Articles of Incorporation

Seegene

Seegene Inc.

Chapter 1: General Provisions

Article 1 (Company Name)

The name of the Company is Seegene, Inc. The English name is Seegene, Inc. (abbreviated as Seegene).

Article 2 (Purpose)

The purpose of the Company is to engage in the following businesses:

1. Development, manufacturing, and sales of genetic analysis products.
2. Commercialization of genetic products.
3. Development, manufacturing, and sales of genetic exploration products.
4. Development, manufacturing, and sales of reagents and devices related to genetic diagnostics.
5. Technical service business related to biotechnology.
6. Development and sale of animals and plants using recombinant genetic technology.
7. Licensing and transfer of newly developed technologies.
8. Research and development in biotechnology and manufacturing and sales of reagents and equipment.
9. Business related to human disease treatment and prevention.
10. Real estate development, sales, and leasing business.
11. Manufacturing, import, and sales of medical devices.
12. Software and information systems development, leasing, and sales business.
13. Introduction, acquisition, and investment in intellectual property rights for research and development.
14. Operation of medical institutions and consulting business.
15. All incidental businesses related to the foregoing items.

Article 3 (Head Office and Establishment of Branches, etc.)

① The Company's head office shall be located in Seoul, Republic of Korea.

② The Company may, as necessary, establish branches, offices, research institutes, or local corporations within or outside Korea by resolution of the Board of Directors.

Article 4 (Method of Public Notice)

The Company shall give public notices on its website (https://www.seegene.com). However,

in cases where it is impossible to use the Company website due to system failures or other unavoidable reasons, notices shall be issued in the Korea Economic Daily published in Seoul Metropolitan City.

Chapter 2: Shares

Article 5 (Total Number of Authorized Shares)

The total number of shares the Company is authorized to issue is 300,000,000 shares.

Article 6 (Total Number of Shares Issued at Incorporation)

At incorporation, the total number of shares to be issued is 200,000 shares (each share valued at KRW 500).

Article 7 (Par Value of Shares)

The par value of one share shall be KRW 500.

Article 8 (Issuance and Classes of Share Certificates)

① The Company's share certificates shall be registered shares.

② The Company may issue common shares, preferred shares, convertible preferred shares, redeemable preferred shares, and convertible redeemable preferred shares.

③ Instead of issuing physical share certificates and subscription warrants, the rights represented thereby shall be registered electronically in the electronic registration system maintained by the electronic registration institution.

Article 8-2 (Classes, Number, and Details of Shares)

① The Company may issue common shares and preferred shares. Preferred shares shall have priority over common shares with respect to the distribution of profits and residual property.

② The issuance limit of preferred shares shall not exceed 1/4 of the total number of authorized shares pursuant to Article 5.

③ The minimum dividend rate for preferred shares shall be nine (9) percent of the par value.

④ The Board of Directors may, at the time of issuance, decide to pay dividends on preferred shares in accordance with paragraph (3), pay dividends on common shares at the same rate as preferred shares, and distribute any remaining distributable profits equally to common and preferred shares in equal proportion.

⑤ If dividends under paragraph (3) cannot be paid in a given fiscal year, the Board may resolve to carry forward the unpaid dividends to be prioritized in the following fiscal year.

⑥ Holders of preferred shares shall have no voting rights. However, if a resolution of the General Meeting of Shareholders is adopted not to pay the prescribed dividends on preferred shares, such shareholders shall have voting rights from the General Meeting following that resolution until the close of the General Meeting at which a resolution to resume the preferential dividends is adopted.

⑦ The term of preferred shares may be set by the Board of Directors at issuance within ten (10) years from the date of issuance, after which preferred shares shall be converted into common shares. If dividends are unpaid within this period, the term shall be extended until dividends are fully paid.

⑧ Dividends on new shares issued upon conversion pursuant to paragraph (7) shall follow Article 11.

⑨ In the event that the Company conducts a capital increase with consideration or a bonus issue, new shares to be allotted to holders of preferred shares shall be common shares in the case of a capital increase with consideration, and preferred shares of the same class and terms in the case of a bonus issue.

Article 8-3 (Redeemable Shares)

① The Company may, by resolution of the Board of Directors at the issuance of preferred shares, issue preferred shares that are redeemable in whole or in part from profits at the request of the Company or shareholders.

② The redemption period shall be within a period not exceeding 10 years from the date of issuance, as determined by the Board.

③ The redemption price shall be determined by the Board at the time of issuance, taking

into consideration the issue price, market interest rates, and the amount of dividends already paid on such preferred shares.

④ Redemption may occur when requested by shareholders during the redemption period or when the Company decides to redeem.

⑤ When the Company intends to redeem redeemable shares, it shall, by designating a period of at least one month, give notice of its intention to redeem and request the submission of share certificates to the shareholders and pledgees registered in the shareholders' register.

