

Charter of the Finance Committee of the Board of Directors of Wolverine World Wide, Inc.

1. Governance

This Charter sets forth the basic principles regarding the organization, purpose, authority, duties and responsibilities of the Finance Committee (the “Committee”) of Wolverine World Wide, Inc. (the “Company”) and has been approved by the Company’s Board of Directors. The Committee shall review the adequacy of this Charter at least annually and recommend any proposed changes to the Board of Directors for approval. The Committee shall also evaluate and report back to the Board, within 12-18 months after the formation of this Committee, on the advisability of maintaining the Committee going forward.

2. Organization

The Committee shall consist of at least three directors appointed by the Board of Directors upon the recommendation of the Company’s Governance Committee. One Committee member shall be designated by the Board of Directors as Chairperson. The membership of the Committee shall include the Chair of the Audit Committee. All Committee members shall be independent under the New York Stock Exchange (“NYSE”) definition of “independence” for directors and independence standards adopted by the Board, as determined by the Board. All members shall be financially literate as determined by the Board of Directors. A committee member may be removed for any reason by the Board of Directors at any time.

The Committee shall meet as often as may be deemed necessary or appropriate in its judgment, but not less than quarterly.

3. Statement of Purpose

The Committee shall advise and assist the Board with respect to the policies and practices of the Company that relate to the management of certain financial affairs of the Company delegated by the Board from time to time. In doing so, it is the responsibility of the Committee to maintain open communication between the Committee, the internal finance staff, management of the Company and the Board of Directors.

4. Authority, Duties and Responsibilities

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

- » Provide assistance to the Board in reviewing and evaluating management's assessment of the Company's cash needs and cash flow performance, management's evaluation of the capital markets and other options to assist in addressing capital needs, and management's recommendations with respect to those options;
- » Review and make recommendations to the Board with respect to the Company's capital structure and liquidity, including credit facilities, as well as proposed debt, equity and other securities issuances and guarantees;
- » Review and make recommendations to the Board with respect to the Company's current and future compliance with debt covenant requirements;
- » Review and make recommendations to the Board with respect to the Company's exposure to short- and long-term financial risks and management's strategies, plans and procedures to manage such risks, including its hedging strategies;
- » At least annually, review and approve on behalf of the Company and its applicable subsidiaries, the Company's decision to enter into swaps that are exempt from applicable clearing and trade execution requirements, and, at least annually and more often as may be deemed necessary or appropriate, review and discuss with management applicable Company policies governing the use of swaps subject to the "end-user exception" under regulations established by the Commodity Futures Trading Commission;
- » Review and make recommendations to the Board with respect to financial risks facing the Company, as may be requested by the Board;
- » Engage consultants and advisors at the expense of the Company to assist the Committee as it deems necessary in the performance of its functions. The Committee shall have sole authority to retain and terminate any consultants and advisors and to approve all fees and other retention terms;
- » Conduct and discuss with the Board of Directors an annual performance evaluation of the Committee, including the Committee's adherence to this Charter; and
- » Provide the Board of Directors with regular reports regarding the Committee's decisions, actions and recommendations.

Last Amended: October 9, 2013