

**A.T. CROSS COMPANY**  
**EXECUTIVE COMMITTEE CHARTER**  
**July 2008**

1. Purpose.

The primary purpose of the Executive Committee (“Committee”) of the A.T. Cross Company (the “Company”) is to act of behalf of the Board of Directors on decisions or project reviews that the Board delegates to the Committee. The Committee may also serve at the request of the Board of Directors to study and make recommendations to the full Board on significant strategic matters. In addition, the Executive Committee will advise the Chief Executive Officer with regard to the quality and content of his/her communication with the Board with specific emphasis on Board Meetings. Finally, at the request of the Board of Directors, the Executive Committee may be called on to act in the stead of the Chief Executive Officer or Chairman of the Board in the event of an unexpected vacancy in either office.

2. Duties and Responsibilities.

The responsibilities and duties of the Executive Committee include exercising all of the powers of the Board when it is impractical to assemble the full Board, except the Executive Committee will not (i) take any such actions reserved by Rhode Island law for action by the full board; (ii) take those actions otherwise delegated to other committees of the Board of Directors pursuant to applicable regulations of the listing standards of the stock exchange on which the Company stock is listed; and (iii) amend the charter of any Board committee.

3. Committee Membership.

The Board shall have the authority to appoint and remove members of the Committee. The Committee shall consist of not fewer than two members nor more than five. Each year, following the Annual Shareholder’s Meeting, qualified members will be appointed by the Board for a one-year term or until a qualified successor is appointed. The Board shall annually appoint a Chairman of the Committee each year at the meeting next following the Company’s Annual Shareholders’ Meeting. The Executive Committee shall include as two of its members the Chairman of the Board and the Chief Executive Officer.

4. Meetings and Procedures.

- 4.1 Notice of Meeting. Meetings will be called in accordance with the Company's Bylaws and will be called as needed, with at least 12 hours advance notice by phone or in writing. Materials and agenda will be furnished in advance when practical.
- 4.2 Agenda. The agenda will be set by the Committee Chair after conferring with the appropriate members of executive management of the Company.
- 4.3 Quorum. A majority of Committee members will constitute a quorum.
- 4.4 Number of Meetings. The Executive Committee shall meet at least twice a year.
- 4.5 Unanimous Consent. The Committee may act by the unanimous written consent of all the members of the Committee.
- 4.6 Minutes. The minutes of each meeting will be kept by the Corporate Secretary, an Assistant Secretary, or by a member of the Committee and filed with the records of the Company.
- 4.7 Reports to the Board. The actions taken by the Committee shall be reported at the next meeting of the Board of Directors.
- 4.8 Nonmember Attendance. The Corporate Secretary or an Assistant Secretary may be invited to meetings. Others may be invited as needed. Attendance may be by telephone as provided by the Bylaws of the Company.
- 4.9 Self-Evaluation. The Committee shall evaluate itself at least once every third year and shall report the results to the Nominating and Corporate Governance Committee.
- 4.10 Review of Charter. The Committee will review its Charter every five years, as well as the Committee's compliance with its provisions and submit any recommended changes to the Nominating and Corporate Governance Committee. Any changes made to the Charter must be approved by the Board of Directors.

5. Delegation of Duties and Committee Resources.

The Committee shall have the resources and authority appropriate to discharge its duties and responsibilities, including the authority to select, retain, terminate and approve the fees and retention terms of counsel or other experts or consultants, as it deems appropriate without seeking approval of the Board or management. The expense of retaining such counsel, experts or consultants shall be borne by the Company.

In fulfilling its responsibilities, the Committee shall be entitled to delegate any of its responsibilities to a subcommittee of the Committee, to the extent consistent with the Company's charter, bylaws, Corporate Governance Guidelines, applicable law and the rules of any exchange on which the Company's stock is listed.

6. Amendment.

This charter may be amended from time to time by the Board and any amendment must be disclosed as required by, and in accordance with, applicable laws, rules and regulations.

Approved by the Board of Directors July 2008.