Article 8-4 (Convertible Shares)

① The company may, by resolution of the Board of Directors at the time of issuance of preferred shares, issue such preferred shares as convertible shares, which can be converted into common shares at the shareholder's request.

② The period for requesting conversion shall expire on the day immediately preceding the end of the term of the preferred shares; provided, however, that the Board of Directors may otherwise determine such period within ten (10) years from the date of issuance.

③ Each convertible preferred share shall be convertible into one common share upon the shareholders' exercising of their conversion right. If a stock split, consolidation, or any other event occurs that affects the proportional shareholding ratio of holders of convertible preferred shares on the assumption that such preferred shares are converted into common shares, the Board of Directors shall determine, at the time of issuance, the matters relating to the adjustment of the conversion ratio.

④ The conversion price shall be the issue price of the preferred shares; provided, however, that the Board of Directors may, at the time of issuance, determine that the conversion price shall be subject to adjustment, taking into account the issue price, market value, and other relevant factors. The number of new shares to be issued upon conversion shall be determined by resolution of the Board of Directors at the time of issuance of the preferred shares.

⑤ If the conversion rights are not exercised within the conversion period, such preferred shares shall automatically be converted into common shares on the day immediately following the expiration of the conversion period, and the distribution of profits on the new shares issued as a result of the conversion shall follow Article 11.

Article 9 (Preemptive Rights)

① Shareholders shall have the right to be allocated new shares in proportion to the number of shares they own.

② Notwithstanding paragraph (1), the Company may, by resolution of the Board of Directors, allocate new shares to persons other than shareholders in any of the following cases:

1. Where new shares are issued through a public offering pursuant to Article 165-6 of the Financial Investment Services and Capital Markets Act, within a limit not exceeding 30 percent of the total number of issued shares.
2. Where new shares are issued as a result of the exercise of stock options pursuant to Article 542-3 of the Commercial Act.
3. Where new shares are preferentially allocated to members of the Employee Stock Ownership Plan(ESOP) within a limit not exceeding 20 percent of the total number of issued shares.
4. Where new shares are issued as a result of the exercise of employee stock options under Article 32-2 of the Framework Act on Workers' Welfare.
5. Where new shares are issued to domestic or overseas financial institutions or institutional investors within a limit not exceeding 20 percent of the total number of issued shares for urgent financing purposes.
6. Where new shares are issued to foreign investors under the Foreign Investment Promotion Act, within a limit not exceeding 20 percent of the total number of issued shares, as deemed necessary for business operations.
7. Where new shares are issued to counterparties for the introduction of important technologies, research and development, production, sales, or capital alliances, within a limit not exceeding 20 percent of the total number of issued shares.
8. Where new shares are issued to domestic or overseas investors within a limit not exceeding 20 percent of the total number of issued shares, as deemed necessary for financing for new business entry, expansion of business purposes, or urgent financing.
9. Where new shares are issued to third parties who provide financing, know-how, business partnerships, or otherwise contribute to the management of the Company, within a limit not exceeding 20 percent of the total number of issued shares.
10. Where new shares are offered or underwritten for the purpose of listing the Company's shares on any securities market or the KOSDAQ market.
11. Where new shares are issued up to 100 percent of the total number of issued shares in connection with the issuance of depositary receipts (DRs).

③ In cases where new shares are issued pursuant to any of the subparagraphs of paragraph (2), the class, number, and issue price of such shares shall be determined by

resolution of the Board of Directors.

④ The method of handling fractional shares arising from the waiver or forfeiture of preemptive rights and from new share allocation shall be determined by resolution of the Board of Directors.

Article 10 (Stock Options)

① The Company may grant stock options, within a limit not exceeding 15 percent of the total number of issued shares, by special resolution of the General Meeting of Shareholders; provided, however, that the Company may grant stock options within a limit not exceeding three (3) percent of the total number of issued shares by resolution of the Board of Directors pursuant to Article 542-3(3) of the Commercial Act. In such case, the stock options may be performance-linked and tied to management performance, stock indices, or other indicators.

② Where stock options are granted by resolution of the Board of Directors pursuant to the provision of paragraph (1), such grant shall be approved at the first General Meeting of Shareholders convened thereafter.

③ Persons eligible to be granted stock options pursuant to paragraph (1) shall be those who have contributed or may contribute to the incorporation, management, or technological innovation of the Company, and fall under any of the following subparagraphs; provided, however, that directors of the Company shall not be granted stock options by resolution of the Board of Directors.

1. Directors, auditors, or employees of the Company.
2. Directors, auditors, or employees of affiliated companies as prescribed in Article 30(1) of the Enforcement Decree of the Commercial Act.

