INOVIO PHARMACEUTICALS, INC.

CHARTER OF THE SCIENCE REVIEW AND OVERSIGHT COMMITTEE OF THE BOARD OF DIRECTORS

PURPOSE

THE PURPOSE OF THE SCIENCE REVIEW AND OVERSIGHT COMMITTEE (the "**Committee**") of the Board of Directors (the "**Board**") of **INOVIO PHARMACEUTICALS, INC.** (the "**Company**") is to oversee the Company's research and development strategy, goals and objectives and the implementation thereof, including the Company's clinical development and regulatory strategy, goals and objectives and the implementation thereof; and related activities (collectively, "**R&D Matters**").

DELEGATION OF AUTHORITY

The Committee shall have the power and authority to act as and for the Board in any and all R&D Matters and undertake such other duties and responsibilities as the Board shall require or request from time to time. The Committee also shall have the power and authority necessary and/or appropriate for it to fulfill its duties and responsibilities set forth in this Charter. The Committee shall discharge its duties and responsibilities under this Charter by performing reasonable, necessary and appropriate oversight over the various operational activities of the Company's R&D Matters, programs and activities, as performed by the appropriate employees of the Company and timely reported to the Committee by the Company's management.

MEMBERSHIP AND ORGANIZATION

1. **Composition**. The Committee shall consist of at least two (2) members of the Board, with the exact number to be determined by the Board from time to time. The Committee shall include at least two (2) independent members, as independence is defined in accordance with the rules, regulations, and standards of the Nasdaq Stock Market LLC ("**Nasdaq**"), and as determined in the business judgment of the Board.

2. **Selection and Removal**. Members of the Committee shall be appointed by the Board and the Board shall have the right to remove members with or without cause. The Board shall promptly designate a successor if a member's removal or resignation causes the number of Committee members (or independent Committee members) to be less than two.

3. **Chairperson**. The Board shall designate one Committee member as chairperson (the "**Chairperson**") upon the recommendation of the Nomination and Corporate Governance Committee, or delegate the authority to designate the Chairperson to the Committee, in which case the Committee may designate the Chairperson by majority vote.

MEETINGS AND PROCEDURES

1. **Meetings**. The Chairperson or a quorum may call a meeting of the Committee. The Committee shall meet at least quarterly. Meetings of the Committee may be held in person and/or via teleconference or videoconference facilities.

2. **Quorum and Action**. A majority of the Committee shall constitute a quorum for the transaction of business, and the action by a majority of those present at a meeting at which a quorum is present shall be the act of the Committee.

3. Action by Unanimous Written Consent. Action may be taken by the Committee without a meeting if all of the members of the Committee indicate their approval thereof in writing.

4. Governance. The Committee shall determine its own rules of procedure, which shall be consistent with the Bylaws of the Company and this Charter.

5. Subcommittees. The Committee shall have the authority to delegate to subcommittees of the Committee any of the responsibilities of the full Committee as may be permitted by applicable laws, rules, or regulations, and in accordance with the listing standards set forth by Nasdaq. Any such subcommittee shall report on its activities to the full Committee at its next meeting.

6. Agendas. The Chairperson, in conjunction with the Company's Chief Medical Officer (the "**CMO**"), shall be responsible for preparing meeting agendas. Additional input for meeting agendas shall come from other Committee members, Company management and outside advisors, as deemed appropriate by the Chairperson.

7. Minutes. The Committee shall keep minutes of its meetings and report the same to the Board from time to time.

8. Independent Advisors. The Committee shall have the authority to engage external advisors, including legal counsel as it deems necessary or appropriate to carry out its responsibilities. The Committee is empowered, without further action by the Board, to approve fees and expenses of such advisors.

9. Charter. The Committee shall from time to time, as it deems appropriate, review and assess the adequacy of this Charter and recommend any proposed changes to the Board for approval.

10. Self-Assessment. The Committee shall, from time to time, engage in a self-assessment with the goal of identifying and implementing improvements to the Committee and its procedures, and report on its conclusions in this regard to the Board.

