



# SCIENCE AND TECHNOLOGY COMMITTEE CHARTER

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## 1. Status

The Science and Technology Committee (the "Committee") is a committee of the Board of Directors (the "Board") of Teva Pharmaceutical Industries Limited (the "Company").

## 2. Purpose

The Committee shall review and oversee the Company's overall strategic direction and investment in research and development, including generic research and development (together, "R&D") and technological and scientific initiatives and evaluate and provide input to the Board and management of the Company in relation to the Company's R&D programs and technology with respect to their impact on the Company's potential business performance, growth and competitive position.

## 3. Membership

The Committee shall consist of three or more directors, all of whom shall be determined by the Board to have appropriate scientific, medical or other relevant expertise. A majority of the members of the Committee shall, in the judgment of the Board, be independent in accordance with applicable New York Stock Exchange standards and other applicable laws and regulations. The members and Chairman of the Committee shall be appointed by the Board based on the recommendations of the Corporate Governance and Nominating Committee, and shall serve for such term or terms as set forth in the Company's Articles of Association.

## 4. Meetings

The Committee shall meet at least twice each year and at such other times 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 scientific experts and consultants to advise the Committee.

The Committee shall have the authority to delegate any of its responsibilities, along with the authority to take action in relation to such responsibilities, to one or more subcommittees as the Committee may deem appropriate in its sole discretion.

## 5. Responsibilities

The Committee has the following roles and responsibilities:

- 5.1. Review, evaluate and advise the Board and management on the strategy, objectives and priorities, as well as robustness and quality, of the Company's current and planned R&D programs and technology initiatives, with respect to their impact on the Company's potential performance, growth and competitive position.
- 5.2. Assist the Board and management in scientific and R&D aspects and relevant business implications of the Company's acquisitions, transactions and other business development activities.
- 5.3. Endeavor to identify and provide the Board and management with strategic advice on significant emerging science and technology issues, innovations and trends.
- 5.4. Assist the Board in its oversight of the Company's risk management in areas affecting or relating to R&D, technology and intellectual property of the Company.
- 5.5. Review and advise the Board and management on the overall intellectual property strategy of the Company.
- 5.6. Review new technology in which the Company is, or is considering, investing.
- 5.7. Review the efficacy and safety profile of new pharmaceuticals before they are launched by the Company.
- 5.8. Review and make recommendations on such other topics as deemed appropriate.

The Committee shall report to the Board at the next Board meeting following each Committee meeting.

The Committee will review annually its own performance and present the results to the Board.

## **6. Charter Amendments**

The Committee shall review this Charter periodically and recommend any proposed amendments to the Board for approval. Any member of the Committee may submit proposed amendments to this Charter to the Board. The Board shall circulate any proposed amendment to this Charter to members of the Committee promptly upon receipt. By a majority vote, the Board may approve amendments to this Charter.