

DOWDUPONT INC.
SPECIALTIES ADVISORY COMMITTEE CHARTER

I. PURPOSE

The purpose of the Specialties Advisory Committee (the “Committee”) of DowDuPont Inc. (the “Company”) is to discharge certain actions necessary or appropriate to perform the duties and responsibilities, in each case, as and to the extent, delegated to the Committee (i) under Article IX of the Company’s Bylaws, (ii) under this Charter and/or (iii) as may be otherwise expressly delegated to the Committee by the Company’s board of directors (the “Board of Directors”) from time to time, and to report thereon to the Board of Directors.

II. RESPONSIBILITIES AND POWERS

In furtherance of the Committee’s purpose above and subject to the applicable provisions of the Company’s Bylaws, the Committee’s powers and duties shall be to:

- Subject to the review and oversight of the Board of Directors, oversee the business and affairs of the Specialties Business (as used herein, in each case, as defined in the Company’s Bylaws), including, with respect to the Specialties Business, to:
 - develop strategy and operational direction;
 - plan and make recommendations to approve operating and capital budgets;
 - evaluate the performance of and make recommendations as to all matters related to the compensation of the leadership team of the Specialties Business;
 - receive reports on financial performance and synergies;
 - identify risk areas, assess risk management and discuss with the leadership team of the Specialties Business the policies and processes related thereto at the divisional level; and
 - review any transaction specific to the Specialties Business that requires Board approval.
- Review and have the sole authority to approve any proposed changes to the scope of the Specialties Business. As provided in the Company’s Bylaws, any decision of the Committee to approve a change to the scope of the Specialties Business shall require the affirmative vote of a majority of the members of the Committee.
- Develop a capital structure for the Specialties Business in accordance with the Guiding Principles set forth in Section 9.5 of the Company's Bylaws, taking into account the input of the Company’s Chief Financial Officer and General Counsel and the General Counsel of the Company’s Materials Business (as defined in the

Company's Bylaws), and presenting such capital structure to the Board of Directors. The members of the Board of Directors that are Continuing DuPont Directors (as defined in the Company's Bylaws) serving on the Committee shall have the authority to determine which Liabilities (as defined in Section 9.5(b) of the Company's Bylaws) are allocated to the Specialties Business as between the Company's AgCo Business (as defined in the Company's Bylaws) and the Specialties Business.

- Subject to the Company's Bylaws, select, change and make permanent the chief executive officer and leadership teams of the Specialties Business and assess current and future talent of the leadership team, including development and succession plans of all leadership team positions in the Specialties Business.
- Subject to the review and oversight of the Board of Directors, review the Form 10 Information Statement and any other public filings or offering documents required to be made by any entity owning and operating the Specialties Business, if any, in which common stock is to be distributed to the Company's stockholders, including any carveout financial statements included in such public filings by such entity and any legacy audit matters related to such public filings.

Notwithstanding the foregoing, if there is a disagreement between or among the Committee, the AgCo Advisory Committee and/or the Materials Advisory Committee (together, the "Advisory Committees") regarding any capital structure matter or any other matter addressed by Section 9.5 of the Company's Bylaws, and the Advisory Committees cannot resolve such disagreement within 20 business days or such other time as may be agreed by majority vote of each Advisory Committee, the matter will be submitted to a reconciliation committee, consisting of Edward D. Breen and Andrew N. Liveris (or their respective replacements duly designated in accordance with the Company's Bylaws) and both independent co-lead directors of the Board of Directors for resolution within 10 business days before consideration, if necessary, and ultimate resolution by a majority of the Board of Directors.

Except as otherwise expressly delegated by the Board of Directors from time to time, the Committee shall have no other powers or responsibilities.

III. COMPOSITION

The Committee shall be comprised of (i) Mr. Liveris and Mr. Breen (or their respective replacements duly designated in accordance with the Company's Bylaws), (ii) certain additional members as may be agreed on by Mr. Liveris and Mr. Breen (or their respective replacements duly designated in accordance with the Company's Bylaws), who may be either directors or non-directors of the Company, with any such non-directors serving in an *ex officio* capacity. Each *ex officio* member (if any) of the Committee shall be entitled to be present at all meetings of the Committee and to participate in committee discussions, but shall not be entitled to vote or be counted for quorum purposes. The chairman of the Committee shall be Mr. Breen or any replacement duly designated in accordance with the Company's Bylaws.

Any vacancy on the Committee (other than with respect to Messrs. Breen and Liveris or their respective replacements on the Committee as described above) shall be filled by the affirmative

vote of a majority of the remaining Committee members then in office, even if less than a quorum, or by a sole remaining Committee member.

IV. MEETINGS

Meetings of the Committee may be held with the members of the Committee present in person or by means of a conference telephone or other communications equipment by means of which all persons participating in the meeting can hear each other. Regular meetings of the Committee may be held without further notice on such date and at such time and place as shall from time to time be determined by the Committee (which shall be no less frequently than is necessary to support the Committee's regular reporting obligations to the Board). Special meetings of the Committee may be called by Mr. Breen or Mr. Liveris (or their respective replacements duly designated in accordance with the Company's Bylaws) or at the request in writing or by the affirmative vote of a majority of the members of the Committee or at the request of the Board of Directors.

A majority of the total members (other than *ex officio* members) of the Committee shall constitute a quorum. In the event of a lack of a quorum, a majority of the members of the Committee (other than *ex officio* members) may adjourn the meeting from time to time until a quorum shall be obtained.

V. REPORTS TO THE BOARD OF DIRECTORS

As provided in the Company's Bylaws, the Committee shall provide monthly status reports to the Board of Directors outlining in reasonable detail its activities in connection with the organization of the Specialties Business and the exercise of its other duties and responsibilities. The Committee shall maintain minutes and other records of Committee activities.

September 1, 2017