

# **DELUXE CORPORATION FINANCE COMMITTEE CHARTER**

## **Purpose**

The Finance Committee provides assistance to the Board in overseeing the financing strategy, financial policies and financial condition of the Corporation. The Committee shall conduct reviews, receive reports, and provide direction to management and counsel to the Board of Directors concerning matters within its scope of responsibility.

## **Committee Membership**

The Committee shall consist of at least three members of the Board, none of whom shall be currently employed by the Corporation, and who are free of any relationship which, in the opinion of the Board, would interfere with the exercise of independent judgment. The members of the Committee shall be appointed by the Board on the recommendation of the Corporate Governance Committee, and may be replaced by the Board.

## **Meetings**

The Committee will meet at least twice per year on a regular basis and on special occasions as necessary. The Committee may request any officer or employee of the Company, or any outside advisor, to attend a meeting of the Committee or to meet with any member(s) of, or consultants to, the Committee.

## **Committee Authority and Responsibilities**

In order to accomplish its objectives, in consultation with management and legal counsel, as the Committee deems necessary or appropriate, the Committee shall have the following specific responsibility and authority:

1. Evaluate the financial impact of acquisitions and divestitures valued in excess of \$5 million.
2. Review and recommend policies concerning corporate finance matters, including appropriate capitalization, investment of assets, the establishment of debt/equity guidelines and the uses of short- and long-term debt and equity financing.
3. Review and recommend policy relative to, and specific declarations of, shareholder dividends of the Corporation.
4. Review and recommend financial strategy to the Board concerning the sale, repurchase or split of securities of the Corporation.
5. Review any other proposed financial transaction of a material nature that is outside the scope of normal on-going business activity.

The Committee shall report to the Board on all matters within its scope of responsibility and authority. The scope of authority delegated herein to the Committee shall include the power to

conduct such other activities as may be within the general scope of the Committee's responsibilities and the power to delegate its authority to one or more members of the Committee as deemed appropriate.

**Consultants and Advisors**

The Committee shall be empowered to retain advisors, counsel and others to assist it in the conduct of activities within its general scope.

**Other Functions**

The Committee will review and reassess the adequacy of this charter annually and recommend any proposed changes to the Board for approval. The Committee also shall review its own performance on an annual basis.