STATEMENT OF CORPORATE GOVERNANCE GUIDELINES AND PRINCIPLES

OF

CARLISLE COMPANIES INCORPORATED

(Amended and Restated as of December 6, 2022)

The Board of Directors (the "Board") of Carlisle Companies Incorporated ("Carlisle" or the "Company") greatly values the trust that the stockholders of Carlisle have placed in the Board to oversee the management of the Company, and will continue to work diligently to maintain that trust. We believe it is the Board's responsibility to oversee the Company, and the responsibility of management to operate the Company effectively and ethically. The mutual goal of the Board and management is to enhance the long-term total return to Carlisle's stockholders, a goal more likely to be achieved if the Company is recognized as a model of good corporate governance and citizenship responsibly addressing the concerns of other stakeholders and interested parties, including employees, customers, suppliers, local communities and the public at large. By being informed, inquisitive and independent, the Board will most effectively exercise its business judgment, properly advise and direct management, and fulfill the goal of long-term value for the stockholders.

This Statement of Corporate Governance Guidelines and Principles (this "Statement") has been adopted by the Board. This Statement, together with the charters of the Board's various committees, provide the framework for the corporate governance of Carlisle. The Board recognizes the dynamic nature of corporate governance, and intends to annually review and modify, as appropriate, this Statement based upon the recommendations of the Corporate Governance and Nominating Committee.

Role of the Board; Director Qualifications and Responsibilities

Carlisle's various businesses are conducted by its employees under the direction of the Chairman and other senior management personnel. The Board of Directors discusses long-term corporate strategy for Carlisle, and monitors and oversees management's performance to assure that the interests of the stockholders are being properly served. The Board is also responsible for approving and maintaining a succession plan for the Company's Chief Executive Officer and senior executives, including succession in the case of an emergency or retirement, based on the recommendations of the Corporate Governance and Nominating Committee.

Directors should possess the highest personal and professional integrity, ethics and values, and be committed to representing the long-term interests of the stockholders. Directors should also have outstanding business, financial, professional, academic or managerial backgrounds and experience. Each director must be willing to devote sufficient time to fulfill his or her duties and should be committed to serve on the Board for an extended period of time. Prior to accepting an invitation to serve on another public company board, directors must advise the Corporate Governance and Nominating Committee and the Committee will determine whether such service would create a conflict of interest and/or prevent the director from fulfilling his or her responsibilities.

Directors are expected to regularly attend Board meetings and meetings of Board committees on which they serve and to spend the necessary time to discharge their duties diligently and responsibly, including reviewing relevant meeting materials in advance to prepare for discussion of matters at meetings. Directors are also expected to attend the Company's annual meeting of stockholders absent extenuating circumstances.

A director is required to submit his or her resignation at the Company's annual meeting of stockholders following the date when he or she reaches age 72. In addition, to continually refresh and invigorate its membership, the Board imposed term limits. Each director is required to submit his or her resignation at the Company's annual meeting of stockholders following the completion of 18 consecutive years of Board service. Therefore, either reaching age 72 or completing 18 consecutive years of Board service, whichever comes first, requires the director's resignation at the Company's following annual meeting of stockholders.

A director is also required to submit his or her resignation to the Corporate Governance and Nominating Committee following a change in employment or significant change in job responsibilities. The Corporate Governance and Nominating Committee may either accept or reject such resignation in its discretion.

In accordance with the Company's Amended and Restated Bylaws, a nominee for director to the Board in an uncontested election is elected if he or she receives a majority of the votes cast in the election and, if an incumbent director fails to receive the required number of votes for re-election in an uncontested election, the director is required to promptly tender an offer of resignation to the Board. The Corporate Governance and Nominating Committee will promptly consider the director's offer of resignation and recommend to the Board whether to accept or reject the resignation, or whether other action should be taken. Any director who submits his or her resignation pursuant to this provision shall not participate in any such Corporate Governance and Nominating Committee recommendation or Board action. If the Corporate Governance and Nominating Committee cannot achieve a quorum because one or more of its members failed to receive the number of votes required for re-election, then the independent members of the Board who did receive the required vote shall appoint a committee amongst themselves to consider the resignation offers and make a recommendation to the Board. If the only directors who receive the required vote for re-election constitute three or fewer directors, then all of the directors on the Board may participate in the deliberations and actions regarding the offers of resignation, except that no director can participate in the vote on his or her own resignation.

Size and Selection of the Board

Unless otherwise provided, the number of directors serving on the Board is not to be less than 3 nor more than 12. The Board is currently divided into three classes as nearly equal in number as possible. Annually, directors of a particular class are elected to serve for a three-year term.

