Amplify Energy Corp.
Corporate Governance Guidelines
(Adopted as of February 2, 2022)

The Board of Directors (the "***Board***") of Amplify Energy Corp. (together with its subsidiaries, the "***Company***"), has adopted these Corporate Governance Guidelines (these "***Guidelines***") to provide an effective framework for the functioning of the Board and its committees. These Guidelines are not intended to bind the Board in any particular circumstance or to affect the Board's obligations or authority under the Company's Second Amended and Restated Certificate of Incorporation (the "Certificate of Incorporation") or Third Amended and Restated Bylaws (the "Bylaws") or applicable laws and regulations. These Guidelines are subject to amendment from time to time by the Board.

Board Size, Director Independence and Qualifications

The size of the Board shall be fixed from time to time pursuant to the Company's Certificate of Incorporation and Bylaws (each as amended from time to time). The Board will periodically review the appropriate size of the Board. If applicable, director independence shall be defined using the independence standards established by a national securities exchange, over- the-counter quotation system or other securities exchange and the Board shall comply with the requirements of such exchange or quotation system, as applicable. Board members have an affirmative obligation to inform the Board promptly of changes in their circumstances or any transactions or relationships that may impact their designation by the Board as "independent." The Board will assess, on an annual basis, the skills and characteristics that candidates for election to the Board should possess, as well as the composition of the Board as a whole. This assessment will include the qualifications under applicable independence standards and other standards applicable to the Board and its committees, as well as consideration of background, experience, character, potential conflicts of interest, business acumen, skills and other factors the Board deems relevant in the context of the needs of the Board. The assessment will be without regard to race, color, religion, gender, ancestry or national origin.

No director should serve on so many other public or private company boards that his or her ability to devote the time and attention to duties to the Board would be compromised.

The Board does not believe that an individual director who, after being elected to the Board, changes their position of professional responsibility or primary corporate affiliation should necessarily resign from the Board. There should, however, be an opportunity for the Board to review the continued appropriateness of Board membership under the circumstances. A director who changes their position of professional responsibility or primary corporate affiliation will be expected to act in accordance with the Board's recommendation.

Director Responsibilities

The function of the Board is to provide guidance to and controls on the activities of the Company, in the exercise of the business judgment of each individual director. In discharging that obligation, directors should be entitled to rely reasonably on the honesty and integrity of

their fellow directors and the senior management of the Company and its outside advisors and auditors.

Directors are expected to prepare for and attend Board meetings and meetings of committees on which they serve, and to spend the time needed and meet as frequently as necessary to properly discharge their responsibilities. Information and data that are important to the Board's understanding of the business to be conducted at a Board or committee meeting should, as possible, be distributed in writing to the directors before the meeting and directors should review these materials in advance of the meeting. A director may request that the Chief Executive Officer or appropriate member of senior management present to the Board specific information as it relates to the Company and its operations.

The Board believes that whether to have the same person occupy the offices of Chairman of the Board and Chief Executive Officer should be decided by the Board, from time to time, in its business judgment after considering relevant circumstances.

Board Meetings

The Chairman of the Board will prepare an annual schedule of meetings for the Board and the standing committees. To the extent practicable, the schedule shall reflect agenda subjects that are generally of a recurring nature and are expected to be discussed during the year in question.

The Chairman of the Board will establish the agenda for each Board meeting. Each Board member is free to suggest the inclusion of items on the agenda. The Board will review the Company's long-term strategic plans and the principal issues that the Company will face in the future during at least one Board meeting each year. The Board shall keep minutes of its proceedings. The Board is governed by rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice, and quorum and voting requirements are set out in the Company's Bylaws.

The non-management directors will meet regularly in executive session without management participation. The directors meeting in executive session do not constitute a committee of the Board and therefore shall not take action at such sessions, although the participating directors may make recommendations for consideration by the full Board. The director who presides at these meetings (the "***Lead Independent Director***") will be chosen by the Board.

Board Committees

The Board may, from time to time, establish or maintain committees, including an audit committee, as necessary or appropriate.

The members of all committees will be selected based on the experience and skills of the potential members. Each committee will have its own written charter. The charter will set forth the purposes, goals and responsibilities of such committee. The Chairperson of each committee, in consultation with the committee members, will determine the frequency and

length of the committee meetings consistent with any requirements set forth in the committee's charter. The Chairperson of each committee, in consultation with the appropriate members of the committee and management, will develop the committee's agenda. Each committee will regularly apprise the full Board of its work, unless the circumstances otherwise warrant.

