

ALLOGENE THERAPEUTICS, INC.

CHARTER OF THE INTERNATIONAL AND BUSINESS DEVELOPMENT OVERSIGHT COMMITTEE

PURPOSE AND POLICY

The purpose of the International and Business Development Oversight Committee (the “*Committee*”) of the Board of Directors (the “*Board*”) of Allogene Therapeutics, Inc. (the “*Company*”) is to assist the Board in fulfilling the Board’s responsibilities to (1) oversee the Company’s international and business development strategic planning, and (2) review and evaluate any of the Company’s specific strategic initiatives, including the risks and opportunities relating to such initiatives. The operation of the Committee shall be subject to the Bylaws of the Company as in effect from time to time and Section 141 of the Delaware General Corporation Law.

The policy of the Committee, in discharging these obligations, shall be to maintain and foster an open avenue of communication among the Committee and the Company’s management. The Company’s Chief Financial Officer shall have primary responsibility to provide relevant information and updates to the Committee regarding the Company’s international and business development strategic planning and initiatives.

COMPOSITION

The Committee shall consist of at least two members of the Board. The members of the Committee shall be appointed by and serve at the discretion of the Board. Vacancies occurring on the Committee shall be filled by the Board. The Committee’s chairperson (“*Chair*”) shall be designated by the Board. The Chair (or in his or her absence, a member designated by the Chair) shall preside at all meetings of the Committee.

MEETINGS AND MINUTES

The Committee shall hold such regular or special meetings as its members shall deem necessary or appropriate. The presence in person or by telephone/virtual conference of a majority of the Committee’s members shall constitute a quorum for any meeting of the Committee. All actions of the Committee will require (i) the vote of a majority of the members present at a meeting of the Committee at which a quorum is present, or (ii) unanimous written consent of the members of the Committee then serving.

The Company’s Chief Financial Officer shall endeavor to coordinate with the Chair to agree upon and distribute an agenda to the members of the Committee prior to each meeting. Minutes of each meeting will be kept and all such minutes and actions by unanimous written consent will be distributed to each member of the Committee, members of the Board who are not members of the Committee and the Secretary of the Company. The Chair shall report to the Board from time to time, or whenever so requested by the Board.

AUTHORITY

Each member of the Committee shall have full access to all books, records, facilities and personnel of the Company as deemed necessary or appropriate by any member of the Committee to discharge his or her responsibilities hereunder. The Committee shall have authority to require that any of the Company's personnel, counsel, accountants (including the Company's auditors) or investment bankers, or any other consultant or advisor to the Company attend any meeting of the Committee or meet with any member of the Committee or any of its special outside legal, accounting or other advisors or consultants. The approval of this charter by the Board shall be construed as a delegation of authority to the Committee with respect to the responsibilities set forth herein.

RESPONSIBILITIES

The operation of the Committee will be subject to the provisions of the Bylaws of the Company and the Delaware General Corporation Law, each as in effect from time to time. The Committee will have the full power and authority to carry out the following primary responsibilities or to delegate such power and authority to one or more subcommittees of the Committee:

- 1. *International Strategy.*** To review periodically and assist the Company's management in the development of the Company's international strategic plans, and to review the progress and activities pursuant to such plans.
- 2. *Business Development Strategy.*** To review periodically and assist the Company's management in the development of the Company's business development strategic plans, and to review the progress and activities pursuant to such plans.
- 3. *Business Development Initiatives.*** To review and evaluate specific strategic initiatives, including mergers, acquisitions, licenses, joint ventures, investments, and dispositions, and the risks and opportunities associated with any such initiatives.
- 4. *Report to Board.*** To report to the Board with respect to matters discussed by the Committee and the recommendations of the Committee with respect thereto, and to ensure the Board is periodically apprised of the Company's progress with respect to implementation of any Board-approved strategy.
- 5. *Annual Evaluation and Charter Review.*** The Committee shall review, discuss and assess its own performance at least annually. The Committee shall also review and assess the adequacy of this charter at least annually, and shall recommend any proposed changes to the Board for its consideration and approval.
- 6. *General Authority.*** To perform such other functions and to have such powers as may be necessary or appropriate in the efficient and lawful discharge of the foregoing.

It shall be the responsibility of management to prepare the Company's international and business development strategic plans and determine the risks associated with such plans. The Committee shall exercise its business judgment in carrying out the responsibilities described in this Charter in a manner that the Committee members reasonably believe to be in the best interests of the Company and its stockholders. No provision of this Charter is intended to create any right in favor of any third party, including any stockholder, officer, director or employee of the Company, or any subsidiary thereof, in the event of a failure to comply with any provision of this Charter. Nothing contained in this Charter is intended to expand applicable standards of liability under statutory or regulatory requirements for the directors of the Company or members of the Committee.