

HILLENBRAND

Sustainability Steering Committee Charter

1. Committee Purpose

As outlined in the Hillenbrand Operating Model, the company states that we are responsible corporate citizens committed to the health and safety of people and involvement in their local communities. The Sustainability Steering Committee (SSC) will look past today and work to build a framework that is committed to tomorrow. This steering committee will work across functions and operating companies to make preserving the longevity of our communities, our resources, our workforce, and our environment part of our corporate culture and identity.

The end goal will be to have sustainability be part of the Hillenbrand Operating Model (HOM) and foundational to the way we do business. As such, each employee will eventually be responsible for upholding these principles and ensuring alignment in business activities and processes within their areas of responsibility.

The SSC has been approved by the Executive Management Team as the responsible body to manage and coordinate the sustainability process. It reports a team of executive sponsors.

Sustainability Steering Committee:

- Tory Flynn, Public Affairs, Hillenbrand (Chair)
- Rich Dudley, Investor Relations, Hillenbrand
- Peter Hilton, Corporate & Securities Counsel, Hillenbrand
- Bettina Koenig, Marketing, Coperion
- Todd Bigelow, Environmental Health & Safety, Batesville
- Brandon Wiedeman, Indirect Procurement, Hillenbrand

SSC Executive Sponsors:

- Glennis Williams, SVP & CHRO
- Kristina Cerniglia, SVP & CFO
- Jim Hooven, VP HOM
- Nick Farrell, VP, General Counsel and Secretary and Chief Compliance Officer

2. Mandate and Main Objectives

The mandate for the SSC will be to support value creation for internal and external stakeholders by integrating environmental, social, ethical, and economic responsibility and the governance of these principles into daily business practices.

- The SSC will establish, monitor, manage, and help coordinate the sustainability strategy set forth by Hillenbrand
- The SSC will develop and increase internal and external stakeholder awareness of the needs and benefits of sustainable behavior
- The SSC will work with an outside vendor to help determine and assess, together with management, the gaps in our sustainability strategy
- The SSC will work across multiple functional areas to help develop and determine best ways to address and fill gaps. Some of the key functions the SSC will work with are:
 - Executive Team(s)
 - Finance
 - HR
 - Operations
 - EHS
 - Corporate Counsel – specifically corporate governance and compliance
 - Sourcing / Procurement / Supply Chain Management
 - Marketing/Communications

The SSC's core team responsibilities will include:

- Governance of the SSC, including the appointment of additional or replacement members of the SSC after consultation with any of the Executive Sponsors as desirable
- Reviewing and endorsing the SSC Charter
- Oversee and ensure necessary support of the Materiality Assessment and Gap Analysis
- Sounding Board to the Chair of the SSC
- Review and endorse all formal communications of the SSC such as a future sustainability section of the corporate website, annual report, and formal sustainability report, with input on other public disclosures, including the proxy statement
- Ensuring progress against the stated goals of the SSC

3. Meetings

The Chair will call the meetings which may be held in person, teleconference or video conference. The SSC may invite, from time to time, such persons as it may see fit to attend its meetings and take part of the discussion.

4. Access to Information within the Company

The Executive Sponsors authorize the committee, within the extent of its analysis and responsibilities, to:

- Have direct access to anyone within the organization
- Access records of the company necessary for the execution of the gap analysis and materiality assessment

- Ask attendance of certain associates of the company to committee meetings as judged appropriate by the committee

5. Access to Outside Vendors

The SSC has the authority to engage and remunerate an independent sustainability consulting firm to assist in carrying out its duties with approval from the Executive Sponsors. The engagement of any other independent consultants or other third party vendors requires the approval (including for budgetary purposes) of at least one Executive Sponsor.

6. Reporting Requirements

The SSC will report quarterly, or surrounding key dates to the executive sponsors. In addition, the committee will report regularly to the Board on the activities of the committee as required.

Tory Flynn, Director Communications & Public Affairs, Sustainability Steering Committee Chair

Approved by the Sustainability Steering Committee 11.9.2018