

NATIONAL PRESTO INDUSTRIES, INC.

NOMINATING/CORPORATE GOVERNANCE COMMITTEE CHARTER

I. MEMBERSHIP QUALIFICATIONS

The Nominating/Corporate Governance Committee (the "Committee") of the Board of Directors (the "Board") of National Presto Industries, Inc. (the "Company") shall be composed entirely of directors who are "independent" in accordance with the rules and regulations of the New York Stock Exchange. All Committee members will also be "non-employee directors" as defined by Rule 16b-3 under the Securities Exchange Act of 1934, as amended, and "outside directors" for the purposes of Section 162(m) of the Internal Revenue Code. Appointment of directors to the Committee and removal thereof shall be in accordance with the By-Laws of the Company.

II. PURPOSE AND AUTHORITY

The purpose of the Committee shall be to identify individuals qualified to become Board members, consistent with criteria approved by the Board, and to select, or to recommend that the Board select, the director nominees for the next annual meeting of shareholders; develop and recommend to the Board a set of corporate governance guidelines applicable to the corporation; and oversee the evaluation of the Board and management. In furtherance of this purpose, the Committee shall have the following authority and responsibilities:

- to review the qualifications of candidates for director identified by the Committee or suggested by Board members, stockholders, management and others in accordance with criteria established by the Board;
- to consider the performance of incumbent directors and other relevant factors in determining whether to nominate them for re-election;
- to recommend to the Board candidates to be elected to the Board as necessary to fill vacancies and newly created directorships;
- to make recommendations to the Board as to determinations of director independence;
- to recommend to the Board retirement policies for directors;
- to perform a leadership role in shaping the corporate governance of the Company and to advise and make recommendations to the Board on corporate governance matters, to the extent such matters are not the responsibility of other committees of the Board;
- to develop and recommend to the Board and oversee an annual performance evaluation process for the Board and the Audit, Compensation and Nominating/Corporate Governance and other committees of the Board;
- to review the compensation of directors for service on the Board and its committees and recommend changes in compensation of directors to the Board;
- to review and recommend stock ownership guidelines for non-employee directors;

- to consider questions that arise regarding conflicts of interest of directors and director nominees and review and approve or ratify any related party transactions involving a director or director nominee and the Company;
- to periodically review and assess the adequacy of this charter and recommend appropriate changes to the Board for approval; and
- to perform such other duties and responsibilities as are consistent with the purpose of the Committee and as the Board or the Committee shall deem appropriate.

III. PROCEDURES

The Committee shall meet as often as it deems is appropriate and at least once annually to carry out its responsibilities. A majority of the members of the Committee shall constitute a quorum. The Chair of the Committee, in consultation with the other Committee members, shall set meeting agendas. The Committee shall report its actions and recommendations to the Board.

The Committee shall have the sole authority to retain and terminate any search firm assisting the Committee in identifying director candidates, legal counsel and any other advisors to the Committee as the Committee may deem appropriate, including sole authority to approve the fees and other retention terms of any search firm, counsel or other advisors that it retains.

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