



Finance Committee Charter

I. Organization

There shall be a Finance Committee (the "Committee") of the Board of Directors (the "Board") of IDEXX Laboratories, Inc. (the "Company"). The Committee shall consist of at least three directors designated by the Board, each of whom shall be an "independent director" as defined in the Company's Corporate Governance Guidelines and applicable laws, regulations and listing standards (including NASDAQ Rule 5605(a)(2)). Committee members and the Committee Chair shall be designated by a majority vote of the full Board upon recommendation of the Nominating and Governance Committee. The Board may remove members of the Committee from such committee, with or without cause. Members of the Committee shall serve for terms of one year, or until their successors are duly elected and qualified.

II. Purpose

The purpose of the Committee is to advise the full Board on matters relating to capital structure and strategies, financing strategies, major financial commitments, acquisitions and divestitures, financial risk management, and investing and banking activities.

III. Duties and Responsibilities

The duties and responsibilities of the Committee shall include the following, in addition to such other duties and responsibilities as may be delegated to the Committee from time to time by the Board.

1. Review and approve any debt financing transaction involving the incurrence of indebtedness by the Company in the principal amount of up to \$200 million and make recommendations to the Board regarding any other significant financing activities, including the issuance of equity or debt.
2. Monitor the Company's liquidity and financial condition.
3. Oversee the Company's investment policies and practices.
4. Review and approve stock repurchase activities, including changes in parameters of repurchase programs such as number of shares authorized for repurchase and maximum repurchase prices.
5. Oversee the Company's financial risk management activities, including foreign currency hedging activities and transactions involving derivative instruments. Review and approve the Company's entry into swaps, including transactions in swaps that are subject to mandatory clearing, and to approve use of the non-financial end-user exception from clearing. The

Committee shall adopt and review annually thereafter a policy relating to the Company's use of the non-financial end-user exception, and shall report to the Board on the Company's compliance with and implementation of this policy on at least an annual basis. The Committee may delegate responsibility for implementation of the non-financial end-user policy to the Company's management, as the Committee deems appropriate.

6. Review and make recommendations to the Board regarding dividend policy.
7. Review and approve proposed acquisitions and divestitures requiring Board approval and having values up to \$40 million.
8. Review and approve non-budgeted capital expenditures in excess of \$5 million.
9. At least annually, review and reassess the adequacy of this Committee's charter ("Charter") and recommend any proposed changes to the Nominating and Governance Committee.

IV. Process and Administration

1. The Committee shall meet at least once annually, and shall meet as frequently as required to fulfill the requirements of this Charter or as circumstances require. The Committee will ask members of management or others to attend the meeting and provide pertinent information as necessary. The Committee shall be governed by the same rules regarding meetings (including meetings in person or by telephone or other similar methods of communication), notice, waiver of notice, action by written consent and quorum and voting requirements as are applicable to the Board. The Committee shall keep such records of its meetings as it shall deem appropriate, and shall report the results of its meetings regularly to the Board.
2. The Committee may form and delegate authority to one or more subcommittees, as it deems appropriate from time to time under the circumstances (including a subcommittee consisting of a single member). Any decision of a subcommittee shall be presented to the full Committee at its next scheduled meeting.
3. The Committee may retain, without further action by the Board, such independent legal and other advisors as it deems necessary or appropriate to carry out its responsibilities. Such independent advisors may be the regular advisors to the Company. The Company shall provide appropriate funding, as determined by the Finance Committee, for payment of fees of any such advisors.
4. The Committee is empowered, without further action by the Board, to cause the Company to pay the ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

Last Updated as of July 15, 2015.