

Corporate Governance Charter

Preamble

Hanyang Digitech will contribute to the sustainable development of our society by expanding corporate value through consistent challenge and innovation in the rapidly changing environment and securing internal and external trust as a sound corporate citizen based on labor management culture of respect and trust.

The Company will enhance the rights and interests of all interested parties, including shareholders, customers, employees by actualizing responsible management and establishing sound and transparent governance and pursues sustainable growth for the earth and humanity with safe and environment-friendly management.

CHAPTER 1 SHAREHOLDERS

Chapter 1 Rights of Shareholders

- (1) Shareholders, as owners of the Company, shall have general rights granted by relevant Acts, such as the Commercial Act.
- (2) Matters that bring about significant change in the existence and shareholder right of the Company shall be determined by the General Meeting of Shareholders in the direction that the rights of the shareholders are guaranteed as much as possible.
- (3) The Company shall provide the Shareholders with the information about the time, date, location, bills of consideration of the General Meeting of Shareholders in advance, and the time, date, location of the General Meeting of Shareholders shall be determined so that the shareholders can participate as much as possible.
- (4) Shareholders may propose bills of the General Meeting of Shareholders to the Board of Directors and shall be able to inquire and request explanation for the bills at the General Meeting of Shareholders.
- (5) The resolutions of the General Meeting of Shareholders shall be fulfilled transparently and fairly, and shareholders shall be able to exercise their voting rights directly or indirectly as much as possible.

Article 2 Fair Treatment of Shareholders

(1) Shareholders shall have 1 voting right per share, and their fundamental rights shall not be infringed. The restriction of voting right for certain shareholders shall be fulfilled as prescribed by law.

(2) Shareholders shall be able to sufficiently and fairly receive necessary information from the Company in time, and the Company shall fairly provide information to shareholders when disclosing information without duty of public notice.

(3) Shareholders shall be protected from unfair internal trade and self-dealing of other shareholders such as dominant shareholders.

Article 3 Liabilities of Shareholders

(1) Shareholders shall recognize that their exercise of voting rights can affect the management of the Company and shall make effort to actively exercise their voting rights.

(2) The dominant shareholders that have influence on the management of the Company shall take actions for the interests of all shareholders of the Company, and when they incur damages to the Company and other shareholders with contradicting actions, they shall accept the appropriate liabilities.

CHAPTER 2 BOARD OF DIRECTORS

Article 4 Function of Board of Directors

(1) The Board of Directors shall have the comprehensive authority of the management of the Company and fulfill the function of making decisions for the management of the Company and function of management supervision.

(2) The Board of Directors, within the scope permitted by law and the Articles of Incorporation, may delegate authorities to the Representative Director of committees within the Board of Directors.

(3) The Board of Directors shall establish and operate a risk management policy for systematic risk management.

Article 5 Composition of Board of Directors and Appointment of Directors

(1) The Board of Directors shall be a size in which careful discussion and decision-making is possible and shall be composed of a sufficient number of Directors in which committees established within the Board of Directors can be activated.

(2) The Board of Directors shall have external Directors that can independently fulfill the function from the dominant shareholders and the management, and the number of personnel shall a size in which such independence can be actually maintained.

(3) The Board of Directors shall be composed of competent personnel with expertise that can actually contribute to the management of the Company, and the term of appointed Directors shall be respected.

(4) The Company shall ensure that shareholders can exercise voting rights with sufficient information and time for decision regarding the candidates of Directors.

Article 6 External Directors

(1) An external Director shall be a person that can make decisions independently from the management and the dominant shareholders and without significant relationship to the Company.

(2) The Company shall provide the external Director with sufficient information required for job fulfillment, and the external Director may request prompt provision of information required for job fulfillment.

(3) The external Director shall invest sufficient time for job fulfillment.

(4) The external Director, when necessary, may receive support from employees or external experts through appropriate procedures, and such costs shall be borne by the Company.

Article 7 Operation of Board of Directors

(1) In principle, the Board of Directors shall be held regularly, and a regular Board of Directors shall be held at least once per quarter.

(2) For the smooth operation of the Board of Directors, operational regulations for the Board of Directors shall be established to prescribe the authorities, liabilities, and operational procedures of the Board of Directors in detail.

(3) The Board of Directors shall take, maintain, and preserve minutes for each meeting.

(4) When necessary, the Company may use remote communication means to enable members of the Board of Directors to participate in a meeting as much as possible.

Article 8 Committee within Board of Directors

(1) A committee composed of an appropriate number of personnel fulfilling a certain function and role may be established within the Board of Directors.

(2) If possible, the majority of a committee within the Board of Directors shall be external Directors.

(3) The organization, operation, and authority of committees shall be prescribed clearly in text.

