

**COLLEGIUM PHARMACEUTICAL, INC.
COMPENSATION COMMITTEE CHARTER**

Effective February 2022

I. PURPOSE

The Compensation Committee (the “Committee”) of the Board of Directors (the “Board”) of Collegium Pharmaceutical, Inc., (the “Company”) has the responsibility and authority to review the performance and development of the Company’s management in achieving corporate goals and objectives and to assure that the Company’s executive officers (including the chief executive officer, the “CEO”) are compensated effectively in a manner consistent with the strategy of the Company, competitive practice, sound corporate governance principles and shareholder interests.

II. COMPOSITION

The Committee shall be comprised of two or more directors, each of whom shall be an “independent director” as required by the rules and requirements of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), any rules and regulations promulgated thereunder by the Securities and Exchange Commission (the “SEC”) and the listing rules of The NASDAQ Stock Market LLC (“NASDAQ”). Should any member cease to satisfy the independence requirements, such member shall immediately resign his or her membership on the Committee without request, notice or other action by the Board or any other person. The Board shall make the determination on the independence of each member.

Each member of the Committee shall be appointed annually by the Board. Any member of the Committee may be removed or replaced by the Board at any time. Any vacancy occurring in the Committee shall be filled by the Board. The Board shall designate one member to act as the Chairperson of the Committee (the “Chair”). The Chair (or in his or her absence, a member designated by the Chair) shall preside at all meetings of the Committee and set the agenda for each Committee meeting.

III. MEETINGS

The Committee shall meet as often as it determines is necessary to carry out its responsibilities but in no event less than two times per year. Meetings may be scheduled as needed and may be called by the Chair. The Committee shall have the authority to establish its own rules and procedures for notice and conduct of its meetings so long as they are not inconsistent with the provisions of the Company’s Amended and Restated Bylaws (as amended or restated from time to time, the “Bylaws”) that are applicable to a committee of the Board. Except as otherwise provided by statute, a majority of the members shall represent a quorum of the Committee for the transaction of business at any meeting. Formal action to be taken by the Committee shall be by unanimous written consent or by the affirmative vote of at least a majority of the members present (in person, virtually or by telephone conference call) at a meeting at which a quorum is present. The Committee shall maintain written minutes of its meetings.

The Committee may, in its discretion, invite other directors of the Company, members of the Company’s management or any other person, including, without limitation, outside counsel or consultants, whose presence the Committee believes to be desirable and appropriate to attend and observe meetings of the Committee. No person may be present during any discussions and deliberations of the Committee regarding the compensation of such person, including the CEO.

IV. RESPONSIBILITIES AND DUTIES

The Committee shall have the following authority and responsibilities:

Compensation Oversight and Executive Compensation

1. Review annually and approve the Company's compensation strategy to ensure that it promotes shareholder interests and supports the Company's strategic and tactical objectives, and that it provides appropriate rewards and incentives for management and employees of the Company, including review of compensation-related risk management. In reviewing and approving the Company's overall executive compensation program, if applicable, the Committee shall consider the results of the most recent shareholder advisory vote on executive compensation required by Section 14A of the Exchange Act.
2. Review trends in executive compensation and annually review and approve the Company's peer companies used for market comparison, oversee the development of new compensation plans (including annual and multi-year cash and equity-based incentive programs) and revisions to existing plans, and recommend such new plans, or such revisions to existing plans, as the Committee may deem appropriate to the Board for approval, subject to shareholder approval.
3. Annually review and recommend to the Board for approval the corporate goals and objectives applicable to the compensation of the CEO; evaluate at least annually the performance of the CEO in light of those goals and objectives, and determine and recommend to the Board for approval the compensation level (including salary, cash and equity-based incentive awards, long-term incentive compensation and any personal benefits) of the CEO based on this evaluation.
4. Annually review and approve the corporate goals and objectives applicable to the compensation of the Company's other executive officers; evaluate at least annually the performance of the Company's other executive officers in light of those goals and objectives, and determine and approve the compensation level (including salary, cash and equity-based incentive awards, long-term incentive compensation and any personal benefits) of the Company's other executive officers based on this evaluation.
5. Review and approve the terms of any binding offer letters, employment agreements, termination agreements or arrangements, change-in-control agreements, indemnification agreements and other material agreements executed by the Company with an executive officer of the Company other than CEO. Review and recommend to the Board for approval the terms of any binding offer letters, employment agreements, termination agreements or arrangements, change-in-control agreements, indemnification agreements and other material agreements executed by the Company with the CEO.
6. Periodically review the Company's stock ownership guidelines for the CEO, other executive officers and directors, recommend to the Board any changes to such guidelines and monitor compliance with such guidelines.
7. Administer, or where appropriate oversee the administration of, executive and equity compensation plans and such other compensation and benefit plans that are adopted by the Company from time to time, with such authority and powers as are set forth in the respective instruments establishing such arrangements.
8. Review and recommend to the Board the appropriate structure and amount of compensation for the independent Board members, including all forms of cash compensation paid to members of the Board and the grant of all forms of equity compensation provided to members of the Board.

