

The Committee shall meet as often as it deems necessary to perform its duties and discharge its responsibilities, and it is acknowledged that there may be years in which the Committee does not meet at all. Meetings of the Committee may be held in person or by telephone. A majority of the members of the Committee shall constitute a quorum sufficient for the taking of any action by the Committee at a meeting thereof. Approval of action to be taken by the Committee shall require the affirmative vote of a majority of the members present at a meeting as to which a quorum is present, including the affirmative vote or consent of at least one member who is an independent director. The Committee also may act by unanimous written consent.

The Committee may request that any directors, officers, other employees, or other persons whose advice and counsel is sought by the Committee attend any meeting of the Committee.

The Committee Secretary shall prepare minutes for each Committee meeting. A draft of the minutes from each meeting will be circulated to the Committee members and approved by the Committee members at a subsequent Committee meeting.

Duties and Responsibilities

The Committee shall have the following duties and responsibilities:

- Exercise all the powers and authority of the Board in the management of the business and affairs of the Company (to the fullest extent that the Board may delegate such power and authority to the Committee under Delaware General Corporation Law), on substantive and

other matters which, in the opinion of the Chairman of the Board, require Board action before the next regularly scheduled meeting of the Board but do not merit the calling of a special meeting of the Board;

- Regularly report to the Board on the Committee's activities; and
- Periodically assess the adequacy of this Charter and recommend changes to the Corporate Governance Committee of the Board as needed.

Notwithstanding the foregoing, the Committee shall not have the power or authority to do any of the following (unless specifically authorized by the Board and not otherwise prohibited by Delaware General Corporation Law):

- Amend the Company's By-laws;
- Make any recommendation to stockholders with respect to any matter which requires stockholder approval;
- Take any action that is specifically designated as a responsibility of the Audit, Compensation or Corporate Governance Committees of the Board in the charter of that committee;
- Amend or revoke any resolution approved by the Board that, by its terms, may be amended or revoked only by the Board as a whole;
- Take any action that is not permitted to be taken by the Board or a committee of the Board under Delaware General Corporation Law or other applicable laws or regulations, the Company's Certificate of Incorporation or By-laws, or any contract or agreement to which the Company is a party; or
- Review or assess the adequacy of the Company's Code of Conduct, the Code of Ethics for Financial Professionals and other internal policies and guidelines.

Upon the motion of any independent director sitting on the Committee, any matter before the Committee shall be decided by the majority vote of the entire Board, provided that at least two of the independent directors sitting on the Committee vote in favor of such motion.

Funding and Resources

Company personnel will be available to the Committee to provide pertinent data and information requested by the Committee. The Committee shall have authority to retain outside counsel, advisors or other experts or consultants (collectively, "Advisors"), as it deems appropriate in its sole discretion, without consulting with or obtaining the approval of the Board or any officer of the Company in advance. Furthermore, the Company shall provide adequate funding, as determined by the Committee, for payment of reasonable compensation to any Advisors retained by the Committee.