



**Tarsus Pharmaceuticals, Inc.
Commercial Committee Charter**

This Charter sets forth the composition, authority, and responsibilities of the Commercial Committee (the “Committee”) of the Board of Directors (the “Board”) of Tarsus Pharmaceuticals, Inc. (the “Company”).

A. Purpose

The Committee shall oversee, evaluate and provide input to the Board regarding the Company’s overall investment in and strategic direction with respect to the Company’s product commercialization efforts.

The Committee shall be composed of at least two Board members, with the exact number determined by the Board. The Board may designate a chairperson of the Committee. The Board retains the sole authority to appoint and remove each member of the Committee. Each member shall serve until his or her resignation, retirement, or removal by the Board and/or until his or her successor is appointed. The Board may remove any member of the Committee at any time with or without cause.

At least one member of the Committee shall be an “independent director” in accordance with the rules promulgated by the Securities and Exchange Commission (the “SEC”) and The Nasdaq Stock Market LLC (“Nasdaq”), as such may be amended from time to time, as determined by the Board after consideration of all factors determined to be relevant under the rules and regulations of Nasdaq, the SEC and such other qualifications as may be established by the Board from time to time.

B. Meetings

The Committee shall meet from time to time as it deems necessary to fulfill its responsibilities. The Committee may invite to its meetings other directors, Company management and any other such persons as it deems appropriate in order to carry out its responsibilities. The Committee may also exclude from its meetings anyone with a personal interest in a matter on the agenda.

The Committee shall have the authority to obtain advice and assistance from, and approve the fees and retention terms of, internal and external commercial experts and consultants to advise the Committee.

C. Responsibilities

The Committee has the following roles and responsibilities:

1. Provide oversight to the Company and its management regarding the Company's commercialization strategy.
2. Assist the Board and management in evaluating and overseeing the Company's product commercialization plans and efforts.
3. Review and make recommendations on such other topics as deemed appropriate.

The Committee shall report to the Board with respect to the Committee's activities and recommendations.

The Committee will review and evaluate the performance of the Committee on an annual basis.

D. Charter Amendments

The Committee shall review this Charter periodically and recommend any proposed changes to the Board for approval.