

QUIDELORTHO CORPORATION

COMPENSATION COMMITTEE CHARTER

I. MEMBERSHIP

The Board of Directors (the “**Board**”) of QuidelOrtho Corporation (the “**Company**”) shall maintain a Compensation Committee (the “**Committee**”) of at least three members, consisting entirely of independent directors, and the Board shall designate one member as chair of the Committee (the “**Chair**”) or hereby delegates the authority to designate a Chair to the Committee.

Each member of the Committee shall be an “independent” director of the Company, as determined by the Board. For purposes hereof, “independent” shall mean a director who meets the definition of “independence” for directors and Committee members established by The Nasdaq Stock Market (“**Nasdaq**”) and the Securities and Exchange Commission (the “**SEC**”). Additionally, each member of the Committee shall also be a “non-employee director” (within the meaning of Rule 16b-3 promulgated under the Securities Exchange Act of 1934, as amended). A subsequent determination that any member of the Committee does not qualify as a “non-employee director” will not invalidate any previous actions by the Committee except to the extent required by law or determined appropriate to satisfy regulatory standards.

The foregoing shall be subject to all applicable exemptions or exceptions permitted under Nasdaq listing standards.

II. PURPOSE

The purpose of the Committee is to assist the Board in discharging the oversight responsibilities of the Board relating to compensation of the Company’s executive officers (such officers of the Company determined in accordance with the definition of “officer” in Rule 16a-1 of the Exchange Act, the “**Executive Officers**”) and directors, including overall compensation structure, policies and programs, to review and approve the Company’s compensation discussion and analysis (“**CD&A**”) and provide the Committee report on executive compensation for inclusion in the Company’s annual proxy statement (or annual report on Form 10-K) and to monitor human capital management matters.

III. DUTIES AND RESPONSIBILITIES

In furtherance of the foregoing purposes, the duties and responsibilities of the Committee are to:

1. Oversee the Company’s overall compensation structure, policies and programs in which the Executive Officers participate, including, without limitation, salary, incentives, stock, deferred compensation or awards, retirement, and health benefits, and assess whether such programs establish appropriate and adequate incentives to attract, develop and retain talent.

2. Administer, implement, interpret, and construe the Company's incentive compensation and equity-based compensation plans and the awards, award agreements, and other documents thereunder.
3. Make recommendations to the Board with respect to the Company's incentive compensation and equity-based compensation plans that are subject to Board approval.
4. In coordination with the Chair of the Board or, if the Chair of the Board is not an independent director, the Lead Independent Director, review and approve (or recommend to the Board for review and approval) corporate goals and objectives relevant to the compensation of the Chief Executive Officer ("**CEO**"), evaluate the CEO's performance in light of goals and objectives, and determine (or recommend to the Board for determination) the CEO's compensation level based on such evaluation and while meeting in executive session without the CEO present.
5. Oversee the evaluation process and compensation structure for other Executive Officers and determine (or recommend to the Board for determination) the compensation for such Executive Officers. For purpose of this determination, the CEO may be present and provide recommendations during the Committee's or Board's deliberations in this regard, but may not vote.
6. Review and approve (or recommend to the Board for review and approval) the design of equity-based incentive and other benefit plans in which Executive Officers may participate.
7. Review and approve (or recommend to the Board for review and approval) employment agreements and severance arrangements for Executive Officers, including change-in-control plans, agreements or arrangements.
8. Approve stock option, restricted stock and other equity-based incentive awards granted to directors and Executive Officers and approve or oversee such grants to other employees.
9. In coordination with the Chair of the Board or, if the Chair of the Board is not an independent director, the Lead Independent Director, oversee succession planning for the CEO, and review succession planning and management development of the CEO at least annually with the Board, including recommendations and evaluations of potential successors to fill the position.
10. With the assistance of the chairs of the Audit, Nominating and Corporate Governance, and Science and Technology Committees, oversee succession planning for positions held by Executive Officers other than the CEO, and review succession planning and management development at least annually with the Board, including recommendations and evaluations of potential successors to fill these positions.

