

BRIGGS & STRATTON CORPORATION
AUDIT COMMITTEE CHARTER

I. Purpose

The primary functions of the Audit Committee of the Board of Directors shall be to assist Board oversight of (i) the integrity of the Company's financial statements, (ii) the Company's compliance with legal and regulatory requirements, (iii) the independent auditor's qualifications and independence, (iv) the performance of the Company's internal audit function and independent auditors, and (v) the internal control systems of the company. The Committee shall also prepare the report of the Audit Committee that SEC rules require be included in the Company's annual proxy statement.

Management remains responsible for preparing and filing the Company's financial statements as required by the SEC, for conducting investigations, and for assuring the Company operates in accordance with applicable law.

II. Membership

The members of the Committee shall consist of three or more directors appointed by the Board. The Committee shall meet the financial expertise and independence requirements, including compensation-related provisions, established by the SEC and New York Stock Exchange.

Unless a chairman is appointed by the Board, the members of the Committee may designate a Chairman by majority vote of the full Committee membership.

At least one member will qualify as an "audit committee financial expert" as defined by the SEC and determined by the Board and appropriate disclosure will be made. Designation as an audit committee financial expert does not affect the duties or liability of such member.

III. Meetings

The Committee shall meet at such times as it determines to be necessary or appropriate, but not less than four times each year, and shall report to the Board at the next meeting of the Board following each such Committee meeting. The Committee may request any employee of the Company or the Company's outside counsel or independent auditor to attend a Committee meeting or meet with the Committee's members or consultants.

IV. Responsibilities and Duties

The Committee's responsibilities and duties shall include the following:

Review Procedures

1. Meet periodically with management to review:
 - (a) Major financial risk exposures and steps management has taken to monitor and control such exposures.
 - (b) Major issues regarding accounting principles and financial statement presentations, including any significant changes in the Company's selection or application of accounting principles, and major issues regarding the adequacy and effectiveness of the Company's internal controls.
 - (c) Significant financial reporting issues and judgments made in connection with the preparation of the financial statements, including analyses of the effects of alternative GAAP methods on the financial statements.
 - (d) The effect of regulatory and accounting initiatives on the financial statements of the Company.
 - (e) Review and evaluate related-party transactions.

2. Review the Company's quarterly financial statements and annual audited financial statements with management and the independent auditor prior to filing or distribution. The reviews shall include without limitation:
 - (a) Major issues regarding accounting and auditing principles and practices.
 - (b) Earnings press releases and financial information and earnings guidance provided to analysts and rating agencies, including any pro forma or adjusted non-GAAP information.
 - (c) With respect to quarterly financial statements, (i) disclosures under the MD&A section, and (ii) management's report on any significant deficiencies in the design or operation of internal controls and procedures and on any fraud that involves management or other employees who have a significant role in the Company's internal controls.
 - (d) With respect to annual audited financial statements, (i) disclosures under the MD&A section, (ii) management's assessment of the effectiveness of internal controls and procedures, (iii) the independent auditor's report on internal controls over financial reporting (iv) all critical accounting policies and practices to be used, (v) all alternative treatments within GAAP for policies and practices related to material items that the independent auditor has discussed with management, including ramifications of the use of such alternative disclosures and treatments, and the treatment preferred by the independent auditor, and (vi) other material written communications between the independent auditor and management, such as any management letter or schedule of unadjusted differences.

3. Meet periodically with the chief financial officer, the internal audit manager and the independent auditor in separate executive sessions.

