

Regulations of Independent Director Candidate Recommendation Committee of Hanwha Corporation

CHAPTER 1. GENERAL PROVISIONS

Article 1. Purpose

The purpose of these Regulations is to set forth the matters necessary for the efficient operation of the Independent Director Candidate Recommendation Committee (hereinafter referred to as “the Committee”).

Article 2. Scope of Application

Any matters related to the Committee shall be subject to the provisions of these Regulations unless otherwise specified by applicable laws and regulations, the Articles of Incorporation, or the Regulations of the Board of Directors.

Article 3. Authority

1. The Committee shall make independent director candidate recommendations to the General Meeting of Shareholders for appointing independent directors.
2. The Committee shall confirm the independent director candidacy after checking whether a person recommended as an independent director candidate, as mentioned in paragraph 1 above, has accepted or rejected the independent director candidacy offer.
3. When recommending candidates for independent directors, the Committee must include candidates recommended by a shareholder who can exercise the shareholder proposal right provided for in Article 542-6 paragraph 2 of the Commercial Act.
4. If the number of recommended independent director candidates falls short of the number of independent directors to be appointed due to reasons such as refusal of candidacy by the recommended person, etc., the independent director candidates must be re-recommended.

CHAPTER 2 COMPOSITION

Article 4. Composition

1. The member(s) of the Committee (hereafter referred to as ‘member(s)’) shall be appointed and dismissed by the Board of Directors.
2. The committee shall be composed of three (3) or more independent directors.
3. The term of office of the members is one (1) year, and they may be reappointed.
4. If, due to reasons such as resignation or death of a member, the required number under paragraph 2 is not satisfied, the Committee shall appoint another independent director within the Board of Directors for the position, and if there is no available independent director, the requirements shall be met at the first General Meeting of Shareholders, to be hosted following the relevant event; provided, however, if the resolution requirements are not met, a new independent director shall be appointed through the General Meeting of Shareholders, without any delay.

Article 5. Committee Chair

1. The Committee shall appoint a Chair who will represent the Committee by mutual vote.
2. The Committee Chair shall govern overall affairs of the Committee, and may delegate tasks to different members for the efficient operation of the Committee.

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3. In the event the Committee Chair cannot preside over a meeting due to disease or overseas travel, etc., a member designated by the Committee through the method set forth in paragraph 1 shall serve as the acting Chair.

CHAPTER 3. MEETINGS

Article 6. Authority to Convene

1. The Committee shall be convened by the Committee Chair. In the event the Committee Chair cannot perform his/her duties due to an accident, the duties shall be performed according to the order stipulated in Article 5 paragraph 3.
2. Any member may request the Committee Chair to convene a meeting by presenting an agenda and reason to convene. Where the Committee Chair refuses to convene a meeting without good cause, the member who made the initial request may convene a Committee meeting.

Article 7. Process for Convening a Meeting

1. When convening a Committee meeting, a meeting date shall be decided before a meeting is called, and a notice by mail, FAX or phone, etc. shall be given to each member three (3) days prior to the meeting date.
2. The Chairman can convene a Committee meeting at any time without this notification process set forth in paragraph 1 if all members consent.

Article 8. Method of Resolution

1. A resolution of the Committee shall be adopted by the affirmative vote of a majority of the members present at such meeting where a majority of the total number of members are present. In such a case, the Committee may allow all or part of the members to participate in the resolution of the Committee meeting without being physically present by means of a communication system by which they may receive and transmit live audio communication, and any member participating in a Committee meeting in the above manner shall be deemed to be present in person at such meeting.
2. A member having special interests in relation to the resolution of the Committee shall not exercise his/her voting right. In such a case, the number of votes of the member who shall not exercise his/her vote shall not be included when calculating the number of votes of the members present.

Article 9. Matters for Resolution

Matters to be submitted to the Committee for resolution are as follows:

1. Deciding on candidates for independent directors.
2. Other matters deemed necessary for recommending candidates for independent directors.

Article 10. Attendance of Parties Concerned

The Committee may, if deemed necessary, request the attendance of the Company's officers or employees or external personnel in the meetings to hear their opinions, and seek counsel from an expert at the Company's expense.

Article 11. Minutes

1. The Committee shall prepare minutes with regard to the proceedings of the Committee meeting.
2. The agenda items, summary of the proceedings, and the outcomes thereof, and the objectors and grounds for their objection shall be entered in the minutes, and the members present at the meeting shall

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write their names, and affix their seals or signatures, thereon.

CHAPTER 4. SUPPLEMENTARY PROVISIONS

Article 12. Reporting

The Committee shall report all resolutions from the meeting to each of the directors.

Article 13. Secretary

1. The Committee shall appoint a secretary.
2. The secretary shall tend to administrative matters of the Committee following the orders of the Committee Chair.

Article 14. Revision or Deletion of the Regulations

Revision or deletion of these Regulations shall be determined by the resolution of the Board of Directors.

ADDENDA

Article 1. Enforcement Date

These regulations shall come into effect as of February 21st, 2001.

Article 2. Enforcement Date

These regulations shall come into effect as of December 18th, 2006.

Article 3. Enforcement Date

These regulations shall come into effect as of March 4th, 2009.

Article 4. Enforcement Date

These regulations shall come into effect as of January 14th, 2010.

Article 5. Enforcement Date

These regulations shall come into effect as of July 25th, 2012.

Article 6. Enforcement Date

These regulations shall come into effect as of March 27th, 2019.

Article 7 Transitional Measures concerning Independent Directors

The amended provisions of Articles 1, 3, 4 and 9 shall come into effect on July 23rd, 2026.