

Charter of the Nominating Committee of the Board of Directors of CCA Industries, Inc.

Purpose

The Nominating Committee of the Board of Directors (the "Board") of CCA Industries, Inc. (the "Company") is appointed by the Board to assist the Board by identifying individuals qualified to become Board members, and to recommend to the Board the director nominees for the next annual meeting of shareholders.

Committee Membership

The Nominating Committee shall consist of no fewer than two members. The members of the Nominating Committee shall satisfy the independence requirements of the New York Stock Exchange MKT with respect to nominating committees.

The members of the Nominating Committee shall be appointed and replaced by the Board. One member of the Nominating Committee shall be appointed as its Chairman by the Board.

Meetings

The Nominating Committee shall meet as often as necessary to carry out its responsibilities. The Chairman of the Nominating Committee shall preside at each meeting. In the event the Chairman is not present at the meeting, the Nominating Committee members present at that meeting shall designate one of its members as the acting chair of such meeting.

Committee Authority and Responsibilities

1. The Nominating Committee shall have the sole authority to retain and terminate any search firm to be used to identify director candidates and shall have sole authority to approve the search firm's fees and other retention terms. The Nominating Committee shall also have authority to obtain advice and assistance from internal or external legal, accounting or other advisors.
2. The Nominating Committee shall actively seek individuals qualified to become board members for recommendation to the Board.

3. The Nominating Committee shall receive comments from all directors and report annually to the Board with an assessment of the Board's performance, to be discussed with the full Board following the end of each fiscal year.
4. The Nominating Committee shall initially create and recommend for adoption by the Board corporate governance guidelines for the Company and, on an annual basis thereafter, review and reassess the adequacy of these guidelines and recommend any proposed changes to the Board for approval.
5. The Nominating Committee shall annually review the succession planning recommendations for the Company's senior executive officers, including but not limited to the Chief Executive Officer and will do so in concert with the Compensation Committee and the Chairman of the Board of Directors.
6. The Nominating Committee may form and delegate authority to subcommittees when appropriate.
7. The Nominating Committee shall make regular reports to the Board.
8. The Nominating Committee shall review and reassess the adequacy of this Charter annually and recommend any proposed changes to the Board for approval. The Nominating Committee shall annually review its own performance.