



DIRECTOR CONFLICT OF INTEREST POLICY

December 12, 2022

Purpose:

As set forth in GLOBALFOUNDRIES Inc.'s ("**Company's**") Code of Conduct, the Company respects that members of the Board of Directors ("**Board**" and each, a "**Director**") may engage in legitimate personal, financial, business and other activities outside of their responsibilities to the Company. However, Directors must take care that these other activities be free of any conflicts with their duties to the Company. The purpose of this Director Conflict of Interest Policy ("**Policy**") is to provide guidance to Directors on identifying those activities or relationships that may present a potential conflict of interest and the process to follow for disclosure and resolution of such potential or actual conflict consistent with the Company's governance principles.

Conflict of Interest:

Consistent with the Company's Code of Conduct, a "**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 Director's duties to the Company (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 Director, regardless of whether it would actually influence the exercise of their judgment. By way of example and without limiting the generality of the definition above, potential Conflict of Interest situations could arise due to:

- Contracts or other transactions;
- Financial interests in or associations with third parties;
- Family, friends or other relationships;
- Pending or threatened litigation;
- Actual or potential use of confidential information of the Company.

Policy:

Directors are required to act in a manner which is consistent with the best interests of the Company and take reasonable steps to avoid Conflicts of Interests. On an ongoing basis, Directors shall promptly inform in writing the General Counsel of any situations, matters or issues that may present a Conflict of Interest or the appearance of a Conflict of Interest between that Director's duties to the Company and their own personal, financial or other business interest. The disclosure should include the material facts including a description of the potential conflict, name of the Director having the potential conflict and the name of the Director submitting the disclosure. This obligation to disclose is ongoing and is separate from each Director's obligation to complete a D&O questionnaire each year in connection with the Company's annual report.

The General Counsel will then report the matter to the chairperson ("**Committee Chair**") of the Audit, Risk & Compliance Committee ("**Committee**"). The Committee Chair, with assistance from the General Counsel, shall evaluate the matter and determine whether an actual or potential Conflict of Interest exists and the action, if any, to be taken to address such conflict. The affected Director must provide all relevant information and respond to all relevant questions concerning the matter from the Committee Chair. The Committee Chair may use such outside advisors they deem fit at the Company's expense. The Committee Chair shall initially report their determination to the Committee and the General Counsel.

If the Committee Chair determines that no actual or potential conflict of interest exists, the Committee Chair shall not take any further action except to record its determination in the minutes of the next meeting of the Committee and report the same to the Board. If the Committee Chair determines that an actual or potential Conflict of Interest exists, the Committee Chair shall recommend to the Board and any committee of the Board that may be affected by the actual or potential Conflict of Interest that the Board or such committee take appropriate action, which may include without limitation, withholding from the Director any information regarding the subject matter of the actual or potential Conflict of Interest, asking the Director to recuse himself or herself from any discussion or vote in a meeting of the Board or any committee on the subject matter of the actual or potential Conflict of Interest, or asking the Director to resign from the Board. Directors shall recuse themselves from any discussion or decision of the Board or a committee regarding a matter on which they have or may have a Conflict of Interest. If a significant Conflict of Interest exists and cannot be resolved to the satisfaction of the Committee Chair, the Committee Chair shall consult with chairperson of the Board (the "**Board Chair**"). If the Board Chair agrees with the recommendation of the Committee Chair, the Director shall resign.

A majority of the Committee, excluding the Committee Chair, will undertake the above review and make such determinations, if the actual or potential Conflict of Interest involves the Committee Chair.