

**THE HARTFORD FINANCIAL SERVICES GROUP, INC.**  
**FINANCE, INVESTMENT AND RISK MANAGEMENT COMMITTEE CHARTER**

**PURPOSE**

The Finance, Investment and Risk Management Committee (the “Committee”) of the Board of Directors (the “Board”) of The Hartford Financial Services Group, Inc. (the “Company”) shall oversee the investment activities, financial management, and risk management activities of the Company and its subsidiaries. Additionally, the Committee shall provide a forum for discussion among management and the Board on key financial, investment, and risk management matters of the enterprise.

**RESPONSIBILITIES and AUTHORITY**

Except as otherwise provided in the Company’s Corporate Governance Guidelines, the Committee shall be responsible for oversight of all risk exposures, including but not limited to the following major risk exposures:

- Market risk, including credit, interest rate, equity market, and foreign exchange;
- Liquidity and capital requirements of the Company;
- Insurance risks, including those arising out of catastrophes and acts of terrorism; and
- Any other risk that poses a material threat to the strategic viability of the Company.

The Committee shall have the authority to:

- Review and recommend changes to enterprise policies governing management activities relating to the Company’s major risk exposures;
- Review and recommend changes to the Company’s financial, investment, and risk management guidelines; and
- Delegate to any other committee of the Board any responsibility described herein; provided, that any standing committee of the Board shall report on its discharge of any such delegated responsibility to the Board, not the Committee.

The Committee shall review the Company’s ability to assess and manage significant and emerging risks, investment activity and capital and liquidity resources. The Committee is responsible for the review and oversight of the Company’s risk management framework and the related risk profile. To accomplish this, the Committee shall:

- Review the investment strategy, portfolio composition and investment performance pertaining to invested asset portfolios of the Company;
- Review capital, liquidity, and financing activities of the Company;
- Review the Company’s major risk exposures, strategies, processes, and policies;
- Review management processes, governance frameworks, and management reports supporting the Company’s significant investment activities, financial management, and risk management activities;
- Report significant concerns resulting from its reviews to the Board;

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- Review the Committee's own performance annually relative to the Committee's purpose, duties and responsibilities; and
- Review this charter, at least annually, and present any proposed changes to the Nominating and Corporate Governance Committee for consideration and recommendation to the full Board for approval.

The Committee shall have the authority to engage and authorize expenses for independent counsel and other advisors as the Committee deems necessary to carry out its duties.

The Committee shall also meet periodically with management and shall have access to such reports and information as it may deem desirable and appropriate from management and from other committees of the Board.

### **MEMBERSHIP**

The Committee shall consist of at least three members of the Board. The members of the Committee shall be appointed by The Board. Members shall serve at the pleasure of the Board and for such term or terms as the Board may determine. The Committee shall have a chairman who is elected by the Board annually or upon the resignation, death, incapacity or removal of the current chairman. The Chairman of the Committee shall be an independent Director.

### **MEETINGS**

The Committee shall meet at least four times per year. The agenda of each meeting shall be the responsibility of the Committee Chair and shall be managed by the Enterprise Chief Risk Officer.

One-third of the members of the Committee shall constitute a quorum. The act of a majority of the members present at any meeting at which a quorum is present (or where only two members are present and constitute the quorum, the unanimous vote) shall be the act of the Committee. The Committee shall meet at the call of its Chairman or two of its members. The Chairman shall preside, when present, at all meetings of the Committee. Committee members may attend meetings in person or participate by conference call or similar communications arrangements that enable all persons participating in the meeting to hear each other. The Committee shall keep a record of its meetings. In the event the Committee consists of less than all of the members of the Board, the Committee shall regularly report on its meetings to the Board. The Committee may also take action by unanimous written consent.