

MERIT MEDICAL SYSTEMS, INC.
Finance Committee Charter
(Adopted May 24, 2018)

The Finance Committee (the “Committee”) is a committee of the Board of Directors (the “Board”) of Merit Medical Systems, Inc. (the “Company”).

Purposes

The purposes of the Committee are to assist the Board with oversight of:

1. the Company’s financial management, including oversight of the Company’s financing and capital structure objectives and plans;
2. the Company’s merger and acquisition strategy;
3. the Company’s investment programs and practices, including international cash management;
4. the Company’s strategic planning and activities; and
5. the Company’s tax strategy and structure.

Membership

1. The Committee shall be comprised of as many directors as the Board shall determine, but in any event not fewer than three members.
2. The members of the Committee shall be appointed annually by the Board upon the recommendation of the Nominating and Corporate Governance Committee. Members of the Committee shall serve at the pleasure of the Board and for such terms as the Board may determine.
3. The Board shall designate one member of the Committee as its Chair (the “Chair”). In the event of a tie vote on any issue, the Chair’s vote shall decide the issue.

Outside Advisors

1. The Committee shall have the authority, in its sole discretion, to retain and obtain the advice and assistance of independent outside counsel and such other advisors as it deems necessary to fulfill its duties and responsibilities under this Charter. The Committee shall set the compensation, and oversee the work, of any outside advisors.
2. The Committee shall receive appropriate funding from the Company, as determined by the Committee in its capacity as a committee of the Board, for the payment of compensation to any outside advisors to the Committee.

Meetings

1. The Chair, in consultation with the Committee members, shall determine the schedule and frequency of Committee meetings. The Committee shall meet in executive sessions as appropriate.

2. The Chair shall develop and set the Committee's agenda, in consultation with other members of the Committee, the Lead Independent Director or Chairman of the Board, as applicable, and appropriate members of management. The agenda and information concerning the business to be conducted at each Committee meeting shall, to the extent practical, be communicated to the members of the Committee sufficiently in advance of each meeting to permit meaningful review by Committee members.
3. The Committee shall meet regularly with management of the Company (including the Chief Executive Officer, Chief Financial Officer, Chief Legal Officer and others as the Committee deems necessary) in executive sessions to discuss any matters that the Committee and each of these members of the Company's management believe should be discussed privately. The Committee shall also meet in executive sessions absent members of management.
4. The Chair shall report regularly to the Board summarizing the Committee's actions and any significant issues considered by the Committee
5. The Committee may designate a non-director to serve as secretary at Committee meetings to record meeting minutes.
6. The Committee shall conduct an annual performance self-evaluation and shall report to the Board the results of the self-evaluation. The Committee shall assess the adequacy of this Charter on an annual basis and recommend any changes to the Board.

Responsibilities and Duties

1. The following functions shall be the recurring activities of the Committee in carrying out its purposes outlined above. The Committee may carry out additional functions and adopt additional policies and procedures as may be appropriate in light of changing business, regulatory, legal or other conditions. The Committee shall also carry out any other responsibilities and duties delegated to it by the Board related to the purposes of the Committee outlined above.
2. The Committee is empowered to study or investigate any matter of interest or concern that it deems appropriate. The Committee shall have full access to all records, facilities and personnel of the Company as necessary to carry out these responsibilities. While acting within the scope of its stated purpose, the Committee shall have the authority of the Board.
3. The Committee shall have the authority to delegate any of its responsibilities, along with the authority to take action in relation to such responsibilities, to one or more subcommittees as the Committee may deem appropriate in its sole discretion.
4. The Committee will coordinate and consult with the Audit Committee of the Board, as necessary, for the purpose of sharing information pertinent to the Audit Committee's fulfillment of its duties and responsibilities.
5. The Committee's primary responsibility is oversight. The fundamental responsibility for the Company's financial statements and disclosure rests with the Company's management and independent registered auditor.

