

## **Finance Committee Charter**

### **Altria Group, Inc.**

#### **Membership**

The Finance Committee (“Committee”) of the Board of Directors (“Board”) of Altria Group, Inc. shall consist of at least three directors chosen by the Board. Based on the recommendation of the Nominating, Corporate Governance and Social Responsibility Committee, the Board annually shall elect the members and the chair of the Committee at its organizational meeting following the Annual Meeting of Stockholders. The members of the Committee may be removed by the Board.

#### **Purpose, Authority and Responsibilities**

The purpose of this Committee shall be to monitor the financial condition of the Company, oversee the sources and uses of cash flow and advise the Board with respect to financing needs, dividend policy, share repurchase programs and other financial matters.

#### **Procedures**

The Committee shall meet as often as it deems is appropriate to carry out its responsibilities. A majority of the members of the Committee shall constitute a quorum. The chair of the Committee, in consultation with the other Committee members, shall set meeting agendas. The Committee shall report its actions and recommendations to the Board.

The Committee shall have sole authority to retain and terminate legal counsel and other experts and consultants to the Committee as the Committee may deem appropriate, including sole authority to approve fees and terms of any counsel or other experts and consultants that it retains.

The Committee may delegate its authority to subcommittees or the chair of the Committee when it deems appropriate.