

RYAN'S FAMILY STEAK HOUSES, INC.
EXECUTIVE COMMITTEE CHARTER

PURPOSE

The Executive Committee is charged with supporting the Board of Directors in performance of their duties and responsibilities with respect to: (1) strategic outcomes, (2) management outcomes, and (3) actions between board meetings.

COMMITTEE MEMBERSHIP

Members of the Executive Committee shall be appointed by the Board. The Committee shall be comprised of at least three members of the Board each of whom the Board has determined has no material relationship with the Company and each of whom is otherwise "independent" as defined by the Securities and Exchange Commission and NASDAQ. The Committee shall designate one member as its Chairman. A majority of the members of the Committee shall constitute a quorum for the transaction of business, however, no action shall be taken by the Committee if any member of such Committee has voted in opposition thereto. Members of the Committee shall serve until their resignation, retirement, removal by the Board or until their successors shall be duly elected and qualified.

MEETINGS

The Committee shall meet at least once a year and at such additional times as may be necessary to carry out its responsibilities. Meetings may be called by the Chairman of the Committee or the Chairman of the Board. Following each meeting the Committee shall deliver a report on the meeting to the Board, including a description of all actions taken by the Committee at the meeting. The Committee shall keep minutes of its proceedings which shall be filed as permanent records with the Secretary of the Company.

COMMITTEE AUTHORITY AND RESPONSIBILITIES

The Executive Committee supports the Board in its strategic planning responsibilities by:

- serving as a sounding board for the CEO in his/her strategic efforts;
- fostering high quality dialogue between senior management the Board and enabling senior management to make use of the expertise and experience of Board members,
- ensuring management reports regularly and fully to the Board on the ongoing evolution of the strategy, its assumptions and analyses, and its progress on the current plan; and
- ensuring that the Company has the right capabilities to execute its strategic plans successfully.

The Executive Committee has the authority to handle unresolved issues referred to it by the board for further deliberation. The Executive Committee also has authority to act upon matters that the Chairman of the Board has determined to be an emergency that should not be postponed until the next scheduled meeting and for which a special meeting is not practicable. This emergency authority does not extend to action with respect to the election of executive officers, the filling of vacancies on the Board of Directors or committees created pursuant to the bylaws, or as otherwise restricted by law. All emergency actions taken by the Committee should be reported promptly to the Board.

The Executive Committee, with the recommendation of the CEO, shall review capital expenditures of extraordinary items such as corporate aircraft.

The Executive Committee shall review and reassess the adequacy of this Charter annually and recommend any proposed changes to the Board for approval.