Regulatory Compliance

1. Review and discuss with management the “Compensation Discussion and Analysis” (the “CD&A”) disclosure prepared pursuant to the requirements of Item 402(b) of Regulation S-K (or any successor disclosure item).
2. Prepare the Compensation Committee Report based on the review of the CD&A and recommend to the Board whether the CD&A disclosure should be included in the Company’s annual report on Form 10-K, proxy statement, information statement or similar document.
3. Oversee the Company’s compliance with the SEC’s rules and regulations regarding shareholder approval of certain executive compensation matters, including advisory votes on executive compensation and the frequency of such votes, and the requirements under the listing rules of NASDAQ that, with limited exceptions, shareholders approve the equity compensation plans.
4. Perform any other activities that may be required by applicable laws, regulations or rules to be performed by a company’s “compensation committee” or any other activities consistent with this Charter, the Bylaws and governing law as the Committee or the Board deems appropriate.

Committee Performance Evaluation, Risk Oversight and Succession Planning

1. Conduct and present to the Board on an annual basis a performance evaluation of the Committee’s performance of its duties under this Charter. The performance evaluation shall be conducted in such a manner as the Committee deems appropriate. Any member of the Committee may present the evaluation to the Board either orally or in writing.
2. Regularly report to the Board on the Committee’s activities, recommendations and conclusions.
3. At least annually, review and reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval.
4. Review plans for the development, retention and succession of executive officers of the Company.
5. Oversee risks and exposures associated with executive compensation plans and arrangements.

V. RESOURCES; ACCESS TO RECORDS

The Committee shall have the resources and authority necessary to discharge its duties and responsibilities. In carrying out its duties and responsibilities, the Committee shall have full access to any relevant records, facilities and employees of the Company. The Committee may request that any officer or other employee of the Company, the Company’s counsel or any other person meet with any members of, or consultants to, the Committee.

The Committee shall also have authority, in its sole discretion, to retain or obtain advice and assistance from internal or external legal, accounting, compensation or other advisors or consultants. The Committee shall be directly responsible for the appointment, compensation and oversight of the work of any compensation consultant, legal counsel and other advisor retained by the Committee. The Committee shall not select, retain or obtain advice from any such expert, outside consultant, external legal, accounting, compensation or other advisor without first taking into consideration the factors relevant to such advisor’s independence specified in NASDAQ Listing Rule 5605(d)(3) and considering and addressing any conflicts

of interest between the Company and such advisor, which would require disclosure pursuant to Item 407(e)(3)(iv) of Regulation S-K (or any successor disclosure item). The Company shall provide for appropriate funding, as determined by the Committee, for the payment of reasonable compensation to any such advisors retained by the Committee and any ordinary administrative expenses of the Committee incurred in carrying out its duties and responsibilities shall be borne by the Company.

Any communications between the Committee and legal counsel in the course of obtaining legal advice will be considered privileged communications of the Company and the Committee will take all necessary steps to preserve the privileged nature of those communications.

VI. DELEGATION OF DUTIES

The Committee shall be entitled to form and delegate any or all of its duties or responsibilities to a subcommittee of the Committee, to the extent consistent with the Company's Second Amended and Restated Certificate of Incorporation (as amended or restated from time to time), Bylaws, and applicable laws and rules of markets in which the Company's securities then trade. Any actions of a subcommittee shall be presented to the full Committee at its next scheduled meeting.

The Committee may delegate to one or more officers of the Company the authority to make grants and awards of stock rights or options to any non-Section 16 officer of the Company under such of the Company's incentive-compensation or other equity-based plans as the Committee deems appropriate and in accordance with the terms of such plans.