

Regulations of the Compensation 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 Compensation 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

The Committee shall conduct a prior review of matters concerning the ceiling on remuneration for registered directors to be submitted to the General Meeting of Shareholders.

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 directors, of which two-thirds (2/3) or more shall be independent directors.
3. The term of office of the members is one (1) year, and they may be reappointed. However, if a director loses his or her status as a director due to expiration of term or any other reason, he or she shall automatically lose his or her status as a committee member.

Article 5. Committee Chair

1. The Committee shall elect, from among the independent directors, one chairperson to represent the Committee.
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.
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.

Article 6. 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.

CHAPTER 2. MEETINGS

Article 7. Type of meetings

1. The meetings of the Committee are made up of regular and extraordinary meetings.
2. The regular meeting of the Committee shall be held annually.

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3. The extraordinary meeting of the Committee shall be convened as deemed necessary.

Article 8. Authority to Convene

1. The Chair shall convene the meetings of the Committee. In the event the Chair cannot perform his/her duties due to an accident, the eldest member of the Committee shall convene the meeting.
2. Any member may request the Chair to convene a meeting by presenting an agenda and reason to convene. Where the Chair refuses to convene a meeting without good cause, the member who made the initial request may convene a meeting of the Committee.

Article 10. 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 10. Submission of Agenda

1. Each department within the Company may submit proposed agenda items to the secretary of the Committee, along with the reasons for the proposal, up to one (1) week before the Committee meeting.
2. The Committee secretary shall review the received proposals explained in the previous paragraph and submit them to the Committee as agenda items if they are within the scope of Committee deliberations under these regulations.

Article 11. 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.
3. The Board of Directors may re-examine the committee's resolution and carry out another resolution thereon.

Article 12. Matters for Resolution

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

- (1) The ceiling on remuneration for registered directors to be submitted to the General Meeting of Shareholders;
 - (2) Appointment of the chairperson; and
 - (3) Other matters requiring a resolution of the Committee.
1. Notwithstanding the foregoing paragraph, if required under applicable laws and regulations, the Board Regulations, etc., or if the chairperson determines that separate approval by the Board of Directors is necessary, such matter may be submitted as an agenda item to the Board of Directors without a resolution of the Committee.

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Article 13. 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 14. Minutes

1. The Committee shall prepare minutes with regards to the proceedings of the Committee meeting.
2. The agenda items, summary of the proceedings, and the outcomes thereof shall be entered into the minutes.

Article 15 Reporting

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

Article 16. 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 22nd, 2024.

Article 2 Transitional Measures concerning Independent Directors

The amended provisions of Articles 4 and 5 shall come into effect on July 23rd, 2026.