

Compensation Committee Charter

Purposes of Committee

The purposes of the Compensation Committee (the “Committee”) of the Board of Directors (the “Board”) of BioMarin Pharmaceutical Inc. (the “Company”) are to:

- Establish and review the overall compensation philosophy of the Company in light of the Company’s specific business objectives;
- Review and recommend to the Board changes (if any) to the compensation of the Company’s Chief Executive Officer (“CEO”) and directors and review and approve changes (if any) to the compensation of the Company’s executive officers other than the CEO and those individuals (other than administrative staff) who report directly to the CEO (collectively, the “Senior Executives”), and other senior management, as appropriate;
- Assist the Board in its oversight of the development, implementation and effectiveness of the Company’s policies and strategies relating to human capital management;
- Oversee and administer the Company’s incentive compensation plans and equity-based plans and oversee such other compensation-related arrangements and matters as discussed in more detail in this Compensation Committee Charter (this “Charter”); and
- Prepare any report on executive compensation required by the rules and regulations of the Securities and Exchange Commission (the “SEC”), The Nasdaq Stock Market LLC (“Nasdaq”) and any other applicable regulatory authority, and review and discuss with management and approve the Company’s disclosures contained under the caption “Compensation Discussion and Analysis” (“CD&A”) for use in the Company’s annual reports on Form 10-K, registration statements, proxy statements or information statements and make recommendations to the Board that the CD&A be approved for inclusion in the Company’s annual reports on Form 10-K, registration statements, proxy statements or information statements.

For purposes of this Charter, the term “compensation” shall include salary, long-term incentives, bonuses, perquisites, equity incentives, severance arrangements, and change of control related arrangements, retirement benefits, tax gross up provisions and other related benefits and benefit plans. The approval of this Charter shall be construed as a delegation of authority to the Committee with respect to the responsibilities set forth herein.

Membership of the Committee

Appointment and Removal

- Members of the Committee shall be appointed by the Board, based on the recommendations of the Corporate Governance and Nominating Committee, and shall serve at the discretion of the Board.
- Members of the Committee shall serve until a successor is duly appointed or the member is removed or resigns.
- A member of the Committee shall be automatically removed if the member (1) is no longer a director of the Company, (2) is determined by the Board to no longer be “independent” as that term is defined by Nasdaq and, if applicable, the Sarbanes-Oxley Act of 2002 (the “Sarbanes-Oxley Act”), or (3) is ineligible because of other rules or requirements.
- Committee members may otherwise be removed or replaced by vote of the Board.

Number and Qualifications

- The Committee will consist of at least three directors. All members must be “independent” in accordance with the applicable rules of Nasdaq, taking into account such exchange’s additional independence requirements specific to membership on the Committee, and, if applicable, the Sarbanes-Oxley Act. In affirmatively determining the independence of any director who will serve on the Committee, the Board shall consider all factors specifically relevant to determining whether a director has a relationship to the Company which is material to that director’s ability to be independent from management in connection with the duties of a Committee member, including, but not limited to (1) the source of compensation of such director, including any

consulting, advisory or other compensatory fee paid by the Company to such director; and (2) whether such director is affiliated with the Company, a subsidiary of the Company or an affiliate of a subsidiary of the Company.

- Each member of the Committee shall qualify as a “Non-Employee Director” for the purposes of Rule 16b-3 under the Securities Exchange Act of 1934, as amended (the “Exchange Act”), and be otherwise be free from any relationship that, in the judgment of the Board, would interfere with his or her exercise of business judgment as a Committee member.

Committee Structure and Operations

- The Board, taking into account the views of the Chair of the Board and the Corporate Governance and Nominating Committee, shall designate one member of the Committee as its chairperson.
- The Committee shall meet when deemed necessary or desirable by the Committee or its chairperson, generally at least two times per year. The Committee may invite such members of management and other persons to its meetings as it may deem desirable or appropriate. The CEO, Senior Executives, and other senior management may not be present during voting or deliberations by the Committee regarding such person’s compensation.
- The Committee shall maintain written minutes of its meetings and copies of its actions by written consent, and will cause such minutes and copies of written consents to be filed with the minutes of the meetings of the Board. The minutes of the Committee and actions by the unanimous written consent of Committee members will be made available to the other members of the Board.
- The Committee shall report regularly to the Board, summarizing the Committee’s actions and any significant issues considered by the Committee.

Committee Duties and Responsibilities

The following are the duties and responsibilities of the Committee, which the Committee may supplement or deviate from as appropriate under the circumstances, except as otherwise required by applicable law or the requirements of Nasdaq:

General Duties and Responsibilities

- Oversee the Company’s overall compensation practices and objectives, and assess whether the Company’s compensation practices establish appropriate incentives in light of the Company’s specific business objectives;
- Oversee the development and implementation of compensation programs;
- To recommend to the Board corporate performance goals and objectives relevant to the compensation of the Company’s CEO and approve the corporate performance goals and objectives relevant to the compensation of the Senior Executives and other senior management, as appropriate, and to directly approve and certify such goals, performance levels and other matters;
- To evaluate at least annually the performance of the CEO and the Senior Executives in light of Board-approved and Committee-approved goals and objectives, and to recommend to the Board the CEO’s compensation components and other terms of his or her employment based on this evaluation and approve the Senior Executives’ compensation components and other terms of their employment. In making these recommendations regarding the CEO’s compensation components and other terms of his or her employment and in approving the Senior Executives’ compensation components and other terms of their employment, the Committee shall consider and seek to achieve an appropriate level of risk and reward, taking into consideration, among other factors, the Company’s performance and relative shareholder return, the potential benefits and costs to the Company of the compensation, the value of similar compensation components (including salary, cash incentive awards and equity incentive awards) provided to executives at the Company’s competitors and other comparable companies, the compensation provided to the CEO and the Senior Executives in past years and other elements of the CEO’s and the Senior Executives’ compensation, including total compensation and such other criteria as the Committee deems advisable, including the results of the most recent stockholder advisory vote on executive compensation required by Section 14A of the Exchange Act (the “Say on Pay Vote”), if applicable;
- To review material compensation programs applicable to Company employees generally;
- To review and make recommendations to the Board regarding compensation for non-employee members of the Board; and

- To review and, subject to such appropriate delegation as the Committee determines, administer the Company's incentive compensation plans and equity-based plans, and to oversee all such plans and to discharge any responsibilities imposed on the Committee by these plans.