Oversight of Independent Auditor

1. Appoint the independent auditor, approve in advance all audit and non-audit services to be provided by the independent auditor, and approve the fees to be paid by the Company to the independent auditor. The Audit Committee may delegate pre-approval authority to the Chairman, which if exercised shall be reported to the Committee at its next scheduled meeting.
2. Meet with the independent auditor prior to the annual audit to review the planning and staffing of the audit and a report from the independent auditor regarding the auditor's independence, its internal quality control procedures, any material issues raised by the most recent quality control reviews, and steps taken to deal with such issues.
3. Resolve any disagreement between management and the auditor regarding financial reporting, review any special audit steps adopted in light of material control deficiencies, and review with the independent auditor any changes required in the planned scope of the external audit.
4. At the conclusion of the annual audit, discuss with the independent auditor the matters required to be discussed by PCAOB No. 16. These matters include the auditor's responsibilities under GAAP, significant accounting policies, accounting estimates, significant audit adjustments, other information provided by the auditor in audited financial statements, any disagreements with management about matters that could be significant to the audited financial statements, significant matters that management may have discussed with other auditors, major issues discussed with management prior to retention of the auditor, significant unusual transactions, material written communications, internal control deficiencies which are significant deficiencies or material weaknesses, and any difficulties encountered in the course of the audit work, including any restrictions on the scope of activities or access to required information.
5. Meet privately with the independent auditor to discuss any matters that the Committee or auditor feels should be discussed, including without limitation the quality of management, financial, accounting and internal audit personnel, and whether any restrictions have been placed by management on the scope of the auditor's examination.
6. Decide whether to retain or terminate the services of the independent auditor.
7. Establish policies to govern hiring by the Company of any employee or former employee of the independent auditor.

8. Discuss with the independent auditor its evaluation of the company's identification of, accounting for, and disclosure of its relationships with related parties as set forth under the standards of the PCAOB.

Review of Internal Audit Department

1. Review the appointment and replacement of the Internal Audit Director.
2. Review the significant reports to management prepared by the internal audit department and management's responses.
3. Review and approve the internal audit charter that explains the functional and organizational framework for providing services to management and to the Audit Committee, including the purpose, responsibility, authority and reporting relationships of the internal audit function.
4. Review the effectiveness of the internal audit function, including conformance with The Institute of Internal Auditors' Definition of Internal Audit, Code of Ethics and the *International Standards for Professional Practice of Internal Auditing*.
5. Annually review the internal audit plans, qualifications of internal audit personnel, budgets, objectives and goals.
6. At least once per year, review the performance of the Internal Audit Director and concur with the annual compensation and salary adjustment.

Other Audit Committee Responsibilities

1. Conduct investigations into any matters within its scope of responsibility and retain at the Company's expense legal, accounting or other consultants to advise the Committee.
2. Advise the Board whether a Committee member meets the SEC standard for an audit committee financial expert.
3. Review the company's code of business conduct and ethics and the company's system for monitoring compliance with the enforcement of such code. Establish procedures for the receipt, retention and treatment of complaints regarding accounting, internal accounting control or auditing matters, and for the confidential anonymous submission by employees of concerns regarding questionable accounting or auditing matters.
4. Review and approve any waiver of any policy in the Company's Business Integrity Manual affecting any director or Board-elected officer.

5. On an annual basis or more often if appropriate:
- (a) Review a report from management concerning the Company's Integrity Program and compliance with applicable law.
 - (b) Meet with the principal compliance officer or his/her designee.
 - (c) Review a report from the Company's General Counsel concerning legal matters that may have a material impact on the financial statements or may involve material reports or inquiries received from regulators or governmental agencies.
 - (d) Prepare the report required by the SEC to be included in the Company's annual proxy statement.
 - (e) Evaluate the performance of the Committee.
 - (f) Review and assess the adequacy of this Charter and recommend any proposed changes to the Board for approval.

Rev. April 2019

BRIGGS & STRATTON CORPORATION COMPENSATION COMMITTEE CHARTER

I. Purpose

The primary functions of the Compensation Committee of the Board of Directors shall be to (i) review executive compensation and benefits, set elected officer salaries and make appropriate recommendations to the Board of Directors; (ii) administer the Company's cash bonus and stock plans for management employees and such other benefit plans as may be designated by the Board; and (iii) prepare an annual report to shareholders on executive compensation.

