

**MUELLER INDUSTRIES, INC.
CORPORATE GOVERNANCE GUIDELINES**

General Philosophy

The Board of Directors of Mueller Industries, Inc. (the “Company”) sets high standards for the Company’s employees, officers and directors. Implicit in this philosophy is the importance of sound corporate governance. It is the duty of the Board of Directors to serve as a prudent fiduciary for shareholders and to oversee the management of the Company’s businesses. To fulfill its responsibilities and to discharge its duty, the Board of Directors follows the procedures and standards that are set forth in these guidelines.

Director Qualifications

The Board of Directors is responsible for reviewing, on an annual basis, the requisite skills and characteristics of members of the Board of Directors. This assessment will include independence, business, strategic and financial skills, as well as overall experience in the context of the needs of the Board of Directors as a whole.

There is no specified term limit that a director may serve on the Board of Directors. Each director will serve through his respective term and until his successor has duly elected and qualified. The Board of Directors will review each director's performance annually to assess independence, attendance and overall performance.

Chairman of the Board of Directors

The Chairman of the Board of Directors may be an officer/director or an outside director and may or may not be the same individual as the Chief Executive Officer, at the option of the Board of Directors. The Board of Directors believes it should be free to make these determinations depending on what it believes is best for the Company in light of all the circumstances.

The Board of Directors has determined at this time that it is appropriate for the Board of Directors to have a non-management Chairman.

Executive Sessions of the Board of Directors

Annually, the Board of Directors shall hold at least two (2) executive sessions without management. The non-management members of the Board of Directors shall choose a director to preside at non-management sessions of the Board of Directors, provided that, in the event the Chairman is a non-management Chairman, such Chairman shall preside at non-management sessions of the Board of Directors.

Communications with Non-Management Members of the Board Of Directors

An employee, officer or other interested party who has an interest in communicating with non-management members of the Board of Directors may do so by directing the communication to the

Chairman of the Nominating and Corporate Governance Committee. Persons who desire to communicate with the non-management directors should send their correspondence addressed to the Chairman of the Nominating and Corporate Governance Committee c/o Mueller Industries, Inc., 8285 Tournament Drive, Suite 150, Memphis, Tennessee 38125 Attn: Chief Financial Officer.

Director Responsibility

Directors must exercise sound business judgment and act in what they reasonably believe to be the best interests of the Company and its shareholders. In discharging this obligation, directors may reasonably rely on the honesty and integrity of the Company's management as well as that of its independent auditors.

The Company will purchase directors' and officers' liability insurance for the benefit of its Board of Directors and management. In addition, directors and management shall be entitled to indemnification to the fullest extent permitted by the Delaware General Corporation Law.

In order to oversee effectively the management of the Company, all directors are expected to attend meetings of the Board of Directors and meetings of committees of the Board of Directors of which they are members. Directors are expected to be prepared for these meetings and to be able to devote the time required. Information and data that are important to the understanding of the business to be conducted at a Board of Directors or committee meeting will generally be distributed in advance of the meeting. Directors are encouraged to attend the Company's annual meeting of stockholders.

Board of Directors Committees

The Board of Directors will maintain an Audit Committee, a Compensation Committee, a Nominating and Corporate Governance Committee and such other committees as it determines appropriate.

Independent Directors

The Board of Directors believes that a Director is "independent" if the Director satisfies the independence requirements of the listing standards of the New York Stock Exchange.

Each of the Audit Committee, the Compensation Committee and the Nominating and Corporate Governance Committee shall have written charters. These charters will address each committee's purpose, duties, goals and responsibilities as well as qualifications for committee membership, procedures for committee member appointment and removal, committee structure and operations, and committee reporting to the Board of Directors. Each charter shall be posted on the Mueller Industries, Inc. web site.

The Board of Directors and each committee shall have the power to engage independent legal, financial or other advisors as it may deem necessary, without consulting or obtaining the approval of the Board of Directors, any committee of the Board of Directors or Company management in advance.

The Audit Committee shall have exclusive authority to engage and terminate the Company's independent auditors. The Audit Committee shall also pre-approve all engagements of the independent auditors for all non-audit services. Fees paid to the independent auditors for non-audit services should not exceed the sum of the fees paid for audit and audit-related services.

The Compensation Committee shall assist the Board of Directors in discharging the Board of Directors' responsibilities relating to management organization, performance, compensation and successor.

The Nominating and Corporate Governance Committee shall assist the Board of Directors in identifying qualified individuals to serve as members of the Board of Directors, recommending committee assignments and responsibilities to the Board of Directors, evaluating Board of Director and management effectiveness, developing and recommending corporate governance guidelines, and generally advising the Board of Directors on corporate governance and related matters.

Director Access to Officers and Employees

Directors have full and free access to the Company's officers and employees. Directors should use their judgment to ensure that any such contact is not disruptive to the Company's business operations.

Director Compensation

The form and amount of director compensation shall be determined by the Board of Directors. The Board of Directors will conduct an annual review of director compensation.

In order to maintain independence for members of the Audit Committee, members of the Audit Committee may not directly or indirectly receive fees or other compensation for services as a consultant, legal advisor or financial advisor, regardless of the amount.

Director Orientation and Continuing Education

All new directors must participate in a comprehensive orientation to acquaint them with the Company's strategy, long-range plans, financial statements, properties and operations, corporate governance guidelines, and the code of ethics. The orientation program will introduce new directors to the Company's principal executives, its internal auditor and its independent auditors. All other directors will be invited to attend the orientation program.

From time to time, directors will receive information and updates on legal and regulatory changes that affect the Company, the directors and Company employees.

Annual Performance Evaluation

The Board of Directors will conduct an annual self-evaluation of itself and its committees to determine whether they are functioning effectively. The Board of Directors will survey and receive comments from each director and report annually to the Board of Directors with an assessment of the Board of Directors' performance.

A copy of those Corporate Government Guidelines will be made available on the Company's website at www.muellerindustries.com.

Effective: January 1, 2012