Standards of Conduct

The Board shall adopt and maintain a Code of Business Conduct and Ethics (the "***Code***") for the directors, officers and employees of the Company. The Code shall be posted on the Company's website and shall be reviewed and updated periodically by the Board. Each director shall act at all times in accordance with the requirements of the Code.

Director Compensation

The Board will determine annually the form and amount of director compensation. Directors who are employees of the Company will not be separately compensated for their service as directors. The Board will take into consideration the responsibilities of the directors and fees and other forms of compensation being paid by other companies comparable to the Company. The Board will consider that directors' independence may be jeopardized if director compensation and perquisites exceed customary levels, if the Company makes substantial charitable contributions to organizations with which a director is affiliated, or if the Company enters into consulting contracts with or provides other indirect forms of compensation to a director or an organization with which the director is affiliated.

Director Interaction with External Constituencies

The Board believes that management speaks for the Company. Individual directors may, from time to time, meet or otherwise communicate with various constituencies that are involved with the Company. However, it is expected that Board members would do this with the knowledge of management and, absent unusual circumstances or as contemplated by the charters of the committees of the Board, only at the request of management.

Director Access to Officers, Employees and Other Advisors

Directors are encouraged to keep themselves informed with respect to the Company and its operations. Directors will have full and free access to officers and employees of the Company. Any meetings or contacts that a director wishes to initiate may be arranged through the Chief Executive Officer or made directly by the director. The directors will use their judgment to ensure that any such contact is not disruptive to the business operations of the Company and will, to the extent appropriate, copy the Chief Executive Officer on any written communications (including e-mail) between a director and an officer or employee of the Company. To the extent they consider it necessary and appropriate, directors also will have access to the Company's independent advisors using the same procedures.

The Board and each committee of the Board shall, at the Company's expense, have full access to independent legal, accounting, financial or other advisors as it deems necessary or appropriate to assist in the conduct of their duties.

Communication with the Board and Reports of Accounting or Other Concerns

Any stockholder or interested parties may contact an individual director, the Board as a group, or a specified Board committee, including the independent directors, by submitting a communication in an envelope marked "Confidential" addressed to the relevant member(s) of the Board at the following address:

Amplify Energy Corp.
500 Dallas Street, Suite 1700
Houston, Texas 77002

Any reports of concerns regarding accounting, internal auditing controls or other audit matters should be reported by calling a toll free-hotline at 866-362-1692.

Director Orientation and Continuing Education

Each new director should participate in an orientation program, which should be conducted as soon as reasonably practicable after the meeting at which a new director is appointed. The orientation will include presentations by senior management to familiarize new directors with the Company's business and strategic plans, significant financial, accounting and risk management issues, compliance programs, the Code, Board procedures, principal officers and internal and independent auditors. The Company will facilitate the participation of directors in relevant continuing education programs. All directors are invited to participate in the orientation and continuing education programs.

Chief Executive Officer Evaluation; Management Succession

The Board will conduct an annual review of the Chief Executive Officer's performance to ensure that the Chief Executive Officer is providing appropriate leadership for the Company in the long- and short-term.

The Board is responsible for the selection of the Chief Executive Officer. The Board should identify and periodically update the qualities and characteristics necessary for an effective Chief Executive Officer, and shall also periodically review emergency and expected Chief Executive Officer succession planning. The Board recognizes that advance planning for contingencies such as the departure, death or disability of the Chief Executive Officer or other top executives is also critical so that, in the event of an untimely vacancy, the Company has in place an emergency succession plan to facilitate the transition to both interim and longer-term leadership. The Chief Executive Officer shall provide to the Board his or her recommendations and evaluations of potential successors, along with a review of any development plans recommended for such individuals.

Annual Performance Evaluation

The Board will conduct an annual self-evaluation to determine whether the Board and its committees are functioning effectively.

Conflicts with Agreements

These Guidelines are in addition to and are not intended to and shall not change or interpret any federal or state law or regulation, including the Delaware General Corporation Law, or the Certificate of Incorporation or Bylaws of the Company. To the extent these Guidelines conflict with any provision of such laws, regulations or documents, such other provisions shall govern.

Amendment

These Guidelines may be amended, supplemented or otherwise modified from time to time by resolution of the Board.