

ADVANSIX INC.
COMPENSATION COMMITTEE CHARTER
(Effective June 1, 2017)

Purpose

The purpose of the compensation committee (the "Committee") of the board of directors (the "Board") of AdvanSix Inc. (the "Company") is to (i) assist the Board in discharging its responsibilities relating to the compensation of the Company's senior management and the Board, (ii) oversee the administration of the Company's compensation plans, (iii) prepare any report on executive compensation required by the rules and regulations of the U.S. Securities and Exchange Commission (the "SEC") or other applicable rules or regulations and (iv) perform such other duties or responsibilities as may be delegated to the Committee from time to time by the Board.

Membership

The Committee shall consist of at least three Board directors who shall be appointed by the Board from among its members in accordance with the by-laws of the Company and any other applicable laws or regulations, and shall be subject to removal by the Board. Each Board director who serves on the Committee must meet the criteria for independence established by Section 303A of the New York Stock Exchange Listed Company Manual (the "NYSE Manual") as well as the provisions of Rule 10C-1(b)(1) under the Securities Exchange Act of 1934 (the "Exchange Act"). In addition, the members of the Committee shall also qualify as (i) "non-employee directors" within the meaning of Rule 16b-3 promulgated under the Exchange Act ("Rule 16b-3"), and (ii) "outside directors" for purposes of Section 162(m) of the Internal Revenue Code. The determination of any member's qualifications to serve on the Committee shall be made by the Board in keeping with the applicable requirements of the NYSE Manual and other applicable rules and regulations.

Advisors

The Committee has authority, in its sole discretion, to retain and terminate any compensation consultant, independent legal counsel or other advisor as it deems appropriate to perform its duties, including those used to assist in the evaluation of Board director, Chief Executive Officer or senior management compensation, and has sole authority to approve the compensation consultant's, independent legal counsel's or adviser's fees, which shall be paid by the Company, and other retention terms. In retaining such compensation consultant, independent counsel or advisor, the Committee shall consider such factors as it deems appropriate and as may be required by applicable law or the rules of the NYSE Manual. The Committee shall oversee the work of the retained compensation consultant, independent legal counsel and other advisors. In fulfilling its responsibilities, the Committee shall have full access to all books, records and facilities of the Company and its subsidiaries. The Committee shall not be required to implement or act consistently with the advice or recommendations of its compensation consultant, independent legal counsel or other advisors, and the authority granted in this charter shall not affect the ability or obligation of the Committee to exercise its own judgment in fulfillment of its duties under this charter.

Prior to retaining or receiving advice from a compensation consultant, independent legal counsel or other advisor (other than (i) in-house legal counsel and (ii) other advisers whose roles are limited as set forth in 303A of the NYSE Manual), and from time to time as the Committee

deems appropriate, the Committee shall assess the independence of such advisor, taking into consideration factors including the factors specified in Section 303A of the NYSE Manual and the rules promulgated under the Exchange Act.

The Committee may request any officer or employee of the Company, including its subsidiaries, or the Company's outside counsel or independent auditor to attend a meeting of the Committee or to meet with any members of, or consultants to, the Committee. However, the Committee shall meet regularly without any members of management present, and in all cases the Chief Executive Officer and any other such officers shall not be present during meetings at which their compensation or performance is discussed or determined.

Duties and Responsibilities

The Committee shall undertake the following activities in carrying out its responsibilities (in addition to any other duty or responsibility which the Board may from time to time delegate to the Committee):

