

REXNORD CORPORATION

ENVIRONMENTAL, SOCIAL AND GOVERNANCE COMMITTEE CHARTER

The Board of Directors (the “Board”) of Rexnord Corporation, a Delaware corporation (the “Company”), has established this charter (this “Charter”) for the Environmental, Social and Governance (“ESG”) Committee of the Board (the “Committee”), effective as of October 22, 2020. This Charter shall be made available on the Company’s website at www.rexnord.com.

A. Purpose

1. The purpose of the Committee is to assist the Board in its oversight of the Company’s initiatives, plans, policies and practices with respect to ESG matters that are significant to the Company and the communities in which it operates. These matters include the Company’s environmental, health and safety (“EH&S”), as well as sustainability, policies and programs.

2. In addition to the powers and responsibilities expressly delegated to the Committee in this Charter, the Committee may exercise any other powers and carry out any other responsibilities delegated to it by the Board from time to time consistent with applicable laws, regulations and exchange listing requirements, the Company’s Amended and Restated Certificate of Incorporation (as may be amended from time to time, the “Certificate of Incorporation”), and the Company’s Amended and Restated By-Laws (as may be amended from time to time, the “By-Laws”). The powers and responsibilities delegated by the Board to the Committee in this Charter or otherwise shall be exercised and carried out by the Committee as it deems appropriate without requirement of Board approval, and any decision made by the Committee (including any decision to exercise or refrain from exercising any of the powers delegated to the Committee hereunder) shall be at the Committee’s sole discretion.

B. Composition and Qualifications

1. The Committee shall consist of at least three (3) members, all of whom must be members of the Board. One of the members shall serve as the chairperson of the Committee. The Board shall appoint the members of the Committee. The chairperson of the Committee shall be designated by the Board, or, if no such designation is made, shall be selected by the affirmative vote of the majority of the Committee. The Board may remove or replace any member of the Committee at any time by the affirmative vote of a majority of the Board.

2. Each member of the Committee shall have experience, in the business judgment of the Board, that would be helpful in addressing the matters delegated to the Committee.

C. Authority and Responsibilities

1. The Committee is delegated all authority of the Board as may be required or advisable to fulfill the purposes of the Committee. The Committee may form and delegate some or all of its authority to subcommittees when it deems appropriate.

2. The duties and responsibilities of the Committee are to provide oversight with respect to:

(a) management's evaluation of risks and opportunities with respect to ESG matters, which include, but are not limited to, EH&S, sustainability, ethical and sustainable sourcing, human rights, environmental matters, product safety and eco-friendly design, supplier conduct and diversity, labor conditions, diversity and inclusion in employment, volunteerism and corporate giving, and corporate citizenship;

(b) management's creation of ESG initiatives, plans, policies and practices;

(c) the Company's governance of, and performance relative to, ESG initiatives;
and

(d) the Company's response to any stockholder proposal on ESG matters and to other significant stakeholder concerns related to ESG matters.

3. In addition, the Committee shall monitor ESG trends, issues and concerns that could affect the Company's brand, image and reputation, as well as its sustainability efforts, and make recommendations to the Board and management regarding how the Company should respond to such trends, issues and concerns to more effectively achieve its ESG and sustainability goals.

4. The Committee shall have the sole authority to retain or obtain the advice of consultants, independent legal counsel or other advisers, as it deems appropriate in connection with the discharge of its duties. The Committee shall be directly responsible for the appointment, retention, termination, compensation and oversight of the work of any such adviser. The Company shall provide for appropriate funding, as determined by the Committee, in its capacity as a committee of the Board, for payment of compensation to any of the advisers employed by the Committee.

5. From time to time the Committee shall review the adequacy of this Charter and recommend any proposed changes to the Board for approval.

6. The Committee shall conduct an annual performance evaluation of the Committee's own performance.

D. Meetings and Procedures

1. *Meetings.* The Committee shall meet at the call of its chairperson or two (2) or more members of the Committee. The chairperson (or in his or her absence, another member selected by the attending members) shall preside at Committee meetings and set the agendas for the meetings. Meetings may, at the discretion of the Committee, include members of the management of the Company or any of its subsidiaries, independent consultants, and such other persons as the Committee or its chairperson may determine, but no such persons are permitted to vote. The Committee may meet in person, by telephone conference call, or in any other manner in which the Board is permitted to meet under law or the Company's By-Laws. The Committee shall meet on a regularly scheduled basis, but at least two (2) times per year and more frequently as the Committee deems necessary or desirable in order to fulfill its responsibilities and complete the activities required by this Charter.

2. *Quorum and Approval.* A majority of the members of the Committee shall constitute a quorum. The Committee shall act on the affirmative vote of a majority of members present at a meeting at which a quorum is present. The Committee may also act by unanimous written consent in lieu of a meeting.

3. *Rules.* The Committee may determine additional rules and procedures, including designation of a secretary of the Committee or any meeting thereof.

4. *Reports.* The Committee shall make regular reports of its actions and any recommendations to the Board, directly or through the chairperson.

5. *Minutes.* The Committee shall keep minutes of all meetings and of all actions taken by the Committee, file such minutes with the Secretary of the Company and make a copy of such minutes available to the Board.

6. *Fees.* Each member of the Committee shall be paid the fees, if any, set by the Board for his or her services as a member or a chairperson of the Committee.

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