

# CRISPR THERAPEUTICS AG

## Charter of the Lead Independent Director

(Adopted by the Board of Directors on December 9, 2021)

If at any time the Board of Directors (the “Board”) of CRISPR Therapeutics AG (the “Company”) does not have an independent, non-employee Chairperson, then the independent directors of the Board will annually elect an independent director to serve in a lead capacity (the “Lead Independent Director”).

For purposes of this Charter, “independent” means meeting the requirements for independent directors under Nasdaq Stock Market Listing Rule 5605(a)(2) and the applicable independence requirements promulgated by the U.S. Securities and Exchange Commission, any other exchange upon which securities of the Company are traded, or any other governmental or regulatory body exercising authority over the Company.

The Lead Independent Director coordinates the activities of the other independent and non-employee directors and performs such other duties and responsibilities as the Board may determine from time to time.

The specific powers and responsibilities of the Lead Independent Director are as follows:

### **Preside at Executive Sessions**

- Preside at all meetings of the Board at which the Chairperson is not present, including executive sessions of independent and non-employee directors.

### **Meetings of Independent Directors**

- Call meetings of the independent and non-employee directors, if and as needed.
- Ensure that independent and non-employee directors have adequate opportunities to meet and discuss issues in sessions of directors without management present.

### **Function as a Liaison with the Chairperson**

- Serve as the principal liaison on Board-wide issues between the independent and non-employee directors and the Chairperson.

### **Approve appropriate provision of information to the Board such as Board meeting agendas and schedules**

- Advise the Chairperson on, and approve, information sent to the Board, including its quality, quantity and timeliness.
- Be consulted in connection with meeting agenda items and, as appropriate, facilitate the Board’s input on such items and its approval of the number and frequency of Board meetings and meeting schedules, to assure that there is sufficient time for discussion of all agenda items.
- Ensure directors have adequate resources, especially by way of full, timely and relevant information to support their decision making and effectively and responsibly perform their duties.

### **Facilitate Retention of Outside Advisors and Consultants**

- Facilitate the retention of outside advisors and consultants who report directly to the Board on Board-wide issues.

### **Shareholder Communication**

- Engage with shareholders, as appropriate.