

INTEGER HOLDINGS CORPORATION'S COMPENSATION AND ORGANIZATION COMMITTEE CHARTER

This Charter (the "Charter") of Integer Holdings Corporation's Compensation and Organization Committee (the "Committee") was adopted on October 22, 2020. As used herein, the term "Company" shall refer to Integer Holdings Corporation. The term "Board" shall refer to the Board of Directors of the Company.

I. PURPOSE

The purpose of the Committee is to carry out the responsibilities delegated to it by the Board relating to:

- the review and oversight of the Company's general compensation philosophy and strategy;
- the review and determination of executive compensation and related matters, in compliance with applicable rules, regulations and guidelines promulgated by the New York Stock Exchange ("NYSE"), the Securities and Exchange Commission (the "SEC") and other applicable law, as amended from time to time; and
- advising the Board on the talent development and succession management actions taken by management concerning key senior executives of the Company.

II. MEMBERSHIP

1. The Committee shall consist of three (3) or more directors. Each member of the Committee (i) shall be independent in accordance with NYSE listing rules and all other applicable regulatory requirements; and (ii) shall qualify as a "non-employee director" for the purposes of Rule 16b-3 under the Securities Exchange Act of 1934, as amended (the "Exchange Act").
2. The members of the Committee shall be appointed by the Board. The Board shall designate a member of the Committee as the

chairperson (the "Chair"). The members of the Committee shall be appointed for one-year terms and shall serve for such term or terms as the Board may determine or until earlier removal, resignation or death. Members may be removed from the Committee by the Board at any time with or without cause or prior notice. Any action duly taken by the Committee shall be valid and effective, whether or not the members of the Committee at the time of such action are later determined not to have satisfied the requirements for membership provided herein.

III. MEETINGS, PROCEDURES AND AUTHORITY

1. The Chair (or in his or her absence, a member designated by the Chair) shall preside at each meeting of the Committee and set the agendas for Committee meetings. An agenda, together with materials relating to the subject matter of each meeting, shall be delivered to members of the Committee prior to each meeting. The Committee shall have the authority to establish its own rules and procedures for notice and conduct of its meetings so long as these rules and procedures are not inconsistent with any provisions of the Company's by-laws or certificate of incorporation that are applicable to the Committee. The Committee is governed by the same rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board.
2. In order to discharge the Committee's responsibilities, the Chair shall annually establish a meeting and agenda schedule to be approved by the Board; additional meetings may be scheduled by the Chair or the Chairman of the Board as required. The Committee shall report regularly to the Board regarding its actions and make recommendations to the Board as appropriate. The Committee shall

review this Charter at least annually and recommend any proposed changes to the Board for approval.

3. Minutes of meetings shall be prepared to document the Committee's discharge of its duties. Each set of minutes shall be circulated in draft form to all members of the Committee to ensure an accurate record and shall be approved at a subsequent meeting of the Committee.
4. The Committee may invite such members of management to its meetings as it deems appropriate. However, the Committee shall meet regularly without such members present. In all cases, the Chief Executive Officer (the "CEO") and any other officers shall not be present during the portion of meetings in which their compensation or performance is discussed, determined, deliberated or voted upon.
5. Consistent with all applicable laws, regulations and NYSE listing rules, the Committee may retain or obtain the advice of any independent counsel, experts, advisors or consultants (collectively "Advisors") that the Committee believes, in its sole discretion, to be desirable and appropriate to assist with the execution of its duties and responsibilities. Subject to any exceptions under NYSE listing rules or other applicable law, the Committee shall undertake an analysis of the independence of each Advisor by considering all relevant factors to such Advisor's independence from management, including the factors specified in the applicable requirements of the Exchange Act, Item 407(e)(3)(iv) of Regulation S-K and NYSE listing rules, with such analysis to occur prior to selecting or receiving advice from such Advisor and as appropriate thereafter. The Committee may also use the services of the Company's regular legal counsel or other advisors to the Company. The Company shall provide for appropriate funding, as determined by the Committee, for payment of compensation to any such Advisors or other persons retained by the Committee and for

ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties. The Committee shall be directly responsible for retaining, overseeing and terminating any Advisor, including approving such Advisor's fees and other retention terms. The Committee shall not be required to implement or act consistently with the advice of its Advisor, and the authority granted in this Charter shall not affect the ability or obligation of the Committee to exercise its own judgment in fulfillment of its duties under this Charter.

