

Sypris Solutions, Inc.

EXECUTIVE COMMITTEE CHARTER



The Executive Committee of the Board of Directors (the “Executive Committee”) shall have and exercise the powers of the Board of Directors of the Company on all matters (including declaration of dividends and authorization of the issuance of stock, but excluding all matters relating to executive compensation) to the full extent permitted by Delaware General Corporation Law.

The Executive Committee shall not have any regularly scheduled meetings. The purpose and duties of the Executive Committee shall include, but not be limited to, the following:

- To review and take action with regard to important matters which arise between Board meetings that cannot be postponed until the next scheduled meeting of the Board; and
- To serve as a sounding board for general management issues and/or matters that affect the Company as a whole.

The following individuals currently serve as members of the Executive Committee of the Company’s Board of Directors:

Robert E. Gill, Chairman
Henry F. Frigon
Jeffrey T. Gill
R. Scott Gill