GOGORO INC.

COMPENSATION COMMITTEE CHARTER

(Adopted on January 27, 2022 and Amended on February 15, 2023 and February 11, 2026)

There shall be a Committee of the Board of Directors (the "Board") of Gogoro Inc. (the "Corporation") to be known as the Compensation Committee (the "Committee") with purpose, composition, authority, duties and responsibilities, as follows:

A. PURPOSE OF THE COMMITTEE

The purpose of the Committee is to:

1. Review and approve the compensation of the Corporation's executive officers;

2. Act as the administering committee for equity compensation plans as designated by the Board; and

3. Perform the other duties and responsibilities set forth in this charter.

B. COMPOSITION OF THE COMMITTEE

The members of the Committee shall be appointed by the Board upon the recommendation of the Nominating and Corporate Governance Committee. The Committee will be composed of not less than two Board members. Each member shall be "independent" in accordance with applicable law, including the rules and regulations of the Securities and Exchange Commission ("SEC") and the rules of the Nasdaq Stock Market LLC ("Nasdaq") (taking into account such additional independence requirements specific to membership on the Committee as may be required by the rules of Nasdaq), except as otherwise permitted by Nasdaq rules, as determined by the Board after consideration of all factors determined to be relevant under the rules and regulations of Nasdaq. Committee members are prohibited from interlocking or insider participation with any member of the board or compensation committee of another company. All Committee members shall qualify as "Non-employee Directors" for the purposes of Rule 16b-3 under the Securities Exchange Act of 1934, as amended. At least two Committee members shall qualify as "outside directors" for the purposes of Section 162(m) of the Internal Revenue Code, as applicable. The Chair of the Committee shall be designated by the Board. The Chair of the Committee (or, in the Chair's absence, a member designated by the Chair or the Committee) shall preside at each meeting of the Committee, set

the agendas for the Committee meetings and report regularly to the Board regarding the Committee's activities.

Members of the Committee shall serve until their successors are duly elected and qualified or their earlier resignation or removal. The Board may replace any member of the Committee.

C. COMMITTEE MEETINGS

The Committee shall meet on a need basis but at least one meeting per year, to perform its duties and responsibilities under this charter. The Chair of the Board, any member of the Committee, or the Secretary of the Corporation may call meetings of the Committee. The Chair of the Committee, in consultation with the Committee members and members of management, will determine the frequency and length of Committee meetings and develop the Committee's agenda. At the beginning of the year, the Committee will establish a schedule of agenda subjects to be discussed during the year, to the extent foreseeable and practical. The Committee shall maintain written minutes of its meetings, which will be filed with the meeting minutes of the Board.

D. AUTHORITY AND RESOURCES

The Committee may request any officer or employee of the Corporation or the Corporation's outside counsel to attend a Committee meeting. The Committee shall ensure that the Corporation's counsel attends each meeting at which equity award grants are to be considered or approved. The Committee can delegate any of its responsibilities to such person or persons, including officers or employees of the Corporation, or any of its members, except to the extent otherwise prohibited by applicable law, the rules and regulations of the SEC or Nasdaq. Any delegation with respect to any grant or award made under any equity compensation plan shall be subject to the provisions of the Corporation's Equity Incentive Plan. In particular, the authority to grant equity awards or to take any other action with respect to equity awards (other than the performance of ministerial duties) may not be delegated to the Corporation's management or any person.

The Committee has the right, in its sole discretion, at any time to retain or obtain advice, reports or opinions from such internal and external counsel, compensation consultants and other experts and advisors (each, a "Compensation Advisor") as it deems necessary or appropriate to assist it in the full performance of its functions. The Committee shall be directly

responsible for the appointment, compensation and oversight of the work of any Compensation Advisor retained by the Committee. The Corporation shall provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any Compensation Advisor retained by the Committee. Before selecting or receiving advice from a Compensation Advisor (other than in-house legal counsel), the Committee shall consider such factors as may be required by the rules of Nasdaq or applicable rules of the Securities and Exchange Commission with respect to the independence of the Compensation Advisor. In addition to the duties and responsibilities expressly delegated to the Committee in this charter, the Committee may exercise any other powers and carry out any other responsibilities consistent with this charter, the purposes of the Committee, and the Corporation's bylaws, or as otherwise delegated by the Board.

Notwithstanding anything else contained in this charter to the contrary, the Committee shall not be empowered to approve matters that applicable law, the Corporation's charter, or the Corporation's bylaws require to be approved by a vote of the full Board.

E. DUTIES AND RESPONSIBILITIES

The Committee shall:

1. Review and approve annually the compensation of the Chief Executive Officer (the "CEO"), the Corporation's other executive officers, and, to the extent the Committee deems appropriate, other employees, including base salary, bonus and equity awards under the Corporation's compensation and incentive plans, and any other benefits, compensation or other arrangements, if any. The CEO may not be present during voting or deliberations on his or her compensation.

2. Review and approve any perquisites and benefit policies or programs available to the Corporation's executive officers, except to the extent such benefit policies or programs apply to employees of the Corporation generally.

3. Review annually with the Board an evaluation of the performance of the CEO and the Corporation's other executive officers.

4. Review and approve compensation arrangements for persons newly hired as executive officers of the Corporation and compensation changes for employees promoted into such roles.

5. Review and approve any employment or post-employment agreement applicable to any of the Corporation's executive officers.

6. Review annually and make recommendations to the Board regarding the form and amount of compensation of members of the Board and Board committees, and for service as a chair of a Board committee.

7. To the extent it deems necessary or appropriate, recommend to the Board the establishment or modification of equity compensation plans for the Corporation and its subsidiaries.

8. Act as administering committee of any employee bonus and other incentive plans, equity compensation plans and equity arrangements that may be adopted by the Corporation from time to time, with such authority and powers as are set forth in the respective plans' instruments, in each case subject to applicable policies adopted by the Board.

9. To the extent it deems necessary or appropriate, review with management the Corporation's employee benefit policies, programs, and administration.

10. Oversee and at least annually review the assessment and mitigation of risks associated with the Corporation's compensation policies and practices.

11. Review annually the Committee's charter, structure, processes, and membership requirements and submit any recommended changes to the Board.

12. Report to the Board concerning the Committee's activities with such recommendations as the Committee deems appropriate at least once a year.

13. To the extent it deems necessary or appropriate, review and advise the Board regarding other compensation plans and perform such other functions as assigned by law, the Corporation's charter or bylaws, the terms of the applicable plans, or the Board.

14. Periodically discuss with the Board and/or the Nominating and Corporate Governance Committee corporate succession plans for executive officers and other key employees of the Corporation.