

EAST WEST BANCORP, INC.

NOMINATING / CORPORATE GOVERNANCE COMMITTEE CHARTER

MISSION

The Nominating / Corporate Governance Committee is appointed by the Board of Directors of East West Bancorp, Inc. (the “Company”) to (1) nominate persons for election or re-election as directors, and (2) review corporate governance matters and Board performance.

MEMBERSHIP

The Nominating / Corporate Governance Committee shall consist of at least three members. The members of the Committee shall be appointed by the Board of the Company. The Secretary of the Board of Directors shall serve as the secretary of the Committee.

The members of the Nominating / Corporate Governance Committee shall each be “independent,” as such term is defined in the Sarbanes-Oxley Act of 2002 (the “Act”) and regulations promulgated thereunder and under the rules of the NASDAQ National Market and as determined by the Board.

KEY RESPONSIBILITIES

The Committee shall perform the functions and have the responsibilities described below:

- Recommend to the Board a slate of nominees for election to the Board at the annual meeting of shareholders and one or more nominees for each vacancy on the Board that occurs between annual meetings of shareholders.
- Periodically assess the independence of all Board members in accordance with the Company’s corporate governance principles and submit assessments to the Board for approval.
- Develop and recommend to the Board a set of corporate governance principles for the Company. Periodically reassess the Company’s corporate governance principles and recommend to the Board revisions to such principles, as appropriate.
- Conduct an annual assessment of the Board’s performance to determine whether it and its committees and its members are functioning effectively. The Committee shall make recommendations from time to time as it deems appropriate regarding proposed changes to the Board and committee structure and membership.

- Prepare and recommend to the Board guidelines for stock ownership by directors and officers designed to further align the interests of directors and stockholders.
- Review and make recommendations to the Board regarding any letters of resignation received from individual Directors who change the principal responsibility they held when they were elected to the Board.
- Approve a succession plan should the Chairman and/or Chief Executive Officer be unexpectedly rendered unable to perform the duties of such office.

MEETINGS

Meetings of the Committee will be held at least annually and such other times as shall be required by the Chairman of the Board of the Company or of the Committee, or by a majority of the members of the Committee. At the invitation of the Chairman of the Committee, the meetings shall be attended by the Chief Executive Officer, the Chief Financial Officer, and such other persons whose attendance is appropriate to the matters under consideration. The secretary of the Board of Directors shall serve as the secretary of the Committee.

OUTSIDE ADVISORS

The Nominating / Corporate Governance Committee shall have the authority to retain special legal or other consultants to advise the Committee as deemed appropriate by the Committee. The Committee shall have authority to pay all fees and expenses of such outside advisors as it deems appropriate.