

Atmus Filtration Technologies Inc.
Governance and Nominating Committee Charter
(Approved as of October 17, 2024)

I. Purpose

The purpose of the Governance and Nominating Committee (the “Committee”) of the Board of Directors (the “Board”) of Atmus Filtration Technologies Inc. (the “Company”) is to (i) identify qualified individuals to become Board members, (ii) determine the composition of the Board and its committees, (iii) monitor a process to assess Board effectiveness and (iv) develop and implement the Company’s Corporate Governance Principles (“CGP”).

II. Composition

The Committee's composition is determined by the Board, based upon the recommendations of the Committee of the Board, and shall consist of at least three directors, including a chair. Each member of the Committee shall meet the independence and qualification requirements of the New York Stock Exchange, the Securities and Exchange Commission (“SEC”), applicable law and any additional requirements that the Board deems appropriate. Committee members are subject to removal pursuant to the Company’s CGP.

III. Meetings

The Committee shall meet not less than four times annually, or more frequently as determined by the Board or the Committee. The Committee may take action by unanimous written consent. A majority of the members of the Committee present in person or by means of a telephone conference call or similar communication arrangements shall constitute a quorum. The Committee chair may invite any individual, whether external or internal to the Corporation, to attend all or part of any meetings of the Committee in whatever capacity as the Committee chair deems appropriate to assist the Committee in the fulfilment of its duties.

IV. Responsibilities

The Committee shall:

1. Consider and recommend to the Board candidates to the Board in accordance with the By-Laws and the Corporate Governance Principles of the Company, and nominees to fill vacancies as they occur among the directors caused by retirement, death, inability to serve, resignation, an increase in the number of the members of the Board or other reason.

2. Consider and recommend to the Board a slate of nominees for election or reelection as directors of the Company at the annual meeting of stockholders.
3. Consider and recommend to the Board a list of director selection criteria to be used by the Committee in making recommendations regarding candidates for the Board.
4. Annually, review and make recommendations to the Board for any changes to the size, composition and class structure of the Board, the ratio of non-employee to employee directors, frequency and format of Board meetings, committee structure, and service on committees of the Board.
5. Annually, review the performance of the Board.
6. Annually, review the Board's CGP and make recommendations to the Board for any changes, amendments, and modifications to the CGP that the Committee shall deem desirable.
7. Make appropriate recommendations to the full Board when questions of independence and/or actual or potential conflicts of interest arise with respect to existing Board members or potential candidates for election to the Board.
8. Exercise sole authority to retain and terminate any search firm to be used to identify director candidates, including sole authority to approve the search firm's fees and other retention terms and engage, as the Committee deems appropriate, outside legal, accounting, or other advisors, without the need for prior approval by the Board. The Company shall provide appropriate funding, as determined by the Committee, for payment of applicable fees and expenses of these parties and for other ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.
9. Annually, establish and approve corporate goals and objectives relevant to CEO performance and compensation.
10. Annually, review the performance of the CEO, based upon performance against a work plan and including both quantitative and qualitative matters, and report the results of such review to the Talent Management and Compensation Committee ("TMCC") and to the Board.
11. Annually, following review of the CEO's performance and report thereon to the TMCC, the Chair of the Committee shall discuss with and communicate the results of the review to the CEO jointly with the Chair of the TMCC.

12. Annually, in accordance with Section 2.5 of the CGP of the Company, review whether or not the role of the CEO and chair of the Board should be separate, and, if it is to be separate, whether the chair of the Board should be selected from the non-employee directors or be an employee of the Company.
13. Oversee the continuing education of directors, including corporate governance and director responsibility developments and government relations/regulatory affairs updates.
14. Oversee and ensure that new directors complete the orientation process and prepare an orientation checklist for each new director to monitor such member's progress in the orientation process.

V. Committee Reporting Requirements to the Board

The Committee shall report regularly to the Board on all matters for which the Committee has been delegated responsibility.

VI. Self-Assessment and Evaluation

The Committee shall perform a review and evaluation, at least annually, of the performance of the Committee and its members, including a review of the Committee's compliance with this Charter. In addition, the Committee shall review and reassess, at least annually, the adequacy of this Charter and recommend to the Board any improvements to this Charter that the Committee considers necessary. The Committee shall conduct such evaluations and reviews in such a manner as it deems appropriate.