



**HARRIS CORPORATION
FINANCE COMMITTEE
OF THE BOARD OF DIRECTORS
CHARTER**

I. PURPOSES.

The purposes of the Finance Committee (the “Committee”) of the Board of Directors (the “Board”) of Harris Corporation (the “Corporation”) are to:

1. periodically review the Corporation’s financial position, capital structure, working capital, capital transactions, equity investments, debt ratings and other matters relating to the Corporation’s financial condition;
2. review and oversee the Corporation’s dividend policy, capital asset plan, share repurchase policy and benefit plan funding policy; and
3. oversee (a) the financial and investment aspects of the benefit plans (the “Plans”) of the Corporation and its subsidiaries, and (b) the Investment Committee (comprised of employees of the Corporation or its subsidiaries) (the “IC”), which is primarily responsible for the financial and investment aspects of the Plans.

II. MEMBERSHIP.

The Committee shall be comprised of not less than three members of the Board, each of whom the Board has determined has no material relationship with the Corporation and each of whom is otherwise “independent” under the rules of the New York Stock Exchange.

The members of the Committee shall be appointed by the Board and shall serve at the pleasure of the Board and for such term or terms as the Board may determine, or until their earlier resignation, death or removal by the Board.

III. DUTIES AND RESPONSIBILITIES.

To carry out its purposes, the Committee shall have the following duties and responsibilities:

1. *with respect to the Corporation’s financial position, capital structure and asset management:*

- (i) review and recommend to the Board for its final approval the Corporation's annual capital asset plan;
- (ii) review the Corporation's dividend and share repurchase policies and activities and recommend to the Board for its final approval changes in such policies and the payment of dividends and repurchases of shares pursuant thereto;
- (iii) periodically review the soundness of the Corporation's financial performance, debt and equity structure, funding policies, Plan risk tolerance levels, working capital management, and borrowing alternatives and levels;
- (iv) periodically review and recommend to the Board for its final approval:
 - (a) issuance of debentures, bonds or other forms of long-term indebtedness of the Corporation;
 - (b) material borrowings of money and the creation of short-term indebtedness; and
 - (c) stock splits;
- (v) periodically review:
 - (a) the Corporation's debt ratings and relationships with rating agencies;
 - (b) the Corporation's international and alternative currency positions and currency hedging programs; and
 - (c) the Corporation's use of financial derivatives and its derivative policies and programs;
- (vi) as requested by the Board or management, review and advise management on potential acquisitions and divestitures, strategic investments and other transactions or financial matters and recommend to the Board for its final approval those acquisitions, divestitures, investments or other transactions requiring Board approval;

2. *with respect to financial and investment management of Plans:*

- (i) review and evaluate, as appropriate or desirable, actions relating to investments undertaken by the Corporation with respect to the Plans unless specifically reserved to the Board or another committee thereof;

- (ii) evaluate, in consultation with senior management, the Corporation’s “risk tolerance” levels with respect to the Plans and periodically review the activities of senior management (or any other person or persons delegated by senior management) with respect to related activities including any “de-risking” activities;
 - (iii) approve the charter of the IC, which has the primary authority and responsibility to administer, interpret and oversee the financial and investment aspects of the Plans and any amendment thereto and delegate to the IC or any other person or persons as the Committee deems appropriate or desirable any of the Committee’s duties under any Plan as permitted under such a Plan; and
 - (iv) request reports from time to time from the IC that describe the IC’s investment activities with respect to the Plans and review such reports to evaluate the performance of the Plan’s investments; and
3. *with respect to reporting, recommendations and other matters:*
- (i) perform any other duties or responsibilities consistent with this Charter expressly delegated to the Committee by the Board from time to time;
 - (ii) prepare and issue the evaluation referred to under “Performance Evaluation” below; and
 - (iii) report its activities to the Board on a regular basis and make such recommendations with respect to the above and other matters as the Committee may deem necessary or appropriate.

IV. COMMITTEE STRUCTURE AND OPERATIONS.

The Board shall designate one member of the Committee as its Chairperson. The Committee shall meet periodically as set forth in the annual schedule of Board and Committee meetings and as necessary upon the request of the Chairperson of the Committee or upon the initiation of a majority of the members of the Committee. The Committee may invite any director, officer, or employee of the Corporation or the Corporation’s outside counsel or other advisors as the Committee deems appropriate to attend all or a portion of a meeting of the Committee or to meet with any members of, or advisors to, the Committee. The Committee may also exclude from all or a portion of its meetings any person it deems appropriate in order to carry out its responsibilities. At any meeting, the Committee may also meet in sessions at any time without any other persons present.

A majority of the members of the Committee shall constitute a quorum to conduct business. Members of the Committee may participate in a meeting of the Committee by means of telecommunications conference call or similar communications equipment by means of which all

persons participating in the meeting can hear and speak to each other; provided, however, that use of cell phones or other mobile devices is strongly discouraged. Except in extraordinary circumstances as determined by the Committee Chairperson, notice of any such meeting shall be delivered to all Committee members at least forty-eight hours in advance of the meeting date. Any action required or permitted to be taken at a meeting of the Committee may be taken without a meeting if a consent in writing (which may be in electronic format), setting forth the action so taken, is signed (which may be an electronic or other similar approval or signature) by all of the members of the Committee (which may be in counterparts). Such written consent shall have the same force and effect as a unanimous vote of the Committee.

V. DELEGATION TO SUBCOMMITTEE.

The Committee may, in its discretion, delegate all or a portion of its duties and responsibilities to a subcommittee of the Committee.

VI. RESOURCES AND AUTHORITY OF THE COMMITTEE.

The Committee shall have the resources and authority appropriate to discharge its duties and responsibilities, including the authority to select, retain, terminate and approve the fees and other retention terms of special or independent counsel, finance or investment consultants, or other experts or advisors, as it deems necessary or appropriate, without seeking approval of the Board or management.

The Committee shall also request and receive appropriate funding, as determined by the Committee in its capacity as a committee of the Board, from the Corporation for payment of (a) compensation of any special or independent counsel, finance or investment consultants, or other experts or advisors engaged by the Committee, and (b) ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

VII. PERFORMANCE EVALUATION.

The Committee shall prepare and review with the Board an annual performance evaluation of the Committee, which evaluation shall include a comparison of the performance of the Committee with the requirements of this Charter. The performance evaluation shall also recommend to the Board any changes to the Committee's Charter deemed necessary or desirable by the Committee. The performance evaluation by the Committee shall be conducted in such manner as the Committee deems appropriate. The report to the Board may take the form of an oral or written report or presentation by the Chairperson of the Committee or any other member of the Committee designated by the Committee to make the report.

Approved by the Board in October 1993, and amended August 1997, June 25, 2004, October 28, 2005, August 23, 2008, April 27, 2017 and as further amended on August 25, 2018.