

**SUSTAINABILITY & CORPORATE RESPONSIBILITY COMMITTEE
OF
KBR, INC.**

CHARTER

Article I. Purpose

The Sustainability & Corporate Responsibility Committee (the “Committee”) is a committee of the KBR, Inc. (the “Corporation”) Board of Directors (the “Board”). Its purpose is to assist the Board in fulfilling its responsibilities to provide global oversight and support of the Corporation’s sustainability, human capital management and corporate responsibility policies, programs, and initiatives, which cover, but are not limited to, issues and responsibilities related to (1) sustainability, climate and the environment, (2) human capital management, including diversity, equity and inclusion, and workforce health, safety and physical security and (3) the Corporation’s role and reputation as a socially responsible organization (collectively “Sustainability, Human Capital Management and Corporate Responsibility”).

Article II. Membership

The Committee shall consist of at least two members to be elected by the Board each year at its first meeting following the Annual Meeting of Stockholders. The Board shall designate a Committee Chair.

Article III. Meetings

The Committee shall meet at least four times a year, and additionally as appropriate. Members representing 50% or more of the members of the Committee shall constitute a quorum. The Corporation Secretary or a designate shall be the Secretary of the Committee. Minutes of each meeting and resolutions of Committee meetings shall be taken and kept by the Secretary. In the absence of the Chair during any Committee meeting, the Committee may designate a Chair pro tempore.

The Committee may invite any other individuals to attend meetings of the Committee, as it considers appropriate. The Committee shall have access to professional advice from employees of the Corporation, and from any external advisers, as the Committee considers appropriate.

Article IV. Authority

The Committee has the authority to retain, set the terms of engagement, and terminate outside counsel and any other advisors, as it deems appropriate, and the Committee has the sole authority to approve related fees and retention terms. The Committee has the authority to form, and to delegate authority to, subcommittees, to the extent it deems appropriate.

Article V. Responsibilities and Duties

The following shall be the responsibilities and common recurring activities of the Committee in carrying out its purpose, including but not limited to:

- with respect to the Corporation's responsibilities related to Sustainability, Human Capital Management and Corporate Responsibility:
 - reviewing the policies and goals, including processes to ensure compliance with applicable laws and regulations;
 - reviewing and providing input to the Corporation on the management of current and emerging issues;
 - overseeing the activities of the Corporation in managing its major risk exposures within these areas; and
 - reporting to the Board on matters affecting the Corporation;
- receiving presentations at least annually from, and providing oversight to, the Corporation's Chief HSSE Officer, Chief Sustainability Officer, and Chief People Officer;
- reviewing the Committee Charter at least annually and revising it as appropriate;
- conducting an annual performance self – evaluation;
- reviewing the Corporation's political and charitable contributions and social responsibility activities;
- reviewing the Corporation's strategies with respect to Sustainability, Human Capital Management and Corporate Responsibility, including the Corporation's sustainability strategy, including carbon dioxide emission neutrality and other sustainability goals;
- reviewing the Corporation's public sustainability report;
- overseeing the Corporation's development and implementation of its human capital management, including its commitment to diversity, equity and inclusion, and discussing with management, as appropriate, their reports regarding the development, implementation and effectiveness of the Corporation's policies relating to human capital management; and
- ensuring the Corporation has policies and procedures to:
 - protect the Corporation's culture and values, including its commitment to diversity, equity and inclusion;
 - ensure fundamental human and workplace rights prohibiting all forms of forced labor and human trafficking;
 - operate transparently and with integrity;
 - support human capital management, including recruiting, retention, career development, opportunity and advancement, and succession, diversity, and employment practices; and
 - build a safe and resilient business that takes into consideration climate change and other sustainability issues.
