EMERGENT

**EMERGENT BIOSOLUTIONS INC.**
**SCIENTIFIC REVIEW COMMITTEE CHARTER**

## A. Purpose

The purpose of the Scientific Review Committee (the "Committee") of the Board of Directors (the "Board") of Emergent BioSolutions Inc. (the "Company") is to assist the Board and management in evaluating the Company's investment in research and development ("R&D") and related technologies, including material acquisitions and in-licensing of product candidates.

## B. Structure and Membership

1. Members. The Committee shall consist of at least two members of the Board.

2. Chair. Unless the Board elects a Chair of the Committee, the Committee shall elect a Chair by majority vote. The Chair shall meet regularly with the Company's Chief Executive Officer.

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

4. Appointment and Removal. Members of the Committee shall be appointed by the Board, upon the recommendation of the Nominating and Corporate Governance Committee. The Board may remove members of the Committee from such committee, with or without cause, by a majority vote. A director's retirement, resignation or removal from the Board shall automatically constitute retirement, resignation or removal, as applicable, from the Committee.

## C. Authority and Responsibilities

**General**

The Committee shall discharge its responsibilities and shall assess the information provided by the Company's management, in accordance with its business judgment.

**Scientific Review Matters**

1. Scientific and Product Review. The Committee shall provide scientific advice and guidance to the Board regarding its governance and decisions related to existing products and technology platforms.

2. Portfolio Prioritization. The Committee shall review and advise the Board regarding the priorities with respect to the Company's research and development portfolio to ensure they are in alignment with the Company's corporate strategy.

3. Transaction Review. The Committee shall provide scientific advice and guidance to the Board with respect to its governance and decisions related to

material proposed acquisitions, in-licensing, collaborations and alliances with key scientific organizations.

4. 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; provided, however, that the Committee shall target meeting at least once per year for portfolio prioritization and on an as-needed basis for transaction reviews. The Committee may also act by unanimous written consent in lieu of a meeting. 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 as it deems appropriate from time to time under the circumstances. [The decision of any Committee member or subcommittee to whom approval authority is delegated shall be presented to the full Committee at its next scheduled meeting.]

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

4. Charter. The Committee shall periodically review and reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval.

5. Consulting Arrangements. The Committee shall have the power and authority to engage such consultants[, legal counsel or other advisors] as it deems necessary or appropriate to carry out its duties and responsibilities. Such consultants may be regular consultants, *ad hoc* consultants or former employees or directors[ and such other advisors may be the regular advisors to the Company]. In all cases, consulting arrangements should be based on written agreements appropriately reviewed by counsel for protection of confidentiality and intellectual property and compliance with other applicable Company policies and procedures.

6. Funding. The Committee is empowered, without further action by the Board, to cause the Company to pay the compensation, as determined by the Company, of any consultants[, legal counsel or other advisors] retained by the Committee and to pay the ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

7. Investigations. The Committee shall have the authority to conduct or authorize investigations into any matters within the scope of its responsibilities as it shall deem appropriate, including the authority to request any officer, employee or advisor of the Company to meet with the Committee or any advisors engaged by the Committee.

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

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

Last updated April 29, 2026