Benefits, Perquisites and Executive Employment Agreements

To review and approve periodically, as it deems appropriate:

- Benefits and perquisites provided to the Company's CEO, the Senior Executives, and other senior management, as appropriate; and
- Employment agreements, severance arrangements and change in control agreements and provisions relating to the Company's CEO and the Senior Executives, and other senior management, as appropriate.

Management Discussions

To discuss with management periodically, as it deems appropriate:

- Reports from management regarding the development, implementation and effectiveness of the Company's policies and strategies relating to human capital management; and
- Reports from management regarding the Company's regulatory compliance with respect to compensation matters.

Other Duties

The Committee has the following additional duties:

- To review the Company's incentive compensation arrangements to determine whether they encourage excessive risk-taking, and to review and discuss at least annually the relationship between the Company's risk management policies and practices and compensation, and to evaluate compensation policies and practices that could mitigate any such risk;
- To review and recommend to the Board for approval the frequency with which the Company will conduct Say on Pay Votes, taking into account the results of the most recent stockholder advisory vote on the frequency of Say on Pay Votes, and review and approve the proposals regarding the Say on Pay Vote and the frequency of the Say on Pay Vote to be included in each annual meeting proxy statement of the Company;
- To prepare and issue the evaluations and reports required under "Committee Reports" below;
- To review and discuss with management and approve the Company's CD&A for use in the Company's annual reports on Form 10-K, registration statements, proxy statements or information statements and make recommendations to the Board that the CD&A be approved for inclusion in the Company's annual reports on Form 10-K, registration statements, proxy statements or information statements;
- Review and approve the list of companies, if any, to be included in any compensation peer group used to determine pay levels based on criteria the Committee deems appropriate;
- Establish, approve, modify and oversee the Company's compensation clawback or similar policies, including a clawback policy that complies with the requirements of the SEC and the Nasdaq listing standards, and any required recoupment and disclosure; and
- To perform any other activities required by applicable law, rules or regulations, including the rules of the SEC and any stock exchange or market on which the Company's securities may be listed from time to time, and perform such other activities that are consistent with this Charter, the Company's Bylaws and governing instruments, as the Committee or the Board deem necessary or appropriate.

Committee Reports

The Committee shall produce the following reports and provide them to the Board:

- An annual report of the Committee on executive compensation for inclusion in the Company's annual proxy statement in accordance with applicable SEC rules and regulations.
- An annual performance evaluation of the Committee, which evaluation shall compare the performance of the Committee with the requirements of this Charter. The performance evaluation shall also include an annual review of the adequacy of this Charter and shall recommend to the Board any revisions the Committee deems necessary or desirable, although the Board shall have the sole authority to amend this Charter. The performance evaluation shall be conducted in such manner as the Committee deems appropriate.

Delegation of Authority

The Committee may, in its discretion, delegate all or a portion of its duties and responsibilities to a subcommittee of the Committee or to the chairperson of the Committee, whether or not such delegation is specifically contemplated under any plan or program. In particular, the Committee may delegate the approval of award grants and other transactions and other responsibilities regarding the administration of compensatory programs to a subcommittee consisting solely of members of the Committee who are "Non-Employee Directors" for the purposes of Rule 16b-3 under the Exchange Act.

The Committee may delegate to one or more officers of the Company the authority to grant, amend and/or administer awards of cash or options or other equity securities to any employees or other service providers of the Company who, in either case, are not "officers" as defined in Rule 16a-1(f) under the Exchange Act ("executive officers") of the Company, under the Company's incentive-compensation or other equity-based plans as the Committee deems appropriate. Any such delegation must be made in accordance with the terms of the relevant plan, the Company's bylaws and applicable state law.

Resources and Authority of the Committee

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, including human resources, legal counsel or other personnel assisting in the preparation of the CD&A for the Company's filings with the SEC.

The Committee shall have the authority, in its sole discretion, to select, retain and obtain, at the expense of the Company, advice and assistance from internal or external legal, accounting or other advisors and consultants. In addition, the Committee shall have sole authority to retain and terminate any compensation consultant to assist in any manner it deems necessary or appropriate in carrying out its duties, including sole authority to approve such consultant's reasonable fees and other retention terms, all at the Company's expense. Other reasonable expenditures for external resources that the Committee deems necessary or appropriate in the performance of its duties are permitted, and the Company shall provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to internal or external legal, accounting or other advisors and consultants retained by the Committee. The Committee shall be directly responsible for the appointment, compensation and oversight of the work of any internal or external legal, accounting or other advisors and consultants retained by the Committee. The Committee shall select an internal or external legal, accounting or other advisor or consultant only after taking into consideration the independence of such internal or external legal, accounting or other advisor or consultant using factors established by law, the rules and regulations of the SEC and the requirements of Nasdaq, including without limitation the factors set out in the applicable rules of Nasdaq.

The Committee shall also evaluate whether any compensation consultant retained or to be retained by the Committee has any conflict of interest in accordance with Item 407(e)(3)(iv) of Regulation S-K.

Last amended: October 2, 2024