

**CHARTER FOR THE  
NOMINATING AND GOVERNANCE COMMITTEE OF THE  
BOARD OF DIRECTORS OF  
AMKOR TECHNOLOGY, INC.**

**(As of November 15, 2022)**

**PURPOSE:**

The purpose of the Nominating and Governance Committee (the “Nominating and Governance Committee”) is to ensure that the Board of Directors (the “Board”) of Amkor Technology, Inc. (the “Company”) is properly constituted to meet its fiduciary obligations to stockholders and the Company and that the Company has and follows appropriate governance standards. To carry out this purpose, the Nominating and Governance Committee shall: (1) identify prospective director nominees, recommend to the Board the director nominees for the next annual meeting of stockholders, and fill vacancies on the Board; (2) develop and recommend to the Board the governance principles applicable to the Company; (3) oversee the evaluation of the Board; and (4) recommend to the Board director nominees for Board committees.

**COMMITTEE MEMBERSHIP:**

- The Nominating and Governance Committee shall be comprised of no fewer than two (2) members.
- The members of the Nominating and Governance Committee shall meet the independence requirements of the listing standards of the Nasdaq Stock Market.
- The members of the Nominating and Governance Committee shall be appointed by the Board on the recommendation of the Nominating and Governance Committee and shall serve at the discretion of the Board.
- The Board shall appoint the Chairperson of the Nominating and Governance Committee.

**RESPONSIBILITIES:**

- Evaluate the current composition, organization, and governance of the Board and its committees, including through a review of the appropriateness of the continued service of any Board member who changes the position or responsibility that he or she held when he or she was elected to the Board, and make any recommendations regarding such matters to the Board for its review and approval.

- Periodically assess desired Board qualifications, expertise, and characteristics for potential Board members, with consideration given to the needs of the Company and factors including character, judgment, independence, age, expertise, length of service and other commitments, and diversity in experience and background, including (but not limited to) race, gender, or gender identity, sexual orientation, professional background, and geographic and industry experience.
- Identify, evaluate, and propose nominees for election to the Board and, as necessary, to fill any newly created directorship or vacancy on the Board. In performing these tasks, the Nominating and Governance Committee shall have the authority to retain and terminate any search firm to be used to identify director candidates. The Nominating and Governance Committee shall, whenever the Company shall have a Lead Independent Director who is not a member of the Nominating and Governance Committee, consult with the Lead Independent Director as appropriate in the discharge of the Nominating and Governance Committee's responsibilities.
- Develop policies and procedures regarding the review and recommendation of nominees for director, including recommendations by stockholders of the Company.
- Review stockholder proposals relating to corporate governance and other matters and recommend to the Board the Company's response to such proposals.
- Review the disclosure in the Company's proxy statement regarding the policies and procedures related to stockholder communications with the Board and nomination of candidates to the Board.
- Annually review its own performance and oversee the performance evaluation process for the Board and its committees.
- Evaluate and make recommendations to the Board concerning the appointment of directors to Board committees, the selection of Board committee chairs, and proposal of the Board slate for election.
- Develop and recommend Corporate Governance Guidelines for the Board's approval and adoption.
- Evaluate and recommend termination of membership of individual directors in accordance with the Corporate Governance Guidelines and the Company's bylaws ("Bylaws"), for cause or for other appropriate reasons.
- Annually review the adequacy of the Nominating and Corporate Governance Committee Charter.

- Periodically review and re-examine the Nominating and Governance Committee’s structure, processes, and membership and recommend any proposed changes to the Board.
- Periodically review the Company’s Corporate Governance Guidelines, Insider Trading Policy, Director Code of Ethics, Policy on Fair Disclosure, and corporate governance procedures and recommend any proposed changes to the Board.
- Periodically review the Company’s Code of Business Conduct.
- Review and recommend to the Board proposed changes to the Company’s Certificate of Incorporation and the Bylaws.
- Monitor and periodically review the Company’s new director orientation program.
- Review the succession planning for the Company’s senior executive officers, including, but not limited to, the Chief Executive Officer of the Company.
- Periodically review and make recommendations, as appropriate, regarding continuing education for members of the Board.
- Review and oversee matters related to environmental, social and governance (“ESG”) issues and periodically report to the Board with respect thereto.
- Perform such other functions as authorized by the Board.

The Nominating and Governance Committee may form and delegate authority to subcommittees when appropriate. In performing its responsibilities, the Nominating and Governance Committee shall have the authority to obtain advice, reports, or opinions from internal or external counsel and expert advisors.

**MEETINGS:**

It is anticipated that the Nominating and Governance Committee will generally meet at least four (4) times each year in conjunction with quarterly Board meetings, provided that the actual number of meetings in any given year will be dependent upon the required activity of the Nominating and Governance Committee.

**MINUTES:**

The Nominating and Governance Committee will maintain written minutes of its meetings, which minutes will be filed with the minutes of the meetings of the Board.

**REPORTS:**

The Nominating and Governance Committee will provide regular reports to the Board regarding the actions and recommendations of the Nominating and Governance Committee and will provide to the Board copies of the written minutes of its meetings.