

CODEX DNA, INC.

DISCLOSURE COMMITTEE CHARTER

(Adopted on April 21, 2021; Effective upon the effectiveness of the registration statement relating to the Company's initial public offering)

This Disclosure Committee (the "**Committee**") of Codex DNA, Inc. (the "**Company**") shall be appointed by the Chief Executive Officer and Chief Financial Officer of the Company (the "**Senior Officers**") to perform the duties and responsibilities set forth in this charter.

A. PURPOSE

The purpose of the Committee shall be to assist in the Company's efforts to maintain effective disclosure controls and procedures, and to ensure that the information required to be disclosed by the Company in the reports it files or submits to the Securities and Exchange Commission ("**SEC**") and other information that the Company publicly discloses is recorded, processed, summarized and reported accurately to senior management of the Company, including the Senior Officers, as appropriate to allow timely decisions regarding such disclosure.

B. COMPOSITION

The Company's Chief Financial Officer shall be the chairperson of the Committee and shall be responsible for setting the agenda of the Committee at its meetings (or at any meeting of a subgroup of the Committee), coordinating the activities of the Committee, and implementing the information gathering processes in accordance with the requirements of this Charter within the various business units or departments of the Company.

In addition to the Company's Chief Financial Officer, the Committee shall comprise the personnel of the Company leading the following functions: financial planning & analysis, operations, sales, risk management, internal audit (if any), investor relations, human resources, information security, research & development, regulatory compliance, clinical operations and such other individuals as the Senior Officers deem suitable based on their substantive area(s) of responsibility and potential contribution to the Disclosure Committee. Representatives of the Company's outside legal counsel, independent auditors and other personnel of the Company or representatives of its outside advisors may be invited to attend meetings of the Committee, as the Committee deems necessary or appropriate in performing its functions.

Changes to the membership of the Committee shall be determined by the chairperson and approved by the Senior Officers as necessary in light of changes in the Company's business, operations, organization or management.

C. RESPONSIBILITIES

The Committee reports to the Senior Officers, who maintain ultimate decision-making authority regarding the Company's disclosure controls and procedures as well as the Company's external disclosures. The following are the principal recurring responsibilities of the Committee.

1. Design, adopt and implement appropriate procedures and policies, and monitor such procedures and policies, to ensure accurate and timely collection of information for inclusion in the Company's periodic and current SEC reports and the Company's quarterly earnings press releases (the

“Disclosure Controls Policies and Procedures”). Disclosure Controls Policies and Procedures will include establishing and implementing an internal sub-certification process, with internal sub-certifications to be in such form and executed by such persons as determined by the Committee, subject to approval by the Senior Officers. Responses to internal sub-certifications will be reviewed and evaluated by the chairperson. Any significant matters will be referred to the Chief Financial Officer and the Disclosure Committee for further review and evaluation.

2. Establish and review timelines relating to the preparation and filing of the Company’s quarterly earnings press releases and periodic SEC reports.

3. Establish as appropriate policies and procedures to ensure relevant Company personnel timely report to the Committee information potentially requiring disclosure.

4. Establish responsibility and lines of communication throughout the Company’s operations and business units for collecting relevant information on a timely basis, including making periodic inquiries with relevant Company personnel possessing information potentially requiring disclosure.

5. Review drafts of quarterly earnings press releases and periodic and current SEC reports in preparation for filing, including final drafts.

6. Meet periodically during the preparation of quarterly earnings press releases and periodic SEC reports to discuss disclosure matters and filings made by the Company to ensure completeness and accuracy of content.

7. Coordinate, as necessary, the review of quarterly earnings press releases and periodic and current SEC reports with the Senior Officers, the Company’s independent accountants, internal auditors (if any), outside counsel and the Audit Committee of the Board of Directors.

8. Periodically report to the Chief Financial Officer and the Chairperson of the Audit Committee of the Board of Directors on disclosure issues and the Committee’s findings regarding the effectiveness of its procedures and policies, including any weaknesses identified therein or in the Company’s Disclosure Controls Policies and Procedures generally.

D. GENERAL

1. It is anticipated that the Committee will hold regular meetings as directed by the Senior Officers or as the Committee otherwise deems appropriate, but in no event shall the Committee meet less than four times per calendar year.

2. This Charter shall be reviewed periodically by the members of the Committee. Any changes to the Charter must be approved by the Senior Officers.