OMEGA THERAPEUTICS, INC.

RESEARCH AND DEVELOPMENT AND SCIENCE COMMITTEE CHARTER

A. Purpose

The purpose of the Research and Development and Science Committee (the "*RDS Committee*") of the Board of Directors (the "*Board*") of Omega Therapeutics, Inc. (the "*Company*") is to assist the Board in its oversight of the Company's platform and pipeline, including early clinical activities, and to provide advice and recommendations to the Board regarding such activities.

B. Structure and Membership

1. <u>Number</u>. The RDS Committee shall consist of such number of directors as the Board shall from time to time determine.

2. <u>Chair</u>. Unless the Board elects a Chair of the RDS Committee, the Committee may elect a Chair by majority vote.

3. <u>Compensation</u>. The compensation of RDS Committee members shall be as determined by the Board.

4. <u>Selection and Removal</u>. Members of the RDS Committee shall be appointed by the Board. The Board may remove members of the RDS Committee from such Committee, with or without cause.

5. <u>Rules and Procedures</u>. The Committee has the authority to establish its own rules and procedures for notice and conduct of its meetings so long as they are not inconsistent with any provisions of the Company's bylaws that are applicable to the Committee.

C. Authority and Responsibilities

1. The RDS Committee shall periodically review the Company's current and planned platform and pipeline, including early clinical and clinical development programs.

2. The RDS Committee shall advise the Board in matters relating to clinical and product development that may impact the Company's business.

The RDS Committee's authority and responsibilities are limited to advising and making recommendations to the Board.

D. Procedures and Administration

1. <u>Meetings</u>. The RDS Committee shall meet as often as it deems necessary in order to perform its responsibilities. 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. <u>Subcommittees</u>. The RDS 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. <u>Reports to the Board</u>. The RDS Committee shall report to the Board from time to time as it deems necessary or appropriate.

4. <u>Charter</u>. The RDS 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. <u>Independent Advisors</u>. The RDS 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 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.

* * * * *