

# LINCOLN ELECTRIC HOLDINGS, INC.

## FINANCE COMMITTEE CHARTER

### **Purpose of the Finance Committee**

The Board of Directors has designated a Finance Committee. The mission of the Committee is to consider in greater depth than possible in full Board meetings matters relating to the financial operations and performance of the Company. Deliberations of the Committee will result in: (a) a review of the matters under the purview of the Committee, as deemed appropriate by the Committee in its business judgment; (b) a report to the Board accompanied by any recommendations the Committee deems appropriate; and (c) interaction with management on any changes in financial matters which, if appropriate, will be reported to the Board.

### **Operations of the Finance Committee**

**Membership.** The Committee will be comprised of a minimum of three directors. Committee members serve at the pleasure of the Board. Committee members may be removed from the Committee by the Board at any time, with or without cause, and vacancies will be filled through appointment by the Board. The Chairperson of the Board may or may not be an official member of the Committee, but the Chairperson should receive an invitation to all Committee meetings. The Chief Financial Officer (who, if a member of the Board, may or may not be a member of the Committee) should be invited to attend all meetings of the Committee and will serve as the management staff officer of the Committee.

**Meetings.** The Committee will meet as frequently as required to discharge its duties. Time and place of meetings should be coordinated by the management staff in conjunction with the Chair of the Committee. Every attempt should be made to provide Committee members pertinent data sufficiently in advance of each meeting.

Meetings of the Committee may be called by the Chairperson of the Board, Chief Financial Officer, Chair of the Committee, or by a majority of the members of the Committee. Minutes will be kept of all meetings by a secretary designated by the Committee.

**Resources.** The Committee will have the resources and authority appropriate to discharge its responsibilities and carry out its duties, including the sole authority to appoint, compensate, retain, remove and oversee the work of independent third-party advisors, experts and consultants, including special counsel. The Company will provide for appropriate funding, as determined by the Committee, for payment of the compensation of any advisors, experts and consultants engaged by the Committee, as well as ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

### **Responsibilities of the Finance Committee**

The responsibility and authority of the Committee is to:

1. Financial Performance
  - 1.1. Evaluate the short and long-term goals for financial performance of the Company as proposed by management and, with management, present such goals to the Board for approval.
  - 1.2. Review management plans and strategies to improve performance and increase enterprise value.
2. Capital Structure of the Company
  - 2.1. Review relative levels of equity and debt and related capital allocation strategy annually
  - 2.2. Consider the kinds of equity and debt to be used in specific circumstances, and if changes are to be made, how to make such changes.
  - 2.3. Review identified sources of equity and debt and any specific issues surrounding equity and debt instruments.
  - 2.4. Review share repurchase strategy and activity.
3. Financial Operations
  - 3.1. Review the operating and capital budgets of the Company as well as segments.
  - 3.2. Review the financial performance of the Company and compare the performance to budgets and long-term goals.
4. Capital Expenditures
  - 4.1. Review capital expenditures, budgets and individually significant capital expense projects (ie., projects greater than \$15 million).
  - 4.2. Annually review acquisition performance.
5. Dividends
  - 5.1. Review and recommend for approval by the Board the Company's dividend policy.
  - 5.2. Review and recommend for approval by the Board declarations of dividends or other forms of distributions of the Company's stock.
6. Strategic Planning; Financial Policy Matters
  - 6.1. As appropriate, perform a strategic financial review with an investment banking firm or Company advisors.

6.2. As appropriate, review and approve key financial policy matters, including adherence to financial regulations.

6.3. Review hedging policies and practices annually.

7. Interaction with the Audit Committee

There could be overlap in purview of the Audit Committee and the Committee. In order to avoid confusion and duplication, the two Committees must constantly coordinate their activities.

8. Other Matters

There will be matters other than those described above that from time to time need to be considered by the Committee. These matters can be identified from a wide variety of sources and will be considered as topics surface and as it is determined that the Committee should consider them.

**Annual Performance Evaluation**

The Committee will conduct and review with the Board annually an evaluation of the Committee's performance with respect to the requirements of this Charter. The Committee may conduct this performance evaluation in such manner as the Committee, in its business judgment, deems appropriate.

The Committee will conduct and review with the Board annually an evaluation of this Charter and recommend any changes to the Board. The Committee may conduct this evaluation in such manner as such Committee, in its business judgment, deems appropriate.

Consistent with the listing requirements of the NASDAQ Stock Market or any stock exchange on which the Company's shares may be listed or traded, this Charter will be included on the Company's website and will be made available upon request to the Company's Secretary.

*Revised as of April 20, 2022*