

LEXEO THERAPEUTICS, INC.
CHARTER OF THE SCIENCE AND TECHNOLOGY COMMITTEE
OF THE BOARD OF DIRECTORS

(Adopted April 22, 2024)

Purpose

The purpose of the Science and Technology Committee (the “**Committee**”) of the Board of Directors (the “**Board**”) of Lexeo Therapeutics, Inc. (the “**Company**”) shall be to:

- assist the Board in its oversight of the Company’s intellectual property, technology, research and development (“**R&D**”) programs and relevant scientific activities and advances; and
- monitor relevant emerging trends in science and technology and advising on potential impact to the Company.

Composition

1. **Membership and Appointment.** Members of the Committee shall be appointed by, and shall serve at the discretion of, the Board. The Committee shall consist of at least two members of the Board. Members of the Committee shall serve until their successors are duly elected and qualified or their earlier resignation. Vacancies occurring on the Committee shall be filled by the Board.
2. **Qualifications.** Each member of the Committee shall meet such qualifications as may be established by the Board from time to time. The Committee may invite to its meetings other Board members, Company management and such other persons as the Committee deems appropriate in order to carry out its responsibilities.
3. **Chairperson.** The Committee’s chairperson shall be appointed by the Board, or if the Board does not do so, the Committee members shall designate a chairperson by vote of a majority of the full Committee. The Chairperson of the Committee (or, in the Chairperson’s absence, a member designated by the Chairperson or the Committee) shall preside at each meeting of the Committee, set the agendas with input of management for the Committee meetings and report regularly to the Board regarding the Committee’s activities.

Meetings and Minutes

The Committee will meet at least quarterly and hold additional meetings as needed to fulfill its responsibilities as described in this Charter. Any member of the Committee or the Board may call a meeting of the Committee. The Committee may meet in person or by telephone or video conference. The Committee may act by unanimous written consent in lieu of a meeting.

Minutes of each meeting or any actions by written consent of the Committee shall be prepared and distributed to each director of the Company and the Secretary of the Company promptly after each meeting or action by written consent. The chairperson of the Committee shall report to the Board from time to time and whenever requested to do so by the Board.

Authority

Each member of the Committee shall have full access to all books, records, facilities and personnel of the Company as deemed necessary or appropriate by any member of the Committee to discharge his or her responsibilities hereunder.

The Committee shall have authority to pay, at the expense of the Company, ordinary administrative expenses that the Committee deems necessary or appropriate in carrying out its duties. Except as limited by applicable law, rules and regulations, the Committee shall have authority to request that any of the Company's personnel, Scientific Advisory Board ("SAB") members, or any other consultant or advisor to the Company, attend any meeting of the Committee or meet with any member of the Committee.

Responsibilities

To implement the Committee's purpose, the Committee shall have the responsibilities set forth below. These responsibilities are intended as a guide, with the understanding that the Committee will carry them out in a manner appropriate given the Company's needs and circumstances and applicable law. The Committee shall:

- Provide Scientific Oversight: The Committee shall review the scientific and R&D activities and programs of the Company to assist the Company with the development and use of its science and technology, and to advise the Board regarding the Company's progress in achieving long-term strategic R&D objectives set by the Board.
- Advise on External Developments: The Committee shall identify and discuss relevant external scientific research, discoveries, and commercial developments, and advise the Board to ensure well-informed decisions regarding competitive R&D strategies and investments.
- Review Transactions and Licenses: The Committee shall review and advise the Board on the scientific and R&D aspects of major technology-based transactions and licensing agreements that require Board approval.
- Review IP: The Committee may periodically conduct targeted reviews of the Company's patent portfolio and strategy, and at its discretion engage or consult with legal counsel or other advisors regarding the Company's intellectual property strategy.

- Provide Quality Oversight: The Committee shall periodically review and advise the Board of the Company's overall quality programs and processes for the Company's R&D and development programs.
- Provide Study Oversight: The Committee shall oversee risk management in the area of human and animal studies, including the periodic review of the Company's policies and procedures related to the conduct of human and animal studies and the use and publication of data derived from such studies.
- Review Advisors: The Committee shall periodically review with management the composition and effectiveness of the SAB and the members of the Committee may participate when appropriate in SAB meetings or other interactions with SAB members.
- Evaluate Performance: The Committee shall periodically conduct and present to the Board a self-performance evaluation of the Committee.
- Evaluate the Charter: The Committee shall periodically review the adequacy of this charter and recommend any proposed changes to the Board for approval.