LSB INDUSTRIES, INC. BOARD OF DIRECTORS
CORPORATE GOVERNANCE GUIDELINES

(As Adopted March 3, 2016)

These Corporate Governance Guidelines (the "Guidelines") serve as an important framework for the corporate governance practices of LSB Industries, Inc. (the "Company") and are intended to assist the Company's Board of Directors (the "Board") in carrying out its responsibilities effectively. The Board will review these Guidelines periodically and may modify them as appropriate to reflect the development of its governance practices.

1. Responsibilities and Duties. The Board has an active responsibility for establishing broad corporate policy and monitoring overall performance of the Company through oversight of management and stewardship of the Company. Directors are expected to expend sufficient time, energy and attention to assure diligent performance of their responsibility. Directors are expected to attend meetings of the Board, its Committees on which they serve, and the Company's Annual Meeting of Stockholders; to review materials distributed to them; and to make themselves available for periodic updates and briefings with management via telephone or one-on-one meetings. In addition to its general oversight of management, the Board, directly or acting through its Committees, also performs specific decision-making functions, including those described in the Committee charters and elsewhere in these Guidelines.

2. Role. The business and affairs of the Company are managed under the direction of the Board in accordance with Delaware law. The Directors' fiduciary duty is to exercise their business judgment in the best interest of the Company and its stockholders in compliance with, and subject to the protections of and limitations in, Delaware law and the Company's Certificate of Incorporation and Bylaws, as amended from time to time.

3. Leadership. The Board has determined that the positions of Chairman of the Board and Chief Executive Officer ("CEO") should be held by different persons. The Nominating and Corporate Governance Committee periodically will review whether this policy is in the best interest of the Company and its stockholders.

4. Independence. A majority of the Board will consist of Directors whom the Board has determined to be independent. In general, an independent Director must have no material relationship with the Company, directly or indirectly, except as a Director. The Board will determine independence on the basis of the standards specified under applicable law, including in the corporate governance rules of the New York Stock Exchange ("NYSE") listing standards, and taking into account the facts and circumstances the Board considers relevant. However, no Director who would not be deemed independent under the corporate governance rules of the NYSE will be determined to be independent by the Board.

5. Qualifications. Directors are selected for their (a) integrity and character; (b) sound, independent judgment; (c) breadth and diversity of experience, insight and knowledge; and (d)

business acumen. Leadership skills, industry expertise and familiarity with diverse industries are among the relevant criteria, which will vary over time based on the needs of the Company and how well the combination of Director attributes fits the Company's strategy and direction. The Nominating and Corporate Governance Committee is responsible to consider candidates for potential nomination and to recommend them for approval or nomination by the full Board.

The Company endeavors to have a Board representing diverse experience at policy-making levels with a complementary mix of skills and professional experience in areas relevant to the Company's activities.

6. Other Directorships. The Board does not limit the number of other public company boards on which a Director may serve. However, the Nominating and Corporate Governance Committee will review all Directors' service on the boards of other public companies and consider whether such service will detract from the Directors' ability to devote the necessary time and attention to the Company. Directors are responsible to notify the Company when any changes occur regarding service on the boards of other public companies or regarding the Director's principal position, status or employment. In addition, a Director seeking to serve on the board of directors or advisory board of another for-profit entity (whether public or private) should notify the chairperson of the Nominating and Corporate Governance Committee in advance of accepting that service and should defer final acceptance of such a position until approved by the Nominating and Corporate Governance Committee (or its delegatee), which shall consider whether such service presents any independence, conflicts or other legal or business issues for the Company.

If a member of the Company's Audit Committee seeks to serve on the audit committee of another public company and that service will result in more than two simultaneous public company audit committee memberships in addition to that of the Company, the Director should seek and obtain a determination from the Board, in advance of accepting such service, that such service will not impair the ability of the Director to serve effectively on the Company's Audit Committee.

7. Term Limits. The Company values the experience, wisdom and perspective developed by Directors over a period of years. This notwithstanding, the Company recognizes that new perspectives and new experiences can help ensure the vibrancy and relevance of a Director's contribution to sound corporate governance. Accordingly, a Director may serve a maximum of 16 years on the Board. The Board may make exceptions to this policy on a case-by-case basis.

8. Mandatory Retirement Age. The mandatory retirement age for Directors is 72 years of age. The Board may make exceptions to this policy on a case-by-case basis.

9. Stock Ownership Guidelines. The Board believes that it is important to align the interests of Directors with those of the stockholders, and Directors are encouraged to purchase the Company's common stock, consistent with the Company's insider trading policy and any blackout provisions restricting such purchase that may be established from time to time. In

addition, the Board believes that a meaningful portion of Directors' compensation should be made available to them in forms of compensation that correlate with the market value of the Company's common stock. It is expected that over time each Director hold a meaningful equity ownership position in the Company in accordance with the Company's stock ownership guidelines for Directors, which are set forth in the Company's Non-Employee Director Compensation and Stock Ownership Policy, as the same may be amended or modified from time to time. The Compensation Committee will periodically assess the need for changes to the Company's stock ownership guidelines for Directors and recommend any proposed changes to the Board for approval.

10. Orientation and Continuing Education. New Directors should participate in an orientation process to become familiar with the Company and its strategic plans and businesses, significant financial matters, core values including ethics, compliance programs, corporate governance practices and other key policies and practices through a review of background materials and meetings with senior executives. Directors are encouraged to take advantage of continuing education opportunities to enhance their knowledge of sound corporate governance practices. In this regard, the Company will reimburse the cost of continuing education expenses incurred by Directors in fulfillment of their Board duties up to a maximum amount of $5,000 over a two-year period, subject to any exceptions the Board may approve on a case-by-case basis. The Nominating and Corporate Governance Committee is responsible for providing guidance on Directors' orientation and provisions for continuing education.

