

**LANDAUER, INC.**  
**CHARTER OF THE GOVERNANCE AND NOMINATING**  
**COMMITTEE OF THE BOARD OF DIRECTORS**

**PURPOSE**

The mission of the Governance and Nominating Committee is to maximize the effectiveness of the Board of Directors. The Committee shall evaluate and recommend for selection candidates for nomination to the Board. The Committee shall also develop and recommend the Company's corporate governance principles to the Board for its approval and shall from time to time review the performance of the Board in regard to such principles.

**COMPOSITION, EXPERTISE AND SCHEDULE**

1. The Governance and Nominating Committee shall be comprised of no less than three members, all of who are elected directors of Landauer, Inc. Members of the Governance and Nominating Committee and its Chair shall meet the independence and experience requirements, if any, as may be determined from time to time by the New York Stock Exchange and other market(s), if any, on which the securities of the Company or any of its subsidiaries are traded. The Board of Directors shall make determinations as to whether a particular director satisfies the requirements for membership on the Governance and Nominating Committee.
2. The Board of Directors shall appoint members of the Governance and Nominating Committee. The Board shall appoint members to the Committee whose knowledge and experience provide the skills necessary to deal with matters coming before the Committee. The Board may appoint or remove members of the Committee where such appointment or removal will, in the judgment of the Board, improve the operation of the Committee or fill vacancies on the Committee.
3. The Governance and Nominating Committee shall meet as determined appropriate or necessary by its members to discharge the duties enumerated in this Charter, but at least once annually.

**DUTIES AND RESPONSIBILITIES**

The Governance and Nominating Committee is responsible for:

4. Reviewing and making recommendations regarding the optimum size of the Board of Directors.
5. Determining the experience and qualifications for selection of candidates for nomination to the Board of Directors at the next annual meeting of shareholders.
6. Monitoring the operating procedures of the Board of Directors and making recommendations for appropriate changes.
7. Recommending to the Board of Directors candidates for nomination to the Board considering the experience and qualifications for directors.
8. Issuing and proposing changes in the calendar of standard agenda items.
9. Monitoring the performance of the Board of Directors and management in regard to the Landauer Governance Standards, effectiveness of each in discharging their duties and responsibilities, and representing the interests of shareholders.
10. Reviewing the performance of the Company in regard to corporate responsibility. Issuing and proposing changes in the Landauer Governance Standards.
11. Facilitating the annual Board of Directors' discussion of succession planning.

12. Reviewing the administration of the Company's Code of Business Conduct and Ethics and Code of Ethics for Financial Executives.

13. Reporting regularly to the Board of Directors.

At least annually, the Governance and Nominating Committee shall conduct an evaluation of its performance and discuss the results of this evaluation with the Board of Directors.

In the event that the Committee determines that the professional services of an executive search firm or other independent advisors are required to discharge its duties, it shall have the sole authority to retain or terminate such advisors and to approve the terms and fees associated with the engagement.

The Governance and Nominating Committee shall be responsible for such other matters, as the Board of Directors shall designate from time to time.