

COMPENSATION COMMITTEE CHARTER

1. Members. The Board of Directors (the “Board”) of Viridian Therapeutics, Inc. (the “Company”) appoints a Compensation Committee of at least two members, consisting entirely of independent directors, and designates one member as chairperson or delegates the authority to designate a chairperson to the Compensation Committee. For purposes hereof, an “independent” director is a director who meets the Nasdaq Stock Market LLC (“Nasdaq”) standards of “independence” for directors and compensation committee members, as determined by the Board. Additionally, members of the Compensation Committee must qualify as “non-employee directors” for purposes of Rule 16b-3 under the Securities Exchange Act of 1934, as amended. A subsequent determination that any member of the Compensation Committee does not qualify as a “non-employee director” will not invalidate any previous actions by the Compensation Committee except to the extent required by law or determined appropriate to satisfy regulatory standards.

2. Purpose, Duties, and Responsibilities. The purpose of the Compensation Committee is to assist the Board in discharging its responsibilities relating to overseeing (i) the Company’s overall compensation philosophy, policies and programs and (ii) the compensation of the Company’s senior employees (Senior Vice President level and above), including its officers (as defined in Rule 16a-1(f) promulgated under the Securities and Exchange Act of 1934, as amended, the “Executive Officers”) and directors. Among its specific duties and responsibilities, the Compensation Committee will:

- (a) Oversee the Company’s overall compensation philosophy, policies and programs, and assess whether the Company’s compensation philosophy establishes appropriate incentives for management and employees.
- (b) Review, consider and approve, to the extent determined to be advisable, from time to time, a peer group of appropriate companies for purposes of benchmarking and analysis of compensation for Executive Officers and directors.
- (c) In evaluating, determining and making recommendations regarding the compensation of the Company’s senior employees, the Compensation Committee will assess and consider the results of the Company’s most recent advisory vote on executive compensation.
- (d) Review the Company’s corporate goals and objectives relevant to the compensation of the Company’s senior employees, including the Executive Officers, and provide recommendations to the Board based on this review.
- (e) Evaluate the Chief Executive Officer’s (“CEO”), performance in light of the Company’s corporate goals and objectives and recommend to the Board the grant of equity awards to the CEO and the CEO’s compensation level based on this evaluation. The CEO may not be present during voting or deliberations on his or her compensation.

- (f) Oversee the evaluation of the Executive Officers (other than the CEO) and recommend to the Board the grant of equity awards to and compensation of these Executive Officers based upon the recommendation of the CEO.
- (g) Review, approve matters related to, and administer the Company's incentive compensation plans, equity-based compensation plans and other benefit plans and compensation plans, or make recommendations to the Board with respect to such matters that are subject to Board approval. In administering such plans, and in addition to the authority provided in such plans to the Compensation Committee, the Compensation Committee will have the power to make broad-based equity grants to employees, including determining the amount of the award or equity to be granted and the terms and conditions applicable to each award or grant, subject to the provisions of each plan.
- (h) Oversee the evaluation of employees at the Senior Vice President level or above who are not Executive Officers and approve the grant of equity awards to and compensation of these individuals based upon the recommendation of the CEO.
- (i) Review and recommend to the Board employment and severance arrangements for Executive Officers, including employment agreements and change-in-control provisions, plans or agreements.
- (j) Review and approve employment and severance arrangements for employees at the Senior Vice President level or above who are not Executive Officers, including employment agreements and change-in-control provisions, plans or agreements, based upon the recommendation of the CEO.
- (k) Review and discuss with management the Company's Compensation Discussion and Analysis ("CD&A") and related executive compensation information to be included in the Company's annual report on Form 10-K and/or proxy statement, recommend to the Board based on the review and discussions that the CD&A and related executive compensation information should be included in the annual report on Form 10-K and/or proxy statement and oversee preparation of the compensation committee report required to be included in the Company's annual report on Form 10-K and/or proxy statement.
- (l) Annually review the form and amount of compensation for directors for service on the Board and its committees and recommend to the Board any changes in compensation as appropriate.
- (m) Oversee succession planning for positions held by executive officers, and review succession planning and management development at least annually with the

Board, including recommendations and evaluations of potential successors to fill these positions.

- (n) Oversee the assessment of the risks related to the Company's compensation policies and programs applicable to officers and employees, and report to the Board on the results of this assessment.
- (o) At least annually, assess whether the work of compensation consultants involved in determining or recommending executive or director compensation has raised any conflict of interest that is required to be disclosed in the Company's annual report and proxy statement.
- (p) Oversee the Company's engagement efforts with stockholders on the subject of executive compensation.
- (q) Oversee the administration of the Company's clawback policy, and review and recommend changes in the policy to the Board from time to time as appropriate.
- (r) As necessary and appropriate from time to time, oversee the Company's strategies and policies related to human capital management, including with respect to matters such as diversity and inclusion, workplace environment and culture, and talent development and retention.
- (s) As necessary and appropriate from time to time, review the Company's strategies and programs for leadership development (including considerations of diversity) and for maintaining a talent pipeline for executive roles.
- (t) As necessary and appropriate from time to time, review and discuss with management the Company's diversity and inclusion initiatives, objectives and progress.
- (u) As necessary and appropriate from time to time, review and discuss with management the Company's organizational development activities, including key policies, practices and trends related to (i) the recruitment, development and retention of Company personnel, (ii) employee engagement and effectiveness and (iii) workplace environment and culture.
- (v) Annually evaluate the performance of the Compensation Committee and the adequacy of the Committee's charter.

3. Subcommittees; Delegation. The Compensation Committee may delegate its duties and responsibilities to one or more subcommittees, consisting of not less than two members of the Committee, as it determines appropriate. The Compensation Committee may

delegate to the CEO the determination of the compensation of employees, including equity compensation, under approved compensation programs to the full extent permitted by applicable law, except that compensation actions affecting Executive Officers (including the CEO) may not be delegated.

4. Outside Advisers. The Compensation Committee will have the authority, in its sole discretion, to retain or obtain the advice of such consultants, outside counsel and other advisers as it determines appropriate to assist it in the full performance of its functions, including any compensation consultant used to assist in the evaluation of director, CEO or executive compensation. The Compensation Committee will be directly responsible for the appointment, compensation and oversight of the work of any consultants, outside counsel and other advisers retained by the Compensation Committee, and will receive appropriate funding, as determined by the Compensation Committee, from the Company for payment of compensation to any such advisers. The Compensation Committee will assess the independence of consultants, outside counsel and other advisers (whether retained by the Compensation Committee or management) that provide advice to the Compensation Committee, prior to selecting or receiving advice from them, to the extent required by and in accordance with Nasdaq listing standards.

5. Meetings. The Compensation Committee will meet as often as may be deemed necessary or appropriate, in its judgment, and at such times and places as the Compensation Committee or its chairperson determines. The majority of the members of the Compensation Committee constitutes a quorum. The Compensation Committee will report regularly to the full Board with respect to its activities.

Last Amended: June 26, 2024