



Myers Industries, Inc. Ownership Guidelines

April 22, 2019

Purpose

The purpose of the Stock Ownership Guidelines is to encourage ownership of Myers Industries, Inc. (“Myers”) common stock, to further align the interests of Myers’ Chief Executive Officer (the “CEO”), Chief Financial Officer (the “CFO”), Chief Legal Officer (the “CLO”), Vice Presidents (the “Executives”), and non-employee directors, with the interests of shareholders and to further promote Myers’ commitment to sound corporate governance.

Ownership Requirements for Officers

The CEO is expected to hold an investment position in Myers Industries, Inc. common stock equal to **five times** his or her annual base salary.

The CFO and CLO are expected to hold **three times** his or her annual salary.

The Vice Presidents are expected to hold **one times** his or her annual salary.

Measurement

Compliance with these ownership guidelines will be measured annually on the first trading day of the year, using each Executive’s base salary then in effect and the average closing price of Myers’ common stock in the previous calendar quarter.

Compliance Periods

Executives are expected to achieve compliance with the ownership requirements within five years of first becoming an Executive.

Any new hires will have five years from the date of hire to meet the ownership requirement. Executives will be expected to make steady progress towards meeting the requirement throughout the five year compliance period.

Any Executive who is promoted will have five years from the date of promotion to achieve the higher ownership target applicable to the ownership requirement of the new role.



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Holdings Considered

The following holdings will be considered when measuring stock ownership:

- Shares owned outright, including shares owned jointly with a spouse or separately by a spouse and/or children that share the Executive's household;
- Vested and unvested restricted stock units; and
- Vested stock options.

Hardship

There may be instances in which the Stock Ownership Guidelines would place a severe hardship on an Executive. It is expected that such instances will be rare. Under these circumstances, the Executive will work with the Senior Vice President of Human Resources, subject to the approval of the CEO, to develop an alternative stock ownership plan that reflects the intention of the ownership guidelines. In the case of a hardship involving the CEO, approval for an alternative stock ownership plan will be sought from the Chair of the Compensation Committee.

Administration

The Compensation Committee of the Board of Directors is responsible for the administration of the Stock Ownership Guidelines and will monitor the progress towards achieving the ownership requirements set forth. The Compensation Committee will review these guidelines on an annual basis.

Ownership Requirement for Directors

Non-employee Directors of Myers Industries will be expected to hold **five** times their annual cash Board retainer in common stock.

Compliance with these ownership guidelines will be measured annually on the first trading day of the year, using the annual cash retainer then in effect and the average closing price of Myers' common stock in the previous calendar quarter. Deferred stock units are included for purposes of measuring compliance with these ownership guidelines. Each Director will have five years after their appointment to meet the ownership requirements.

Guidelines History

Description	Date
Adopted	January 30, 2013
Amended and Restated	April 22, 2019