

TRIUMPH GROUP, INC.

INDEPENDENCE STANDARDS FOR DIRECTORS

The following standards shall be applied by the Board of Directors of Triumph Group, Inc. (“Triumph”) in determining whether individual Directors qualify as “independent” under the Rules of the New York Stock Exchange. References to Triumph include its consolidated subsidiaries.

1. No director will be qualified as “independent” unless the Board of Directors affirmatively determinates that the director has no material relationship with Triumph, either directly or as a partner, shareholder, or officer of an organization that has a relationship with Triumph. Triumph will disclose these affirmative determinations.
2. No director who is a former Triumph employee, or whose immediate family member is or was an executive officer of Triumph, can be deemed “independent” until three years after the end of the employment relationship with Triumph.
3. No director who receives, or whose immediate family member receives, more than \$120,000 per year in direct compensation from Triumph, 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), can be “independent” until three years after he or she ceases to receive more than \$120,000 per year in such compensation.
4. No director who is affiliated with or employed by, or whose immediate family member is affiliated with or employed in a professional capacity by, a present or former internal or external auditor of Triumph can be “independent” until five years after the end of either the affiliation or the employment or the auditing relationship.
5. No director who is employed, or whose immediate family member is employed, as an executive officer of another company where any of Triumph’s present executives serve on that company’s compensation committee can be “independent” until three years after the end of such service or employment relationship.
6. No director who is an executive officer or employee, or whose immediate family member is an executive officer, of a company (excluding charitable organizations) that makes payments to, or receives payments from, Triumph for property or services in an amount which, in any single fiscal year, exceeds the

greater of \$1 million, or 2% of such other company's consolidated gross revenues, can be "independent" until three years after falling below such threshold.

7. No director can be "independent" if Triumph has made charitable contributions to any charitable organization in which such director serves as an executive officer if, within the preceding three years, contributions by Triumph to such charitable organization in any single completed fiscal year of such charitable organization exceeded the greater of \$1 million, or 2% of such charitable organization's consolidated gross revenues.

Effective: September 28, 2010