CHARTER OF THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF NKARTA, INC.

1. **Purpose**. The Audit Committee (the "Committee") is appointed by the Board of Directors (the "Board") of Nkarta, Inc. (the "Company") to assist the Board in fulfilling the Board's oversight responsibilities regarding:

- the Company's accounting and financial reporting process, financial statement audits, and the quality and integrity of the Company's financial statements;
- the Company's compliance with legal and regulatory requirements; and
- the qualifications, independence and performance of the Company's independent auditors.

In addition, the Committee will undertake those specific duties and responsibilities listed below and such other duties as the Board may from time to time prescribe, pursuant to and in accordance with all applicable provisions of the Sarbanes-Oxley Act of 2002 and the rules and regulations of the Securities and Exchange Commission (the "SEC") and the Nasdaq Stock Market LLC ("Nasdaq").

2. **Membership**. The Committee shall be comprised of at least three (3) members of the Board. Each Committee member shall, as determined by the Board, qualify as an "independent director," as such term is defined under applicable listing standards of Nasdaq, and meet the additional independence requirements of the SEC with respect to audit committees. Each Committee member shall, as determined by the Board, be able to read and understand fundamental financial statements, including the Company's balance sheet, income statement and cash flow statement, and at least one member shall have past employment experience in finance or accounting, requisite professional certification in accounting or other comparable experience or background, including a past position as a principal financial officer or other senior officer with financial officer responsibilities and will otherwise qualify as an "audit committee financial expert" as defined by applicable SEC rules. No member of the Committee shall have participated in the preparation of the financial statements of the Company or any current subsidiary of the Company at any time during the past three years.

The members of the Committee shall be appointed by and serve at the discretion of the Board on the recommendation of the Nominating and Governance Committee. Committee members may be removed at any time by the Board. The Board will appoint one member of the Committee to serve as the Chairperson of the Committee.

3. **Specific Responsibilities and Duties**. In addition to the Committee's general tasks and responsibilities described above, the following duties and responsibilities are the specific functions of the Committee, to be performed as the Committee deems necessary or appropriate:

Independent Auditors

- Appoint, compensate, retain, and oversee the work of the independent auditors (including

resolving disagreements between management and the independent auditors regarding financial reporting) for the purpose of preparing or issuing an audit report or related work. Such independent auditors shall report directly to and be ultimately accountable to the Committee.

- Pre-approve all audit and permissible non-audit services to be provided to the Company by the independent auditors, as set forth in Section 10A of the Securities Exchange Act of 1934, as amended, and the rules and regulations promulgated thereunder by the SEC. The Committee may delegate its authority to grant pre-approvals of audit and permissible non-audit services to the Chairperson of the Committee, to the extent consistent with applicable laws and regulations, provided that any such pre-approvals shall be presented to the full Committee at its next scheduled meeting. The Committee shall have the sole authority to approve the hiring and firing of the independent auditors and all fees and terms of audit and non-audit engagements with the independent auditors, in each case as may be permissible and compatible with the auditors' independence.

- Review and provide guidance with respect to the external audit and the Company's relationship with its independent auditors by:

    - reviewing the independent auditors' proposed audit scope, approach and independence;

    - obtaining on a periodic basis a statement from the independent auditors regarding relationships and services with the Company which may impact independence and presenting this statement to the Board, and to the extent there are relationships, monitoring and investigating them; and

    - ensuring that the independent auditors submit to the Committee on an annual basis a written statement (consistent with the requirements of the Public Company Accounting Oversight Board) delineating all relationships and services that may impact the objectivity and independence of the independent auditors.

- Obtain and review an annual report from the independent auditors describing (i) the independent auditors' internal quality control procedures and (ii) any material issues raised by the recent internal quality control review, peer review, or Public Company Accounting Oversight Board review, of the independent auditors, or by any inquiry or investigation by governmental or professional authorities, within the preceding five years, respecting one or more independent audits carried out by the independent auditors, and steps taken to deal with any such issues.

- Review the experience and qualifications of the senior members of the independent auditors' team.

- Review and concur with the Company's hiring of employees of the independent auditors' who were engaged on the Company's account.

- Review the qualifications, independence, performance, and fees of the independent auditors on an annual basis, including a review and evaluation of the lead partner of the independent auditor.

- Periodically discuss with the independent auditors any matters appropriate or required to be discussed under applicable accounting and auditing professional standards or applicable regulations. These discussions shall include (i) the independent auditors' judgments about the quality, appropriateness, and acceptability of the Company's accounting principles and financial disclosure practices, as applied in its financial reporting, and (ii) the completeness and accuracy

of the Company's financial statements.

Financial Reporting

- Review with management and the independent auditor:
  - the Company's annual audited financial statements, and related footnotes, and quarterly unaudited financial statements;
  - the independent auditors' audit of the annual financial statements and their report thereon;
  - the accompanying management letter and any reports with respect to interim periods;
  - any material changes to the Company's accounting principles and practices used in preparing financial statements;
  - any significant changes required in the independent auditors' audit plan;
  - any significant findings during the year and management's responses thereto;
  - any difficulties or disputes with management encountered during the course of the audit, including any restrictions on the scope of their work or access to required information;
  - all other material written communications between the independent auditors and management; and
  - other matters related to the conduct of the audit that are to be communicated to the Committee under the auditing standards of the Public Company Accounting Oversight Board.
- Review with management, the independent auditors, and the Company's counsel, as appropriate, any legal and regulatory matters that may have a material impact on the financial statements, related compliance policies, and programs and reports received from regulators.
- Review and discuss earnings press releases, including the use of non-GAAP financial measures, prior to public disclosure.
- Discuss with the independent auditors the financial statements and audit findings, including any significant adjustments, management judgments and accounting estimates, significant new accounting policies and disagreements with management and any other matters required to be discussed by the Public Company Accounting Oversight Board.

