

CARIBOU BIOSCIENCES, INC.

SCIENCE AND TECHNOLOGY COMMITTEE CHARTER

(Effective as of September 20, 2022)

I. Purpose

The purpose of the Science and Technology Committee (the “Committee”) of the board of directors (the “Board”) of Caribou Biosciences, Inc. (the “Company”) is to assist the Board in its review of the Company’s technology platforms and research and development programs and to assess possible technologies to be acquired by, licensed to, or otherwise accessed by the Company.

II. Membership

The Committee shall consist of two or more directors.

The members of the Committee shall be appointed by the Board. The members of the Committee shall serve for such term or terms as the Board may determine or until earlier resignation or death. The Board may remove any member from the Committee at any time with or without cause.

III. Duties and Responsibilities

The Committee shall have the following authority and responsibilities:

- A. To review and evaluate the Company’s scientific and technology development strategies and progress as well as its research and development (the “Research”).
- B. To advise the Board on the Committee’s assessment of the Research.
- C. To periodically discuss the Research with one or more of the persons serving on the Company’s Scientific Advisory Board (the “SAB”) as the Committee deems necessary or advisable.
- D. To assess possible technologies to be acquired by, licensed to, or otherwise accessed by the Company (the “New Technologies”).
- E. To provide recommendations to the Board regarding selection of the New Technologies by the Company.
- F. To provide guidance on the Company’s clinical trials.

IV. Outside Advisors

The Committee shall have the authority, in its sole discretion, to select, retain, and obtain the advice of scientific experts as necessary to assist with the execution of its duties and responsibilities as set forth in this Charter. The Committee shall set the compensation and oversee the work of any scientific expert engaged by the Committee.

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 scientific experts engaged by the Committee.

V. Structure and Operations

The Board shall designate a member of the Committee as the chair.

The Committee shall meet as often and at such times and places as it deems necessary to fulfill its responsibilities.

The Committee shall report regularly to the Board regarding the Research, any related discussions with members of the SAB, the New Technologies, and the Company's clinical trials and to make recommendations to the Board as appropriate. The Committee is governed by the same rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board.

The Committee shall review this Charter at least annually and recommend any proposed changes to the Board for approval.

VI. Delegation of Authority

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 the Chair or to one or more subcommittees as the Committee may deem appropriate in its sole discretion.

VII. Performance Evaluation

The Committee shall conduct an annual evaluation of the performance of its duties under this charter and shall present the results of the evaluation to the Board. The Committee shall conduct this evaluation in such manner as it deems appropriate.