Article 9 Duties of Directors

(1) Directors shall fulfill their jobs with fiduciary duty. Directors shall invest sufficient time and effort based on sufficient information to make reasonable decisions.

(2) Directors shall not exercise their authority for the their own interests or that of a third party and shall always pursue the best interests of the Company and shareholders.

(3) Directors shall not divulge secrets of the Company acquired during job fulfillment or use such information for their own interests or that of a third party.

Article 10 Liabilities of Directors

(1) When Directors violate the law or the Articles of Incorporation, or neglects such tasks, they may be subject to liability for damages regarding the Company, and it is due to ill will or gross negligence, they may be subject to liability for damages regarding a third party.

(2) In the process of management decision, when Directors have collected substantial data and information that are reasonably reliable, thoroughly reviewed them with care, and fulfilled their jobs by means of the best interests of the Company based on faithful and reasonable decision, such management decision of Directors shall be respected.

(3) The Company, to secure the validity of calling Directors into account and to appoint competent persons as Directors, may be insured for compensation liability for Directors at the cost of the Company.

Article 11 Assessment and Compensation

(1) The details of the management activity of the management shall be assessed fairly, and such assessment result shall be reflected on remuneration and reappointment decisions.

(2) The remuneration of Directors shall be paid within the scope approved by the General Meeting of Shareholders.

CHAPTER 3 AUDIT ORGANIZATION

Article 12 Audit Committee

(1) The Company shall establish an Audit Committee within the Board of Directors as an internal audit organization.

(2) To maintain independence and expertise, at least 2/3 of the Audit Committee shall be external Directors.

(3) In principle, the Audit Committee shall hold meetings at least once per quarter, and when necessary, the management, finance managing personnel, Chairperson of internal audit, and external

Auditors shall be made to attend.

(4) The Audit Committee shall take minutes for each meeting.

(5) The Audit Committee members shall be able to freely access information required for audit affairs and shall be able to receive advice from external experts when necessary.

(6) The Audit Committee members shall be independent from the management and dominant shareholders.

Article 13 External Auditors

(1) External Auditors shall maintain independence from the Company, its management, dominant shareholders, etc.

(2) External Auditors shall attend the General Meeting of Shareholders and explain when shareholders inquire about the audit report.

(3) External Auditors shall check for information that contradicts the inspection result in the information regularly publicly announced with the audited financial statements.

(4) External Auditors shall make effort to check for unfair conduct or offenses of the Company in auditing.

(5) External Auditors shall report to the Audit Committee important matters confirmed during external audit activity.

CHAPTER 4 INTERESTED PERSONS

Article 14 Protection of Right for Interested Persons

(1) The Company shall make effort to ensure that various rights of interested persons are not infringed.

(2) The Company shall make effort to fulfill social responsibility such as consumer protection, environment protection, etc.

(3) The Company shall make effort to enhance the quality of life for employees and respect the rights of employees.

(4) The Company shall promote establishment of fair market order and pursue balanced development of national economy.

(5) The Company shall comply with creditor protection procedures regarding matters such as merger, capital decrease, merger through division, etc. that have significant effect on the position of creditors.

(6) When an interested person also holds the position of a shareholder, each right as an interested person and a shareholder shall be protected and be exercisable.

(7) The Company may provide to interested persons the information required for protection of right for interested persons within the scope permitted by law.

Article 15 Ethical Management

(1) The Company shall establish and disclose a Rule of Ethics.

(2) The Company shall make decisions and take actions based on the Rule of Ethics.

CHAPTER 5 MANAGEMENT MONITORING THROUGH MARKET

Article 16 Public Notice

(1) The Company shall publicly announce matters that have or can have significant effect on the decision-making of shareholders and interested persons in addition to the public notices required by law.

(2) The Company shall publicly announce decisions on important matters in time in addition to regular notices.

(3) The Company shall make effort to ensure that the details of notices are easily understandable and easily usable for interested persons.

(4) The Company shall designate a responsible person for public notices and shall have an internal information delivery system in which important information of the Company can be promptly delivered to the responsible person for public notices.

(5) The Representative Director of the Company and the Financial Manager shall certify the accuracy and thoroughness of financial reports.

Article 17 Company's Market for Control

(1) Actions that cause changes in the control of the Company, such as takeover, merger, split, transfer of business of the Company shall be fulfilled through transparent and fair procedures.

(2) The defense of the Company's control shall not be conducted by means of sacrificing the interests of the Company and shareholders to maintain the control of the management or part of the shareholders.

(3) The Company shall ensure shareholders that oppose important restructuring such as merger, transfer, of business, etc. to be able to exercise appraisal right from the fair value that reflects the actual value of shares as prescribed by law. Enforcement Date of Supplementary Provisions This

Charter shall be enforced on August 1, 2023 through resolution of the Board of Directors.