- In consultation with the senior management of the Company, establish and periodically review the Company's general compensation philosophy.
- Oversee the development and implementation of the Company's compensation plans to ensure that these plans are consistent with this general compensation philosophy.
- Determine the group of comparable companies the Committee uses to evaluate executive and Board director compensation.
- Annually (i) review and approve the corporate goals and objectives upon which the compensation of the Chief Executive Officer and senior management is based, (ii) evaluate the Chief Executive Officer's performance in light of the goals and objectives described above and (iii) determine and approve the Chief Executive Officer's compensation levels (including annual and long-term incentive opportunity levels based on the evaluation described above), taking into account, for purposes of determining the long-term incentive component of such compensation, the Company's performance and relative stockholder return, the value of compensation provided to individuals in similar positions at comparable companies and any long term incentive awards previously provided to him or her.
- Approve any employment agreements, severance arrangements and/or change-in-control agreements or provisions involving the Chief Executive Officer.
- Review annually and approve for the other members of senior management of the Company and its operating units, (i) the annual base salary level, (ii) the annual incentive opportunity level, (iii) the long-term incentive opportunity level, (iv) any employment agreements, severance arrangements and/or change-in-control agreements or provisions and (v) any special or supplemental benefits.
- Review and make recommendations to the Board with respect to any incentive compensation plans and equity-based plans for the Company to be adopted by the Board and, where appropriate and required, submitted to stockholders for approval (including any amendments) and any incentive compensation plans and equity-based plans for the

subsidiaries of the Company.

- In consultation with senior management of the Company, oversee regulatory compliance with respect to compensation matters, including the Company's policies on structuring compensation programs to preserve tax deductibility and, as and when required, establishing (subject to the ratification of the Board) performance goals and certifying that performance goals have been attained for purposes of Section 162(m) of the Code (to be undertaken by "outside directors" as appropriate).
- Determine stock ownership guidelines for the Chief Executive Officer and other executive officers, as appropriate and desirable, and monitor compliance with such guidelines.
- Determine the Company's policies governing option and other stock grants.
- Review the Company's incentive compensation plans and equity-based plans to determine whether they encourage excessive risk-taking; review and discuss at least annually the relationship between risk management policies and practices and compensation, and evaluate compensation policies and practices that could mitigate any such risk.
- Review the outcome of any stockholder advisory vote on executive compensation and the frequency of such vote required by Section 14A of the Exchange Act and, based on this review, recommend to the Board any action the Company should take in response to such vote and the disclosure of such response in the Company's "Compensation Discussion & Analysis".
- Review all Board director compensation and benefits for service on the Board and Board committees at least annually and recommend any changes to the Board as necessary or desirable.
- Review periodically the Company's key human resource policies and practices related to organizational engagement and effectiveness, diversity, talent sourcing strategies and management and employee development programs.
- Maintain minutes or other records of its meetings and give regular reports to the Board on the meetings of the Committee and on such other matters as the Board shall from time to time specify.

Structure and Operations

The Board shall designate one member of the Committee to act as its chairperson. If no chairperson is designated or present, the members of the Committee may designate a chairperson by majority vote. The Committee shall meet in person or telephonically at least quarterly at such times and places determined by the Committee chairperson, with further meetings to occur, or actions to be taken by unanimous written consent, when deemed necessary or desirable by the Committee or its chairperson. A majority of members present in person or by telephone at any meeting shall constitute a quorum.

The Committee may, in its discretion, except as prohibited by law or the regulations of the New

York Stock Exchange, delegate all or a portion of its duties and responsibilities to a subcommittee of the Committee. Annually, the Committee will reassess the adequacy of this Charter, evaluate its performance and report these and other actions to the Board with any recommendations.

Committee Reports

The Committee shall produce the following reports and provide them to the Board:

- i. the Committee shall review and discuss the Compensation Discussion and Analysis (“CD&A”) with management, and based on such review and discussion, the Committee shall recommend to the Board that the CD&A be included in the Company’s annual proxy statement and in the Company’s Annual Report on Form 10-K (generally through incorporation by reference to the proxy statement) in accordance with the applicable SEC rules and regulations;
- ii. a summary of the actions taken at each Committee meeting, which shall, at the discretion of the chairperson of the Committee, be presented to the Board at the next Board meeting following such Committee meeting; and
- iii. any other reports which the Board may from time to time specify.

Except in the case of the report specified in paragraph (i) or as otherwise required by applicable rules or regulations, these reports may take the form of an oral report by the chairperson of the Committee or any other member of the Committee designated by it to give such oral report.