

IMMUNITYBIO, INC.

DISCLOSURE COMMITTEE CHARTER

(As reviewed and approved on August 2, 2019. As further amended March 1, 2021 to update the name of the Company (as defined below) in connection with the merger with ImmunityBio, Inc.)

PURPOSE:

The purpose of the Disclosure Committee (the “**Committee**”) of ImmunityBio, Inc. (the “**Company**”) is to consider the materiality of information and to determine disclosure obligations and to report such matters to the Chief Executive Officer (“**CEO**”) and Chief Financial Officer (“**CFO**”) and, together with the CEO, “**Certifying Officers**”) with the goal of ensuring that the information required in the Company’s reports filed under the Securities Exchange Act of 1934, as amended, is recorded, processed, summarized and reported on a timely and accurate basis. In furtherance of this purpose, the Committee shall design, adopt and implement procedures and policies in connection with the information-gathering and reporting process, including those set forth below.

COMMITTEE MEMBERSHIP AND ORGANIZATION:

1. The Committee is established pursuant to the authority of the Certifying Officers and is intended to follow the suggestion of the Securities and Exchange Commission (“**SEC**”) that is contained in SEC Release No. 33-8124, 34-46427 “Certification of Disclosure in Companies’ Quarterly and Annual Reports” to establish a disclosure committee.
2. The Committee shall be chaired by the CFO, (or as otherwise determined by the President and CFO). The Committee Chairperson’s responsibilities shall be to coordinate the activities and internal communication of the Committee, to call meetings of the Committee as appropriate, to coordinate communication with outside legal counsel in a manner consistent with preserving the attorney-client privilege, and to serve as the principal liaison between the Committee and the President and CFO, while implementing the information gathering processes in accordance with the requirements of this charter within the various business units or departments of the Company.
3. The members of the Committee shall be no fewer than three (3) officers of the Company from relevant developmental backgrounds, including the Company’s President and CFO. Committee members shall consult with the Company’s management, investor relations function, independent auditors, legal counsel, Audit Committee (in particular, the financial expert members of the Audit Committee), and Board of Directors, as appropriate. Representatives of the Company’s outside counsel, representatives of the Company’s independent auditors and other personnel of the Company or representatives of its outside advisors may be invited to attend meetings of the Committee, as the Committee deems necessary or appropriate in performing its functions.

4. Changes to the membership of the Committee shall be determined by the President and CFO as necessary in light of changes in the Company's business, operations, organization or management.

COMMITTEE RESPONSIBILITIES AND AUTHORITY:

The Committee reports to the Certifying Officers, who, in consultation with legal counsel, maintain ultimate decision making authority regarding our external disclosures. The Committee's responsibilities are to assist the Certifying Officers in:

1. Establishing and maintaining a process ("**Disclosure Controls**") designed to ensure that information required to be disclosed by the Company in its filings with the SEC and other information that the Company discloses to the investment community is recorded, processed and summarized and reported accurately and timely. Disclosure controls will include sub-certifications in such form and to be executed by such persons determined by the Committee to be appropriate and policies and procedures to assess the effectiveness of the Disclosure Controls;
2. Consulting with the Company's internal audit function (if any) regarding the Company's internal controls;
3. Preparing the quarterly, annual and current reports and proxy statements, including the preparation of time and responsibility schedules for such documents;
4. Evaluating the Company's Disclosure Controls as of the end of each fiscal quarter;
5. Documenting the procedures taken in preparing the quarterly, annual and current reports and proxy statements and evaluating the Company's disclosure controls and procedures; and
6. Certifying the Company's quarterly and annual reports.

In addition, the Committee shall:

1. Design, adopt and implement appropriate procedures and policies, and monitor these procedures and policies, to ensure accurate and timely collection of information for inclusion into the Company's periodic and current SEC reports and the Company's quarterly earnings press releases.
2. Establish and review timelines relating to the preparation and filing of the Company's quarterly earnings press releases and periodic SEC reports.
3. Establish as appropriate policies and procedures to ensure relevant Company personnel timely report to the Committee information potentially requiring disclosure.

4. Establish responsibility and lines of communication throughout the Company's operations and business units for collecting relevant information on a timely basis, including making periodic inquiries with relevant Company personnel possessing information potentially requiring disclosure.
5. Review drafts of quarterly earnings press releases and periodic and current SEC reports undergoing preparation for filing, including final drafts.
6. Meet periodically during the preparation of quarterly earnings press releases and periodic SEC reports to discuss disclosure matters and filings made by the Company to ensure completeness and accuracy of content.
7. Meet at regular intervals to discuss matters potentially requiring disclosure, in periodic SEC reports (including but not limited to prior to annual and quarterly SEC filings), current SEC reports or otherwise.
8. Coordinate, as necessary, the review of quarterly earnings press releases and periodic and current SEC reports with the Certifying Officers, the Company's independent accountants, internal auditors (if any), outside counsel and the audit committee.
9. Periodically report to the Certifying Officers (in the event the CEO and/or the CFO are members of the Committee, then to the chairperson of audit committee of the board of directors) on disclosure issues and the Committee's findings regarding the effectiveness of its procedures and policies, including any weaknesses identified therein or in the Company's disclosure controls and procedures generally.
10. Report quarterly to the Audit Committee regarding its activities and recommendations.
11. Report annually to the Board regarding its activities and recommendations.
12. Review, as appropriate, other material press releases of the Company, as applicable.

MEETINGS:

It is anticipated that the Committee will hold regular meetings as directed by the Certifying Officers or as the Committee otherwise deems appropriate, but in no event shall the Committee meet less than four times per calendar year.