

**CHARTER FOR THE  
COMPENSATION COMMITTEE  
OF THE BOARD OF DIRECTORS  
OF  
AMKOR TECHNOLOGY, INC.**

**(As of November 15, 2023)**

**PURPOSE:**

The purpose of the Compensation Committee (the “Compensation Committee”) of the Board of Directors (the “Board”) of Amkor Technology, Inc. (the “Company”) shall be to discharge the Board’s responsibilities relating to compensation of the executive officers of the Company. The Compensation Committee has overall responsibility for approving and evaluating the compensation plans, policies, and programs of the Company as they affect the Company’s executive officers.

The Compensation Committee has the authority to undertake the specific duties and responsibilities listed below and will have the authority to undertake such other specific duties as the Board from time to time prescribes.

**STATEMENT OF PHILOSOPHY:**

The philosophy of the Compensation Committee is to provide compensation to the Company’s officers and directors in such a manner as to attract and retain highly qualified personnel for positions of substantial responsibility with the Company, to provide incentives for such persons to perform to the best of their abilities for the Company, and to promote the success of the Company’s business.

**COMMITTEE MEMBERSHIP:**

The Compensation Committee will be appointed by, and will serve at the discretion of, the Board. The Compensation Committee shall consist of no fewer than three (3) members. The members of the Compensation Committee shall each: (i) meet the independence requirements of the listing standards of the Nasdaq Stock Market; and (ii) qualify as a non-employee director within the meaning of Rule 16b-3 (“Non-Employee Director”) promulgated under Section 16 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”).

The members of the Compensation Committee will be appointed by the Board on the recommendation of the Nominating and Governance Committee and shall serve at the discretion of the Board. In determining the eligibility of members of the Compensation Committee, a variety of factors shall be taken into account, including: (i) the source of compensation of the prospective member, including any consulting, advisory, or other compensatory fees paid by the Company to such person; and (ii) whether the prospective member is affiliated with the Company, a subsidiary

of the Company, or an affiliate of a subsidiary of the Company to determine whether such affiliation would impair the prospective member's judgment as a member of the Compensation Committee.

The Board shall appoint the Chairperson of the Compensation Committee.

## **RESPONSIBILITIES:**

The responsibilities of the Compensation Committee include:

1. Reviewing, approving and/or making recommendations to the Board regarding director compensation. Periodically, or as deemed appropriate, the Compensation Committee shall: (i) review and discuss with the Board the Company's philosophy, processes, and procedures for the consideration and determination of non-employee director compensation; and (ii) evaluate the amount and type of director compensation, including the allocation between cash and equity-based compensation. In its review of director compensation, the Compensation Committee may consider, among other information, comparative data, advice, and recommendations from independent compensation consultants, the Company's management team, and other advisors.
2. Reviewing, approving and/or making recommendations to the Board, periodically and as and when appropriate, the following forms of compensation with respect to the executive officers: (i) annual base salaries; (ii) all other incentive awards and opportunities, including both cash-based and equity-based awards and opportunities; (iii) any employment agreements and severance arrangements; (iv) any change-in-control agreements and severance protection plans and change-in-control provisions affecting any elements of compensation, benefits, or perquisites; (v) any special or supplemental compensation and benefits, including supplemental retirement benefits and the perquisites provided to them during and after employment; (vi) all other "plan" compensation, as such term is defined in Item 402(a)(6) of Regulation S-K promulgated by the Securities and Exchange Commission ("SEC"); and (vii) all non-plan compensation.
3. Conducting an annual performance review of, and setting annual performance goals for, the Chief Executive Officer and reporting to the Board regarding such matters.
4. Reviewing, approving, and/or making recommendations to the Board regarding general compensation goals and guidelines for the Company's employees and the criteria by which bonuses to the Company's employees are determined.
5. Administering and interpreting the terms and conditions of all of the Company's current and future equity incentive plans ("Equity Plans") and underlying award agreements, including acting as "Administrator" (as defined in the applicable Equity Plan) of each of the Equity Plans as may be in effect from time to time. In its administration of the Equity Plans, the Compensation Committee may, pursuant to authority delegated by the Board and the

Company's Equity Award Policy: (i) grant awards to individuals eligible for such grants, including grants to individuals subject to Section 16 of the Exchange Act in compliance with Rule 16b-3 promulgated thereunder, so long as the Compensation Committee is comprised solely of two or more Non-Employee Directors; and (ii) amend such awards. The Compensation Committee shall also make recommendations to the Board with respect to amendments to the Equity Plans and changes in the number of shares reserved for issuance thereunder.