II. Membership

The Committee shall consist of three or more directors who meet the independence standards established by the New York Stock Exchange, the Securities Exchange Act of 1934, as amended, and the rules and regulations promulgated by the Securities and Exchange Commission (the "SEC") thereunder, and Section 162(m) of the Internal Revenue Code and the regulations promulgated thereunder. The members of the Committee shall be appointed by the Board.

Unless a Chairman is appointed by the Board, the members of the Committee may designate a Chairman by majority vote of the full Committee membership.

III. Meetings

The Committee shall meet at such times as it determines to be necessary or appropriate, but not less than four times each year, and shall report to the Board at the next meeting of the Board following each such Committee meeting. The Committee may invite the Chairman of the Board, the Chief Executive Officer of the Company or others to attend Committee meetings.

IV. Responsibilities and Duties

The Committee's responsibilities and duties shall include the following:

1. Review and provide counsel to the Chief Executive Officer and the Board on the Company's compensation policies or strategy and practices.
2. Annually review and approve corporate goals and objectives relevant to CEO compensation, evaluate the CEO's performance in light of those goals and objectives, and set the CEO's compensation level based on this evaluation.
3. Annually review the Company's management talent and succession plan with the Chief Executive Officer and the Board, including an assessment of pay equity matters.

4. Annually review and set the salaries of elected officers; review and approve employment agreements with elected officers as needed.
5. Periodically review, and as needed recommend to the Board any changes in, the compensation of Directors.
6. Administer cash bonus plans for elected officers and stock incentive, supplemental retirement and investment plans for elected officers and key managers, including without limitation the Briggs & Stratton Corporation 2017 Omnibus Incentive Plan (along with predecessor plans), Annual Incentive Plan Administered by the Compensation Committee, Officer Long Term Incentive Award Program, Key Manager Long Term Incentive Award Program, Supplemental Executive Retirement Plan, Supplemental Employee Retirement Plan and Key Employee Savings and Investment Plan.
7. Annually review and approve a report to shareholders on executive compensation for inclusion in the Company's proxy statement as required by the SEC.
8. Periodically review the structure of executive compensation and make recommendations to the Board as required to maintain the alignment of compensation with the Company's strategy and mitigate any compensation-based risk, including recommendations related to incentive compensation and equity-based plans that are subject to Board approval.
9. Review and make recommendations to the Board with respect to amendments to the Company's retirement plans and other benefit plans affecting management employees.
10. In its sole discretion, retain or obtain the advice of a compensation consultant, independent legal counsel or other advisers, and be directly responsible for the appointment, compensation and oversight of the work of any compensation consultant, independent legal counsel or other adviser retained by the Committee.
11. Annually evaluate the performance of the Committee.
12. Such other responsibilities and duties as may be assigned to the Committee by the Board or its Chairman or as designated in benefit plan documents or by regulatory bodies.

V. Funding and Selection of Advisers

The Company shall provide appropriate funding, as determined by the Committee, for payment of reasonable compensation to a compensation consultant, independent legal counsel or any other adviser retained by the Committee.

The Committee may select a compensation consultant, legal counsel or other adviser to the Committee only after taking into consideration all the factors relevant to that person's independence from management, including the following:

- (A) The provision of other services to the Company by the person that employs the compensation consultant, legal counsel or other adviser;
- (B) The amount of fees received from the Company by the person that employs the compensation consultant, legal counsel or other adviser, as a percentage of the total revenue of the person that employs the compensation consultant, legal counsel or other adviser;
- (C) The policies and procedures of the person that employs the compensation consultant, legal counsel or other adviser that are designed to prevent conflicts of interest;
- (D) Any business or personal relationship of the compensation consultant, legal counsel or other adviser with a member of the Committee;
- (E) Any stock of the Company owned by the compensation consultant, legal counsel or other adviser; and
- (F) Any business or personal relationship of the compensation consultant, legal counsel, other adviser or the person employing the adviser with an executive officer of the Company.

