

Corporate Governance and Nominating Committee Charter

A. Purpose

The Governance and Nominating Committee ("Committee") is appointed by the Board of Directors ("Board") of Perma-Fix Environmental Services, Inc. (the "Company") to:

- 1 Assist the Board of Directors to identify and recommend qualified candidates for Board and committee membership;
- 2 Review and recommend Board compensation; and
- 3 Recommend Company governance principles, to include Board function, committee structure and a code of business conduct to govern all ethics-related issues, to include both actual and perceived conflicts of interest.

B. Members

The Board will appoint a committee of at least three members, designating one as chairperson. Each Committee member must legally satisfy all required independence and experience qualifications, to include those imposed by the U.S. Securities and Exchange Commission (the "SEC") and the NASDAQ.

Committee members shall be appointed based on the vote of a majority of the independent directors, and may be removed and replaced by the Board in its discretion.

C. Authorities and Responsibilities

Among its specific duties and responsibilities, this Committee shall, consistent with all applicable laws, rules and regulations:

- 1 Determine criteria and procedures for selecting potential Board members, considering factors such as, experience with other organizations, skills, diversity, integrity, judgment and independence.
- 2 Determine the desirable size of the Board and its committees.
- 3 Identify potential qualified Board candidates, and recommend same for election as directors at annual stockholders meetings. To fill Board vacancies, this Committee will recommend individuals to fill the vacancy through appointment until the next annual stockholders meeting. The Committee will consider all qualified candidates proposed by management, other Board members and others, but will independently determine who it decides to nominate. The Committee may retain a search firm or consultant to assist in its searches, and may approve reasonable fees for same.
- 4 Identify Board members to sit on the committees of the Board, and recommend that the Board appoint the member to the respective committee. In selection of a member for a committee, the Committee must consider the requirements and qualifications set forth in that committee's charter, along with any other factors the Committee deems necessary.
- 5 Evaluate the independence of each Board member on any committee that requires independence.
- 6 Review performance and effectiveness of the entire Board, and each director individually before recommending re-election.
- 7 Evaluate the effectiveness and the adequacy of the Board committees and their charters, including its own performance and charter as required by NASDAQ. The Committee will annually report its findings to the Board and give recommendations for any recommended changes.
- 8 Develop and recommend to the Board Company governance principles, to be evaluated annually for recommended changes, as appropriate.
- 9 Annually review and make recommendations on compensation paid to non-management directors.
- 10 Ensure that the Company makes required disclosures as to the process for nominating Board members, to include the process for stockholder nominations, and Committee-established nomination procedures.
- 11 Undertake such other governance-related activities as are deemed beneficial to the Company and its Shareholders.

D. Meetings

The Committee shall meet as often it deems needed or appropriate, but not less than quarterly, either in person or telephonically, and may request any Company officer or employee or others, including outside auditors or counsel to attend Committee meetings, and shall, as appropriate, maintain minutes of the Committee's meetings.

E. Outside Advisors

The Committee may retain outside experts or advisors it determines needed to assist in performing its functions.

F. Investigations

The Committee may recommend to the Board an investigation into any matters within its scope of responsibilities and shall have the authority to retain outside advisors to assist conducting such investigations.