6. Administering and interpreting the terms and conditions of the Company's Excess Compensation Recovery Policy (the "Clawback Policy"), including acting as "Administrator" (as defined in the Clawback Policy) of the Clawback Policy. In its administration of the Clawback Policy, the Compensation Committee is authorized to make all determinations necessary, appropriate or advisable for the administration of the Clawback Policy, and it is authorized to consult with the full Board of Directors or such other committees of the Board as necessary or appropriate as to matters within the scope of such other committee's responsibility and authority. Subject to any limitation of applicable law, the Compensation Committee may authorize and empower any officer or employee of the Company to take any and all actions necessary or appropriate to carry out the purpose and intent of the Clawback Policy (other than with respect to any recovery under the Clawback Policy involving such officer or employee).
7. Reviewing the Clawback Policy and recommending any proposed changes to the Board.
8. Reviewing, approving, and/or making recommendations to the Board regarding other plans that are proposed for adoption or adopted by the Company for the provision of compensation to employees of, directors of, and consultants to the Company.
9. Reviewing and approving any material amendments to the Company's 401(k) plan.
10. Assessing and monitoring risks related to the Company's compensation policies and practices.
11. Reviewing and discussing with management the compensation discussion and analysis ("CD&A") and compensation committee report, which are required to be included in the Company's proxy statement and annual report on Form 10-K and which describe, among other things, the criteria on which compensation paid to the Chief Executive Officer for the last completed fiscal year is based, the relationship of such compensation to the Company's performance and the Compensation Committee's executive compensation policies applicable to executive officers, and based on such review and discussion, determining whether to recommend to the Board that the CD&A and compensation committee report be included in the Company's proxy statement and annual report on Form 10-K.
12. When applicable, reviewing and providing input on the sections in the Company's proxy statement regarding advisory votes on executive compensation and the frequency of such votes and/or stockholder approval of the Company's equity compensation plans.

13. Authorizing the repurchase of shares of the Company's common stock from terminated employees pursuant to applicable law.
14. Annually reviewing the adequacy of the Compensation Committee Charter.
15. Periodically reviewing and re-examining the Compensation Committee's structure, processes, and membership and making recommendations to the Board for any proposed changes.
16. Performing such other functions as authorized by the Board or as may otherwise be vested in the Compensation Committee by the Company's equity plans.

The Compensation Committee may form and delegate authority to subcommittees when appropriate. In performing its responsibilities, the Compensation Committee shall have the authority, in its sole discretion, to retain or otherwise obtain advice, reports, or opinions from internal or external consultants, legal counsel, and other expert advisors. If any compensation consultant, legal counsel, or other advisor is retained by the Compensation Committee, in its sole discretion, the Compensation Committee shall be directly responsible for the appointment, compensation, and oversight of the work of any such advisor. The Compensation Committee shall also have the authority, in its sole discretion, to determine the amount of such advisor's fees and any other terms and conditions associated with the retention or engagement of such advisors. The Company must provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any advisor retained by the Committee. In selecting any such advisors, other than in-house legal counsel, the Compensation Committee shall consider the factors set forth in the applicable Nasdaq and SEC rules.

#### **MEETINGS:**

It is anticipated that the Compensation 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 Compensation Committee. The Compensation Committee will meet as often as it deems necessary or appropriate to fulfill its responsibilities. The Chief Executive Officer may not be present during voting or deliberations by the Compensation Committee on his or her compensation.

**MINUTES:**

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

**REPORTS:**

The Compensation Committee will provide periodic reports to the Board regarding the actions and recommendations of the Compensation Committee and will provide to the Board copies of the written minutes of its meetings.