

# **AKOUSTIS TECHNOLOGY, INC.**

## **CHARTER OF THE TECHNOLOGY COMMITTEE**

### **I. Purpose**

The Technology Committee (the “Committee”) of the Board of Directors (the “Board”) was established to assist the Board and the Company’s senior management in overseeing technology development initiatives and to advise the Board regarding new technology development and execution of technology initiatives.

### **II. Membership**

- a. **Membership and Appointment:** The Committee will consist of such number of directors as the Board appoints.
- b. **Qualification:** Each director on the Committee will have such qualifications as the Board determines.
- c. **Removal:** The entire Committee or any individual director on the Committee may be removed with or without cause by a majority vote of the Board.
- d. **Chairman:** The Board may designate a Chairman of the Committee, who shall be a director.
- e. A majority of the members of the Committee shall constitute a quorum thereof.

### **III. Committee Meetings and Procedure**

- a. **Number of Meetings:** The Committee shall meet as often as it determines to be necessary or appropriate.
- b. Any of the chairman of the Committee, the Chairman of the Board, the Company’s CEO or any member of the Committee may call meetings of the Committee.
- c. **Agenda:** The Chairman will establish the agenda, with input from management, staff, the Chairman of the Board and other directors on the Committee and the Board as appropriate.
- d. As appropriate, the Committee may meet in executive sessions.

### **IV. Duties, Responsibilities and Authority of the Committee**

- a. The Committee may form and delegate authority to subcommittees when appropriate.
- b. The Committee also may invite to its meetings any member of the management of the Company and such other persons as it deems appropriate to carry out its responsibilities.
- c. The following responsibilities of the Committee are set forth as a guide to the Committee with the understanding that the Committee may change them as appropriate under the circumstances to the extent permitted by applicable laws and listing standards.

- i. Execution of Technology Strategies: The Committee shall review with the Company's senior management technologies that can have a material impact on the Company, including ongoing product and process technology development initiatives, manufacturing technologies and practices, and the utilization of quality assurance programs.
          - ii. The Committee will review with senior management the status of the Company's IP position and plans for generating additional IP.
          - iii. The Committee will report to the Board from time to time and make recommendations to the Board as to scope, direction, quality, investment levels and execution of AKTS' technology strategies.
          - iv. The Committee shall assist the Board in its oversight of the Company's investments in technology and innovation, including through acquisitions and other business development activities.
          - v. The Committee shall review for the Board technology trends that could significantly affect the Company and the industries in which it operates.
- V. Reporting of Committee Activities to the Board
  - a. Minutes of each meeting of the Committee shall be kept.
  - b. The Committee will report regularly to the Board with respect to the Committee's activities.
- VI. Review of Committee Charter and Committee Performance Evaluation
  - a. Charter Review: The Committee periodically will review and reassess the adequacy of this charter and will submit any recommended changes to the charter to the Board for approval.
  - b. Performance Review: The Committee periodically will undertake an evaluation assessing its performance with respect to its purposes and its duties and tasks set forth in this charter, and will report the results of such evaluation to the Board.
- VII. Additional Resources
  - a. Authority to Retain Advisors: During its duties, the Committee will have sole authority, at AKTS' expense, to engage and terminate consultants or advisors, as the Committee deems advisable.
  - b. The Committee will negotiate the consultant or advisor's fees and terms of engagement, and it will require a majority vote of the full Committee to approve the fees and terms.

*Adopted the 10th day of May, 2019, by resolution of the Board of Directors.*