

DOWDUPONT INC.
SUSTAINABILITY, PUBLIC POLICY, ENVIRONMENT AND HEALTH AND SAFETY
COMMITTEE CHARTER

I. PURPOSE

- (a) The primary purpose of the Sustainability, Public Policy, Environment and Health and Safety Committee (the “Committee”) of DowDuPont Inc. (the “Company”) is to assist the Company’s board of directors (the “Board of Directors”) in fulfilling its oversight responsibilities by assessing the effectiveness of and advising the Board of Directors on the Company’s corporate responsibility programs and initiatives, including the Company’s public policy, environment, health and safety (“EH&S”) and sustainability policies and programs and matters impacting the Company’s public reputation.

II. RESPONSIBILITIES

The Committee’s responsibilities shall include:

- (a) Corporate Responsibility
 - (i) Overseeing and advising the Board of Directors on the Company’s corporate citizenship and corporate social responsibility programs and activities, including the Company’s public policy management, advocacy priorities, philanthropic contributions, and corporate reputation management.
 - (ii) Reviewing the Company’s public policy positions, strategy regarding political engagement and corporate social responsibility initiatives.
 - (iii) Assessing current aspects of the Company’s EH&S and sustainability policies and performance and making recommendations to the Board of Directors and the management of the Company with regard to the same.
 - (iv) Reviewing and providing input to Company management regarding the management of current and emerging EH&S and sustainability issues and report periodically to the Board of Directors on EH&S and sustainability matters affecting the Company.
 - (v) Recognizing that positive perceptions of the Company’s policies and practices are valuable assets, monitoring these perceptions and making recommendations to the Board and management to continually enhance the Company’s public standing.
- (b) Miscellaneous

- (i) Reviewing and assessing the adequacy of this Charter on an annual basis and recommending changes, if any, to the Board of Directors.
 - (ii) Conducting an annual performance evaluation of the Committee.
 - (iii) Performing such further functions as may be consistent with this Charter or assigned by applicable law, the Company's Certificate of Incorporation or Bylaws or by the Board of Directors.
- (c) The Company shall provide the Committee with a level of funding appropriate for the Committee to carry out its responsibilities.

III. COMPOSITION

- (a) The Committee shall be comprised of at least three directors. The members of the Committee shall be elected by the Board of Directors at the annual organizational meeting of the Board of Directors. The members of the Committee shall serve until their successors shall be duly elected and qualified. The Board of Directors may remove any Committee member for any or no reason. The Board of Directors shall designate a member of the Committee as Chairperson.

IV. MEETINGS

- (a) The Committee shall meet as often as it determines necessary to carry out its duties and responsibilities, but no less frequently than two times annually.
- (b) A majority of 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 shall constitute a quorum.
- (c) The Committee shall maintain minutes of its meetings and records relating to those meetings.
- (d) Unless otherwise restricted by the Company's Certificate of Incorporation or Bylaws or by the Board of Directors, any action required or permitted to be taken at any meeting of the Committee may be taken without a meeting if all members of the Committee consent thereto in writing or by electronic transmission, and the writings or electronic transmissions are filed with the minutes of the proceedings of the Committee in accordance with applicable law.

April 1, 2019