

MYOKARDIA, INC.

Science and Technology Committee Charter

Organization

The Science and Technology Committee of the Board of Directors (the “**Committee**”) of MyoKardia, Inc. (the “**Company**”) was established pursuant to Article II, Section 15 of the Bylaws of the Company. The Board of Directors of the Company (the “**Board**”) will appoint Committee members for such terms as may be determined by the Board. The Board may remove or replace any Committee member at any time, with or without cause. Resignation or removal of a Director from the Board, for whatever reason, shall automatically constitute resignation or removal, as applicable, from the Committee. Vacancies occurring, for whatever reason, may be filled by the Board. The Board will also appoint the Chairperson for the Committee.

A majority of the Committee shall constitute a quorum. In determining whether a director is eligible to serve on the Committee, the Board may consider whether the director is affiliated with the Company, a subsidiary of the Company or an affiliate of a subsidiary of the Company to determine whether such affiliation would impair the director’s judgment as a member of the Committee.

Purpose

The purpose of the Committee is to assist the Board’s oversight of the Company’s research and development activities and to advise the Board with respect to strategic scientific issues.

Meetings

The Committee generally is to meet at least two (2) in person meetings whenever possible and quarterly updates to coincide with Board of Director Meetings. Four (4) times per year in person, at such times and places as it deems appropriate, 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 by the Committee. A majority of the members of the Committee shall constitute a quorum for purposes of holding a meeting and the Committee may act by a vote of a majority of members present at such meeting. In lieu of a meeting, the Committee may act by unanimous written consent. The Chairperson of the Committee, in consultation with the other members and management, may set meeting agendas consistent with this Charter. Executive committee sponsor for the Committee shall be the head of research.

Duties and Responsibilities

The Committee shall have the following specific duties and responsibilities:

- Advise and recommend approval of and changes to R&D strategy to the Board. Ensure that appropriate metrics are established to track performance towards research and development goals.

- Assist scientific leadership in the creation and evaluation of standing advisory boards for the purpose of providing strategic input into R&D planning. Ensure that Company investments in R&D integrate new and emerging trends in pharmaceutical science, technology and regulation
- Review, evaluate and advise the Board regarding the Company's progress in achieving its long-term strategic R&D goals and objectives.
- Review, evaluate and advise the Board regarding the quality, direction and competitiveness of the Company's R& D programs.
- Provide assistance to the Compensation Committee in setting any pipeline or development performance goals under the Company's incentive compensation programs and reviewing the performance results.
- Provide assistance to the Compensation Committee in assessing the capabilities of the Company's key scientific personnel, and the depth and breadth of the Company's scientific resources.
- At the direction of the Nominating and Corporate Governance Committee, the Committee shall perform a periodic performance evaluation of the Committee and report to the Board on the results of such evaluation.
- The Committee shall review and reassess the adequacy of this Charter periodically and submit any proposed changes to the Board for approval.

In addition to the specific powers set forth in this Charter, the Committee shall have such powers as may be necessary or appropriate for it to efficiently carry out its duties hereunder.

General

- The Committee shall regularly update the Board about its activities and recommendations.
- The Committee shall have full access to all books and records of the Company in carrying out its duties under this charter.
- The Committee may establish and delegate authority to one or more subcommittees consisting of one or more of its members, when the Committee deems it appropriate to do so in order to carry out its responsibilities.
- The Committee shall make regular reports to the Board concerning areas of the Committee's responsibility.
- In carrying out its responsibilities, the 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 Committee may consult.

The Committee shall have the authority to request that any officer or employee of the Company, the Company's outside legal counsel or any other professional retained by the Company to render advice to the Company attend a meeting of the Committee or meet with any members of or advisors to the Committee.

- The Committee shall perform such other functions as may be requested by the Board from time to time.

Adopted and Effective: March 9, 2016