DUTIES AND RESPONSIBILITIES

1. Review, Assessment and Oversight Responsibilities. The Committee shall:

a. Review, assess and oversee the Company's R&D Matters, including periodically reviewing and assessing information provided by the Company's management regarding the Company's clinical development and regulatory development goals, strategies, initiatives, programs, and activities and providing guidance with respect thereto;

b. Review and advise the Board, management and the Company's clinical development and regulatory personnel regarding clinical development and regulatory strategy and implementation;

c. Discuss with management the Company's ongoing relationship and formal communications with the FDA and other relevant agencies, including foreign regulators outside of the U.S.;

d. Review, discuss and advise management with respect to the design, conduct and reporting of results and data with respect to all clinical trials, or data compilations or analyses intended to form the basis for new drug applications or other applicable marketing approvals to any governing regulatory agency, with particular focus on any agreements, protocols, understandings with or advice or recommendations with or by any reviewing regulatory agency;

e. Discuss with management the Company's compliance with any agreements, protocols, or understandings with the FDA or other relevant agencies governing the conduct of clinical trials,

tests, or other studies or analyses, and evaluate the need for remedial action and/or disclosures to address any significant or material deviations with any agreements or other understandings with the relevant agencies;

f. Review and discuss disclosure of the results of clinical trials, as well as clinical holds;

g. Review, discuss and advise management with respect to advances in and recommended additions and/or changes to relevant science, technology and/or therapeutic focus, as well as proposed and ongoing collaboration arrangements;

h. Review, monitor and advise management with respect to significant emerging scientific, clinical development and regulatory innovations, trends, procedures and competitive activities relevant to the Company's research programs, clinical development programs and regulatory strategy; and provide feedback regarding potential favorable and/or adverse impacts of such innovations, trends and competitive activities upon the Company's programs, plans, policies and practices;

i. Assist the Board and management in identifying experts to provide strategic and technical advice regarding the Company's clinical development and regulatory objectives, programs and initiatives;

j. Review and evaluate the infrastructure and resources made available by the Company for its clinical development programs and regulatory activities, and make recommendations regarding such infrastructure and the resources necessary or desirable to accomplish the Company's clinical development and regulatory objectives; and

k. Prepare and make a bi-annual report to the full Board regarding all clinical trials underway, including but not limited to, all significant clinical data, results, studies, or analyses of drug safety and efficacy and all significant communications with reviewing regulatory agencies relating thereto.

2. Disclosures. In conjunction with the Board and the Audit Committee of the Board, the Committee shall assist with oversight of the proper and timely disclosure by the Company of the facts and attendant risks regarding any significant or material developments, issues or problems arising out of or relating to ongoing clinical trials, tests, or other studies or analyses in public statements and filings with the U.S. Securities and Exchange Commission.

3. Reports. The Committee shall report to the Board at regularly scheduled meetings of the Board. In addition, the Company's Chief Executive Officer (the "**CEO**") shall periodically report to the Board on R&D Matters. The CEO report shall contain the necessary specificity of detail regarding operational events so that the Committee and the Board may properly discharge their respective duties and responsibilities under this Charter and any other obligations that the Company has assumed.

4. Access to Personnel. Consultants and Information. The Committee shall have access to the books, records, facilities, and personnel of the Company with respect to any matters within the scope of its responsibilities, as it shall deem appropriate. In addition, the Committee shall have access to the Company's Scientific Advisory Board and its books and records with respect to any matters within the scope of its responsibilities, as it shall deem appropriate.

5. Committee Staff. The Company's CMO shall be the primary liaison between the Committee and Company management. Subject to the approval of the Chairperson, the CMO may recommend the invitation of other Company employees and consultants to Committee meetings on an ongoing or episodic basis, and shall request assistance from other employees and consultants so as to fulfill his/her duties and responsibilities to the Committee.

Approved: May 16, 2023