

**Calgon Carbon Corporation
Executive Committee Charter**

**(Effective February 6, 2003)
(Amended: February 5, 2004)**

Statement of Purpose

To act for the Board of Directors between Board meetings when prompt action is needed and it is impossible to convene a meeting of the full Board.

To study and make recommendations with respect to such projects as may be requested of the Committee by the chief executive officer or the full Board.

Membership

The Executive Committee shall be comprised of at least three directors, serving at the pleasure of the Board. Any member can call a committee meeting. Two members needed for a quorum. Twelve-hour notice in writing or by phone, fax, or e-mail is sufficient. Committee actions to be memorialized in writing. Full Board to be notified within one business day by the Committee.

Powers

Executive Committee to have all the powers of the full Board except:

Amendment of certificate of incorporation or bylaws.

Election of directors, including filling any vacancies.

Establishment or change of Board committees, or appointments to committees.

Election or removal of officers or employees.

Declaration of dividends.

Submission or recommendations to stockholders.

Any other limitations which may be established by the Board.