

KARYOPHARM THERAPEUTICS INC.
COMMERCIALIZATION AND PORTFOLIO COMMITTEE CHARTER
Adopted by the Board of Directors on August 26, 2021

A. Purpose

The purpose of the Commercialization and Portfolio Committee (the “Committee”) of the Board of Directors (the “Board”) of Karyopharm Therapeutics Inc. (the “Company”) is to assist the Board in its oversight of the Company’s (i) commercial and medical affairs activities and (ii) research and development (“R&D”) portfolio management and to perform such other functions as may be deemed necessary or convenient in carrying out the foregoing. The Committee shall have all powers necessary and proper to fulfill all such duties and responsibilities.

B. Structure and Membership

1. Number. The Committee shall consist of such number of directors as the Board shall from time to time determine, but shall consist of no fewer than two members. In determining whether a director is eligible to serve as a Committee member, the Board shall consider the director’s commercial, marketing, sales, regulatory, compliance, technical, scientific and/or medical expertise, as well as any other relevant operational or business experience.
2. Independence. Except as otherwise permitted by applicable Nasdaq rules, each member of the Committee shall be an “independent director” as defined by Nasdaq Rule 5605(a)(2).
3. Chair. Unless the Board elects a Chair of the Committee, the Committee shall elect a Chair by majority vote.
4. Compensation. The compensation of Committee members shall be as determined by the Board.
5. Selection and Removal. Members of the Committee shall be appointed by the Board, upon the recommendation of the Nominating, Corporate Governance & Compliance Committee. The Board may remove members of the Committee from such Committee at any time, with or without cause.

C. Authority and Responsibilities

The Committee shall discharge its responsibilities, and shall assess the information provided to it by the Company’s management and others, in accordance with its business judgment.

The Committee shall have the following responsibilities:

1. Provide strategic, directional and operational advice and guidance to the Company regarding its commercial, medical affairs and R&D portfolio strategies, plans and programs.

2. Evaluate the alignment of the Company's commercial, medical affairs and R&D programs and progress with the Company's strategic goals and objectives.
3. Conduct periodic in-depth reviews of the Company's product development pipeline, intellectual property portfolio and commercial strategies, including the execution thereof.
4. Review commercial and medical launch strategies prior to regulatory approval of new products or indications.
5. Advise and oversee the R&D elements of the Company's long-range plan and lifecycle management plans, including at investment decision points of a products' lifecycle and the selection of external clinical and scientific advisors.
6. Review, evaluate and advise the Board regarding the Company's portfolio decision making process, its identification, prioritization and optimization of R&D investments and the resulting effects on the Company's growth, performance and competitive position.
7. Advise the Company on development of its governance, processes, organizational structure and other elements necessary internal and external commercial, medical affairs and R&D portfolio decision making.
8. Review, evaluate and advise the Board on the overall quality, competitiveness, strategy, direction and effectiveness of the Company's R&D programs.
9. Advise the board and management on the scientific and R& D aspects of business development transactions.
10. Provide oversight of the scientific rationale across all of the Company's clinical studies, including the Company's position and strategies in relation to emerging scientific trends and activities critical to the success of the Company's R&D programs.

D. Procedures and Administration

1. Meetings. The Committee shall meet as often as it deems necessary in order to perform its responsibilities but no less than quarterly. A majority of the members of the Committee shall constitute a quorum for purposes of holding a meeting, and the Committee may act by vote of a majority of members present at the meeting. 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. Subcommittees. The 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. Reports to the Board. The Committee shall report regularly to the Board.

4. Charter. The 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. Independent Advisors. The 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.
6. Investigations. The Committee shall have the authority to conduct or authorize investigations into any matters within the scope of its responsibilities as it shall deem appropriate, including the authority to request any officer, employee or advisor of the Company to meet with the Committee or any advisors engaged by the Committee.
7. Self-Evaluation. At the direction of the Nominating, Corporate Governance & Compliance Committee, the Committee shall periodically evaluate its own performance.