

# Comtech Telecommunications Corp.

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## Charter of the Science and Technology Committee of the Board of Directors

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As of March 7, 2017

## Purpose

The purpose of the Science and Technology Committee (the "Committee") of the Board of Directors (the "Board") of Comtech Telecommunications Corp. ("Comtech" or the "Company") is to report to and assist the Board of Directors of Comtech in the general oversight of significant scientific and technological aspects of the Company's businesses and operations.

## Membership and Procedures

### Membership and Appointments

Members of the Committee shall be appointed by the Board and may be removed by the Board. The Committee shall be comprised of three or more members of the Board.

### Committee Chairperson

The Board shall designate one member of the Committee to act as Chairperson of the Committee. The Committee member so designated shall Chair all meetings of the Committee. The Chairperson may perform such other committee activities as from time to time are requested by the other committee members or as circumstances indicate.

### Committee Meetings

The Committee will meet formally at least three times each fiscal year. At the discretion of the Chairperson of the Committee, members of the Committee will meet at least once a year in executive session.

### Duties and Responsibilities

The following shall be the common recurring duties and responsibilities of the Committee in carrying out its functions. These duties and responsibilities are set forth in this charter as a guide to the Committee with the understanding that the Committee may alter or supplement them as appropriate.

- Review and make recommendations regarding Company's overall technology strategy, and the effectiveness of its research, development and manufacturing programs.
- Serve as a resource and provide oversight, as needed, regarding scientific and technological aspects of new product development.
- Assist the Board in identifying and understanding emerging science and technology issues that may impact the Company's overall business strategy.
- Review the science and technology aspects of significant business developments and acquisition opportunities.

## **Oversite of Committee Matters**

- The Committee shall report to the Board on a regular basis and review with the Board significant issues that arise at Committee meetings.
- The Committee shall annually review and reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval.

Approved: Board of Directors

Date: March 7, 2017