



FINANCE COMMITTEE CHARTER

General Authority

The Board of Directors (the "Board") has established the Finance Committee (the "Committee") of FelCor Lodging Trust Incorporated (the "Company") pursuant to Section 2-411 of the Maryland General Corporation Law and Section 3.15 of the Company's Bylaws. The Committee shall be authorized and empowered, subject to the limitations set forth below, to review all finance and capital markets activity of the Company, in the Company's individual capacity or in its capacity as the general partner of FelCor Lodging Limited Partnership, as a partner of any other partnership or joint venture or as a member in any limited liability company.

Limitations on Authority

The Committee shall not have the power or authority to

(a) issue any stock of the Company; provided, however, that if the Board has given general authorization for the issuance of stock of the Company providing for or establishing a method or procedure for determining the maximum number of shares to be issued or the minimum aggregate offering price, the Committee, in accordance with that general authorization, may authorize or fix the terms of stock subject to classification or reclassification and the terms on which any terms of stock subject to classification or reclassification and the terms on which any stock of the Company may be issued, including all terms and conditions required or permitted to be established or authorized by the Board under Sections 2-203 and 2-208 of the Maryland General Corporation Law; or

(b) take or authorize any individual action or transaction that is within the authority and responsibilities of the Audit Committee, Compensation Committee or Governance Committee of the Board or that is required to be taken or authorized by the entire Board pursuant to the Maryland General Corporation Law; or

Composition and Qualifications

The Committee shall consist of three or more members of the Board of Directors, and shall include the Chief Executive Officer (if he or she is a director). A majority of the Committee shall, at all times, have been determined by the Board to be "independent" under the rules of the New York Stock Exchange ("NYSE").

Appointment and Removal

The members of the Committee shall be appointed by the Board of Directors upon the recommendation of the Governance Committee, and each member shall serve until such member's successor is duly elected and qualified or

until such member's earlier resignation or removal. The members of the Committee may be removed, with or without cause, by a majority vote of the Board of Directors.

Chairperson

The Committee shall determine who shall serve as its Chairperson. The Chairperson will chair all sessions of the Committee and set or approve the agenda for all Committee meetings.

Meetings

The Committee shall meet as frequently as circumstances dictate. The Chairperson of the Committee or the Secretary of the Company may call meetings of the Committee. The Committee may invite to its meetings any director, member of management of the Company, and such other persons as it deems appropriate in order to carry out its responsibilities. The Committee shall report its actions and any recommendations to the Board at the next regularly scheduled meeting following each Committee meeting.

Procedural Rules

The Committee may establish its own rules for the conduct of its meetings and proceedings, subject to the provisions of Section 3.15 of the Bylaws of the Company and the following requirements:

1. Each member of the Committee shall have one vote;
2. A quorum of the Committee shall consist of one-third of the members, but not less than two members, of the Committee;
3. The Committee shall be authorized to take any permitted action only by the affirmative vote of a majority of the members thereof present at any meeting at which a quorum of its members is present, or by the unanimous written consent of all of the members thereof;
4. Meetings of the Committee may be held in person or by means of conference telephone equipment; and
5. The Committee shall maintain and submit to the Board copies of the minutes of each meeting of the Committee, and each written consent to action taken without a meeting, reflecting the actions so authorized or taken by the Committee since the preceding meeting of the Board.

*Adopted by the Board of Directors
February 23, 2016*