

PRECIGEN, INC.
Nominating and Governance Committee Charter

The Board of Directors (the “Board”) of Precigen, Inc. (the “Company”) has constituted a Nominating and Governance Committee (the “Committee”). The primary purposes of the Committee are (i) to identify individuals qualified to become directors, consistent with criteria approved by the Board, (ii) to nominate qualified individuals for election to the Board at the next annual meeting of shareholders, (iii) to recommend to the Board the individual directors to serve on the committees of the Board, (iv) to develop and recommend to the Board a set of corporate governance guidelines applicable to the Company and (v) to oversee the evaluation of the Board, its committees and management. The Committee also will oversee corporate governance matters at the request of the Board.

The Committee shall be composed of no fewer than two directors. Based on the recommendation of the Nominating and Governance Committee, the Board shall elect the members and the Chair of the Committee at its organizational meeting following the Annual Meeting of Shareholders. Except as otherwise permitted by the applicable rules of The Nasdaq Stock Market (“Nasdaq”), each member of the Committee must satisfy the independence requirements of Nasdaq, all as determined by the Board. The Committee reports to the Board on all matters within the Committee’s responsibilities. Any member of the Committee may be removed or replaced by the Board.

The Committee’s responsibilities shall include:

- Consider periodically the desired composition of the Board, including such factors as expertise, tenure and diversity, including diversity of viewpoints, experience, race, ethnicity, gender and age.
- Periodically review the composition of the Board, taking into account the desired composition of the Board and each of the committees of the Board and the qualifications and standards for individual directors.
- Establish and periodically review any qualifications and standards for individual directors. The criteria shall be developed in the context of the current composition of the Board, the Company’s operating requirements, and the long-term interests of the Company’s shareholders.
- Identify candidates for election to the Board. The Committee identifies candidates for election to the Board on its own as well as by considering recommendations from shareholders, other members of the Board, officers and employees of the Company, and other sources that the Committee deems appropriate. The Committee may retain a third-party search firm to assist in the identification of possible candidates for election to the Board. Shareholder nominations of candidates for election to the Board shall be made in accordance with the Company’s Bylaws.
- Evaluate candidates for election to the Board. The Committee will evaluate all candidates for election to the Board, regardless of the source from which the candidate was first

identified, based upon the totality of the merits of each candidate. In considering the individual nominees, the Committee will take into account qualifications established by the Committee and of the Board as a whole to ensure that a broad variety of skill sets and experience beneficial to the Company and its business are represented on the Board, and also will take into account the characteristics of each individual under consideration, including that individual's competencies, experience in relevant industries, diversity of viewpoints, experience, race, ethnicity, gender and age, reputation, integrity, independence, potential for conflicts of interest and other appropriate qualities.

- When considering a director standing for re-election, in addition to the attributes described above, the Committee shall consider that individual's past contribution and future commitment to the Company.
- Ensure that the Board is composed of a sufficient number of independent directors to satisfy the Nasdaq listing requirements. In addition, except as otherwise permitted by the applicable rules of Nasdaq, the Committee will seek to assure that at least three of the Board's independent members satisfy the Nasdaq financial and accounting experience requirements and the heightened independence standards of the Securities and Exchange Commission ("SEC") and that at least one of such three members qualifies as an "audit committee financial expert" (as defined by the SEC).
- Nominate qualified individuals for election to the Board.
- Make recommendations to the Board regarding the size of the Board and the tenure and classifications of directors.
- Monitor compliance with and review periodically the Company's Corporate Governance Guidelines and recommend to the Board governance issues that should be considered by the Board.
- Evaluate periodically the adequacy of the Company's conflict of interest policy, as set forth in the Company's Code of Business Conduct and Ethics.
- Consider with management public policy issues that may affect the Company, including pertinent environmental, social and governance matters.
- Consider any director succession planning and corporate governance risks.
- Review periodically the Company's Committee structure and operations and the working relationship between each Committee and the Board.
- Develop, subject to approval by the Board, a process for an annual evaluation of performance and composition of the Board and its committees, and oversee the conduct of this annual evaluation.
- Consider, discuss and recommend ways to improve the effectiveness of the Board.

- Oversee the orientation and training of newly elected Directors and coordinate continuing education for all directors as necessary.
- At the request of the Board, consider other corporate governance and related matters identified by the Board.
- Report its activities regularly to the Board.
- Perform such other functions as may be requested by the Board.

The Committee shall have sole authority to retain and terminate outside advisors, including search firms, to assist in the performance of its functions, with sole authority to agree to fees and other terms of engagement.

Meetings of the Committee shall be convened by the Chair of the Committee and held as often as required to fulfill the duties of the Committee. The Committee has authority to form and delegate to subcommittees or, to the extent permitted under applicable laws, regulations and Nasdaq rules, to any other director, in each case to the extent the Committee deems necessary or appropriate.

The Committee may, from time to time and at its sole discretion, invite additional members of the Board to attend meetings of the Committee in an advisory capacity. Such Directors will have no voting authority in such meetings.

The Secretary of the Committee shall be the Corporate Secretary or his or her designee. The proceedings of all Committee meetings shall be documented in minutes. At the next regular Board meeting following any Committee meeting, the Chair shall report to the Board on behalf of the Committee.

The Chair shall discuss the Committee's performance with each Committee member, following which discussions the Chair shall lead the Committee in an annual review of its performance. The annual evaluation shall include a review and assessment of the adequacy of the Committee's charter.

The Committee shall cause to be provided to Nasdaq appropriate written confirmation of any of the foregoing matters as Nasdaq may from time to time require.

This Nominating and Governance Committee Charter was last revised December 9, 2021.