

AVROBIO, INC.

Science & Technology Committee Charter

I. General Statement of Purpose

The Science & Technology Committee of the Board of Directors (the “S&T Committee”) of AVROBIO, Inc. (the “Company”), on behalf of the Board of Directors (the “Board”), is responsible for assisting the Board in its oversight of management’s exercise of its responsibility to make significant scientific judgments relating to the Company’s research and development (“R&D”) activities and portfolio.

II. S&T Committee Composition

The number of individuals serving on the S&T Committee shall be fixed by the Board from time to time but shall consist of no fewer than two members.

The members of the S&T Committee shall be appointed annually by the Board and may be replaced or removed by the Board at any time with or without cause. Resignation or removal of the Director from the Board, for whatever reason, shall automatically constitute resignation or removal, as applicable, from this committee. Vacancies occurring, for whatever reason, may be filled by the Board. The Board shall designate one member of the S&T Committee to serve as Chair of the S&T Committee.

III. Meetings

The S&T Committee shall meet as often as it determines is appropriate to carry out its responsibilities. The S&T Committee may meet in person or by conference telephone or other communications equipment by means of which all persons participating in the meeting can hear each other, with any additional meetings as deemed necessary or appropriate by the S&T Committee. A majority of the members of the S&T Committee shall constitute a quorum for purposes of holding a meeting and the S&T Committee may act by a vote of a majority of members present at such meeting. In lieu of a meeting, the S&T Committee may act by unanimous written consent.

IV. S&T Committee Activities

The S&T Committee’s purpose and responsibilities shall be to:

- Review and advise the Board on the Company’s research and development (“R&D”) programs and progress in achieving R&D goals and objectives.
- Advise the Board on the scientific and R&D aspects of licensing, collaboration and acquisition transactions that require Board approval.

- Oversee management's exercise of its responsibility to assess and manage risks associated with the Company's R&D activities, clinical development and intellectual property.
- Make any recommendations to the Board that the Committee deems appropriate on any areas within its responsibility including where action or improvement is needed;
- Review and reassess the adequacy of this Charter annually and submit any proposed changes to the Board for approval.
- Undertake periodically a performance evaluation of the S&T Committee and report to the Board on the results of such evaluation.
- The S&T Committee may, in addition, perform such other functions as are consistent with its purpose or as may be requested by the Board.

V. General

- The S&T Committee may establish and delegate authority to subcommittees consisting of one or more of its members, when the S&T Committee deems it appropriate to do so in order to carry out its responsibilities.
- The S&T Committee shall make regular reports to the Board concerning areas of the S&T Committee's responsibility.
- In carrying out its responsibilities, the S&T Committee shall be entitled to rely upon advice and information that it receives in its discussions and communications with management and such experts, advisors and professionals with whom the S&T Committee may consult.
- The S&T Committee shall have the authority to request that any officer or employee of the Company, the Company's outside legal counsel, the Company's independent auditor or any other professional retained by the Company to render advice to the Company attend a meeting of the S&T Committee or meet with any members of or advisors to the S&T Committee. The S&T Committee shall also have the authority to engage legal, accounting or other advisors to provide it with advice and information in connection with carrying out its responsibilities and shall have sole authority to approve any such advisor's fees and other retention terms.

Adopted March 3, 2020 by the Board of Directors of AVROBIO, Inc.