



INTEL CORPORATION AMENDED AND RESTATED CHARTER OF THE FINANCE COMMITTEE

Purpose

The purpose of the Finance Committee is to provide oversight of management's global treasury, capital and investment activities.

Meetings, Membership and Structure

There shall not be less than two members of the Finance Committee. Appointment to the Committee, including designating the Chair of the Committee, shall be made on an annual basis by the full Board, acting on the recommendation of the Corporate Governance and Nominating Committee. The Chair of the Finance Committee shall report on the Committee's activities to the full Board. In fulfilling its responsibilities, the Committee may delegate its authority to subcommittees, in each case to the extent permitted by the Delaware General Corporation Law, the company's Bylaws, and any resolution of the Board. The Committee shall meet at least once annually, or more frequently, as circumstances dictate.

Responsibilities

The primary responsibility for Intel's capital and investment transactions lies with senior management. The Finance Committee is comprised of directors who represent the Board of Directors in ensuring that management carries out this responsibility in an adequate fashion.

The Finance Committee:

1. Reviews banking arrangements, including investments of corporate cash and management of the corporate debt structure.
2. Reviews and approves changes to the company's banking and general treasury resolutions.

3. Provides oversight for worldwide Treasury activities through the annual Treasury review and other periodic reviews as may be requested by the Committee.
4. At least annually, reviews and approves on behalf of the company and its applicable subsidiaries, the company's decision to enter into swaps that are exempt from mandatory exchange-execution and clearing pursuant to the Commodity Exchange Act and "end-user exception," "treasury affiliate exception," and any other exceptions that may be established by regulations promulgated by the Commodity Futures Trading Commission (as applicable), and reviews and discusses with management applicable company policies governing the company's use of swaps subject to the end-use exception.
5. Participate in annual reviews of the committee's performance.
6. Annually review and reassess the adequacy of its charter and recommend any changes to the full Board.

The Finance Committee, acting with all of the authority of the Board of Directors, shall review and approve structured finance and other cash management transactions whose authorization is not otherwise approved by the Board of Directors or delegated to Finance or Treasury. Notwithstanding any provision to the contrary elsewhere in this charter, the Finance Committee shall have all of the authority of the Board of Directors to review and approve the issuance or restructuring of debt securities by the company as a component of any such transactions.

The Finance Committee is authorized to designate one or more of its members to perform specified duties on its behalf, subject to such reporting to or ratification by the Committee as the Committee shall direct.

The Chairman of the Finance Committee is to be contacted directly by the Chief Financial Officer and the Treasurer to review investment items of a sensitive nature.

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