



SAFETY, HEALTH, ENVIRONMENT AND SUSTAINABILITY COMMITTEE CHARTER

Purpose

The Safety, Health, Environment and Sustainability Committee (the “Committee”) is appointed by the Board of Directors of the Company to oversee aspects of the Company’s sustainability program including safety, health and environmental performance, process safety, security, product stewardship, community engagement and government affairs.

Composition and Operation

The Committee shall consist of not less than two nor more than seven directors, and a majority shall be non-employee directors.

The members of the Committee shall be appointed by the Board on the recommendation of the Governance and Nominating Committee and may be removed by the Board.

The Committee shall meet as often (but at least two times each fiscal year) and establish such procedures for the calling and holding of meetings, as the members shall determine to be necessary and appropriate, all in accordance with the Company’s by-laws. Except as otherwise required by the Company’s by-laws or Certificate of Incorporation, a majority of the members of the Committee shall constitute a quorum for the transaction of business and the act of a majority of the members present at any meeting at which there is a quorum shall be the act of the Committee.

The Committee shall make regular reports to the Board and all actions of the Committee shall be reported to the Board at the next regular meeting of the Board. Minutes of Committee meetings shall be kept and distributed to all Board members.

The Committee shall have authority to delegate to subcommittees of the Committee any of the responsibilities of the Committee.

Authority and Responsibilities

1. The Committee shall review relevant metrics, audit results, emerging trends, overall performance, risks and opportunity assessments and management processes related to the company’s sustainability program.



2. The Committee shall take such other actions as may be appropriate to enable the Committee to inform itself of the Company's sustainability program, activities related to community engagement and government affairs and emerging trends that may affect the Company's business.
3. The Committee shall perform and present to the Board an annual evaluation of its own performance.
4. The Committee shall review and assess at least annually the adequacy of this charter and recommend any proposed changes to the Board for approval.
5. The Committee shall be assisted by appropriate corporate staffs, and in addition, the Committee may obtain assistance from such other persons, who need not be employees of the Company, or organizations as it may deem appropriate, with the expenses incurred in their use to be paid by the Company.
6. The Committee shall exercise such other duties and responsibilities as the Board may assign from time to time.

Adopted by the Board of Directors on January 9, 2004 and amended September 13, 2018.