

INSPIREMD, INC.

RESEARCH AND DEVELOPMENT COMMITTEE CHARTER

This Research and Development Committee Charter (the “*Charter*”) sets forth the purpose and membership requirements of the Research and Development Committee (the “*Committee*”) of the Board of Directors (the “*Board*”) of InspireMD, Inc. (the “*Company*”) and establishes the authority and responsibilities delegated to it by the Board.

1. Purpose

The purpose of the Committee is to oversee the Company’s product pipeline and research and development efforts, including oversight and evaluation of the Company’s medical devices.

2. Committee Members

The Committee shall consist of two or more members. Members and the Chairman of the Committee (the “*Chairman*”), if any, shall be appointed by the Board and may be removed by the Board in its discretion. Each member shall meet the criteria for independence in accordance with The Nasdaq Stock Market LLC (the “*Nasdaq*”) and any other required applicable laws, rules and regulations regarding independence as they are in effect from time to time.

3. Subcommittees

The Committee shall have the authority to delegate authority and responsibilities to subcommittees, so long as the subcommittee consists of at least two members and is comprised entirely of independent directors.

4. Advisors

The Committee shall have the sole authority to (i) retain (and terminate), at the Company’s expense, a search firm and other expert advisors (“*Advisors*”) as it deems necessary to fulfill its responsibilities and (ii) determine, on behalf of the Company, the compensation of such Advisors.

5. Authority and Responsibilities of the Committee

The following shall be recurring duties and responsibilities of the Committee in carrying out its purposes. These duties and responsibilities are set forth below as a guide to the Committee, with the understanding that the Committee may alter or supplement them as appropriate under the circumstances, to the extent permitted by applicable law.

5.1. Strategic Assessment

The Committee shall assist the Board in its oversight of the Company’s strategic direction for its pipeline and investment in research and development.

5.2. Formal feedback on progression of development plans and direction

The Committee shall review, evaluate, and advise the Board and management regarding the quality and direction of the Company’s research and development programs and the Company’s progress in achieving its long-term strategic goals, provided, however, that the Committee will not be directing the science, or evaluating or directing the detailed design of

experiments, but instead will focus on the broader management of R&D activities, both with respect to projects and human resources, as needed for a productive pipeline.

5.3. Strategic planning

The Committee shall identify and discuss new ideas and emerging trends in medical devices, health care, technology, manufacturing and regulation and assist the Company in making well-informed choices and plans in the investment of its research and development resources.

5.4. Establishment of clinical network

The Committee shall establish clinical network to gather public feedback and outreach to user community to drive interest and utilization with the Company's products. The Committee shall assist with establishing clinical and medical need, utilization of prototype and commercial support.

5.5. Recommendation, approval and support

The Committee shall review the Committee's performance on an annual basis and present the results of its self-assessment and performance evaluation to the Board or its designee.

5.6. Other Duties and Responsibilities

The Committee shall perform any other duties or responsibilities expressly delegated to the Committee by the Board from time to time relating to the Company's Research and development.

6. Meetings

6.1. Frequency of Meetings

The Committee shall meet at least two times during each fiscal year. The schedule for regular meetings of the Committee shall be established by the Committee. The members or the Chairman of the Committee, if any, may call a special meeting at any time as he or she deems advisable, or action may be taken by unanimous written consent when deemed necessary or desirable by the Committee or its Chairman, if any.

6.2. Minutes

Minutes of each meeting of the Committee shall be kept to document the discharge by the Committee of its responsibilities.

6.3. Presiding Officer

The Chairman of the Committee, if any, shall preside at all Committee meetings. If the Chairman is absent at a meeting, a majority of the Committee members present at a meeting shall appoint a different presiding officer for that meeting.

6.4. Attendance

The Committee may invite members of management or Advisors to attend meetings and provide pertinent information; *provided* that the Committee shall meet periodically in executive session without Company management present.

6.5. Quorum

A majority of Committee members shall constitute a quorum. A majority of the members present at any meeting at which a quorum is present may act on behalf of the Committee.

7. Reports and Assessments

7.1. Board Reports

The members or the Chairman of the Committee, if any, shall report from time to time to the Board on Committee actions and on the fulfillment of the Committee's responsibilities under this Charter.

7.2. Performance Evaluation

The Committee shall conduct an evaluation of the Committee's performance at least annually. The evaluation shall address subjects including the Committee's composition, responsibilities, structure and processes and effectiveness. As part of this evaluation, the Committee shall also review the Charter. The Committee shall, as appropriate, make recommendations to management, or the full Board as a result of its performance evaluation and review of the Charter.

Approved: January 2, 2022