11. Compensation. The Board believes that compensation for non-employee Directors should be competitive and align Directors' interests and compensation with the long-term interests of stockholders. The Compensation Committee periodically reviews the level and form of Director compensation and, if appropriate, proposes changes for consideration by the full Board.

12. Annual Self-Evaluation. It is the intent that the Board and each Committee shall make an annual self-evaluation of its performance with a particular focus on overall effectiveness. The Nominating and Corporate Governance Committee is responsible for overseeing the self-evaluation process. That process shall include an evaluation of how well the Board's combination of attributes fits the Company's strategy and direction.

13. Access to Management and Advisors. Directors have full access to the Company's management and other employees upon request to discuss the business and affairs of the Company. In addition, Directors are encouraged to visit the Company's facilities. As necessary and appropriate, the Board and its Committees may retain outside legal, financial or other advisors and may cause the Company to pay the fees and expenses of such outside advisors.

14. Selection of Agenda Items. The Chairman of the Board establishes the agenda for Board meetings, in consultation with the Lead Independent Director, if any. Directors are encouraged to suggest items for inclusion on the agenda. Each Director is free to raise at any Board meeting subjects that are not on the agenda for that meeting.

15. Attendance of Senior Executives. The Board expects to have regular opportunities for Directors to meet with the CEO and other members of management in Board and Committee meetings, as well as other settings. Presentations of matters to be considered by the Board are generally made by the responsible executive.

16. Board Meetings; Independent and Non-Employee Directors Sessions. Regularly scheduled Board meetings include a session of all Directors. In addition, the non-employee Directors will meet from time to time in regularly scheduled executive sessions. If the Board includes non-employee Directors who are not independent, at least one executive session per year will include only the independent Directors. The CEO or other senior executives may be invited to a portion of the meetings of the non-employee Directors and the independent Directors to answer questions or provide information. There will be at least two non-employee Director executive sessions each year.

17. Lead Independent Director. If the Chairman of the Board is not an independent Director, the independent members of the Board will select an independent Director to serve as presiding Director (the "Lead Independent Director") over all meetings of the non-employee Directors and of the independent Directors. The Lead Independent Director will act as a liaison with the Chairman of the Board, in consultation with the other Directors; provided, that each Director will also be afforded direct and complete access to the Chairman of the Board at any time as such Director deems necessary or appropriate.

Specific duties of the Lead Independent Director include those prescribed in guidelines of the Securities and Exchange Commission and the NYSE, as well as other duties that may from time to time be prescribed by the Board. These duties shall include, but not be limited to: (i) chairing executive sessions of the non-employee Directors and of the independent Directors and providing feedback from such sessions to the Chairman of the Board and other members of management; (ii) chairing meetings of the Board in the absence of the Chairman and any Vice-Chairman of the Board; (iii) overseeing the Board's stockholder communications policies; (iv) calling meetings of the independent or non-employee Directors and preparing agendas for such meetings; and (v) consulting with the Chairman of the Board on meeting agendas and other information provided to the Board, including adding items to the agenda for any Board meeting and reviewing and approving meeting schedules.

18. Board Committees. The Board will appoint from among its members Committees it determines are necessary or appropriate to conduct its business. Currently, the standing Committees of the Board are the Audit Committee, the Nominating and Corporate Governance Committee, and the Compensation Committee. Each such Committee will have a written charter that complies with all applicable requirements and sets forth the Committee's principal responsibilities. All members of the Audit Committee, the Nominating and Corporate Governance Committee, and the Compensation Committee must satisfy the independence and experience requirements detailed in their respective Committee charters. The Nominating and Corporate Governance Committee is responsible for making recommendations to the Board regarding the appointment of specific Directors to particular Committees and whether or not

such Directors qualify under the standards applicable to the Committee on which such Director may serve. The Board will then determine which Directors qualify under the applicable standards.

19. CEO Performance Review. At least annually, the independent Directors will, in conjunction with the Compensation Committee, review the performance of the CEO in light of the Company's goals and objectives.

20. Performance Reviews of Related Persons. At least annually, the Compensation Committee will review the performance of any employee who is an immediate family member or sharing the household of either the CEO or the Chairman of the Board and will provide an independent assessment of that employee's performance and compensation. Additionally, the Compensation Committee will review the performance of any senior member of management where the individual who would otherwise normally do the review is an immediate family member or sharing the household of the reviewee (whether or not the reviewee has a relationship to the CEO or Chairman of the Board).

21. Succession Planning. The Board will, from time to time, review succession plans for the CEO, key senior management and the Board itself. Succession planning will address both succession in the ordinary course of business, as well as emergency or contingency planning in the case of unexpected events. The Compensation Committee is responsible to review succession plans and contingency plans for the CEO and key management on an annual basis and to make recommendations to the Board regarding these matters.

22. Corporate Governance Guidelines Review. The Nominating and Corporate Governance Committee and the Board will review and recommend revisions to these Guidelines and related documents as and when appropriate.

These Guidelines are a statement of policy and are not intended to change or interpret any federal or state law or regulation, including Delaware General Corporation Law, or the Company's Certificate of Incorporation or Bylaws. The Company will post these Guidelines on the Company's website as required by applicable rules and regulations. In addition, the Company will disclose in its proxy statement for its annual meeting of stockholders or in its Annual Report on Form 10-K that a copy of these Guidelines is available on the Company's website and provide the website address.