

Outside Director Candidate Recommendation Committee Regulations

Newly Enacted on November 10, 2005

Amended on March 20, 2009

Amended on March 16, 2012

Amended on March 15, 2013

Amended on January 4, 2021

January 4, 2021



Outside Director Candidate Recommendation Committee Regulations

CHAPTER I GENERAL PROVISIONS

Article 1. Purpose

The purpose of these Regulations is to set forth matters necessary for the efficient operation of the Outside Director Candidate Recommendation Committee (the “Committee”) in accordance with the article 41 of the Articles of Incorporation and the article 8 of the Regulations on the Board of Directors.

Article 2. Scope of Application

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

Article 3. Authority

- (1) The Committee shall have the authority to recommend candidates for outside directors.
- (2) 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, with regard to nomination of candidates for outside directors. (Amended on March 20, 2009)

Article 4. Composition and Chairman

- (1) The members of the Committee (the “Members”) shall be elected or dismissed by a resolution of 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 chairman by its resolution.

CHAPTER II MEETINGS OF COMMITTEE

Article 5. Convocation

- (1) The chairman shall convene the meetings.
- (2) A written notice stating the date and time shall be provided to each Member at least 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 referred to 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. (Amended on March 16, 2012)

Article 7. Matters Requiring Resolution

The following matters shall require the affirmative resolution of the Committee:

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

Article 8. Hearing of Opinions of Related Persons

If deemed necessary, the Committee may request related executives or employees or external persons to attend a meeting of the Committee and to present their opinion thereat.

Article 9. Notice Obligation

The chairman 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 shall be affixed with the names and seal impressions or signatures of the Members present at the meeting.

Article 11. Administrative Secretary

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

Article 12. Amendment or Abolition

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

ADDENDUM

These Regulations shall come into effect as of November 10, 2005.

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These Regulations shall be amended and come into effect as of March 20, 2009.

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These Regulations shall be amended and come into effect as of March 16, 2012.

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These Regulations shall be amended and come into effect as of March 15, 2013.

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These Regulations shall be amended and come into force on January 4, 2021.

