

BIO-RAD LABORATORIES, INC.

Charter of the Compensation Committee

The Board of Directors of Bio-Rad Laboratories, Inc. has established the Compensation Committee to discharge the Board's responsibilities relating to compensation of the Corporation's executives. The Committee has overall responsibility for evaluating and approving compensation for the CEO and annual bonus and equity awards to members of the Senior Management Team of the Corporation.

The Committee shall ensure that compensation programs are designed to encourage high performance, promote accountability and assure that employee interests are aligned with the interests of the Company's stockholders. In addition to the powers and responsibilities expressly delegated to the Committee in this Charter, the Committee may exercise any other powers and carry out any other responsibilities delegated to it by the Board from time to time consistent with the Company's bylaws. The powers and responsibilities delegated by the Board to the Committee in this Charter or otherwise shall be exercised and carried out by the Committee as it deems appropriate without requirement of Board approval, and any decision made by the Committee (including any decision to exercise or refrain from exercising any of the powers delegated to the Committee hereunder) shall be at the Committee's sole discretion. While acting within the scope of the powers and responsibilities delegated to it, the Committee shall have and may exercise all the powers and authority of the Board. To the fullest extent permitted by law, the Committee shall have the power to determine which matters are within the scope of the powers and responsibilities delegated to it.

Membership

The Committee shall consist of at least two members of the Board, each of whom shall (a) meet the independence requirements of the New York Stock Exchange corporate governance rules and all other applicable laws, rules, regulations and guidance governing director independence, as determined by the Board; and (b) qualify as "non-employee directors" as defined under Section 16 of the Securities Exchange Act. Members of the Committee and the Committee Chair shall be appointed by and may be removed by the Board with or without cause and with or without prior notice.

Duties and Responsibilities

1. The Committee shall have direct responsibility to annually review and approve corporate goals and objectives relevant to compensation of the Chief Executive Officer ('CEO'), shall evaluate the CEO's performance in light of these goals and objectives, taking into account the Board's annual evaluation of the CEO's performance, and shall either as a committee or together with the other independent directors (as directed by the Board), shall determine and approve the CEO's compensation levels based upon this evaluation. Notwithstanding the foregoing, any equity compensation paid to the CEO consisting of or relating to any stock or securities of the Company other than Class A common stock shall be approved by a majority of the members of the Board excluding: (i) the CEO; (ii) the CEO's spouse, parents, children, siblings, aunts, uncles, and cousins (in each instance including half-relatives, step-relatives, and relatives-in-law); and (iii) any officer of Bio-Rad.

2. In determining the long-term incentive component of CEO compensation, the Committee shall consider relevant factors, such as the Corporation's performance and relative shareholder return, the value of similar incentive awards to chief executive officers at comparable companies, and the grants or awards given to the CEO in past years.

3. The Committee will review and approve the performance targets under all annual bonus plans for members of the Senior Management Team consisting of officers with corporate-wide responsibilities in Senior Vice President positions and above, and other individuals who are designated as Section 16 officers. Targets will be approved within the first 90 days of the performance period to which such target relates or, if shorter, such other period as determined by the Committee.

4. The Committee will certify that any and all performance targets used for performance-based compensation plans for members of the Senior Management Team have been met before payment of any executive bonus under any such plan. The Committee will review and approve any material adjustments to such plans prior to payment.

5. The Committee will approve the granting of equity compensation to members of the Senior Management Team consisting of officers with corporate-wide responsibilities in Senior Vice President positions and above, and other individuals who are designated as Section 16 officers. Notwithstanding the foregoing, any equity compensation granted pursuant to this section consisting of or relating to any stock or securities of the Company other than Class A common stock shall be approved by a majority of the members of the Board excluding: (i) the recipient; (ii) the recipient's spouse, parents, children, siblings, aunts, uncles, and cousins (in each instance including half-relatives, step-relatives, and relatives-in-law); and (iii) any officer of Bio-Rad.

6. The Committee will annually review and discuss the Compensation Discussion and Analysis required to be included in the Company's proxy statement with management, and, if appropriate, approve its inclusion or recommend to the Board that the Compensation Discussion and Analysis be so included.

7. The Committee will prepare an annual report on executive compensation for inclusion in the Company's proxy statement, in accordance with applicable rules and regulations, and make such other reports, certifications, and disclosures as may be required.

8. The Committee will review executive officer compensation for compliance with Section 16 of the Securities Exchange Act and, if appropriate, any other applicable laws, rules and regulations.

9. The Committee may retain and terminate any compensation consultant, legal counsel or other advisers (independent or otherwise) to be used to assist in the evaluation of CEO or executive compensation only after taking into consideration all factors, including any applicable factors under NYSE rules, relevant to the adviser's independence from management. The Committee will be directly responsible for the appointment, compensation and oversight of such advisers. The Company must provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to such advisers.

10. In the course of carrying out the duties and responsibilities outlined above, the Committee shall:

- (a) Meet at least twice per calendar year;
- (b) Annually review its own performance;
- (c) Report to the Board on its activities;
- (d) Maintain minutes of its meetings and other records relating to its meetings and activities;
- (e) Review and assess the adequacy of this Charter and recommend to the Board any proposed changes.

**Adopted by the Board of Directors of the Company
on
October 23, 2019.**