

**SYNDAX PHARMACEUTICALS, INC.**  
**SCIENCE & TECHNOLOGY COMMITTEE CHARTER**

**I. Purpose**

The purpose of the science and technology committee (the “*Committee*”) of the Board of Directors (the “*Board*”) of Syndax Pharmaceuticals, Inc. (the “*Company*”) is to assist and advise the Board with respect to scientific research and development matters.

**II. Membership**

The Committee shall consist of two or more directors of the Board, with the exact number determined by the Board. The members of the Committee, including the chairperson (the “*Chair*”) of the Committee, shall be appointed by the Board upon the recommendation of the Nominating and Corporate Governance Committee. If the Board does not appoint a Chair, the Committee members may designate a Chair by majority vote. Committee members shall serve for such term or terms as the Board may determine or until earlier resignation or death. Committee members may be removed from the Committee, with or without cause, by the Board.

**III. Meetings and Procedures**

1. The Committee shall meet as often as it deems necessary, but in no event less than annually.
2. Any member of the Committee or the Board may call a meeting of the Committee.
3. The Chair will set the agenda for Committee meetings and conduct the proceedings of those meetings.
4. The Committee may delegate authority to one or more members of the Committee as it deems appropriate from time to time.
5. The Committee may request that any directors, officers or employees of the Company, or other persons whose advice and counsel are sought by the Committee, attend any meeting to provide such information as the Committee requests.
6. The Committee shall fix its own rules of procedure, which shall be consistent with the Bylaws and this Charter.
7. The Committee is governed by the same rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board.

**IV. Duties and Responsibilities**

The principal duties and responsibilities of the Committee in serving the purposes outlined in Section I of this Charter are set forth below. These 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 supplement them as appropriate and may establish policies and procedures from time to time that it deems necessary or advisable in fulfilling its responsibilities.

The Committee will:

1. Provide recommendations to the Board and management on research and development portfolio structure and optimization;
2. Provide recommendations to the Board and management on path to clinic and path to market strategies for the Company's programs;
3. Provide recommendations to the Board and management on potential buy-side business development opportunities from a scientific, medical and regulatory perspective;
4. Assist management in screening and technically evaluating buy-side business development opportunities from a scientific, medical and regulatory perspective;
5. Support management in strategizing, messaging and networking with respect to sell-side business development opportunities from a scientific and technical perspective;
6. Perform such other functions as may be deemed necessary or convenient in efficiently carrying out the foregoing; and
7. Any other such function as the Board may from time to time assign to the Committee.

#### **V. Studies and Advisers**

The Committee, in discharging its responsibilities, may conduct, direct, supervise or authorize studies of, or investigations into, matters within the Committee's scope of responsibility, with full access to all books, records, facilities and personnel of the Company. The Committee shall have the authority, in its sole discretion, to retain or obtain the advice and assistance of outside legal counsel and other consultants, accountants, experts and such other advisers as it deems necessary (each a "**Consultant**," and collectively, the "**Consultants**") to assist the Committee in connection with its functions, including any studies or investigations. The Committee shall be directly responsible for the appointment, compensation, and oversight of the work of any Consultant retained by the Committee. The Company will provide for appropriate funding, as determined by the Committee, for (i) payment of reasonable compensation to any Consultant retained by the Committee and (ii) ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties and functions.

The Committee is not required to implement or act consistently with the advice or recommendations of its Consultants, and the Committee's ability or obligation to exercise its own judgment in fulfillment of its duties shall not be affected by the authority granted in this Charter.

#### **VI. Minutes and Reports**

The Committee will maintain written minutes of its meetings and copies of its actions by written consent, and will cause such minutes and copies of written consents to be filed with the minutes of the meetings of the Board. The Committee shall report regularly to the Board regarding its actions and make recommendations to the Board as appropriate.

#### **VII. Delegation of Duties**

In fulfilling its responsibilities, the Committee shall be entitled to delegate any or all of its responsibilities to a subcommittee of the Committee, but only to the extent consistent with the Company's

certificate of incorporation, Bylaws, Corporate Governance Guidelines, Nasdaq rules and other applicable law.

**VIII. Review of Charter**

The Committee will review and reassess the adequacy of this Charter at least annually and recommend to the Board any changes the Committee determines are appropriate.

**IX. Publication**

The Company shall make this Charter freely available to stockholders on request and, provided that the Company is subject to the periodic reporting requirements of the Exchange Act, shall publish it on the Company's website.

**Effective:** May 11, 2022