

## **Research and Development Committee Charter**

### **Purpose**

The Research and Development Committee (the “**Committee**”) is created by the Supervisory Board (the “**Supervisory Board**”) of Affimed N.V. (the “**Company**”) to discharge the responsibilities set forth in this charter. The Committee shall have the authority and membership and shall operate according to the procedures provided in this charter.

### **Membership**

The Committee shall consist of at least three members. The Nominating and Corporate Governance Committee shall recommend nominees for appointment to the Committee annually and as vacancies or newly created positions occur. Committee members shall be appointed by the Supervisory Board and may be removed by the Supervisory Board at any time. The Supervisory Board shall designate the chairperson of the Committee.

### **Responsibilities**

In addition to any other responsibilities which may be assigned from time to time by the Supervisory Board, the Committee is responsible for the following matters:

- discuss and evaluate the proposed research and development strategy of the Company and recommend to the Supervisory Board its consideration ensuring alignment with the Company’s overall strategy;
- review and evaluate critical junctures of research and development activities of the Company to fully understand the opportunities and risks in research and development and the portfolio; and
- discuss and evaluate the competitive landscape and the impact on the Company’s strategy and business.

### **Authority and Delegations**

The Committee has the sole authority to retain and terminate any advisers to support its services under this charter, including sole authority to approve all such advisers’ fees and other retention terms.

The Committee may delegate its authority to subcommittees or the chairperson of the Committee when it deems appropriate and in the best interests of the Company.

### **Procedures**

The Committee shall meet as often as it determines is appropriate to carry out its responsibilities under this charter, but at least four times a year. The chairperson of the Committee, in consultation with the other Committee members, shall determine the frequency and length of the Committee meetings and shall set meeting agendas consistent with this chart.