

RANGE RESOURCES CORPORATION

Dividend Committee Charter

I. Purpose, Authority and Responsibility

The Dividend Committee (the "Committee") is appointed by the Board of Directors (the "Board") to assume the responsibilities of the Board as to orderly declaration of on-going dividends of the Company's securities. The Committee shall have all decision making power and authority of the Board subject only to the following limitations.

The Dividend Committee shall not:

- 1) Create or initiate any new dividend payments or increase the rate of any on-going dividend being paid under the Company's securities;
- 2) Usurp a matter expressly delegated to another committee of the Board;
- 3) Act on matters that are prohibited by state law or the Company's Certificate of Incorporation; and
- 4) Amend, alter, repeal or take action inconsistent with any resolution or action of the Board that by its terms prohibits it from being amended, altered or repealed by the action of the Committee.

II. Membership and Procedures

- 1) The Committee shall be comprised of two or more members of the Board. The Chairman of the Board will automatically be a member and serve as the Committee's Chair. Other members of the Board will be appointed to serve on the Committee by the Board upon the recommendation of the Governance and Nominating Committee;
- 2) While the Committee will have regular scheduled meetings which conform to dividend declaration dates, the Chair may call a special meeting at any time;
- 3) In the absence of the Chair during any Committee meeting, the Committee may designate an interim Chair;
- 4) The Committee may act only on the affirmative vote of a majority of the members at a meeting or by unanimous written consent;

- 5) Each Committee member shall have unlimited access to management and corporate information of any type requested;
- 6) The Committee will evaluate its performance relative to the responsibilities set forth in this Charter at least annually and will simultaneously review the adequacy of the Charter itself. The results of these evaluations shall be reported to the Board; and
- 7) The Committee will keep minutes of its meetings and promptly inform the Board of any material issues or concerns.