

HP INC.
BOARD OF DIRECTORS
FINANCE, INVESTMENT AND TECHNOLOGY COMMITTEE CHARTER

I. Purpose and Authority

The purpose of the Finance, Investment and Technology Committee (the “Committee”) of the Board of Directors (the “Board”) of HP Inc. (“HP”) is:

1. To provide oversight of the finance and investment functions of HP, including capital structure and allocation strategy;
2. Pursuant to HP’s M&A approval policies, to assist the Board in evaluating investment, acquisition, enterprise services, joint venture and divestiture transactions in which HP engages as part of its business strategy from time to time;
3. To provide oversight of the assessment of the health of HP’s technology strategies and the scope and quality of HP’s intellectual property; and
4. To perform such other duties and responsibilities as are enumerated in and consistent with this charter or as delegated by the Board.

II. Membership

1. Membership and Appointment. The Committee will consist of three directors, or such greater number of directors as the Board appoints.
2. Qualifications; Independence. Each director on the Committee will have such qualifications as the Board determines. In addition, a majority of the directors on the Committee must be independent within the meaning of applicable laws, listing standards and HP’s Corporate Governance Guidelines, as the Board determines. Any action duly taken by the Committee during a period in which one or more of the members subsequently is determined to have failed to meet the membership qualifications shall nevertheless constitute duly authorized action of the Committee and shall be valid and effective for all purposes, except to the extent required by law or determined appropriate by the Committee to satisfy regulatory standards.
3. Removal. The entire Committee or any individual director on the Committee may be removed with or without cause by the affirmative vote of a majority of the Board upon the recommendation of the Nominating, Governance and Social Responsibility Committee (the “NGSR Committee”).
4. Chairman. The Board may designate a Chairman of the Committee (the “Chairman”), who shall be an independent director. In the absence of such designation, the Committee may designate the Chairman by majority vote of the

Committee. From time to time, the Chairman may establish such other rules as are necessary and proper for the conduct of the business of the Committee.

III. Procedures

1. Number of Meetings. The Committee will convene at least four times each year, with additional meetings as appropriate.
2. Agenda. The Chairman will establish the agenda, with input from management, staff, the Chairman of the Board, the Lead Independent Director of the Board (if any) and other directors on the Committee and the Board as appropriate.
3. Executive Sessions. As appropriate, the Committee may meet in executive sessions.
4. Delegation of Authority.
 - a. The Committee may create a subcommittee of the Committee consisting of one or more directors on the Committee and may delegate any of its duties and responsibilities to such subcommittee, unless otherwise prohibited by applicable laws or listing standards.
 - b. The Committee may delegate any of its duties and responsibilities to one or more directors on the Committee, another director or other persons, unless otherwise prohibited by applicable laws or listing standards.
 - c. Any subcommittee, director, or other person will provide a written or oral report to the Committee regarding any activities undertaken pursuant to such delegation.
 - d. The Committee may terminate any such subcommittee and revoke any such delegation at any time.
5. Authority to Retain Advisors. In the course of its duties, the Committee will have sole authority, at HP's expense, to engage and terminate consultants, outside counsel or advisors, as the Committee deems advisable, including the sole authority to approve the consultant, outside counsel or advisor's fees and other retention terms.
6. Charter Review. The Committee annually will review and reassess the adequacy of this charter and will submit any recommended changes to the charter to the NGSR Committee and the Board for approval.
7. Performance Review. The Committee annually will undertake an evaluation assessing its performance with respect to its purposes and its duties and tasks set forth in this charter, and will report the results of such evaluation to the NGSR Committee and the Board.

8. Reporting to the Board. The Committee will report regularly to the Board with respect to the Committee's activities.

IV. Roles and Responsibilities

The following responsibilities of the Committee are set forth as a guide to the Committee with the understanding that the Committee may alter or supplement them as appropriate under the circumstances to the extent permitted or required by applicable laws and listing standards, or by direction or resolution of the Board.

1. Treasury Matters. The Committee will review or oversee significant treasury matters such as derivative policy, global liquidity, fixed income investments, borrowings, currency exposure, and capital spending.
2. Capital Allocation Matters. The Committee will review and oversee company investing decisions, capital structure and the allocation of free cash flow, including dividend policy, share issuance and repurchase.
3. Investments. The Committee will review the activities of the Investment Review Committee.
4. M&A Transactions and Approval Policies. From time to time, as appropriate, the Committee will evaluate and revise HP's M&A approval policies for investment, acquisition, enterprise services, joint venture and divestiture transactions, and review proposed transactions and make recommendations to the Board as appropriate.
5. Integration Planning. The Committee will oversee HP's integration planning process for investment, acquisition, enterprise services, joint venture and divestiture transactions.
6. Evaluation of Completed Transactions. The Committee will evaluate the execution, financial results and integration of HP's completed investment, acquisition, enterprise services, joint venture and divestiture transactions.
7. Recommendations to the Board. From time to time, the Committee will report to the Board and make recommendations to the Board as to scope, direction, quality, investment levels and execution of HP's investment, acquisition, enterprise services, joint venture and divestiture transactions.
8. Strategic Alliances. The Committee will oversee and approve HP's strategic alliances.
9. Loans and Obligations. The Committee will oversee HP's loans and loan guarantees of third party debt and obligations.
10. Investor Relations. The Committee will review the activities of Investor Relations.

11. Derivative Transactions. The Committee will, at least annually, review and approve on behalf of HP and its applicable subsidiaries, HP's decision to enter into swaps and other derivative transactions that are exempt from exchange-execution and clearing under "end-user exception" regulations established by the Commodity Futures Trading Commission, and review and discuss with management applicable HP policies governing HP's use of swaps subject to the end-user exception.
12. Recommendations to Board on Technology Strategies. The Committee will report to the Board from time to time and make recommendations to the Board as to scope, direction, quality, investment levels and execution of HP's technology strategies.
13. Execution of Technology Strategies. The Committee will oversee the execution of HP's technology strategies.
14. Guidance on Technology. The Committee will provide guidance on technology as it may pertain to, among other things, market entry and exit; investments, mergers, acquisitions and divestitures; new business divisions and spin-offs; R&D investments; and key competitor and partnership strategies. For proposed investment, acquisition, enterprise services, joint venture and divestiture transactions with a value of at least \$200 million and involving technology, the Committee will review, and make a recommendation with respect to, the technology aspects of such transactions prior to any review by the Board pursuant to the M&A approval policies.
15. General. The Committee may consider such other finance, investment and technology matters regarding HP as the Committee, in its discretion, may determine to be advisable.

Revised 1/15/2020