



Charter of the Science and Technology Committee of Dyadic International Inc. Board Directors

Organizational Construct

The Science and Technology Committee (**the Committee**) is a sub-committee of the Board of Directors (**the Board**) of Dyadic International Inc. (**the Company**).

Membership

The Committee shall consist of two or more Directors. At least two of the committee members shall be independent directors. At least one member of **the Committee** shall, in the judgment of the Board, have scientific research expertise. The Vice-President, Research and Development, will be an ex-officio member of **the Committee**. **The Committee** may engage external consultants, when needed, to provide a broad range of expertise in relevant sciences and technologies.

The Chair of the Committee shall be designated by **the Board**, provided that if **the Board** does not designate a Chair, the members of **the Committee**, by a majority vote, may designate a Chair.

The members of the Committee shall be elected by **the Board**, based on the recommendation of the Nomination Committee of **the Board**. Each member of **the Committee** shall serve for such term or terms as **the Board** may determine or until his or her resignation, removal or death, whichever is earlier. Any vacancy on the Committee shall be filled by the Board. No member of **the Committee** shall be removed as a member except by **the Board**.

Purpose

The Committee shall periodically examine management's strategic direction and investments in the Company's biopharmaceutical research and development and technology initiatives. **The Committee** will function as a broadly knowledgeable and objective group of scientists and non-scientists to consider and report periodically to **the Board** on matters relating to the investment in the Company's research and development and technology initiatives.

Responsibilities

The following responsibilities are within the authority of **the Committee** and shall include, consistent with and subject to applicable law and rules and regulations promulgated by the Securities and Exchange Commission (SEC), or any other applicable regulatory authority:

- 1) Review, evaluate and report to **the Board** regarding the performance of the Vice-President, Research and Development (and, his or her team), as well as the contract research organizations being considered or working on behalf of the Company, in achieving the strategic goals and objectives and the quality and direction of the Company's biopharmaceutical research and development programs
- 2) Identify and discuss significant emerging science and technology issues and trends and support the Vice President of Research and Development in implementation of new initiatives
- 3) Review the Company's approaches to acquiring and maintaining a range of distinct technology positions (including but not limited to contracts, grants, collaborative efforts, alliances and capital investments)
- 4) Evaluate the soundness/risks associated with the technologies in which **the Company** is investing its research and development efforts
- 5) Periodically review the Company's overall patent strategies

The Committee will conduct an annual evaluation of its performance, including whether this Charter and the Committee's activities are aligned with the Company's strategic science and technology research goals and objectives.

Meetings

The Committee shall meet at such times as it deems to be necessary or appropriate, but not less than twice each year, and shall report at the next Board meeting following each Committee meeting.

The Committee may meet privately with independent consultants and be free to speak directly and independently with any member of **the Company** management in discharging its responsibilities.

The Committee shall maintain minutes of its meeting and records relating to those meetings.