The Corporate Governance and Nominating Committee is responsible for assessing the performance of the Board and the individual directors. The Corporate Governance and Nominating Committee also makes recommendations regarding nominations for new three-year terms and regarding candidates to fill vacancies or newly created directorships. In identifying, recruiting and recommending nominees to the Board, the Corporate Governance and Nominating Committee is committed to including for consideration qualified candidates with diverse backgrounds, including diversity of gender and race.

Independence of Directors

The Board recognizes the importance of director independence. A majority of the directors must be "independent" under the listing standards of the New York Stock Exchange. Under the listing standards of the New York Stock Exchange, to be considered independent, the Board must affirmatively determine that a director does not have any direct or indirect material relationship with Carlisle. Moreover, a director will not be independent if the director or an immediate family member of the director is, or has been within the preceding three years: (i) employed by Carlisle or received $120,000 during any 12-month period in direct compensation from Carlisle, other than director and committee fees and pension or other forms of deferred compensation for prior service (provided such compensation is not contingent in any way on continued service); (ii) employed by or affiliated with Carlisle's independent auditor; (iii) part of an interlocking directorate in which an executive officer of Carlisle served on the compensation committee of another company that employed the director or an immediate family member of the director; and (iv) employed by another company that made payments to, or received payments from, Carlisle for property or services in an amount which, in any single fiscal year, exceeded the greater of $1 million or 2% of such other company's consolidated gross revenues.

In affirmatively determining the independence of any director who will serve on the Compensation Committee of the Company, the Board must consider all factors specifically relevant to determining whether such director has a relationship to the Company which is material to that director's ability to be independent from management in connection with the duties of a compensation committee member, including, but not limited to (i) the source of compensation of such director, including any consulting, advisory or other compensatory fee paid by the Company to such director; and (ii) whether such director is affiliated with the Company, a subsidiary of the Company or an affiliate of a subsidiary of the Company.

The foregoing shall be supplemented and/or superseded, as necessary, to ensure they comply with applicable law and the listing standards of the New York Stock Exchange.

When the Company's Chief Executive Officer serves as Chairman of the Board or the Chairman is otherwise not considered independent, the independent director then serving as Chair of the Corporate Governance and Nominating Committee will also serve as the Lead Independent Director. The Lead Independent Director's duties closely parallel the role of an independent Chairman of the Board of Directors, to ensure an appropriate level of independent oversight for Board decisions. The Lead Independent Director, has the following responsibilities: (i) chairs all meetings of the Board of Directors at which the Chairman is not present and all executive sessions of the Board of Directors; (ii) liaises between the Chairman and Chief Executive Officer and the independent directors; (iii) consults with the Chairman concerning (a) information to be sent to the Board of Directors, (b) meeting agendas and (c) meeting schedules to ensure appropriate time is provided for all agenda items; (iv) calls meetings of independent directors as required; and (v) is available when appropriate for consultation, including stockholder communications. In addition, the Lead Independent Director presides over an executive session of the independent directors at every regularly scheduled meeting of the Board of Directors. The Board of Directors believes that the existence of a Lead Independent Director, the scope of the Lead Independent Director's responsibilities and the regularly scheduled executive sessions of the independent directors all support strong corporate governance principles and allow the Board to effectively fulfill its fiduciary responsibilities to stockholders.

The Corporate Governance and Nominating Committee shall annually review the composition of the Board and its various committees to assure independence in accordance with applicable law.

Director Compensation; Stock Ownership by Directors and Executive Officers

The Corporate Governance and Nominating Committee shall review at least every two years and make recommendations to the Board regarding the form and amount of director compensation (including perquisites and other benefits), and any additional compensation to be paid to the directors for their services. In making its recommendations, the Corporate Governance and Nominating Committee shall give due consideration to what is customary compensation for directors of comparable companies and any other factors it deems appropriate that are consistent with the policies and principles set forth in its charter and this Statement. The Corporate Governance and Nominating Committee shall consider any compensation that directors might be receiving indirectly from the Company (or any subsidiary thereof), such as in the form of substantial charitable or political contributions or consulting fees paid to an organization with which the director is affiliated (or other indirect forms of compensation).

Director compensation for non-employee directors is comprised of: (i) an annual retainer fee (which directors may elect to receive partly in shares of Carlisle's common stock ("Shares")), (ii) additional fees for service on various committees, (iii) grants of restricted Shares, and (iv) participation in the Carlisle Companies Incorporated Amended and Restated Deferred Compensation Plan for Nonemployee Directors. Directors who are employees of the Company receive no additional compensation for serving as directors.