A. Oversight of Financial Management

The Committee shall:

1. Monitor the Company's current and projected capital structure, financial condition, financial policies, financing plans and capital investments, including for real estate, facilities and information technology.
2. Review annually and make recommendations to the Board regarding the Company's business plans, including cash flow plans, capital spending plans, operating and capital budgets and financing plans.
3. Review and make recommendations to the Board regarding borrowing arrangements (including amendments, prepayments or refinancing) and issuances or repurchases of public debt securities by the Company.
4. Monitor the Company's compliance with its debt covenants.
5. Review the Company's capital allocation process (including capital expenditures) annually and significant capital programs periodically
6. Review annually the Company's capital expenditure plan and annually review with management any capital asset expenditure (either individual expenses or the aggregate amount of related expenses) in excess of \$10 million against the Company's capital expenditure plan. In the event the cost of any such capital expenditure exceeds the Committee-approved expense by more than ten percent, such expenditure shall be resubmitted to the Committee for approval.
7. Review and make recommendations to the Board regarding any new capital asset expenditure (either individual expense or the aggregate amount of related expenses) in excess of ten percent (10%) of the Company's capital expenditure plan that was not included in the list of significant projects and/or the total dollar amount of the Company's most recent capital expenditure and/or cash flow plan(s) approved by the Board.
8. Review and make recommendations to the Board regarding dispositions of capital assets in excess of \$5 million.
9. Review and make recommendations to the Board regarding any issuance of equity securities, other than pursuant to director and employee equity incentive, stock purchase or retirement plans.
10. Review and make recommendations to the Board regarding the Company's authorization to repurchase shares of its capital stock or effect splits or
11. consolidations in the number of outstanding shares of the Company's capital stock, and shall monitor actual repurchases or stock splits or consolidations.
12. Review management's proposals and make recommendations to the Board regarding dividend actions.

B. Oversight of Strategic Planning and Activities

The Committee shall:

1. Review periodically with management the Company's strategic long-term business objectives, and the manner in which transactional activity can contribute to the achievement of those objectives.
2. Review with management on a regular basis contemplated transactional opportunities that support the Company's strategic business objectives.
3. Review and make recommendations to the Board regarding investment in any single new R&D program in excess of \$5 million over the projected course of the program that was not included in the list of significant projects and/or the total dollar amount of the Company's most recent annual operating plan approved by the Board.
4. Review annually with management all components of the R&D budget if such budget is projected to exceed the forecasted amount (7.5% of revenue) by thirty basis points or more.

C. Oversight of Merger and Acquisition Strategy

The Committee shall:

1. Review and make recommendations to the Board regarding significant mergers, acquisitions, divestitures, joint ventures, minority investments and other strategic investments and alliances.
2. Review and evaluate the Company's due diligence process generally and specifically in relation to contemplated mergers and acquisitions. Notify the Board promptly following the Committee's approval of any transaction and report to the Board at each regular meeting on transactional activity since the last meeting.
3. Update the Board periodically on merger, acquisition and divestiture strategy, including contemplated merger, acquisition and divestiture activity.
4. Provide the Board annually a summary of completed transactional activity, including the status of committed obligations.

D. Oversight of Tax Strategy and Structure

The Committee shall:

1. Review with management the Company's tax structure and strategies and approve, or when appropriate recommend that the Board approve, significant changes to the Company's tax structure.
2. Review periodically with management, and any outside professionals as the Committee considers appropriate, important tax and tax law trends and developments and their effect on the Company's financial and tax strategies.

E. Oversight of Investment Programs and Practices

The Committee shall:

1. Review and, when appropriate, make recommendations to the Board regarding the Company's cash investments and its cash management, interest rate and currency risk management policies.
2. Review conditions in the capital markets and evaluate the Company's risk exposure and risk management strategies in light of the environment, including, including the Company's sources and uses of cash and liquidity.
3. Review annually the Company's global treasury planning activities.
4. Monitor the impact of various Company activities on the Company's debt ratings.

Reports

The Committee shall report regularly to the Board:

1. With respect to any issues that arise regarding the purposes, responsibilities and duties of the Committee, as set forth in this Charter.
2. Following formal meetings of the Committee.
3. With respect to such other matters relevant to the Committee's discharge of its responsibilities.