



KARUNA THERAPEUTICS, INC.

CHARTER OF THE LEAD INDEPENDENT DIRECTOR

If the Chairperson of the Board (the “**Chairperson**”) and Chief Executive Officer of Karuna Therapeutics, Inc. (the “**Company**”) are the same person, the independent directors of the Company’s Board of Directors (the “**Board**”) will annually elect an independent director to serve in a lead capacity (the “**Lead Independent Director**”).

For purposes of this Charter, “independent” means meeting the requirements for independent directors under NASDAQ Stock Market Listing Rule 5605(a)(2) and the applicable independence requirements promulgated by the U.S. Securities and Exchange Commission, any other exchange upon which securities of the Company are traded, or any other governmental or regulatory body exercising authority over the Company.

The Lead Independent Director coordinates the activities of the other independent and non-management directors, and performs such other duties and responsibilities as the Board may determine.

The specific powers and responsibilities of the Lead Independent Director are as follows:

Preside at Executive Sessions

- Preside at all meetings of the Board at which the Chairperson is not present, including executive sessions of the independent directors and executive sessions of the independent and non-management directors.

Meetings of Independent Directors

- Call meetings of the independent directors and meetings of the independent and non-management directors, if and as needed.
- Ensure that independent and non-management directors have adequate opportunities to meet and discuss issues in sessions of directors without management present.

Function as a Liaison with the Chairperson

- Serve as the principal liaison on Board-wide issues between the independent and non-management directors and the Chairperson.

Approve appropriate provision of information to the Board such as Board meeting agendas and schedules

- Advise the Chairperson on information sent to the Board, including its quality, quantity and timeliness.
- Advise on meeting agenda items and facilitate the Board’s input on such items.

- Ensure directors have adequate resources, especially by way of full, timely and relevant information to support their decision making and effectively and responsibly perform their duties.

Facilitate Retention of Outside Advisors and Consultants

- Facilitate the retention of outside advisors and consultants who report directly to the Board on Board-wide issues.

Shareholder Communication

- Engage with shareholders, as appropriate.