

CHARTER OF
THE SCIENCE AND TECHNOLOGY COMMITTEE
OF THE BOARD OF DIRECTORS OF DERMIRA, INC.

As adopted on March 20, 2015

I. PURPOSE

The purpose of the Science and Technology Committee (the “*Committee*”) of the Board of Directors (the “*Board*”) of Dermira, Inc. (the “*Company*”) is to assist the Board in its oversight of the Company’s research and development strategies, programs and opportunities and perform such other functions as are described in this charter and as may be deemed necessary in carrying out the foregoing.

II. MEMBERSHIP

The Committee will consist of two or more members of the Board, at least one of whom shall be an “independent director” as defined under the applicable rules, regulations and listing requirements of The NASDAQ Stock Market as determined by the Board.

All members of the Committee will be appointed by, and will serve at the discretion of, the Board. The Board may appoint a chairperson of the Committee (the “*Chair*”) or, if the Board does not appoint a Chair, the Committee members may designate a Chair by their majority vote. The Chair will set the agenda for and conduct the proceedings of Committee meetings.

III. RESPONSIBILITIES AND DUTIES

The principal responsibilities and duties of the Committee are to:

- Review and provide advice to the Board on the Company’s research and development programs and on the Company’s progress in achieving its strategic research and development objectives;
- Identify and provide advice to the Board and management on significant emerging trends and issues in science and technology relevant to the Company;
- From time to time, participating in meetings of the Company’s scientific advisory board and meeting with other relevant scientific and medical leaders;
- Provide advice to the Board on the scientific, medical, research and development, and intellectual property aspects of significant Company transactions such as acquisitions and licenses;
- Review with management the Company’s major risk exposures in areas relating to the Company’s research and development, clinical development and intellectual property; and
- Evaluate the Committee’s performance on a periodic basis.

IV. STUDIES AND ADVISERS

The Committee, in discharging its responsibilities, may conduct or authorize studies of, or investigations into, any matter that the Committee deems appropriate, with full access to all books, records, documents, facilities and personnel of the Company. The Committee shall have the authority and right, at the expense of the Company, to retain legal and other consultants, experts and advisers of its choice to assist the Committee in connection with its functions. The Committee will have the authority to approve the fees and other retention terms of such advisers.

V. MEETINGS

Meetings of the Committee will be held from time to time, as determined appropriate by the Committee. The Chair, in consultation with the other member(s) of the Committee, will set the dates, times and places of such meetings. The Chair or any other member of the Committee may call meetings of the Committee by notice in accordance with the Company's Bylaws. A quorum of the Committee for the transaction of business will be a majority of its members. Meetings may be held via tele- or video-conference. The Committee may also act by unanimous written consent in lieu of a meeting in accordance with the Company's Bylaws. The Committee or the Chair may invite any director, executive or employee of the Company, or such other person, as it deems appropriate in order to carry out its responsibilities, to attend and participate (in a non-voting capacity) in all or a portion of any Committee meeting. The Committee may exclude from all or a portion of its meetings any person it deems appropriate in order to carry out its responsibilities. The Chair will designate a secretary for each meeting, who need not be a member of the Committee.

VI. MINUTES AND REPORTS

The Committee will 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 Chair will report to the Board from time to time with respect to the activities of the Committee, including on significant matters related to the Committee's responsibilities.

VII. COMPENSATION

Members of the Committee will receive such fees, if any, for their service as Committee members as may be determined by the Board, which may include additional compensation for the Chair.