

As Approved on June 23, 2004

ROBBINS & MYERS, INC.

Process for Nominating Directors

General

The Board of Directors of Robbins & Myers, Inc. (the “Company”) has a Nominating and Governance Committee (the “Committee”) that is comprised of at least three directors, all of whom are required to be “independent” within the meaning of the listing standards of New York Stock Exchange (“NYSE”). The Committee has a written charter, a copy of which is available at the Company’s website www.robn.com. The Committee’s duties include identifying individuals qualified to become Directors and recommending to the Board of Directors nominees for election as directors by shareholders or to fill vacancies in the Board. The Committee will consider candidates recommended for nomination by shareholders.

Factors Considered in Evaluating Candidates

A majority of the members of the Board of Directors must be independent under the NYSE listing standards. The Board believes that it should be comprised of Directors with varied, complementary backgrounds, and that Directors should, at a minimum, have expertise that may be useful to the Company, such as an understanding of manufacturing, technology, marketing, finance, accounting, and international matters – all in the context of an assessment of the perceived needs of the Board at a particular point in time. Directors should also possess the highest personal and professional ethics and should be willing and able to devote the required amount of time to Company affairs.

When considering candidates for Director, the Committee takes into account a number of specific factors, including the following: independence from management, whether the candidate has certain desired skills and business experience; judgment, integrity and reputation; existing directorships and commitments to other businesses; potential conflicts of interest with other pursuits; legal considerations such as antitrust issues; corporate governance background; financial and accounting background; and the size and composition of the existing Board.

Procedures for Recommending Candidates

Shareholders wishing to recommend a candidate for Director should write the Company’s Corporate Secretary at the principal executive offices of the Company and include the following: a statement that the writer is a shareholder and is proposing a candidate for consideration by the Committee; the name of and contact information for the candidate; a statement of the candidate’s business and educational experience; information regarding each of the factors listed in the preceding paragraph, other than the factor regarding Board size and composition, sufficient to enable the Committee to evaluate the candidate; a statement detailing any relationship between the candidate and any customer, supplier or competitor of the Company; detailed information

about any relationship or understanding between the proposing shareholder and the candidate; and a statement that the candidate is willing to be considered and willing to serve as a Director if nominated and elected.

After conducting an initial evaluation of a candidate, the Committee may interview the candidate if it believes the candidate might be suitable to be a Director. The Committee may also require the candidate to meet with management and other Directors. If the Committee believes a candidate would be a valuable addition to the Board, it will recommend to the full Board that candidate's nomination.

Nominations By Shareholders at Meetings of Shareholders

In addition to recommending a candidate to the Committee, shareholders may also nominate candidates for election at meetings of shareholders in accordance with the Company's Code of Regulations ("Regulations"). Under Article II(c) of the Company's Regulations, no person may be nominated for election as a Director at a meeting of shareholders by a shareholder unless written notice of intention to nominate such person has been given to the Secretary of the Company at the principal executive offices of the Company not less than 50 days nor more than 75 days prior to the meeting; provided, however, that in the event that less than 60 days' notice or prior public disclosure of the date of the meeting is given or made to shareholders, notice by the shareholder to be timely must be received not later than the close of business on the 10th day following the day on which such notice of the date of the meeting was mailed or such public disclosure was made. The shareholder notice to the Company that the shareholder intends to nominate a candidate at the meeting is required to include the information set forth at Article II(c) of the Regulations. A copy of the Regulations is available at the Company's website.