



FINANCE COMMITTEE CHARTER

(approved by the Board of Directors – January 26, 2011)

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;
- The Corporation's investment policies; and
- The Corporation's information technology strategy and execution.

Committee 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, as determined by the Board of Directors.

Authority and Responsibilities

Among its authority and responsibilities, the Finance Committee shall:

- Review, advise and report to the Board on the management of the Corporation's financial resources (including debt and equity), long-term financial objectives and progress against those objectives, and invested assets;
- Review, advise and report to the Board on the annual operating plan/budget and capital plan, delegation 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 and sourcing arrangements of such amounts as shall be established from time to time by the Board (including with respect to acquisitions and divestitures);
- Approve the investment strategy and review the investment policies and guidelines of the Corporation, its subsidiaries and affiliates; and provide for the approval of such investments through delegation to management or investment advisors, or both; and
- Review, advise and report to the Board on the Corporation's information technology strategy and execution.

Governance, Structure and Operations

The Committee shall:

- Evaluate and assess its performance on an annual basis;
- Reassess the adequacy of its charter and recommend any proposed changes to the Board for approval on an annual basis;
- In order to carry out its responsibilities, have the authority, in 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;
- Meet in executive session without management as circumstances warrant; and
- Regularly report to the Board with respect to its activities and decisions.