

**REVANCE THERAPEUTICS, INC.**

**CHARTER OF THE  
SCIENCE & TECHNOLOGY COMMITTEE  
OF THE BOARD OF DIRECTORS  
APPROVED: JULY 30, 2015**

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**PURPOSE**

The Science & Technology Committee (the “*Committee*”) is established as a committee of the Board of Directors (the “*Board*”) of Revance Therapeutics, Inc. (the “*Company*”) with the purpose of periodically reviewing and advising the Board on the Committee’s view of the Company’s strategic direction and research and development (“*R&D*”) programs and technology.

**COMPOSITION**

The Committee shall consist of at least two (2) members of the Board. Each member shall, in the judgment of the Board, have scientific, medical or other expertise relevant to pharmaceutical research and development. 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, if one is specified, shall be designated by the Board.

**MEETINGS AND MINUTES**

The Committee shall hold such regular or special meetings as its members deem necessary or appropriate. Other members of the Board who are not members of the Committee, members of management and external advisers may be invited to act in an advisory role and/or attend all or part of any meeting, as and when appropriate. Minutes of each meeting of the Committee shall be prepared and distributed to each director of the Company and the Secretary of the Company promptly after each meeting. The Committee shall report to the Board from time to time and whenever requested to do so by the Board.

**AUTHORITY**

The Committee shall have authority to retain and determine compensation for, at the expense of the Company, special legal, accounting or other advisors or consultants as it deems necessary or appropriate in the performance of its duties. The Committee shall also have authority to pay, at the expense of the Company, ordinary administrative expenses that, as determined by the Committee, are necessary or appropriate in carrying out its duties. 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 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**

To implement the Committee’s purpose, the Committee shall be charged with the following functions and processes with the understanding, however, that the Committee may supplement or (except

as otherwise required by applicable laws or rules) deviate from these activities as appropriate under the circumstances:

- review and advise the Board on the overall strategy, direction and effectiveness of the Company's research and development programs and related investments, and on the Company's progress in achieving its long-term strategic research and development goals and objectives;
- identify and provide the Board with the Committee's views on emerging science and technology issues and trends which are relevant to the Company and in alignment with the Company's strategy and on areas that are important to the success of the Company's research and development activities;
- review and make recommendations to the Board and management with respect to the Company's clinical pipeline;
- assess and advise the Board, from time to time, on the Committee's view of the overall quality and expertise of medical and scientific talent in the Company's R&D organization;
- assess and advise the Board, from time to time, on the Committee's view of the quality and competitiveness of the Company's research and development programs and technology initiatives from a scientific perspective, including associated risk profile;
- for any major external investments in R&D that require approval of the Board, assess those opportunities and advise the Board of the Committee's view on the scientific/technical/medical merit of the opportunity;
- evaluate its own performance;
- have the authority to delegate any of its responsibilities to individual members of the Committee to the extent deemed appropriate by the Committee in its sole discretion, but subject to the general oversight of the Board;
- make any recommendations to the Board that the Committee deems appropriate on any areas within its responsibility including where action or improvement is needed; and
- review and make recommendations on such other related topics as determined by the Board; and
- review the adequacy of this Charter and recommend any changes to the Board for its approval.