



**CHARTER OF
THE PEOPLE AND COMPENSATION COMMITTEE
OF THE BOARD OF DIRECTORS
February 3, 2026**

DEFINITIONS

Board of Directors means the Company's board of directors.

Charter means this charter that governs the operation of the People & Compensation Committee.

Committee means the committee formed by the Board of Directors to oversee personnel and compensation matters.

Company means GLOBALFOUNDRIES Inc. and, where appropriate, GLOBALFOUNDRIES Inc. and its subsidiaries.

Conflict of Interest means any activity or interest that is inconsistent with, interferes with, or even appears to interfere with, the interests of the Company which arise in connection with the performance of the Committee member's duties (e.g. fiduciary, loyalty or confidentiality). A Conflict of Interest may include any situation in which an individual has a personal, financial, business or other interest that is sufficient to appear to involve the objective exercise of their judgment as a Committee member, regardless of whether it would actually influence the exercise of their judgment.

Executive Officers means the Executive Officers of the Company as set forth in Item 6 of the Company's annual report on Form 20-F filed with the Securities and Exchange Commission.

Shareholders means the holders of shares in the Company.

1. AUTHORITY

- 1.1 The operations of the Committee shall be governed by this Charter and the Committee shall have access to sufficient resources in order to carry out its duties.
- 1.2 The Committee will evaluate and assess the effectiveness and performance of the Committee and the adequacy of the Charter on an annual basis and recommend any proposed changes to the Board of Directors for approval.
- 1.3 The Committee will conduct its activities in accordance with the Company's Memorandum and Articles of Association and any Shareholders' agreement.

2. PURPOSE

- 2.1 The purpose of the Committee is to assist the Board of Directors in fulfilling its responsibilities concerning compensation of Company executives and to represent the Board of Directors in providing guidance to Company management on personnel and compensation issues.

3. APPOINTMENT AND COMPOSITION OF THE COMMITTEE

- 3.1 The Committee shall consist of at least three members who will be appointed by the Board of Directors. Each member will be appointed by and serve at the pleasure of the Board of Directors.
- 3.2 Each of the Committee's members shall meet the requirements for compensation committee members as set forth in the listing rules of the Nasdaq Stock Market ("Nasdaq") and any other requirements of applicable law, provided that, for so long as the Company is permitted to and avails itself of certain exemptions under such listing rules, one or more members of the Committee may not meet some or all of the independence requirements set forth therein.
- 3.3 The Board of Directors shall appoint the Committee chair ("Chair"). The Chair shall serve at the pleasure of the Board of Directors for a period of up to three years, which may be extended by the Board of Directors for one additional three-year period thereafter. The Board of Directors may terminate such appointment at any time.
- 3.4 If any Committee member has a Conflict of Interest related to any matter to be considered or voted upon by the Committee, such Committee member shall disclose that Conflict of Interest in full and in writing to the Chief Legal Officer of the Company as soon as reasonably practicable upon becoming aware of the Conflict of Interest. The Chief Legal Officer will then report the matter to the chairperson ("ARCC Chair") of the Audit, Risk & Compliance Committee. The ARCC Chair, with the assistance of the Chief Legal Officer of the Company, shall evaluate whether an actual or potential Conflict of Interest exists and determine the action, if any, to be taken to address such conflict in accordance with the Company's Conflict of Interest Policy.

4. MEETINGS

- 4.1 The Committee shall meet at least four times each year or more frequently as required. The Chair shall annually establish a calendar of meetings for approval by the Board of Directors.
- 4.2 Committee members and other Directors will be allowed to suggest the addition of any matter to the Committee's agenda upon reasonable notice to the Chair and if within the scope of the Committee's duties and responsibilities.
- 4.3 The quorum necessary for a Committee meeting shall be a simple majority of Committee members present, in person or by proxy.
- 4.4 A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of its authorities and powers as required.
- 4.5 Decisions of the Committee shall be made by a majority of Committee members present. In the event of a deadlock, the matter shall be referred to the Board of Directors.

- 4.6 Decisions of the Committee shall be evidenced by resolutions passed at the meeting of the Committee and recorded in the minutes of such meeting or by an instrument in writing signed by all the members of the Committee, or by other legally acceptable means, and such resolution shall constitute authority for appropriate action by management.
- 4.7 In the absence of the Chair, the quorum present shall appoint an acting chair for the relevant meeting.
- 4.8 Only members of the Committee have the right to attend Committee meetings. However other individuals may be invited to attend all or part of any meeting as and when required, and other members of the Board of Directors may attend all or part of any meeting unless otherwise provided herein.
- 4.9 At any meetings, the Committee shall discuss such matters as the Committee deems appropriate and within the scope of the Committee's duties, authorities and responsibilities as set forth in this Charter.
- 4.10 The Committee shall be free to make whatever recommendations to the Board of Directors it deems appropriate on any area within the scope of the Committee's duties, authorities and responsibilities as set forth in this Charter.
- 4.11 The Committee shall meet periodically in closed, private sessions without the presence of management or advisors.

5. DUTIES, AUTHORITIES AND RESPONSIBILITIES

- 5.1 The Committee shall oversee the Company's overall executive compensation philosophy, strategy, policies and programs (including as provided in applicable incentive plan documents), and on a regular basis assess whether the Company's compensation structure establishes appropriate incentives for management and employees.
- 5.2 The Committee shall establish the goals and objectives relevant to the Company's Chief Executive Officer (the "CEO") and Executive Officers, evaluate at least annually the CEO's and Executive Officers' performance in light of those goals and objectives, and recommend to the Board of Directors the compensation of the CEO and Executive Officers based on this evaluation. The CEO and Executive Officers may not be present during deliberation or voting on these matters.
- 5.3 The Committee shall make recommendations to the Board of Directors regarding the adoption, termination or amendment of any long-term incentive plan, and all employee equity-based compensation plans.
- 5.4 The Committee shall review the level and form of Director compensation and recommend changes to the Board of Directors for consideration and approval.
- 5.5 The Committee shall have the authority to act as the administrator of the Company's equity plans and shall recommend to the Board of Directors any awards to the CEO and Executive Officers

and review and approve, by direct action or through delegation, all individual grants under the Company's equity plans.

- 5.6 The Committee shall approve any new compensation plans or agreements relating to change in control and deferred compensation within the meaning of Section 409A of the Internal Revenue Code.
- 5.7 The Committee shall recommend to the Board of Directors any appointment and promotion of the CEO and any Executive Officer. The Committee shall review and recommend to the Board of Directors the termination of the CEO and any Executive Officers, including any extraordinary termination benefits, applicable to such termination recommendations.
- 5.8 The Committee shall from time-to-time review and provide guidance to management on significant issues regarding employee savings programs, health and wellness programs, and organizational models/structures and effectiveness.
- 5.9 The Committee shall have the authority to retain compensation consultants and independent legal, accounting or other advisors on any matter within the scope of its responsibility. The Company shall provide for appropriate funding, as determined by the Committee, for the payment of reasonable compensation to such consultants and advisors retained by the Committee and for the payment of ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.
- 5.10 The Committee shall review periodically the Company's human capital strategy, including undertaking executive succession planning of the Executive Officers (other than the CEO), and make recommendations to the Board.
- 5.11 The Committee may delegate its authority under this Charter to any subcommittee.
- 5.12 The Committee shall regularly report on its activities to the Board of Directors.
- 5.13 In addition to the duties set forth in this Charter, from time to time, the Board of Directors may delegate additional duties and authority to the Committee. Such additional delegation shall be in writing and shall not include those matters which are expressly delegated to another Committee of the Board of Directors.