

**ARCHER-DANIELS-MIDLAND COMPANY**

**SUSTAINABILITY AND CORPORATE RESPONSIBILITY  
COMMITTEE CHARTER**

**Purpose**

The Sustainability and Corporate Responsibility Committee (the “Committee”) shall (1) have oversight responsibility for the Company’s corporate objectives, goals, strategies, and activities relating to sustainability and corporate responsibility, and (2) assist the Board of Directors (the “Board”) in ensuring that the Company operates as a sustainable organization and responsible corporate citizen in order to enhance shareholder value and protect the Company’s reputation.

**Organization and Membership**

The Committee shall be appointed by the Board and consist of at least three members of the Board, each of whom is independent of management and the Company as defined by the Bylaws of the Company, the Securities and Exchange Commission, and the New York Stock Exchange. The Board shall designate one member of the Committee as its Chairman. Directors will serve on the Committee at the pleasure of the Board and for such terms as the Board may determine.

The Committee shall meet at least annually and otherwise as the members of the Committee deem necessary or appropriate. Minutes shall be kept of each meeting.

**Authority and Responsibilities**

1. The Committee shall oversee (a) the Company’s objectives, goals, strategies, and activities relating to sustainability and corporate responsibility, including workplace safety, process safety, environmental, social well-being, diversity and inclusion, corporate giving, and community relations, (b) the Company’s compliance with sustainability and corporate responsibility laws and regulations, and (c) the Company’s performance relating to its sustainability and corporate responsibility goals and industry benchmarks.
2. The Committee shall receive and review reports from management regarding (a) the Company strategies and activities to support the Company’s sustainability and corporate responsibility objectives, (b) the Company’s compliance with sustainability and corporate responsibility laws and regulations, (c) the Company’s performance relating to its sustainability and corporate responsibility goals and industry benchmarks, (d) significant risks to, and the physical security of, the Company’s facilities and employees and the public, (e) significant sustainability and corporate responsibility litigation and regulatory proceedings in which the Company is or may become involved, (f) trends, risks, legislations, regulations, public policies, judicial decisions, treaties, protocols, or medical or scientific developments relating to sustainability and corporate responsibility that may have a material effect on the Company’s business, and (g) the Company’s relationships with key sustainability and corporate responsibility stakeholders and the issues raised by those stakeholders.

3. The Committee shall perform such other duties and responsibilities as may be assigned to the Committee by the Board.
4. The Committee shall have authority to obtain advice and assistance from internal or external legal, accounting, sustainability, corporate responsibility, or other advisors. The Committee shall approve the fees and other retention terms related to any such advisors retained by the Committee.
5. The Committee may form and delegate authority to subcommittees where appropriate.
6. The Committee shall conduct an evaluation of its performance on an annual basis.
7. All actions of the Committee shall be regularly reported to the Board or submitted to the Board for ratification.
8. The Committee periodically shall review and assess the adequacy of this Charter and recommend any proposed changes to the Board for approval.

As adopted on May 1, 2019