

EDITAS MEDICINE, INC.

SCIENCE AND TECHNOLOGY COMMITTEE CHARTER

A. Purpose

The purpose of the Science and Technology Committee of the Board of Directors (the “Board”) of Editas Medicine, Inc. (the “Company”) is to assist the Board’s oversight of the Company’s research and development activities and to advise the Board with respect to strategic and tactical scientific issues.

B. Structure and Membership

1. Number. The Science and Technology Committee shall consist of such number of directors as the Board shall from time to time determine.
2. Chair. Unless the Board elects a Chair of the Science and Technology Committee, the Committee shall elect a Chair by majority vote.
3. Compensation. The compensation of Science and Technology Committee members shall be as determined by the Board.
4. Selection and Removal. Members of the Science and Technology Committee shall be appointed by the Board, upon the recommendation of the Nominating and Corporate Governance Committee. The Board may remove members of the Science and Technology Committee from such Committee, with or without cause.

C. Authority and Responsibilities

1. General. The Science and Technology Committee shall discharge its responsibilities, and shall assess the information provided to it by the Company’s management and others, in accordance with its business judgment.
2. Science and Technology Matters. In the discharge of its responsibilities, the Science and Technology Committee shall:
 - a. Review, evaluate, and advise the Board and management regarding the long-term strategic goals and objectives and the quality and direction of the Company’s research and development programs.
 - b. Monitor and evaluate trends in research and development and emerging technologies that may impact, or present an opportunity for, the Company, and report on such to the Board and management.
 - c. Recommend approaches to acquiring and maintaining technology positions (including but not limited to contracts, grants, collaborative efforts, alliances, and capital); advise the Board and management on the scientific aspects of business development transactions.

- d. Regularly review the Company's research and development pipeline.
 - e. Assist the Board with its oversight responsibility for enterprise risk management in areas affecting the Company's research and development pipeline.
3. Additional Duties. The Science and Technology Committee shall have such other duties as may be delegated from time to time by the Board.

D. Procedures and Administration

1. Meetings. The Science and Technology Committee shall meet as often as it deems necessary in order to perform its responsibilities. Such meetings 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 shall keep such records of its meetings as it shall deem appropriate.
2. Subcommittees. The Science and Technology 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 Science and Technology Committee shall report regularly to the Board.
4. Charter. The Science and Technology 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 Science and Technology Committee is authorized, without further action by the Board, to engage independent advisors such as key opinion leaders, consultants, legal advisors and other advisors as it deems necessary or appropriate to carry out its responsibilities. 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.
6. Investigations. The Science and Technology 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.
7. Self-Evaluation. The Science and Technology Committee shall periodically evaluate its own performance.

Adopted: June 15, 2018

Last updated: June 15, 2018