

Maytag Corporation

Ad-Hoc Executive Committee Charter

8/8/02

The Board of Directors of Maytag Corporation (“Maytag”) has provided for constituting and establishing an Executive Committee (the “Committee”), from time to time as needed as determined by the Board of Directors, with authority, responsibility, and specific duties as described in this Executive Committee Charter.

Mission/Responsibility

The Committee shall advise with and aid the officers of Maytag in matters concerning its interests and the management of its business, and generally perform such duties and exercise such powers as may be directed or deleted by the Board of Directors from time to time.

The Board may delegate to the Committee authority to exercise all the powers of the Board excepting power to amend the Bylaws, while the Board is not in session.

Composition and Qualifications of Committee

The Committee shall consist of at least three or more directors designated by resolution passed by a majority of the whole Board. There shall be a Chair approved by the Board of Directors who is an independent non-executive Director. The Chair of the Executive Committee shall be designated as the lead director of the Board, whose duties in the latter role shall include chairing executive sessions during Board meetings. In the absence of the Chief Executive Officer/Chairman of the Board, the lead director shall take over the regular duties of the Chairman of the Board.

Vacancies in the membership of the Committee shall be filled by the Board of Directors at a regular meeting or at a special meeting called for that purpose. A director may be removed from the Committee by vote of the full Board.

The Committee is best composed of independent directors with senior management (preferably Chief Executive Officer) experience as is sought for the Board as a whole and any other specific criteria the Board as a whole determines necessary and appropriate.

Meetings

The Committee will meet as often as determined necessary or determined by the Chair of the Committee to carry out its responsibilities. All meetings of the Committee shall be held pursuant to the Bylaws of Maytag with regard to notice and waiver thereof, and written minutes of each meeting shall be duly filed in Maytag records. Reports of meetings of the Committee shall be made to the Board of Directors at its next regularly scheduled meeting following the Committee meeting accompanied by any recommendations to the Board of Directors approved by the Committee.

The Committee Chair may elect to hold “executive sessions” at the Committee meetings during which members of management will be excused.