The Board believes that director and executive officer stock ownership further aligns the director's and officer's interest with those of the Company's stockholders. The Board has established for its non-employee directors a stock ownership guideline of five times the annual retainer amount to be achieved within five years of a director's election to the Board.

In addition, a stock ownership policy, applicable to all of the Company's Section 16 officers, has the following ownership requirements:

Executive	Ownership Requirement
Chief Executive Officer	10 times previous year base salary
Other Named Executive Officers	5 times previous year base salary
Remaining Section 16 Officers	3 times previous year base salary

The policy also has a retention requirement under which an executive officer must retain at least one-half of the after-tax value realized from the vesting of restricted Shares, the exercise of stock options or the receipt of earned performance Shares until the executive officer has satisfied the policy's ownership requirement. Each executive officer subject to the policy has five years from first becoming subject to the policy to attain the ownership requirement and once the ownership requirement is met, no further accumulation is required in the event the value of the Shares falls below the ownership requirement due solely to a decrease in the market value of the Shares.

Ownership for purposes of the policy includes Shares owned directly or under an employee benefit plan and all restricted Shares. Ownership does not include any performance Share awards or any Shares subject to stock options.

Under the policy, no employee, officer or director of the Company, nor any of their respective designees, shall purchase financial instruments (including prepaid variable forward contracts, equity swaps, collars, and exchange funds), or otherwise engage in transactions, that hedge or offset, or are designed to hedge or offset, any decrease in the market value of equity securities of the Company: (i) granted to any such employee, officer or director as compensation, or (ii) held, directly or indirectly, by such employee, officer or director.

Board Committees

The Board has established the following committees to assist the Board in discharging its responsibilities: (i) Audit Committee, (ii) Compensation Committee and (iii) Corporate Governance and Nominating Committee. The charters of these committees are published on Carlisle's website* and will be mailed to stockholders upon written request.

All directors serving on the Board's various committees are independent under the standards described above. In addition, no committee member receives, directly or indirectly, any compensation from the Company other than his or her director's compensation. Membership on the various committees is based upon recommendations by the Corporate Governance and Nominating Committee.

Meetings of Independent Directors

At the conclusion of each regularly scheduled Board meeting, the independent directors shall meet in executive session, presided over by the Chairman, or, in the event the Chairman is not independent, the Lead Independent Director.

Ethics and Conflicts of Interest

The Board expects all directors, officers and other employees of Carlisle to act ethically at all times. Annually, senior and middle management personnel are required to certify compliance with Carlisle's Code of Business Conduct and Ethics, a copy of which is published on Carlisle's website*. The Board will not permit a waiver of any ethics policy for any director or executive officer of Carlisle.

The Corporate Governance and Nominating Committee is required to conduct an annual review of potential director conflicts of interest. If a conflict develops between a director and the Company, the director shall promptly report the matter to the Corporate Governance and Nominating Committee for evaluation.

If a director has a personal interest in a matter before the Board, the director shall disclose the interest to the Board, excuse him or herself from participation in the discussion and abstain from voting on the matter.

Self-Evaluation

As described more fully in its charter, the Corporate Governance and Nominating Committee will annually review the performance of the Board and each of its committees. Moreover, each December, the directors will be requested to provide their assessments of the effectiveness of the Board and the committees on which they serve. The individual assessments will be reviewed by the Corporate Governance and Nominating Committee.

Access to Senior Management

Board members shall have complete access to all members of management and Company employees. All non-employee directors are encouraged to communicate with the senior managers of Carlisle. The non-employee directors are expected to use their judgment to ensure that contacts are not distracting to the business operations of the Company, and to consider whether the results of the contacts should be reported to the Company's Chief Executive Officer. To facilitate such contact, non-employee directors are expected to annually visit a different Carlisle business location.

Access to Independent Advisors

The Board and its committees shall have the right at any time to retain independent outside financial, legal or other advisors and to approve related fees and terms.

Director Orientation and Education

All new directors are expected to participate in an Orientation Program, which should be conducted within three months from the time the new director joins the Board. This orientation will include presentations by senior management to familiarize the new director with the Company's strategic plans, its significant financial, accounting and risk management issues, its compliance programs, its principal officers as well as this Statement. All continuing directors are also invited to attend the orientation. The Company also shall provide directors with ongoing education on issues facing the Company and on subjects that would assist the directors in discharging their duties.

*www.carlisle.com