Rev. January 2019

**BRIGGS & STRATTON CORPORATION
FINANCE COMMITTEE CHARTER**

I. Purpose

The primary functions of the Finance Committee of the Board of Directors shall be to (i) review the Company's financial policies and plans, (ii) monitor the financial condition of the Company and its retirement plans, and (iii) make recommendations to the Board concerning investments, acquisitions, divestitures, dividends and share repurchases. The Committee shall not have oversight responsibility with respect to the Company's financial reporting, which is the responsibility of the Audit Committee.

II. Membership

The Committee shall consist of three or more directors who each meet the independence standards established by the New York Stock Exchange and shall be determined by the Board to possess financial acumen. The members of the Committee shall be appointed by the Board.

Unless a Chairman is appointed by the Board, the members of the Committee may designate a Chairman by majority vote of the full Committee membership.

III. Meetings

The Committee shall meet at such times as it determines to be necessary or appropriate, but not less than four times each year, and shall report to the Board at the next meeting of the Board following each such Committee meeting. The Committee may invite the Chairman of the Board, the Chief Executive Officer of the Company or others to attend Committee meetings.

IV. Responsibilities and Duties

The Committee's responsibilities and duties shall include the following:

1. Review the capital structure of the Company and its subsidiaries, and approve the establishment of new direct subsidiaries of the Company and capital contributions to them that exceed the authorization delegated to the CEO.
2. Review the Company's financial plan and treasury operations, including commercial banking relationships, investment banking relationships, financing agreements and programs on financial risk such as the use of hedging and derivatives.
3. Review and recommend to the Board the Company's policies regarding the proposed usage of the end-user exception from the mandatory clearing and exchange trading requirements for certain swaps under the Dodd-Frank Wall Street Reform and Consumer Protection Act and related regulations. The Committee will review these policies at least annually and more often, as

appropriate, based on the extent of the Company's swaps activities or a change in the types of swaps used by the Company. The Committee shall take such other action in connection with the Company's swap activities as it shall deem necessary and appropriate in the exercise of its general oversight responsibilities.

4. Review significant tax matters.
5. Review the Company's annual operating plan and approve capital expense budgets; review and approve, or recommend to the Board as necessary, banking and borrowing resolutions.
6. Oversee the Company's policies on dividends and share repurchases, and make recommendations to the Board regarding these policies and the declaration of dividends.
7. Review the Company's insurance and enterprise risk management programs.
8. Review and make recommendations to the Board concerning the financial terms of investments, acquisitions and divestitures.
9. Recommend to the Board appointments to the Retirement Committee, Investment Committee and Consolidated Retirement and Savings Plan Committee, and monitor the financial condition of the Company's retirement plans, including actuarial assumptions, asset allocations and funding requirements.
10. Annually review and assess the adequacy of this charter and recommend any proposed changes to the Board for approval.
11. Annually evaluate the performance of the Committee.
12. Such other responsibilities and duties as may be assigned to the Committee by the Board or its Chairman.

IV. Funding and Selection of Advisors

The Committee shall also have the sole authority and discretion to retain or obtain the advice of consultants, legal counsel or other advisors, including persons or entities independent of the Company and its management, as it deems appropriate in connection with the discharge of its duties. The Committee shall be directly responsible for the appointment, retention, termination, determination of compensation and oversight of the work of any such advisor.

The Company shall appropriately fund, as determined by the Committee, the payment of compensation to any of the advisors employed by the Committee and the ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

BRIGGS & STRATTON CORPORATION
NOMINATING AND GOVERNANCE COMMITTEE CHARTER

I. Purpose

The primary functions of the Nominating and Governance Committee of the Board of Directors shall be to (i) identify individuals qualified to become Board members, review candidates recommended by shareholders for election to the Board, and propose director nominees to the Board; (ii) develop plans regarding the size and composition of both the Board and its committees, and recommend to the Board a set of corporate governance principles; (iii) review management succession plans and review and administer the process for evaluating the performance of directors and the Board; and (iv) monitor and make recommendations to the Board concerning corporate governance issues and the Company's Integrity Program.

