

INTELLIA THERAPEUTICS, INC.

Science and Technology Committee Charter

A. PURPOSE AND SCOPE

The purpose of the Science and Technology Committee (the “Committee”) of the Board of Directors (the “Board”) of Intellia Therapeutics, Inc. (the “Company”) is to assist the Board’s oversight of the Company’s strategy. The Committee will periodically review the Company’s scientific research and development activities and strategy, and report to the Board regarding Company’s research and development strategy and related investments.

The Committee will collaborate with the scientific leadership of the Company to consider, advise and report periodically to the Board on matters relating to the direction of, and investment in, the Company’s scientific strategy, scientific infrastructure, major research and development programs, as well as proposed major partnerships, business development opportunities, and initiatives to license or acquire products and technologies.

The Committee’s actions will generally be related to policy and strategy, but members of the Committee may be asked by management for technical advice relating to current or proposed projects and investments. Management is responsible for the operation and administration of, as well as planning and execution by the technical operations, research and development functions.

B. COMPOSITION AND MEETINGS

1. Number. The Committee shall consist of three or more independent directors. At least one member of the Committee shall, in the judgment of the Board, have scientific expertise in the research and development of human therapeutics and the biopharmaceutical industry, including medicine, scientific research, drug development, supply chain, R&D related risks, or other relevant expertise. If the Company’s head of research and development is also a director, he or she is expected to be a member of the Committee. The Committee will work closely with the Company’s Chief Scientific Officer and Chief Technical Officer, or other officers of the Company with similar responsibility for research, development, and manufacturing, who will routinely participate in Committee meetings. All other members of the Board will be invited to attend according to interest and availability. Other executives and staff of the Company may be invited to attend and/or contribute to Committee meetings, as appropriate.
2. Selection and Removal. The Board shall elect the members of the Committee upon the recommendation of the Nominating and Corporate Governance Committee of the Board. A member of the Committee shall be automatically removed if the member is no longer a director of the Company. The Board, in its sole discretion, may remove members of the Committee from the Committee.
3. Chair. The Board shall designate a member of the Committee who is an independent director to serve as chairperson of the Committee (the “Chair”) upon the recommendation of the Nominating and Corporate Governance Committee of the

Board. If the Board does not designate a Chair, the members of the Committee may designate a Chair by majority vote of the full Committee membership; provided that the Chair must be an independent director. In the absence of the Chair at a duly convened meeting, the Committee shall select a temporary substitute from its members.

4. Compensation. The Board shall determine the compensation of Committee members, including an additional compensation for the Chair.

C. PROCEDURES AND ADMINISTRATION

1. Rules of Procedure. The Committee shall establish its own schedule and rules of procedure consistent with this charter.
2. Meetings. The Committee shall meet a minimum of two times per year and may also meet on an *ad hoc* basis, as needed or requested by the Board or by the Chief Executive Officer, Chief Scientific Officer or Chief Technical Officer, or other officers of the Company with similar responsibility for research, development, and manufacturing, to review proposed emerging scientific matters. Meetings of the Committee may be held in person or telephonically as the Committee deems appropriate. The Committee may also act by unanimous written consent in lieu of a meeting. The Committee may from time to time request that any officer, employee, consultant or advisor of the Company participate in a meeting.
3. Quorum. Participation by a majority of the members of the Committee shall constitute a quorum sufficient for the taking of any action by the Committee.
4. Minutes. The Committee shall keep minutes of its meetings in a form that it shall deem appropriate and report the same to the Board. The Committee minutes shall be recorded and filed with the books and records of the Company.
5. Subcommittees. The Committee may form and delegate authority to one or more subcommittees (including a subcommittee consisting of a single member), as it deems appropriate from time to time under the circumstances.
6. Charter. The Committee shall review and reassess the adequacy of this Charter at least annually and recommend any proposed changes to the Board for consideration and approval.
7. Independent Advisors. The Committee shall have the authority to engage such external consultants and advisors as it deems necessary or appropriate to carry out its responsibilities. The Company must provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any such consultant or other advisor.

D. RESPONSIBILITIES AND DUTIES

1. General. The Committee shall discharge its responsibilities and shall assess the

information provided by the Company's management, in accordance with its business judgment. The Committee is intended to provide strategic evaluation and input on major programmatic areas, initiatives, and issues but not to engage at the level of specific research and development management decisions normally made by the Company, unless advice in such areas is requested. The Committee will strive, wherever feasible, to encourage utilization of existing research and development materials and presentations for its meetings to reduce unneeded duplicative effort by staff of the Company. The Committee will work with the Chief Scientific Officer and Chief Technical Officer, or other officers of the Company with similar responsibility for research, development, and manufacturing, to encourage visibility of and interactions with staff scientists at its meetings, when appropriate, to provide a broad picture of the research and development organization, including succession; and to signal the Board's support for the scientific enterprise.

2. Science and Technology Matters. In discharging its responsibilities, the Committee, in collaboration with the Chief Scientific Officer, or another officer of the Company with similar responsibility for research and development, will manage the meeting agenda and may:
 - a. Review, evaluate, and advise the Board regarding the long-term and strategic goals, and the quality and direction, of the Company's science and technology programs and investments, including current and potential internal and external programs and investments.
 - b. Assess progress of scientific program implementation and execution, including pipeline progress.
 - c. Assess the infrastructure and talent of the research and development organizations of the Company.
 - d. Consider significant emerging science and technology issues and trends that may impact, or present an opportunity for, the Company.
 - e. Evaluate and advise on the soundness, opportunities and risks associated with the products, programs and technologies in which the Company is, or is considering, investing its technology and research and development efforts, including risks and opportunities related to the Company's manufacturing and regulatory strategies.
 - f. Review such other topics as delegated to the Committee from time to time by the Board.
 - g. Evaluate this Charter and the performance of the Committee at least once annually.

Adopted by the Board of Directors of the Company and effective as of April 10, 2024