



FINANCE COMMITTEE CHARTER

Purpose

The Finance Committee shall represent and assist the Board in fulfilling its oversight responsibilities regarding:

- The Corporation's financial resources and invested assets;
- The Corporation's capital; and
- The Corporation's investment policies.

Membership

The Finance Committee of the Board of Directors of CIGNA Corporation 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 Corporate Governance Committee and may be removed by the Board of Directors in its discretion. All members of the Committee shall be independent and shall satisfy all applicable independence guidelines.

Authority

The Finance Committee shall have the following authority and responsibilities:

- Review, advise and report to the Board on the management of the Corporation's financial resources (including debt and equity) and invested assets;
- Review, advise and report to the Board on the annual Capital Plan, delegations of authority to management to address capital and debt of the Corporation and its subsidiaries, stockholder dividends, and capital position;
- Act upon proposed capital commitments (including acquisitions and divestitures) of such amounts as shall be established from time to time by the Board; and,
- Review the investment policies, strategies and guidelines of the Corporation, its subsidiaries and affiliates; and shall provide for the approval of such investments through delegation to management or investment advisors, or both.

Governance, Structure and Operations

The Committee shall:

- Annually:
 - Evaluate and assess its performance; and
 - Reassess the adequacy of its charter and recommend any proposed changes to the Board for approval
- In order to carry out its responsibilities, have the authority, its sole discretion, to employ and obtain advice and assistance from external advisors. The Committee shall have sole authority to select the advisor(s) as well as to approve the advisory fees and other retention terms; and
- Regularly report to the Board with respect to its activities and decisions.