

**CHARTER FOR THE NOMINATING AND GOVERNANCE COMMITTEE
OF THE BOARD OF DIRECTORS OF
SANMINA CORPORATION**

(Amended and Restated by the Board of Directors on September 10, 2012)

I. PURPOSE

The purpose of the Nominating and Governance Committee (the “Committee”) of the Board of Directors (the “Board”) of Sanmina Corporation (the “Company”) is to provide oversight with respect to the Company’s corporate governance policies and practices. To carry out this purpose, the Committee shall (1) assist the Board by identifying prospective director nominees and recommending to the Board the nominees for election to the Board at each annual meeting of stockholders and (2) develop and recommend to the Board the governance principles, practices and policies that the Company should adopt. For this purpose, “corporate governance principles, practices and policies” are defined as those designed to incentivize the Board and management to act in a manner which increases long-term stockholder value, increases Board and management accountability and improves corporate transparency, whether required by law or deemed advisable by the Committee.

II. COMMITTEE MEMBERSHIP AND ORGANIZATION

- A. The Committee shall be comprised of at least two (2) Board members who shall be appointed by the Board. The Board may replace members of the Committee at any time.
- B. Each member of the Committee will be an independent director, as defined in the rules of the Nasdaq Global Select Market.
- C. The Board shall choose a Chair of the Committee, who shall prepare the agenda for and preside at each meeting of the Committee.

III. COMMITTEE RESPONSIBILITIES AND AUTHORITY

- A. On an annual basis, evaluate the size, membership, structure and division of responsibilities of the Board and its committees and recommend any proposed changes to the Board.
- B. On an annual basis, recommend to the Board the persons who should be nominated for election to the Board at each annual meeting of stockholders, including any persons who may be nominated or suggested by stockholders. In making such determination, the Committee shall assess the skills and characteristics of such persons, including diversity, length of experience in relevant areas and factors that could impact independence and compliance with applicable regulatory standards, but shall not be obligated to nominate

for reelection any incumbent member of the Board. The Committee shall have the authority to retain a search firm for the purpose of identifying new candidates for nomination.

- C. On an annual basis, assess and make recommendations to the Board with respect to the independence of the directors.
- D. On an annual basis, approve all compensation payable to the non-employee members of the Board, including equity compensation, cash retainer, meeting fees and other benefits, perquisites and compensatory arrangements. In this regard, the Committee shall obtain the advice of one or more compensation consultants, which may be the same consultants retained by the Compensation Committee of the Board to assist in the evaluation of executive compensation.
- E. On an annual basis, approve the process by which the Compensation Committee approves compensation payable to the Company's executive officers.
- F. Review and make recommendations to the Board regarding stockholder proposals proposed to be included in the Company's proxy statement for its annual meeting of stockholders that meet the requirements of SEC regulations and the Company's bylaws.
- G. Recommend to the Board whether to accept or reject the resignation previously delivered by each director if a director fails to receive a majority vote in favor of reelection as specified in the Company's Corporate Governance Guidelines.
- H. Conduct or oversee an annual performance appraisal of the Board (both as a whole and of each member individually) and its committees (including the Committee).
- I. Oversee the Board's compliance with the Company's Corporate Governance Guidelines and make recommendations to the Board any proposed changes.
- J. To see that proper attention is given, and timely responses are made, to stockholder concerns regarding corporate governance matters.
- K. On a periodic basis, assess and make recommendations to the Board regarding stockholder rights plans and other stockholder protections, as appropriate.
- L. Conduct an annual review with the CEO on CEO succession planning and evaluate the CEO's management succession plan for all other senior management positions, report its findings and recommendations to the Board, and work with the Board in evaluating potential successors to executive management positions. The Compensation

Committee of the Board may assist the Committee or otherwise contribute to the Committee's work with respect to this item.

- M. Approve annually the schedule of regular Board and committee meetings.
- N. Make regular reports to the Board regarding its activities.
- O. Review and re-examine this Charter annually and make recommendations to the Board for any proposed changes.
- P. Perform such other functions and duties as may be requested by the Board or legislated by outside governing agencies from time to time.
- Q. In performing its responsibilities, the Committee shall have the authority to obtain advice, reports or opinions from Company management, internal or external counsel, compensation consultants, Board nominee search firms and other advisors and shall have the power to approve and incur the costs of such parties, which shall be borne by the Company.

IV. MEETINGS

The Committee will meet at least four times each year. The Committee may establish its own schedule, which it will provide to the Board in advance.

V MINUTES

The Committee will maintain written minutes of its meetings, which minutes will be filed with the minutes of the meetings of the Board.