

**Northwestern Mutual Series Fund, Inc.
720 E. Wisconsin Avenue
Milwaukee, WI 53202**

April 7, 2009

International Swaps and Derivatives Association, Inc.

Send to: hardwiring@isda.org

Dear Sirs,

2009 ISDA Credit Derivatives Determinations Committees and Auction Settlement CDS Protocol - Adherence

The purpose of this letter is to confirm our adherence to the 2009 ISDA Credit Derivatives Determinations Committees and Auction Settlement CDS Protocol as published by the International Swaps and Derivatives Association, Inc. on March 12, 2009 (the **Protocol**). This letter constitutes an Adherence Letter as referred to in the Protocol. The definitions and provisions contained in the Protocol are incorporated into this Adherence Letter, which will supplement and form part of each Protocol Covered Transaction (now or in the future) entered into between us and each other Adhering Party.

1. Specified Terms

The amendments in Schedule 1 of the Protocol shall apply to Protocol Covered Transactions to which we are a party in accordance with the terms of the Protocol.

2. Appointment as Agent and Release

We hereby appoint ISDA as our agent for the limited purposes of the Protocol and accordingly we waive any rights and hereby release ISDA from any claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of or in any way relating to this Adherence Letter or our adherence to the Protocol or any actions contemplated as being required by ISDA.

3. DTCC Account Number

For purposes of electronic matching and counterparty recognition, our DTCC Account Number is as follows, but you understand and agree that our failure to provide any such details pursuant to this Adherence Letter will not affect the legal validity and binding nature of the Protocol with respect to us:

DTCC Account Numbers: See Appendix A

4. Contact Details

Our contact details for purposes of this Adherence Letter are:

Name: Randy Pavlick
Address: 720 East Wisconsin Avenue, Milwaukee, WI 53202
Telephone: + 414-665-1729
Fax: 414-625-1729
E-mail: randypavlick@northwesternmutual.com

We consent to the publication of a conformed copy of this letter by ISDA and to the disclosure by ISDA of the contents of this letter.

Yours faithfully,

NORTHWESTERN MUTUAL SERIES FUND, INC.,
On behalf of each Portfolio listed on Appendix A hereto
and also on the Schedule to any relevant ISDA Master
Agreement between it and another Adhering Party,
Separately and not jointly

By:

Name: Patricia L. VanKampen
Title: President
Signature: Patricia L. VanKampen

APPENDIX A

	DTCC Account Number
Asset Allocation Portfolio	0000L367
Balanced Portfolio	0000L368
Growth Stock Portfolio	0000L369
High Yield Portfolio	0000L370
Index 400 Stock Portfolio	0000L371
Index 500 Stock Portfolio	0000L372
Index 600 Stock Portfolio	0000L373
International Growth Portfolio	0000L374
Large Cap Core Stock Portfolio	0000L375
Mid Cap Growth Stock Portfolio	0000L376
Select Bond Portfolio	0000L378
Short-Term Bond Portfolio	0000L379
Small Cap Growth Stock Portfolio	0000L380