11. Oversee the assessment of the risks related to the Company's compensation policies and programs applicable to officers and employees, and report to the Board on the results of this assessment.
12. Oversee the administration of the Company's clawback policy or policies, and review and approve (or recommend to the Board for review and approval) changes in the policy or policies from time to time as appropriate.
13. Monitor compliance by Executive Officers and directors with the Company's Insider Trading Policy and Stock Ownership Guidelines.
14. Review at least annually the compensation and benefits of directors for service on the Board and its committees and recommend any changes therein to the Board.
15. Monitor key human capital management matters, risks, strategies, policies and practices, including with respect to matters such as employee health and safety, inclusion and belonging, workplace environment and culture and talent development and retention.
16. Annually evaluate the performance of the Committee, the adequacy of the Committee's charter and make recommendations to the Board regarding proposed changes in operation or the charter.
17. Review and discuss with management the CD&A and related disclosures that SEC rules require to be included in the Company's annual report and proxy statement, recommend to the Board based on the review and discussions whether the CD&A should be included in the annual report and proxy statement, and prepare (or authorize to be prepared) the Committee report required by SEC rules for inclusion in the Company's annual report and proxy statement.
18. Review and consider the results of the most recent stockholder advisory vote on executive compensation to the extent required by SEC rules.
19. Perform such other duties and responsibilities as are consistent with the purpose of the Committee and as the Board delegates to the Committee from time to time.

IV. SUBCOMMITTEES

The Committee may delegate any of the foregoing duties and responsibilities to a subcommittee of the Committee consisting of not less than two members of the Committee.

V. MEETINGS

The Committee shall meet at least two times a year and, in addition, as frequently as may be determined necessary or appropriate in its judgment.

The Committee shall meet at the call of the Chair or a majority of the members of the Committee. The presence of a majority of the members of the Committee shall constitute a quorum for the transaction of business. The passage of any resolution of the Committee shall require the affirmative vote of a majority of Committee members present at the meeting.

Procedures fixed or actions taken by the Committee shall be subject to any applicable provision of the Company's bylaws. Written minutes of each meeting shall be duly filed in the Company records, and reports of meetings of the Committee shall be made to the Board at its next regularly scheduled meeting following the Committee meeting.

VI. OUTSIDE ADVISORS

The Committee will have the authority to engage, retain, determine funding for, and terminate such outside legal counsel, experts, and other advisors (including compensation consultants used to assist the Committee in the evaluation of director, CEO or Executive Officer compensation) as it determines appropriate to assist it in the full performance of its functions, including the authority to approve the fees and other retention terms for its advisors. The Company will provide funding for such fees and retainers as requested by the Committee.

The Committee will be directly responsible for the appointment, compensation and oversight of the work of any compensation consultant, legal counsel and other adviser retained by the Committee. In engaging and retaining any outside advisors, the Committee shall consider the independence of the outside advisor as required by applicable Nasdaq, SEC or other applicable rules and regulations, including (i) the provision of other services to the Company by the person that employs the compensation consultant, legal counsel or other advisor; (ii) the amount of fees received from the Company by the person that employs the compensation consultant, legal counsel or other advisor, as a percentage of the total revenue of the person that employs the compensation consultant, legal counsel or other advisor; (iii) the policies and procedures of the person that employs the compensation consultant, legal counsel or other advisor that are designed to prevent conflicts of interest; (iv) any business or personal relationship of the compensation consultant, legal counsel or other advisor with a member of the Committee; (v) any stock of the Company owned by the compensation consultant, legal counsel or other advisor; and (vi) any business or personal relationship of the compensation consultant, legal counsel, other advisor or the person employing the advisor with an Executive Officer of the Company.

Adopted: May 27, 2022

Amended: February 9, 2024, March 28, 2025, February 4, 2026