

EASTMAN CHEMICAL COMPANY

Environmental, Safety and Sustainability Committee Charter

I. Purpose

The purpose of the Environmental, Safety and Sustainability Committee (the “Committee”) of the Board of Directors (the “Board”) of Eastman Chemical Company (the “Company”) is to review with management and, where appropriate, make recommendations to the Board regarding the Company’s policies and practices concerning health, safety, environmental, security, and sustainability matters. “Security” as used in this Charter refers to those matters within the scope of the Company’s Security Policy and the American Chemistry Council Security Code related to physical security, personnel security, and security of the process control network.

II. Duties and Responsibilities

- A. The Committee shall review with management and periodically report to the Board on: (i) the Company’s health, safety, environmental, and sustainability policies and practices (including public disclosure and public relations); (ii) significant developments related to health, safety, and environmental matters that may impact the Company, including any significant liabilities or anticipated significant expenditures with respect thereto; (iii) security matters (including security of the process control network); and (iv) the Company’s processes for complying with applicable health, safety, environmental, and security laws and regulations, and recommend changes in such practices or processes, where appropriate.
- B. The Committee shall review and, where appropriate, make recommendations to the Board regarding matters of public policy concerning health, safety, environmental, security, and sustainability matters where government policies and programs directly impact the Company.
- C. The Committee shall on a periodic basis review the Company’s sustainability strategies, goals and initiatives, as well as efforts to ensure compliance with any required climate and sustainability disclosure rules and regulations. In addition, the Committee shall review the Company’s sustainability performance and reporting, including an annual review of any required climate or sustainability filings, as well as the Company’s Sustainability Report.
- D. In addition to the routine reviews by the full Board, the Committee shall conduct a detailed review of global health, environment and safety goals, objectives and performance at least twice per year.

- E. The Committee shall monitor applicable federal, state, and international legislative and regulatory initiatives related to health, safety, environmental, security, and sustainability matters, and periodically report to the Board on such initiatives.
- F. The Committee shall have the authority to conduct or authorize investigations into any matters within the scope of its responsibilities as it shall deem appropriate, including the authority to request any officer, employee, or advisor of the Company to meet with the Committee or any advisors engaged by the Committee.
- G. The Committee shall perform any other duties or responsibilities delegated to the Committee from the Board from time to time.

III. Composition

The size of the Committee shall be determined by the Board based on the recommendation of the Nominating and Corporate Governance Committee, subject to any requirements or limitations in the Company's Certificate of Incorporation or Bylaws. The Board believes that the Committee should always have at least three members. Each Committee member must satisfy the applicable independence requirements set forth in the rules of the New York Stock Exchange, as such requirements are interpreted by the Board in its business judgment and as set forth in the Company's Corporate Governance Guidelines. The Board appoints Committee members and the Committee Chair based upon the recommendation of the Nominating and Corporate Governance Committee. Each Committee member will serve at the pleasure of the Board for such term as the Board may decide, based on the recommendation of the Nominating and Corporate Governance Committee, or until such Committee member is no longer a Board member.

IV. Meetings

The Committee shall meet, in person or by conference telephone or other electronic virtual communications equipment by means of which all persons participating in the meeting can hear each other, as frequently as necessary to carry out its responsibilities under this Charter. Typically, the Committee will meet at least twice per year. The Committee Chair or a majority of the Committee members may call a meeting of the Committee at any time. A majority of the number of Committee members selected by the Board shall constitute a quorum for conducting business at a meeting of the Committee. The act of a majority of Committee members present at a Committee meeting at which a quorum is in attendance shall be the act of the Committee, unless a greater number is required by law, the Company's Certificate of Incorporation, or its Bylaws. Any Committee member may be excused from a meeting to permit the remaining members of the Committee to act on any matter in which such member's participation is not appropriate, and such member's absence shall not destroy the quorum for the meeting. The Committee Chair shall establish the agenda for each Committee meeting and may consult with the Lead Director and other members of the Committee, as appropriate. Each Committee member may submit items to be included on the agenda. Committee members may also raise subjects that are not on the agenda at any meeting. The Committee Chair shall supervise the conduct of the meetings

and shall have other responsibilities which the Committee may designate from time to time.

The Committee may request any officer or other employee of the Company, or any representative of the Company's advisors, to attend a meeting or to meet with any members of, or consultants to, the Committee.

The Committee may also take any action permitted hereunder by unanimous written consent in lieu of a meeting.

V. Resources and Authority

The Committee shall have appropriate resources and authority, in the discretion of the Committee, to discharge its responsibilities, including, without limitation, appropriate funding in such amount as the Committee deems necessary, to compensate any consultants and any other advisors retained by the Committee.

VI. Delegation

The Committee shall have the authority, subject to applicable law and the listing requirements of the New York Stock Exchange, to delegate any of its responsibilities to subcommittees, composed solely of members of the Committee, as the Committee may deem appropriate in its sole discretion.

VII. Annual Review of Charter

At least annually, the Committee shall review the adequacy of this Charter and recommend any changes to the Board.

VIII. Annual Performance Evaluation

At least annually, the Committee will evaluate its own performance against the requirements of this Charter and report the results of this evaluation to the Board. The specific goals, objectives, and practices of the Committee in fulfilling its oversight responsibilities under this Charter shall be determined by the Committee Chair, in consultation with the other members of the Committee, in the establishment of the Committee's annual planning calendar and agendas for its meetings. The Committee shall conduct its review and evaluation in such manner as the Committee, in its business judgment, deems appropriate.

IX. Availability of Charter

This Charter is available on the Company's website and will be made available in print upon written request of any stockholder sent to the Company's Investor Relations' department.