6. The Committee shall have the authority to delegate any of its responsibilities, along with the authority to take action in relation therewith, to a subcommittee consisting of one or more members of the Committee, to the extent consistent with the Company's certificate of incorporation, by-laws and applicable laws, regulations and NYSE listing rules.

IV. KEY RESPONSIBILITIES

The following functions shall be the common, recurring activities of the Committee, and are set forth as a guide with the understanding that the Committee may diverge from this guide as appropriate. The Committee shall, bearing in mind the Company's commitment to diversity and inclusion, have the following authority and responsibilities:

1. To review and approve at least annually the corporate goals and objectives applicable to the compensation of the CEO, evaluate at least annually the CEO's performance in light of those goals and objectives, take into account the Company's relative shareholder return and the value of compensation awarded to CEOs of a comparable peer group of companies, and based on a thorough evaluation, recommend the CEO's compensation level to the independent members of the Board.

2. To annually review the goals and performance of the other executive officers of the Company and determine the level of compensation for all such other executive officers.
3. To establish and periodically review the Company's compensation-related policies and programs, including, without limitation, any policies with respect to management perquisites. In discharging this responsibility, the Committee shall take into account factors it deems appropriate from time to time, including the Company's business strategy and risks to the Company and its business implied by the compensation program, and the results of any stockholder advisory votes with respect to the Company's compensation programs, plans or arrangements.
4. To review, approve or, when appropriate, recommend to the Board for approval, incentive compensation plans, welfare benefit plans, employee benefit plans and equity-based plans and, where appropriate or required, recommend for approval by the stockholders of the Company, which includes the ability to adopt, amend and terminate such plans. The Committee shall also have the authority to administer the Company's incentive compensation plans, welfare benefit plans, employee benefit plans and equity-based plans, including designating employees to whom the awards are to be granted, the amount of the award or equity to be granted and the terms and conditions applicable to each award or grant, subject to the provisions of each plan. With respect to any funded employee benefit plan covering employees of the Company subject to the fiduciary responsibility provisions of the Employee Retirement Income Security Act of 1974, the Committee shall have the authority to appoint and terminate the named fiduciary or named fiduciaries of such plan and shall monitor their performance, unless such fiduciaries are specified in the constituent plan documents.
5. To review, approve or, when appropriate, recommend to the Board for approval, any employment agreements and any severance arrangements or plans, including any benefits to be provided in connection with a change in control, for the CEO and other executive officers, which includes the ability to adopt, amend and terminate such agreements, arrangements or plans.
6. To maintain, on a continuing basis, and review and report to the Board each year on, plans for succession and development of the Company's executive officers to cover losses both by normal attrition and by premature death, incapacity or retirement, including reviewing, at least annually, with the CEO and CHRO, the talent development and succession plans for key senior executives prepared by the CEO and CHRO.
7. To review and discuss with management the Company's Compensation Discussion and Analysis (the "CD&A") and any related executive compensation information, recommend that the CD&A and any related executive compensation information be included in the Company's Annual Report on Form 10-K and proxy statement, and produce the compensation committee report on executive officer compensation required to be included in the Company's proxy statement or Annual Report on Form 10-K.
8. To periodically review, evaluate and update the Company's peer group companies.
9. To determine stock ownership guidelines for executive officers and monitor compliance with such guidelines.
10. To review the Company's incentive compensation arrangements to determine whether they encourage excessive risk-taking, to review and discuss at least annually the relationship between risk management policies and practices and compensation, and to evaluate

compensation policies and practices that could mitigate any such risk.

11. To periodically review organizational diversity and inclusion policies, programs, initiatives and supporting systems.
12. To review and recommend to the Board for approval the frequency with which the Company will conduct Say on Pay Votes, taking into account the results of the most recent stockholder advisory vote on frequency of Say on Pay Votes required by Section 14A of the Exchange Act, and review and approve the proposals regarding the Say on Pay Vote and the frequency of the Say on Pay Vote to be included in the Company's proxy statement.
13. To perform an annual evaluation of the performance of the Committee and provide such evaluation to the Board, including any recommendations for changes in procedures or policies governing the Committee.
14. To carry out any other duties that may be delegated to the Committee by the Board from time to time.