Internal Control Over Financial Reporting and Disclosure Controls and Procedures

- Periodically review the adequacy of the Company's internal controls over financial reporting and disclosure controls and procedures designed to ensure compliance with applicable laws and regulations.
- Provide oversight and review at least annually the Company's risk assessment and management policies, including with respect to any investment policies and the risk of fraud, and recommend any changes to the Board.

- Oversee and review the Company's policies regarding information technology and management information systems, and recommend any changes to the Board.

- Review and approve in advance any proposed material related-party transactions required to be disclosed under applicable rules of the SEC or the Financial Accounting Standards Board (other than compensation matters with related persons, which shall be reviewed and approved by the Compensation Committee), and report the results of such review to the Board.

- Consider and review with management and the independent auditors the adequacy of the Company's internal controls and any related significant findings and recommendations with respect thereto.

- Periodically review with management any significant deficiencies or material weaknesses in the design or operation of internal controls over financial reporting, any fraud involving any employees who have a significant role in the Company's internal control over financial reporting, and any significant changes in internal controls over financial reporting or in other factors that could significantly affect internal controls over financial reporting, including management's responses thereto.

Management Discussions

- Review with management and the independent auditors any correspondence with regulators or governmental agencies and any employee complaints regarding the Company's financial statements or accounting policies.

- Periodically review separately with each of management and the independent auditors (i) any disagreements between management and the auditors in connection with any audits, (ii) any difficulties encountered during the course of audits, including restrictions in scope or access to required information, and (iii) management's response.

- Consider and approve, if appropriate, significant changes to the Company's accounting principles and financial disclosure practices as recommended by management and the independent auditors. Review with management and the independent auditors, at appropriate intervals, the extent to which any changes or improvements in accounting or financial practices, as approved by the Committee, have been implemented.

- Inquire about the application of the Company's accounting policies and its consistency from period to period, and the compatibility of these accounting policies with GAAP, and, when applicable, the provisions for future occurrences that may have a material impact on the financial statements of the Company.

- Oversee the establishment of a Code of Conduct satisfying applicable Nasdaq listing standards and SEC rules and the program established by management to monitor compliance with such Code of Conduct.

- Review and discuss with management all disclosures made by the Company concerning any material changes in the financial condition or operations of the Company.

- Review annually the independent auditors' letter of recommendations to management and management's responses.

Other

- Establish procedures for receiving, retaining and treating complaints received by the Company regarding accounting, internal accounting controls, or auditing matters and procedures for the confidential, anonymous submission by employees of concerns regarding questionable accounting or auditing matters.

- Review and discuss with management (i) management's program to identify, assess, manage, monitor, and minimize significant business risks of the Company, including financial, operational, privacy, security (including cybersecurity), business continuity, legal and regulatory, and reputational risks; and (ii) management's risk management decisions, practices, and activities.

- Review and discuss with management the Company's policies, processes, risks, controls and mitigation strategies related to information systems, information security, data privacy, artificial intelligence, and cybersecurity.

- Provide an open avenue of communication between management and the independent auditors and the Board.

- Review the Committee's charter, structure, processes, and membership requirements and submit any recommended changes to the Board at least once a year.

- Perform such other functions as assigned by law, the Company's charter or bylaws, or the Board.

4. Organization and Operations.

- **Meetings**. The Committee will meet with such frequency, and at such times as its Chairperson, or a majority of the Committee, determines, but not less than quarterly each year. Such meetings, at the Committee's discretion, may be in person, by telephone or by unanimous written consent. A special meeting of the Committee may be called by the Chairperson and will be called promptly upon the request of any two Committee members. The agenda of each meeting will be prepared by the Chairperson (in consultation with the appropriate members of the Committee and management) and circulated to each member prior to the meeting date. Unless the Committee or the Board adopts other procedures, the provisions of the Company's bylaws, as in effect from time to time and as applicable to meetings of the Board, will govern meetings of the Committee. A quorum for any meeting of the Committee shall be a majority of the members of the Committee.

- **Minutes and Reports.** Minutes of each meeting will be kept with the regular corporate records. The Committee will periodically report to the Board its findings and actions. In connection therewith, the Committee should review with the Board any issues that arise with respect to the quality or integrity of the Company's financial statements, the Company's compliance with legal or regulatory requirements, and the performance and independence of the Company's independent auditors.

- **Subcommittees.** The Committee has the power to appoint subcommittees, each of which may have (as determined by the Committee) the full power and authority of the Committee; provided,

however, that the Committee shall not delegate to a subcommittee any power or authority required by any law or regulation to be exercised by the Committee as a whole. Each such subcommittee shall consist of at least one member of the Committee.

- **Voting.** Each Committee member shall have one vote and actions at meetings must be approved by a majority of the members present.

5. Experts; Funding; Cooperation.

- **Retention of Outside Advisors**. The Committee has the power, in its sole discretion, to retain at the Company's expense such legal counsel and other advisors and experts as it deems necessary or appropriate to carry out its duties.

- **Funding**. The Company shall provide the Committee with the appropriate funding, as determined by the Committee, for payment of compensation to the independent auditors for the purpose of rendering or issuing an audit report or performing other audit, review or attest services, for payment of compensation to any advisors retained by the Committee and for ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

- **Investigations**. The Committee has the authority to conduct any investigation it deems necessary or appropriate to fulfilling its duties.

- **Participation of Employees and Outside Experts**. The Committee shall have unrestricted access to the independent auditors, internal and outside counsel, and anyone else in the Company, and may request any officer or employee of the Company or the Company's outside counsel or independent auditors to attend a meeting of the Committee or to meet with any members of, or consultants or advisors to, the Committee.

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