

**Dorman Products, Inc.**  
**Corporate Governance and Nominating Committee Charter**  
**(Amended and Restated as of December 8, 2022)**

**Purpose**

Pursuant to this charter (the “Charter”), the Corporate Governance and Nominating Committee (the “Committee”) of the Board of Directors (the “Board”) of Dorman Products, Inc. (the “Company”) is responsible for carrying out the responsibilities delegated by the Board relating to the Company's director nominations process, developing and assessing the Company's corporate governance guidelines and policies and any related matters required by the federal securities laws.

**Membership**

The Committee shall consist of three or more directors all of whom, in the judgment of the Board, shall be independent in accordance with the rules of the Nasdaq Stock Market, Inc.

The members of the Committee shall be appointed by the Board. One member of the Committee shall be appointed as chairperson by the Board or by majority vote of the members of the Committee. The chairperson will chair all meetings of the Committee and set the agenda for each Committee meeting. The members shall serve for a term of one year or until their successors shall be appointed and qualified or until such member's earlier resignation, removal, retirement, disqualification or death. The Board may remove any member from the Committee at any time with or without cause. The Board shall have the authority to fill vacancies or add additional members to the Committee.

**Operations**

The Committee shall meet at least once a year. Additional meetings may occur as the Committee or its chairperson deems advisable. The Committee will cause to be kept minutes of all its proceedings and shall report regularly to the Board regarding its actions. The Committee is governed by the same rules regarding meetings (including meetings by conference telephone or other electronic technology), action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board. The Committee is authorized and empowered to adopt its own rules of procedure not inconsistent with (a) any provision of this Charter, (b) any provision of the Bylaws of the Company, or (c) the laws of the Commonwealth of Pennsylvania.

The Committee may invite such members of management to its meetings as it deems appropriate. The Committee may form and delegate authority to subcommittees of this Committee when appropriate.

**Outside Advisors**

The Committee will have the resources and authority necessary to discharge its duties and responsibilities. The Committee has complete authority to retain and terminate outside counsel, any search firm used to identify director candidates, or other experts or consultants, as it deems appropriate, including complete authority to approve their fees and other retention terms. The Company shall provide appropriate funding, as determined by the Committee, for payment of reasonable compensation to any consultant, legal counsel or other adviser retained by the Committee, as well as funding for the payment of ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

**Duties and Responsibilities**

The Committee shall have the following authority and responsibilities:

1. To periodically make recommendations to the Board regarding the size and composition of the Board.

2. To develop and recommend to the Board criteria for the selection of individuals to be considered as candidates for election to the Board.
3. To identify and screen individuals qualified to become members of the Board, consistent with the criteria approved by the Board, including those recommended by shareholders on a substantially similar basis as it considers other nominees. In that connection, the Committee may establish procedures, from time to time, regarding shareholder submission of candidates.
4. Review and make recommendations to the full Board whether members of the Board should stand for re-election.
5. To recommend to the Board director nominees to fill vacancies on the Board, as necessary, and director nominees for shareholder approval at any regular or special meeting of shareholders at which one or more directors are to be elected.
6. To consider questions of independence and possible conflicts of interest of members of the Board and executive officers.
7. Annually review the composition of each Board committee and present recommendations for committee memberships to the Board as needed, giving consideration to the criteria for service on each committee as set forth in the charter for such committee.
8. To review and oversee director orientation and continuing education programs.
9. To review and oversee stockholder proposals relating to director nominations and related governance matters.
10. To monitor corporate governance and regulatory developments and trends relating to corporate governance matters and solicit independent advice where appropriate.
11. To periodically review and report to the Board regarding the Company's policies, practices and disclosures with respect to matters of corporate responsibility and sustainability performance, including potential long and short term trends and impacts to the Company's business of environmental, social and governance factors.
12. To periodically review and assess the Company's corporate governance guidelines and recommend revisions to the Company's corporate governance guidelines to the Board.
13. To develop a process for an annual evaluation of the Board and its committees and to oversee the conduct of this annual evaluation.
14. Annually review and assess the adequacy of this Charter and recommend to the Board for approval any proposed changes to this Charter.
15. To make an annual performance evaluation of the Committee.
16. Any other responsibilities expressly delegated to the Committee by the Board from time to time relating to the nomination of Board and committee members or governance issues.