ESG Committee Regulations

Department in charge	Board Support Department
Established	November 8, 2022

Chapter 1. General Provisions

Article 1 [Purpose]

The purpose of these regulations is to stipulate necessary matters for the efficient operation of the ESG Committee (hereinafter referred to as the "Committee") of Seegene Inc. (hereinafter referred to as the "Company").

Article 2 [Scope of Application]

Matters concerning the Committee shall be governed by these regulations, except as otherwise stipulated by law, the Articles of Incorporation, or the Board of Directors Operating Regulations.

Article 3 [Duties and Authority]

① The Committee shall make overall decisions, including setting mid- to long-term directions and goals related to Environmental, Social, and Governance (ESG) matters, and monitoring key tasks.

② The Committee shall review ESG strategies and non-financial risks and provide advice.

③ The Committee shall review other various ESG-related decision matters.

Chapter 2. Composition

Article 4 [Composition]

① Committee members (hereinafter referred to as "Members") shall be appointed and dismissed by the Board of Directors.

② The Committee shall be composed of three or more directors, at least two-thirds of whom shall be outside directors.

③ The term of office for Members shall correspond to their term as directors; however, the Board of Directors may adjust the term of a Member by resolution.

Article 5 [Chairperson]

① The Chairperson of the Committee shall be elected from among the outside directors.

② The Chairperson represents the Committee and presides over Committee meetings.

③ In case of the Chairperson's absence, the outside director with the longest tenure shall act on their behalf; if tenures are equal, the eldest shall act.

Chapter 3. Meetings

Article 6 [Convener]

① The Committee shall be convened by the Chairperson. In the Chairperson's absence, the duties shall be performed according to the order specified in Article 5, Paragraph 3.

② Each Member may request the Chairperson to convene the Committee, stating the agenda and reason. If the Chairperson does not convene the Committee without justifiable reason, the requesting Member may convene it.

Article 7 [Convocation Procedure]

① To convene the Committee, a meeting date must be set and all Members notified at least seven days in advance; the notification method is not restricted (written, electronic, oral, etc.).

② With unanimous consent of all Members, the Committee may hold a meeting without following Paragraph 1 procedures.

Article 8 [Resolution Method]

① Resolutions of the Committee shall require the attendance of a majority of the Members and the approval of a majority of those present.

② The Committee may allow all or some of the Members to participate in resolutions without being physically present, by means of communication devices that allow for the simultaneous transmission and reception of video and audio. In such cases, the Members shall be deemed to have attended the meeting in person.

③ Members with a special interest in a resolution may not exercise voting rights.

④ The number of Members unable to vote under the preceding Paragraph shall not be counted as present.

Article 9 [Matters to be Submitted]

The following matters shall be submitted to the Committee:

1. Establishment and management of the Company's mid- to long-term ESG strategy.
2. Execution plans and reporting of ESG initiatives.
3. Other matters necessary for the Committee's operations.

Article 10 [Relationship with the Board of Directors]

① The Committee may submit to the Board any resolutions deemed important to the Company.

② The Board may consider the Committee's resolutions but is not bound by them.

Article 11 [Hearing of Opinions from Relevant Parties]

① The Committee may invite relevant employees or external experts to its meetings to provide opinions as necessary.

② The Committee may, if deemed necessary, seek advice from external experts at the Company's expense.

Article 12 [Minutes]

① Minutes shall be prepared for all Committee decisions.

② Minutes shall include agenda items, proceedings, results, dissenting opinions and reasons, and be signed or sealed by attending Members.

Chapter 4. Supplementary Provisions

Article 13 [Secretary]

① The Secretary of the Committee shall be the ESG officer.

② The Secretary assists the Chairperson and handles all administrative matters of the Committee under the Chairperson's direction.

Article 14 [Amendment of Regulations]

Amendment to these regulations shall be made by resolution of the Board of Directors.

Supplementary Provisions

Article 1 [Effective Date]

These regulations shall come into effect on November 8, 2022.