

Culture and Community Committee Charter

I. PURPOSE

The Culture and Community Committee (the “Committee”) shall assist the Board of Directors (the “Board”) in its oversight of the Company’s significant efforts to build upon the Jefferies culture that drives the success of the Company and its myriad constituents and that supports the communities in which the Company operates.

In discharging its role, the Committee is empowered to investigate any matter brought to its attention with access to all books, records, facilities and personnel of the Company. The Committee has the power to retain outside counsel, consultants or other experts and will receive adequate funding to engage such advisors. The Committee shall have the authority to retain, compensate, terminate and oversee environmental, social and governance consultants.

II. COMMITTEE MEMBERSHIP

The Committee shall be comprised of not less than three members of the Board.

Each Committee member shall be appointed by the Board and shall be subject to removal by the Board in accordance with the By-Laws of the Company. The Board shall also designate one member of the Committee to serve as Committee Chair. The Committee may form and delegate authority to subcommittees.

III. COMMITTEE MEETINGS

The Committee shall meet on a regularly scheduled basis at least once per year, or more frequently as circumstances dictate, and shall report to the Board on a regular basis.

IV. KEY RESPONSIBILITIES

The following responsibilities are set forth as a guide with the understanding that the Committee may diverge as appropriate given the circumstances. The Committee is authorized to carry out these and such other responsibilities assigned by the Board from time to time, and take any actions reasonably related to the mandate of this Charter.

To fulfill its purpose, the Committee shall, to the extent not considered by other Committees of the Board, or together with such Committees, as appropriate:

1. Oversee and provide input to management on the Company’s risks, policies, strategies and programs related to matters of sustainability, climate-change, corporate social responsibility, corporate culture, corporate governance (together with the Nominating and Corporate Governance Committee) and human capital (together with the Compensation Committee).
2. Consider and provide input to management on social, political and environmental trends in public policy, regulation and legislation and consider additional corporate social responsibility actions in response to such issues.
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4. Review the goals established from time to time for the Company's performance with respect to matters of sustainability, corporate social responsibility, human capital and monitor the Company's progress against those goals and the Company's Corporate Social Responsibilities (the "CSR Principles").
5. Review the Company's sustainability and corporate social responsibility reports as may be issued from time to time.
6. Review the Company's significant human capital management strategies and initiatives designed to promote inclusion, encourage career development, and support related health and safety matters.
7. Review and approve management's efforts to advance its goals and objectives relating to culture and community.
8. Provide input to the Nominating and Corporate Governance Committee regarding inclusion initiatives.
9. Receive periodic reports from management regarding relationships with key external stakeholders that may have a significant impact on the Company's efforts to drive culture and community.
10. Review the Company's charitable giving policies and programs and receive reports from management on the Company's charitable contributions.
11. Review shareholder proposals relating to public policy, sustainability, corporate social responsibility and human capital issues.
12. Review and approve annually (and periodically when material changes are proposed) the CSR Principles.
13. As appropriate with guidance from the Company's General Counsel, be available as a sounding board for the Company's employees who are interested in culture and community matters.

Other Authority

14. Make such recommendations with respect to any of the above and other matters as the Committee deems necessary or appropriate.
15. Have authority to require all such information and reports, including the content and timing of such information and reports, to be delivered to the Committee from management to assist the Committee in fulfilling its responsibilities.
16. Have such other authority, duties and responsibilities as may be delegated to the Committee by the Board.
17. Conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter.
18. Review and reassess the adequacy of this Charter annually and amend as the Committee deems appropriate.
19. Report regularly to the Board on Committee findings and recommendations and any other matters the Committee deems appropriate or the Board requests and maintain minutes or other records of Committee meetings and activities.