

# **LONE STAR STEAKHOUSE & SALOON, INC. CHARTER OF THE EXECUTIVE COMMITTEE**

## **A. Purpose**

The primary objective of the Executive Committee (the "Committee") is to assist the Board of Directors (the "Board") as and when requested on specific projects and to coordinate with the executive officers of the Company in the management and business affairs of the Company, when required between meetings of the Board.

## **B. Organization**

The Committee shall consist of three directors: two independent directors, each of whom shall satisfy the applicable independence requirements of NASDAQ and any other regulatory requirements, and one director who is an employee of the Company.

Committee members shall be elected by the Board at a meeting of the Board; members shall serve until their successors shall be duly elected and qualified. The Committee's chairperson shall be designated by the full Board or, if it does not do so, the Committee members shall elect a Chairman by vote of a majority of the full Committee.

The Committee may form and delegate authority to subcommittees when appropriate.

## **C. Meetings**

The Committee will meet no less than four times a year. Special meetings may be convened as required. The chairperson of the Committee will preside at each meeting and, in consultation with the other members of the Committee, will set the frequency and length of each meeting and the agenda of items to be addressed at each meeting. The chairperson of the Committee shall ensure that the agenda for each meeting is circulated to each Committee member in advance of the meeting.

#### **D. Duties and Responsibilities**

The Committee has the following duties:

1. Have the authority and may exercise all powers and authority of the Board in the management of the business and affairs of the Company between meetings of the Board, but the Committee shall not have such power or authority in reference to the following matters: (i) approving or adopting or recommending to stockholders, any action or matter expressly required by the Delaware General Corporation Law to be submitted to stockholders for approval; (ii) appointment of members to the Board or to any committees; or (iii) adopting, amending or repealing any By-Law of the Company;
2. Make recommendations to the Board with regard to a succession plan for the Chief Executive Officer;
3. Make recommendations and assist the Board in succession planning for other executive officers;
4. Assist the Chief Executive Officer and Chairman of the Board on such matters as shall be requested between meetings of the Board; and
5. Have the authority to obtain advice and assistance from internal or external legal, accounting or other advisors in connection with the performance of its duties and responsibilities, as may be required.