II. Membership

The Committee shall consist of three or more directors who meet the independence standards established by the New York Stock Exchange. The members of the Committee shall be appointed by the Board.

Unless a Chair is appointed by the Board, the members of the Committee may designate a Chair by majority vote of the full Committee membership.

III. Meetings

The Committee shall meet at such times as it determines to be necessary or appropriate, but not less than four times each year, and shall report to the Board at the next meeting of the Board following each such Committee meeting. The Committee may invite the Chairman of the Board, the Chief Executive Officer of the Company or others to attend Committee meetings, as necessary or desirable.

IV. Responsibilities and Duties

The Committee's responsibilities and duties shall include the following:

Board Candidates and Nominees

1. Develop criteria for the selection of new directors and nominees for vacancies on the Board, including procedures for reviewing potential nominees proposed by shareholders.
2. Review and recommend to the Board qualified candidates for the Board, including incumbent directors and candidates proposed by shareholders,

whose diversity of experience, qualifications, attributes and skills would strengthen the Board.

3. Propose to the Board a slate of nominees for election as directors at each annual meeting of shareholders.
4. Propose to the Board director candidates to fill vacancies on the Board in the event of the resignation, death or retirement of directors, a change in Board composition requirements or a change in the size of the Board.

The Committee shall have sole authority to retain and terminate any search firm to be used to identify director candidates, including sole authority to approve the search firm's fees and other retention terms. The Committee shall also have the sole authority and discretion to retain or obtain the advice of consultants, legal counsel or other advisers, including persons and entities independent of the Company and its management, as it deems appropriate in connection with the discharge of its duties. The Committee shall be directly responsible for the appointment, retention, termination, determination of compensation and oversight of the work of any such advisor.

The Company shall appropriately fund, as determined by the Committee, the payment of compensation to any of the advisors employed by the Committee and the ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

Board and Committees

1. Periodically review the size of the Board and recommend to the Board changes as appropriate.
2. Make recommendations to the Board concerning who are independent directors.
3. Establish and review policies pertaining to the roles, responsibilities, retirement age, tenure and removal of directors.
4. Periodically review all standing or ad hoc Board committees, and recommend to the Board changes in the number, responsibilities, membership and chairpersons of the committees as appropriate.
5. Recommend that the Board establish any special committees of the Board as necessary to properly address ethical, legal or other matters that may arise; provided that nothing contained herein shall preclude the Board from establishing such a committee without a recommendation from the Committee.
6. Review and recommend to the Board guidelines and procedures to be used in evaluating performance of the Board and individual directors, and

evaluate with Board involvement the performance of the Board and directors on a continuing basis.

7. Oversee the Company's orientation program for new directors and periodically review, and inform the Board regarding, director education opportunities.
8. Identify and review the qualifications of, and recommend to the other independent directors, the individual to be elected as the lead independent director.

Management

1. Establish and administer a process for evaluating the performance of the Chief Executive Officer.
2. Oversee the process for evaluating the performance and potential of elected officers and other management.
3. Make recommendations to the Board concerning elected officer positions.

General

1. Monitor and make recommendations to the Board concerning corporate governance principles and procedures.
2. Review and make recommendations to the Board regarding proposals of shareholders that relate to corporate governance.
3. Periodically review and make recommendations to the Board concerning the Company's bylaws and articles of incorporation.
4. Review at least annually the effectiveness of the Company's Integrity Program, and recommend modifications to the program as appropriate.
5. Periodically review the Company's directors' and officers' liability insurance coverage.
6. Annually evaluate the Committee's charter and the performance of the Committee.
7. Form and delegate responsibilities to subcommittees of the Committee, as necessary or appropriate.

Rev. April 2018