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# Finance and Capital Allocation Committee Charter



## Finance and Capital Allocation Committee Charter

The Finance and Capital Allocation Committee of the board of directors of General Electric Company shall consist of a minimum of three directors. Members of the committee shall be appointed by the board of directors upon the recommendation of the Governance and Public Affairs Committee and may be removed by the board of directors in its discretion. The committee typically will meet at least four times per year.

The purpose of the committee shall be to assist the board in its oversight of the Company's capital allocation framework, including prioritization, significant decisions and risk considerations related to the Company's financial resources, capital structure and investments and uses of cash. The committee has an oversight role, and, in fulfilling that role, it relies on the reviews and reports noted below.

In furtherance of this purpose, the committee shall have the following authority and responsibilities:

1. Review the Company's capital structure, liquidity and plans for financing its short- and long-term capital requirements. The committee shall periodically receive and review reporting on the status of the Company's cash flows and other capital generation versus existing targets and plans.
2. Review proposed changes to dividend policies and programs for the repurchase of capital stock of the Company.
3. Receive and review regular reports concerning strategic plans and transactions, including significant mergers, acquisitions and divestitures by the Company, including discussion of possible transactions and their financial impact and progress reports on pending and completed transactions.
4. Review the Company's annual budget for capital expenditures and other organic investments, including discussion of significant proposed capital expenditures, overall research and development spending and other investments in the Company's competitiveness, such as restructuring, as well as returns on these investments.
5. Review significant financing programs to be offered by the Company in support of its business objectives, including secured and unsecured financing, equity investments, letters of credit, guarantees or other forms of financial accommodation. The committee's oversight includes the oversight of financing offered through GE Capital, as well as the periodic review of the Company's risk appetite for GE Capital and associated financial risk exposures.
6. Review the Company's overall strategy and capital allocation with respect to its pension liabilities.
7. Undertake such other matters as may be referred to it by the board of directors from time to time.

The committee shall have the authority to delegate any of its responsibilities to subcommittees, as the committee may deem appropriate in its sole discretion. If the committee or the board deems it advisable, the committee may recommend that its meeting be held with the board as a whole.

The committee shall have authority to retain such outside counsel, experts and other advisors, as the committee may deem appropriate in its sole discretion. The committee shall have sole authority to approve related fees and retention terms.

The committee shall report its actions and recommendations to the board after each committee meeting and shall conduct and present to the board an annual performance self-evaluation of the committee.

The committee shall review at least annually the adequacy of this charter and recommend any proposed changes to the board for approval.