

**CHARTER OF THE SUSTAINABILITY, SAFETY AND INNOVATION COMMITTEE
OF THE BOARD OF DIRECTORS OF**

CORTEVA, INC.

AS ADOPTED BY THE BOARD EFFECTIVE ON JUNE 1, 2019

I. PURPOSE OF THE COMMITTEE

The primary purpose of the Sustainability, Safety and Innovation Committee (the “Committee”) of the Board of Directors (the “Board”) of Corteva, Inc. (the “Company”) is to assist the Board in fulfilling its oversight responsibilities by assessing the effectiveness of and advising the Board on (1) the Company’s corporate social responsibility programs and initiatives, including the Company’s public policy, environment, health, safety and security (“EHS&S”), product quality stewardship and sustainability policies and programs and matters impacting the Company’s public reputation and (2) the Company’s innovation programs and initiatives, including the Company’s science and technology policies and programs.

II. COMPOSITION OF THE COMMITTEE

The Committee shall be comprised of at least three directors.

The chairperson of the Committee shall be designated by the Board, *provided* that if the Board does not so designate a chairperson, the members of the Committee, by a majority vote, may designate a chairperson.

Any vacancy on the Committee shall be filled by majority vote of the Board. No member of the Committee shall be removed except by majority vote of the Board.

III. MEETINGS AND PROCEDURES OF THE COMMITTEE

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; *provided* that during 2019, the Committee shall meet no less than one time.

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.

The Committee shall maintain minutes of its meetings and records relating to those meetings and shall report regularly to the Board on its activities, as appropriate.

IV. DUTIES AND RESPONSIBILITIES OF THE COMMITTEE

The Committee’s responsibilities shall include:

A. *Sustainability, Public Policy and Corporate Social Responsibility*

(a) Overseeing and advising the Board on the Company's corporate citizenship and corporate social responsibility programs and activities, including the Company's sustainability commitments and programs, public policy management, advocacy priorities, philanthropic contributions, and corporate reputation management to advance the Company's business strategy and the creation of stakeholder value.

(b) Reviewing the Company's public policy positions, strategy regarding political engagement and political contributions (at the state, federal and international level), and corporate social responsibility initiatives with significant potential financial and reputational impact.

(c) Assessing current aspects of the Company's sustainability commitments, policies and performance and making recommendations to the Board and the management of the Company with regard to promoting and maintaining superior standards of performance, including processes to ensure compliance with applicable laws and regulations and programs to manage risk.

B. Environment, Health, Safety, Security and Product Quality Stewardship

(a) Reviewing and providing input to Company management regarding the management of current and emerging EHS&S and product quality stewardship issues and reporting periodically to the Board on EHS&S and product quality stewardship matters affecting the Company.

(b) 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.

C. Innovation

(a) Overseeing and assessing all aspects of the Company's science and technology capabilities in all phases of its activities in relation to its strategies and plans, including the development of key technologies and major science-driven innovation initiatives essential to the long-term success of the Company.

(b) Making recommendations to the Board and the management of the Company to continually enhance the Company's science and technology capabilities.

(c) Participating in the development of metrics to assess the state of the Company's science and technology in subject areas including, but not limited to, productivity, capability and external benchmarks.

(d) Monitoring the Company's effectiveness in capturing value from technology.

(e) Reviewing the Company's external science and technology alliances and licensing arrangements.

D. Miscellaneous

- (a) Reviewing and assessing the adequacy of this Charter on an annual basis and recommending changes, if any, to the Board.
- (b) Conducting an annual performance evaluation of the Committee.
- (c) 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.

The Company shall provide the Committee with a level of funding appropriate for the Committee to carry out its responsibilities.

V. DELEGATION OF AUTHORITY

The Committee may form subcommittees, comprised of one or more Committee members, for any purpose that the Committee deems appropriate and may delegate to such subcommittees any of the responsibilities of the full Committee as the Committee deems appropriate; *provided, however*, that the Committee shall not delegate to a subcommittee any power or authority required by any law, regulation or listing standard to be exercised by the Committee as a whole.

VI. EVALUATION OF THE COMMITTEE

The Committee shall, on an annual basis, evaluate its performance. In conducting this review, the Committee shall evaluate whether this Charter appropriately addresses the matters that are or should be within its scope and shall recommend such changes as it deems necessary or appropriate. The Committee shall address all matters that the Committee considers relevant to its performance, including at least the following: the adequacy, appropriateness and quality of the information and recommendations presented by the Committee to the Board, the manner in which they were discussed or debated, and whether the number and length of meetings of the Committee were adequate for the Committee to complete its work in a thorough and thoughtful manner.

The Committee shall deliver to the Board a report, which may be oral, setting forth the results of its evaluation, including any recommended amendments to this Charter and any recommended changes to the Company's or the Board's policies or procedures.

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While the members of the Committee have the duties and responsibilities set forth in this Charter, nothing contained in this Charter is intended to create, or should be construed as creating, any responsibility or liability of members of the Committee, except to the extent otherwise provided under applicable federal or state law.

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