

IVERIC BIO, INC.

BUSINESS DEVELOPMENT AND STRATEGY COMMITTEE CHARTER

A. Purpose

The purpose of the Business Development and Strategy Committee (the “BD & Strategy Committee”) of the Board of Directors (the “Board”) of IVERIC bio, Inc. (the “Company”) is to review, evaluate, assist in the oversight of and advise the Board regarding the Company’s business development relationships, related transactions and overall corporate strategy.

A. Structure and Membership

1. Number. The BD & Strategy 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 BD & Strategy Committee, the BD & Strategy Committee shall elect a Chair by majority vote.
3. Compensation. The compensation of BD & Strategy Committee members shall be as determined by the Board.
4. Selection and Removal. Members of the BD & Strategy Committee shall be appointed by the Board, upon the recommendation of the Nominating and Corporate Governance Committee of the Board. The Board may remove members of the BD & Strategy Committee from such committee, with or without cause.

B. Authority and Responsibilities

1. General. The BD & Strategy Committee shall discharge its responsibilities, and shall assess the information provided to it by the Company’s management and others, in each case, in accordance with its business judgment.
2. Business Development and Strategy Matters. In the discharge of its responsibilities, the BD & Strategy Committee shall:
 - review, evaluate and advise the Company’s management and the Board regarding the growth and development of the Company’s product portfolio and the Company’s strategic direction and corporate strategy;
 - monitor and evaluate relevant industry trends;
 - assist the Board in the oversight of the Company’s activities and strategy with respect to intellectual property, technology development, lifecycle management, and other business development and planning matters, and

recommend to the Board any actions that it deems appropriate regarding such matters;

- based on the Company's business and corporate strategy, assist and advise management and the Board on the Company's approach to business development, including on desired or appropriate transaction structures and companies with which to engage related to existing programs and on potential collaboration, licensing or acquisition opportunities;
- review and discuss management proposals for strategic transactions (including collaborations), mergers, acquisitions (including, to the extent appropriate, joint ventures and investments in new businesses and technologies), dispositions and other business development opportunities, and recommend to the Board any actions that it deems appropriate regarding such matters;
- provide advice to management on engagement of strategic, financial and business development advisors to support the execution of its business development and corporate strategy;
- review the Company's key business relationships, including significant collaborators, and advise on alliance management and long-term relationship planning;
- review and discuss other business development and planning matters and recommend to the Board any actions that it deems appropriate regarding such matters; and
- provide advice on budgeting and capital raising issues related to the foregoing.

3. Additional Duties. The BD & Strategy Committee shall have such other duties as may be delegated from time to time by the Board.

4. Scope / Limitations. For the avoidance of doubt, absent an express delegation by the Board, the role of the BD & Strategy Committee with respect to any specific transaction is intended to be advisory and to provide recommendations to the Board for approval.

C. Procedures and Administration

1. Meetings. The BD & Strategy 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 BD & Strategy Committee deems appropriate. The BD & Strategy Committee may also act by unanimous written consent in lieu of a meeting.

2. Minutes. The BD & Strategy Committee shall keep minutes of its meetings in a form that it shall deem appropriate and report the same to the Board upon request.
3. Subcommittees. The BD & Strategy 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.
4. Reports to the Board. The BD & Strategy Committee shall report regularly to the Board.
5. Charter. The BD & Strategy 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.
6. Independent Advisors. The BD & Strategy Committee is authorized, without further action by the Board, to engage such independent legal 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 BD & Strategy Committee is empowered, without further action by the Board, to cause the Company to pay the compensation of such advisors as established by the BD & Strategy Committee.
7. Involvement of Company Employees and Advisors. The BD & Strategy Committee may from time to time request any officer, employee or advisor of the Company to meet with the BD & Strategy Committee or any advisors engaged by the BD & Strategy Committee.
8. Self-Evaluation. The BD & Strategy Committee shall periodically evaluate its own performance.

Adopted: June 2022