

**CHARTER OF THE SPECIAL TRANSACTIONS
COMMITTEE OF THE BOARD OF DIRECTORS OF EMERGENT
BIOSOLUTIONS INC.**

A. Purpose

The purpose of the Special Transactions Committee (the “Committee”) of the Board of Directors (the “Board”) of Emergent BioSolutions Inc. (the “Company”) is to consider, review, analyze and/or recommend the terms of acquisitions, divestitures, investments, debt and equity financing, reorganizations, joint ventures and/or other strategic transactions (each a “Potential Transaction”) of the Company.

B. Structure and Membership

1. Number. *The Committee shall consist of such number of directors as the Board shall from time to time determine in accordance with the Amended and Restated By-laws of the Company (the “By-laws”), but in no case shall consist of fewer than two directors.*

2. Independence. *Each member of the Committee shall be independent as defined by the rules of the New York Stock Exchange and the Securities and Exchange Commission, each as then in effect.*

3. Chair. *Unless the Board elects a Chair of the Committee, the Committee shall elect a Chair by majority vote.*

4. Vice-Chair. *Unless the Board elects a Vice-Chair of the Committee, the Committee may elect a Vice-Chair by majority vote.*

5. Compensation. *The compensation of Committee members shall be as determined by the Board.*

6. Appointment and Removal. *Members of the Committee shall be appointed by the Board. The Board may remove members of the Committee from such Committee, with or without cause, by a majority vote. Resignation or removal of a director from the Board, for whatever reason, shall automatically constitute resignation or removal, as applicable, from the Committee.*

C. Authority

1. General. *The Committee shall discharge its responsibilities and shall assess the information provided by the Company’s management and others, in accordance with its business judgment.*

2. Power and Authority. *The Committee shall have the power and authority to (i) review and evaluate the alternatives that might result in a Potential Transaction, (ii) if the entire Board determines to proceed with a Potential Transaction, review and evaluate the*

structure, form, terms or conditions, and the advisability, of a Potential Transaction, (iii) recommend to the entire Board what action, if any, should be taken by the Company with respect to any Potential Transaction, (iv) provide reports or recommendations to the entire Board in regard to such matters at such time as the Committee shall deem appropriate and consistent with its activities, and (v) take any and all actions and make any and all determinations or recommendations with respect to the Potential Transaction for, in the name of and on behalf of the Company; provided, however, that the Committee shall not have the power and authority to approve or recommend to the Company's stockholders any agreement or action that is required under applicable law to be approved by the entire Board or to adopt, amend or repeal any bylaw of the Company.

3. Additional Powers. The Committee shall have such other duties as may be delegated from time to time by the Board.

D. Procedures and Administration

1. Meetings. The Committee shall meet as often as it deems necessary in order to perform its responsibilities, but no less than once per calendar quarter. A majority of the members of the Committee present in person or by means of a conference telephone, videoconferencing or other communications equipment by means of which all persons participating in the meeting can hear each other shall constitute a quorum. The Committee may act by unanimous written consent in lieu of a meeting as provided in the By-laws. The Committee shall keep such records of its meetings as it shall deem appropriate.

2. 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.

3. Reports to the Board. The Committee shall report regularly to the Board.

4. Charter. The Committee shall, from time to time as it deems appropriate, review and reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval.

5. Independent Advisors. The Committee is authorized and empowered, without further action by the Board, (i) to retain, at the Company's expense, any consultants, agents, or advisors that are acceptable to the Committee in its sole discretion, including, without limitation, independent counsel and one or more independent financial advisors, as it deems necessary or desirable in connection with carrying out its duties as contemplated by this Charter, (b) to utilize the services of the financial advisors, counsel, and other consultants, agents, or advisors to the Company, to the extent that the Committee deems appropriate and advisable, to assist it carrying out its duties as contemplated by this Charter, (c) to direct and authorize its consultants, agents, and advisors to take, or refrain from taking, such actions as the Committee shall determine in its sole discretion, and (d) to enter into such arrangements providing for the retention, compensation,

reimbursement of expenses, and indemnification of such persons as the Committee determines to be necessary, appropriate or advisable, thereby obligating the Company to pay all fees, expenses and disbursements and to honor all other obligations of the Company under such contracts. Any communications between the Committee and legal counsel in the course of obtaining legal advice will be considered privileged communications of the Company and the Committee will take all necessary steps to preserve the privileged nature of those communications. Such independent advisors may be the regular advisors to the Company. The Committee is empowered, without further action by the Board, to cause the Company to pay the compensation of such advisors as established by the Committee. The Committee will assess the independence of its advisers providing compensation consulting advice with respect to director compensation in accordance with requirements of the New York Stock Exchange and the Securities and Exchange Commission.

6. Access to Records. In carrying out its duties and responsibilities, the Committee shall have full access to any relevant records, facilities or personnel of the Company.

7. Annual Self-Evaluation. At least annually, the Committee shall evaluate its own performance.

Last approved: August 2023. Last updated: August 2023.