

Enacted on January 4, 2021

Regulations on Outside Director Candidate Recommendation Committee

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CHAPTER I GENERAL PROVISIONS

Article 1. Purpose

The purpose of the Regulations on Outside Director Candidate Recommendation Committee (the “Regulation”) is to set forth matters necessary for the efficient operation of the Outside Director Candidate Recommendation Committee (the “Committee”) in accordance with the article 48 of the Articles of Incorporation and the article 9 of the Regulations on the Board of Directors.

Article 2. Scope of Application

Matters regarding the Committee shall be proceeded as prescribed by the Regulation, except as otherwise provided in the relevant laws and regulations, the Articles of Incorporation, or the Regulations on the Board of Directors.

Article 3. Authority

- (1) The Committee shall have the authority to recommend candidates for outside directors.
- (2) In deciding the persons to be recommended as the candidates for outside directors, the Committee shall include a candidate recommended by the shareholder who is qualified to exercise the shareholders' rights to make proposals under the article 542-6 (2) of Commercial Act.

Article 4. Composition and Chairperson

- (1) The members of the Committee (the “Members”) shall be elected or dismissed by the Board of Directors.
- (2) The Committee shall consist of three or more directors, and majority of the Members shall be outside directors.
- (3) The Committee shall appoint the chairperson by its resolution.

CHAPTER II MEETINGS OF COMMITTEE

Article 5. Convocation

- (1) The meetings shall be convened by the chairperson.
- (2) A notice containing the date and time for the meeting shall be provided to each Member no later than three days prior to the meeting date.
- (3) A meeting of the Committee may, with the unanimous consent of all Members, be held at any time without the procedures provided in sub-article (2) above.

Article 6. Method of Resolution

- (1) Resolutions of the Committee shall require the presence of majority of the Members and the affirmative vote of a majority of the Members in attendance at such meeting.
- (2) The Committee may permit all or some of the Members to participate in resolutions through the use of communication means that transmits and receives sounds simultaneously without attending in person. In such cases, such Members shall be deemed to have physically attended such meeting.

Article 7. Matters Requiring Resolution

The following matters shall require the resolution of the Committee:

1. Recommendation of candidates for an outside director; and
2. Other matters necessary for the recommendation of candidates for an outside director.

Article 8. Hearing of Opinions of Related Persons

If deemed necessary, the chairperson may request executives or employees relevant to the works or external persons to attend a meeting of the Committee and to present their explanation or opinion.

Article 9. Notice Obligation

The chairperson of the Committee shall notify each director of the resolved matters.

Article 10. Minutes of Meeting

- (1) The Committee shall prepare the minutes with regard to matters discussed at the meeting.
- (2) The agenda, substance of proceedings, the results thereof, dissenting Members and the reasons for such dissent shall be recorded in the minutes, and the directors present at the meeting shall write their names and affix their seals or affix their signatures thereon.

Article 11. Administrative Secretary

- (1) If deemed necessary, the chairperson may appoint a non-member as an administrative secretary.
- (2) The administrative secretary shall be under the direction of the chairperson, and responsible for handling the overall affairs of the Committee.

Article 12. Amendment or Abolition

Amendment or abolition of the Regulation shall be made pursuant to resolutions of the Board of Directors.

ADDENDUM

The Regulation shall come into effect as of January 4, 2021.