

# **Finance Committee Charter**

## **Committee Membership**

The Finance Committee of the Board of Directors of Schlumberger shall consist of at least three Directors. The members of the Committee and its Chair shall be appointed by the board, upon the recommendation of the Nominating and Governance Committee, and may be removed by the Board at its discretion

## **The Committee's Purpose**

The purpose of the Committee is to assist the Board and Management in discharging their responsibilities with regard to financing policies of the Company and its subsidiaries and to serve as the Finance Committee for pension and profit-sharing trusts as required by U.S. law.

## **Committee Authority and Responsibilities**

The authority and responsibilities of the Finance Committee are:

1. To recommend investment and derivative guidelines for the cash and currency exposures of the Company and its subsidiaries.
2. To review the actual and projected financial situation and capital needs of the Company as needed, on:
  - a) The capital structure of the Company, including among other matters, the respective level of debt and equity, the sources of financing and equity, and the Company's financial ratios and credit rating policy
  - b) The dividend policy
  - c) The issues and repurchase of Company stock
3. To review the insurance principles and coverage of the Company and its subsidiaries, as well as financing risks, including those associated with currency and interest rates.
4. To review the investor relations and shareholder services of the Company.
5. To review the financial aspects of any acquisitions submitted to the Board
6. To review the administration of the employee benefit plans of the Company and the performance of fiduciary responsibilities of the administrators of the plans.
7. To function as the Finance Committee for pension and profit-sharing trusts as required by U.S. law, including recommending investment guidelines for plan trustees and investment managers, recommending the appointment of investment managers and reviewing periodically the performance of investment managers and plan trustees.

### **Committee Meetings, Support, Delegation and Evaluation**

The Finance Committee shall meet at least twice a year, or more often as circumstances require, keep minutes of its proceedings and report regularly to the Board.

The Finance Committee may invite to its meetings any director, officer of the Company or such other person as it deems appropriate to assist it in performing its responsibilities, and has the authority to retain independent financial or other consultants to assist it in its responsibilities, and to approve related fees and other retention provisions.

The Finance Committee may delegate specific responsibilities, including those related to pension and profit-sharing trusts, to one or more individual Committee members or to management to the extent permitted by law, regulation and the Articles of Incorporation of the Company.

The Finance Committee shall conduct and present to the Board an annual performance evaluation of the Committee. The Committee shall review periodically the adequacy of this charter and recommend any changes that it deems appropriate to the Board for approval.