28159 Avenue Stanford, Suite 220 Valencia, CA 91355
T 833.462.8482 W avitamedical.com

CHARTER
NOMINATING, CORPORATE GOVERNANCE, AND COMPLIANCE COMMITTEE
BOARD OF DIRECTORS
AVITA MEDICAL, INC.
(Last Updated November 4, 2026)

I. Purpose

The purpose of the Nominating, Corporate Governance, and Compliance Committee (the "Committee") of the Board of Directors (the "Board") of AVITA Medical, Inc., a Delaware corporation (the "Company"), is to assist the Board in fulfilling its oversight responsibilities with respect to Corporate Governance, as specifically set forth under Section IV below.

II. Composition

The Committee shall consist of three (3) or more members of the Board, each of whom shall be appointed by the Board and each of whom is determined by the Board to be:

- "independent" under the applicable rules of the NASDAQ Capital Market ("Nasdaq") and the laws promulgated by the U.S. Securities and Exchange Commission (the "SEC"); and
- for so long as the Company has its securities traded on the Australian Securities Exchange (the "ASX"), the majority of whom are required to be "independent" and "non-executive directors" in accordance with the criteria set forth in the ASX Corporate Governance Council Principles and Recommendations.

Each member of the Committee shall be appointed by the Board based on their knowledge and experience in nomination and governance matters and shall serve until such member's successor is duly elected and qualified or until such member's earlier resignation or removal. The members of the Committee may be removed, with or without cause, by majority vote of the Board at any time. The Board shall designate one member of the Committee as Chair.

The Committee has the sole authority to retain and terminate any search firm assisting the Committee in identifying director candidates, including sole authority to approve all search firm fees and other retention terms. The Committee may also retain counsel or other advisors as it deems appropriate. The Committee shall have the sole authority to retain and terminate such counsel or advisors and to review and approve the counsel's fees and other retention terms. All such compensation (for search firms, outside counsel, or other advisors retained by the Committee) is to be paid by the Company. The Company must provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any advisor retained by the Committee.

III. Meetings

The Committee shall meet in person, telephonically or by videoconference as frequently as it deems necessary or appropriate in order to perform its responsibilities, but at least three times per year. The Committee may also act by unanimous written consent in lieu of a meeting. Meetings may be called by the Chair of the Committee or a majority of the members of the Committee. The Chair will approve the

agendas for the Committee meetings. The majority of the members of the Committee at a meeting, but not less than two (2), constitute a quorum. A majority of members present at a meeting may act on behalf of the Committee.

The Committee shall meet in executive session, without members of management present, at each regularly scheduled quarterly meeting or as it otherwise deems appropriate.

The Committee may invite to its meetings any director, member(s) of management of the Company, and such other persons as it deems appropriate in order to carry out its responsibilities. The Committee may also exclude from its meetings any person it deems appropriate in order to carry out its responsibilities.

IV. Responsibilities and Duties

The Committee shall have the full power and authority to carry out the following responsibilities and perform such duties and responsibilities as may be assigned to the Committee by the Board.

Board Candidates and Nominees

1. Oversee searches for, and identify, qualified candidates for membership on the Board. In evaluating the suitability of individual candidates to the Board, the Committee shall consider the benefits of diversity in the Board's composition (including diversity of thought, viewpoints, educational and professional background, gender, race, age, sexual orientation, and ethnic or national background). The Committee shall consider director candidates recommended by shareholders in accordance with the Company's bylaws and related process, as well as applicable law.

2. Recommend to the Board director nominees for election at the next annual or special meeting of shareholders at which directors are to be elected, or to fill any vacancies or newly created directorships that may occur between such shareholder meetings.

Board Composition and Director Independence

3. Establish, and recommend to the Board, criteria for Board and Board committee membership and recommend individual Board members for membership on the Board and its committees. In addition, the Committee shall annually reassess and review the current Chair of each of the Board committees, and if necessary, recommend to the Board a member of each of the Board committees to serve as Chair. In addition, the Committee shall annually reassess and review the Board Chair, and if necessary, recommend to the Board a member of the Board to serve as Board Chair.

   In making its recommendations for Board and committee membership, the Committee shall:

   - review candidates' qualifications for membership on the Board or a committee of the Board (including making a specific determination as to the independence of each candidate) based on the criteria approved by the Board (and taking into account the enhanced independence, financial literacy, and financial expertise standards that may be required under applicable law, as well as the rules regarding Audit Committee membership of each of Nasdaq and the ASX);

- in evaluating current directors for re-nomination to the Board or re-appointment to any Board committees, assess the performance of such directors and their continued qualifications, as well as when a director has a change of status, including but not limited to an employment change;
- periodically review the composition of (a) the Board as a whole, its size and leadership structure, and (b) the Board's committees (including their Chairs, membership, and any special purpose committees), in light of the current challenges and needs of the Board, each committee, and the Company, and determine whether it may be appropriate to add or remove individuals after considering issues of judgment, professional skills and experience, and age and other diversity characteristics;
- maintain and periodically review a Board skills matrix reflecting a current assessment of the competencies of the Board's members;
- assess and monitor the independence (within the meaning of Nasdaq and ASX rules) of Board members;
- in the event that the Chair of the Board is a member of management or otherwise fails to qualify as an NED (or is no longer deemed an "independent" Board member), recommend a lead independent director for Board approval (the "Lead Independent Director"); with the primary responsibilities of the Lead Independent Director to include: presiding over all meetings of the Board at which the Chair is not present (including any executive sessions); approving Board meeting schedules and agendas; and acting as the liaison between the NEDs, on the one hand, and the CEO and Chair, on the other hand;
- recommend to the Board changes, if any, that the Committee believes desirable to the size of the Board or any committee thereof, or to the Board's committee structure; and
- consider any other factors deemed appropriate by the Committee or the Board.

