

## **BEMIS COMPANY, INC.**

### **FINANCE AND STRATEGY COMMITTEE CHARTER**

#### **I. Purpose**

This charter establishes the responsibilities of the Finance and Strategy Committee (“Committee”) of the Board of Directors (“Board”) of Bemis Company, Inc. (the “Company”). The Committee shall review and reassess the charter at least annually and obtain the approval of the Board.

#### **II. Composition**

The members and the Chair shall be appointed by the Board and shall continue to act until their successors are elected, but shall be subject to removal at any time by a majority of the Board. Any resulting vacancy may be filled by the Board.

#### **III. Statement of Policy, Meetings and Reporting**

The Committee shall provide assistance to the Board in fulfilling its responsibility to the Company’s shareholders regarding certain finance and strategic matters. The Committee shall meet at such times as determined by the Chair of the Committee. A majority of the members of the Committee shall constitute a quorum for the transaction of business. The Committee may delegate one or more of its functions to subcommittees established from time to time by the Committee, but the Committee remains responsible for any function delegated to a subcommittee. The Committee shall, through its Chair, provide reports of the Committee’s meetings and actions to the Board.

#### **IV. Duties and Responsibilities**

In carrying out its purpose, the Committee will:

- Review the Company’s financial plans and objectives.
- Advise the Board with respect to policies regarding the financial affairs of the Company.
- Review the Company’s allocation of capital, annual capital budget and policies related to capital expenditures.

- Advise the Board with respect to policies regarding the Company's capital structure and leverage levels.
- Review and make recommendations to the Board regarding dividends and share repurchases.
- Oversee the Company's interactions with credit rating agencies and monitor risks relating to the Company's credit facilities.
- Review the Company's foreign exchange management and exposure.
- Monitor the Company's strategic direction and business development activities.
- Retain independent financial advisors or work with existing advisors to review the strategic landscape and explore and evaluate potential mergers, combinations, acquisitions, sales of the Company's shares or significant assets, divestitures and strategic investments.
- Make recommendations, where appropriate, to the full Board with respect to the above matters.