

ELEVATION ONCOLOGY, INC.
RESEARCH AND DEVELOPMENT COMMITTEE CHARTER

(as adopted by the Board of Directors on April 5, 2024)

PURPOSE AND POLICY

The purpose of the Research and Development Committee (the “*Committee*”) of the Board of Directors (the “*Board*”) of Elevation Oncology, Inc. (the “*Company*”) is to review and provide advice for the Company’s research and development (“*R&D*”) programs on behalf of the Board, including (i) to assist the Board in its oversight of the Company’s strategic direction and investment in R&D, (ii) to identify and discuss significant emerging trends and issues in science and technology and consider the potential impact of such on the Company’s R&D, and (iii) to provide advice to the Company’s management and to the Board in connection with the allocation, deployment, utilization and investment of resources in the Company’s R&D.

The policy of the Committee, in discharging these obligations, shall be to maintain and foster open communications among the Board, the Committee and the Company’s R&D management pertaining to the Company’s R&D programs and initiatives.

This Charter sets forth the authority and responsibility of the Committee in fulfilling its purpose.

MEMBERSHIP

Size and Appointment

The Committee will consist of two or more members of the Board, with the exact number determined by the Board. All members of the Committee will be appointed by the Board and will serve at the Board’s discretion. Members of the Committee may be replaced or removed by the Board at any time, with or without cause. Resignation or removal of a director from the Board, for whatever reason, will automatically constitute resignation or removal, as applicable, from the Committee.

Qualifications

Members of the Committee must meet any criteria required by applicable law, the rules and regulations of the U.S. Securities and Exchange Commission (the “*Commission Rules*”) or of the securities exchange on which the Company’s securities are listed (the “*Exchange Rules*”) or such other qualifications as are established by the Board from time to time.

Chairperson

The Board may appoint a member of the Committee to serve as the chairperson of the Committee (the “*Chair*”). If the Board does not appoint a Chair, the Committee members may designate a Chair by majority vote. The Chair will set the agenda for, preside over and conduct the proceedings of, Committee meetings.

RESPONSIBILITIES AND DUTIES

The principal responsibilities and duties of the Committee are set forth below. These responsibilities and duties are set forth as a guide, with the understanding that the Committee will carry them out in a manner that is appropriate given the Company's needs and circumstances. The Committee may perform such other functions as are consistent with its purpose and applicable law, rules and regulations, as the Board may request or prescribe, or as the Committee deems necessary or appropriate consistent with its purpose.

The Committee will:

1. Review and provide advice to the Company on its R&D programs and on its progress in achieving strategic research, development and commercialization objectives.
2. Regularly review the Company's programs and product candidate pipeline.
3. Review external scientific and clinical research, discoveries and commercial developments, as appropriate, and identify and discuss new and emerging trends in healthcare, science, and technology to assist the Company's management in making well informed choices in the investment of its R&D resources.
4. From time to time, (a) report to and advise the Board regarding the quality, direction and competitiveness of the Company's R&D programs and initiatives, (b) provide strategic recommendations to the Board on such R&D and associated business development programs and initiatives, (c) review and make recommendations to the Board on the Company's internal and external investments in science and technology pertaining to R&D, and (d) review, evaluate and advise the Board regarding the Company's progress in achieving its long-term strategic R&D goals and objectives.
5. Review with management the Company's major risk exposures in areas relating to the Company's research and development, product candidate pipeline and clinical trial safety.
6. Assist the Company's management, as requested, in identifying experts to provide strategic technical advice regarding the Company's R&D programs and initiatives.
7. Perform such other duties as may be delegated to the Committee from time to time by the Board.

MEETINGS AND ACTIONS WITHOUT A MEETING

Meetings of the Committee will be held from time to time, as determined by the Committee. A quorum of the Committee for the transaction of business will be a majority of its members. The Committee also may act by unanimous written consent in lieu of a meeting in accordance with the Company's Bylaws.

MINUTES AND REPORTS

The Committee will maintain written minutes of its meetings and copies of its actions by written consent, and will file such minutes and copies of written consents with the minutes of the meetings of the Board. The Committee will regularly report to the Board on its activities.

DELEGATION OF AUTHORITY

The Committee may from time to time, as it deems appropriate and to the extent permitted under applicable law, the Exchange Rules, the Commission Rules and the Company's Certificate of Incorporation and Bylaws, form and delegate, either exclusively or non-exclusively, authority to subcommittees. Subcommittees of the Committee will consist of one or more members of the Committee who will regularly report on their activities to the Committee.

REVIEW OF COMMITTEE COMPOSITION, PERFORMANCE AND CHARTER

The Committee will evaluate on an annual basis the Committee's composition and performance. The Committee will also review and reassess the adequacy of this Charter annually, and recommend to the Board any changes the Committee determines appropriate.