Annual Performance Evaluations

4. Lead the Board in a self-evaluation annually, to determine whether it and its committees are functioning effectively and carrying out their respective oversight and fiduciary duties. The Committee shall oversee the Board's annual self-evaluation process and the Chair shall report on such process and the results of the evaluations of the Board by its members, including any recommendations for proposed changes to this process, to the Board in executive session.

5. Ensure that each committee is conducting an annual self-evaluation of such committee's performance and that the committee Chair reviews the results of such evaluations with his/her committee; and consider any recommendations for proposed changes to the Board stemming from such committee evaluations.

6. Perform a review and oversee the self-evaluation, at least annually, of the performance of the Committee and its members, including a review of the compliance of the Committee with this Charter. In addition, the Committee shall review and reassess, at least annually, the adequacy of this Charter and recommend to the Board any improvements to this Charter that the Committee considers necessary or valuable. The Committee shall conduct such self-evaluations and reviews in such manner as it deems appropriate.

Corporate Governance Matters

7. Monitor significant corporate governance developments and make recommendations to the Board regarding any such developments it deems appropriate.

8. Annually review and reassess the Company's U.S. Corporate Governance Guidelines and the Company's Australian Corporate Governance Statement for adequacy and accuracy, and recommend any proposed changes to the Board.

9. Provide oversight and guidance and make recommendations to the Board regarding environmental, social, and governance (ESG) matters relevant to the Company and other sustainability matters relevant to the Company's business, review of which is not already provided by the Board's Audit Committee, including Company policies, opportunities, reporting, and activities (including the support of charitable and educational organizations and causes); and further, assisting the Board in overseeing the Company's engagement efforts with shareholders and key stakeholders on matters within the Committee's areas of responsibility, including, as necessary, ESG ratings agencies.

10. Review and make recommendations to the Board on proposals that relate to corporate governance, public policy and/or sustainability issues submitted by shareholders for inclusion in the Company's proxy material.

11. Review, and recommend to the Board, the record date for the Company's annual shareholder meeting.

12. Review and recommend to the Board changes to the Company's certificate of incorporation, bylaws, and the charters of the other committees, as needed.

Compliance Oversight

The Committee shall have the following duties and responsibilities with respect to compliance with significant legal and medical device industry requirements, as well as compliance with the Company's Code of Business Conduct and Ethics (the "Code"). The Committee Chair may, as he or she deems necessary or prudent, designate one or more compliance matters addressed in this Charter to be presented directly to the full Board without prior Committee review.

13. Oversee, review, and receive updates on, including through reports from the Company's Chief Legal and Compliance Officer, the Company's significant legal and medical device industry compliance matters, provided that matters with financial implications will be referred to and reviewed by the Audit Committee. Matters within the Committee's oversight responsibilities may include, without limitation, compliance with laws, fair dealing and anti-bribery, employee health and safety, employment and workplace environment,

data privacy and AI use, interactions with health care professionals, and product quality compliance.

14. Oversee and review emerging legal and medical device industry issues or trends which could affect the Company's medical device industry compliance practices, including the consideration and implementation of identified and appropriate industry best practices and market standards. In addition, the Committee shall receive an annual report on the Company's participation in industry and professional associations (including AdvaMed and MDMA).

15. Oversee the periodic review of the Company's compliance policies, including the Code, and the certification/acknowledgment and training processes for compliance with the Code; make recommendations to the Board regarding any proposed revisions of the Code; and review and make recommendations to the Board regarding any requests for waivers of the Code for directors or executive officers.

16. Oversee, review, and receive updates regarding the Company's ethics and compliance issue reporting processes and significant investigations. This will include reviewing reports on (i) the process for how ethics and compliance issues are identified and reported to the Compliance Team; (ii) all significant investigations directed by the compliance department pursuant to the hotline or other reporting processes maintained by the Company; and (iii) reinforcing the need for independence, objectivity, professionalism, and confidentiality as guiding principles in the investigative process.

17. Review the Compliance Team's staffing, expenditures, and budget to ensure the Company's compliance function has adequate funding and resources to carry out its mission and objectives in light of the Company's risk profile.

Director Orientation and Continuing Education

18. The Committee shall oversee, together with the Company's Corporate Secretary, the onboarding processes and continuing education program for directors.

19. The Committee shall oversee, review, and receive updates on an additional area of compliance relevant to the Company's activities and operations on a periodic basis from the Company's Chief Legal and Compliance Officer and relevant members of her Compliance Team.

Reports

20. At each regular meeting of the Board, the Committee shall report to the Board on any meetings held or actions taken by the Committee since the last regular meeting of the Board with such recommendations as the Committee shall deem appropriate. The report to the Board may take the form of an oral report by the Chair of the Committee or any other member of the Committee designated by the Committee to make such report.

21. Appoint a secretary to take and maintain minutes or other records of meetings and activities of the Committee.

Other

22. Perform such other lawful activities and functions consistent with this Charter as delegated by the Board.

V. Delegation of Authority

The Committee may delegate authority and responsibilities to an ad hoc or sub-committee or to the Chair of the Committee when it deems it appropriate and in the best interest of the Company. Actions taken by any ad hoc or sub-committee shall be presented to the full Committee at the next Committee meeting.

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