④ Notwithstanding paragraph (3), stock options shall not be granted to the largest shareholder (hereinafter, the 'Largest Shareholder'), major shareholders, or their specially related parties pursuant to Article 542-8(2)5 of the Commercial Act; provided, however, that persons who become specially related by virtue of serving as an officer of the Company or an affiliated company under paragraph (3) (including directors or auditors not engaged in executive duties in the regular business of an affiliated company) may be granted stock options.

⑤ The number of shares underlying stock options granted to any one officer or employee shall not exceed 10 percent of the total number of issued shares.

⑥ The grant of stock options may be revoked by resolution of the Board of Directors in any of the following cases:

1. Where the optionee voluntarily resigns or retires;
2. Where the grantee causes significant damage to the Company through willful misconduct or gross negligence;
3. Where stock options cannot be exercised due to bankruptcy of the Company or other comparable reasons;
4. Where other grounds for cancellation stipulated in the stock option grant agreement arise.

⑦ The Company shall grant stock options in any of the following manners:

1. Issuing new registered common shares (or registered preferred shares) at the exercise price of the stock option;
2. Delivering treasury registered common shares (or registered preferred shares) at the exercise price of the stock option;
3. Delivering cash or treasury shares equal to the difference between the exercise price and the market price.

⑧ The optionee may exercise the stock options within seven (7) years after serving for at least three (3) years from the date of the resolution under paragraph (1); Provided, however, that an optionee who dies, retires, or resigns due to the mandatory retirement age or other reasons not attributable to the optionee within such three (3) years may exercise the stock options within the exercise period.

⑨ With respect to dividends on new shares issued upon the exercise of stock options, Article 11 shall apply mutatis mutandis.

Article 10-2 (Employee Stock Ownership Plan Options)

① The Company may grant stock options to members of the Employee Stock Ownership Plan (ESOP) within a limit not exceeding 20 percent of the total number of issued shares by special resolution of the General Meeting of Shareholders pursuant to Article 32-2 of the Framework Act on Workers' Welfare; provided, however, that within a limit not exceeding 10 percent of the total number of issued shares, stock options may be granted by resolution of the Board of Directors.

② Shares to be issued or transferred upon the exercise of such stock options shall be registered common shares.

③ The amount of stock options granted to each member of the ESOP shall not exceed KRW 6 million per year (calculated based on the exercise price) as of the date of grant.

④ The optionee may exercise the stock options within a period of not less than six (6) months and not more than two (2) years from date of the resolution date under paragraph (1). However, the resolution may set a specific exercise period during or after such period.

⑤ The exercise price of stock options shall be at least 80 percent of the appraised value determined in Article 11-2 of the Enforcement Rules of the Framework Act on Workers' Welfare; provided, however, that if new shares are issued and the exercise price is lower than the par value of such shares, the par value shall be the exercise price.

⑥ Stock options may be revoked by resolution of the Board of Directors in any of the following cases:

1. Where an optionee causes significant damage to the Company by willful misconduct or negligence;
2. Where the Company becomes unable to honor the exercise of stock options due to bankruptcy, dissolution, or any other comparable reason;
3. Where other grounds for cancellation stipulated in the stock option grant agreement arise.

⑦ With respect to the distribution of profits on new shares issued upon the exercise of stock options, Article 11 shall apply mutatis mutandis.

Article 11 (Effective Date for Dividend Entitlement of New Shares)

When the Company issues new shares through a capital increase with consideration, bonus issue, or stock dividends, such new shares shall be deemed to have been issued at the end of the fiscal year immediately preceding the fiscal year in which they were issued with respect to entitlement to dividends.

Article 12 (Retirement of Shares)

① The Company may, by resolution of the Board of Directors, retire shares out of distributable profit within a limit not exceeding thirty (30) percent of the total number of issued shares.

② The retirement of shares under paragraph (1) shall be effected by the Company's acquisition and retirement of treasury shares.

Article 12-1 (Holding or Disposition of Treasury Shares)

① If the Company prepares a plan for the holding and disposition of treasury shares and obtains approval therefor from the General Meeting of Shareholders each year, it may hold or dispose of its treasury shares in accordance with such approved plan.

② The Company may hold or dispose of its treasury shares under Paragraph (1) in any of the following cases:

1. Where the shares are disposed of to each shareholder in proportion to the number of shares held by such shareholder under equal conditions;
2. Where the shares are utilized for the purpose of remunerating officers and employees, including the granting of stock options;
3. Where the shares are utilized for the purpose of implementing an employee stock ownership system, including the granting of employee stock ownership options;
4. Where the shares are utilized as prescribed by relevant laws and regulations, including Paragraph (2) of Article 360-2, Paragraph (2) of Article 360-15, and Subparagraph 3 of Article 523 of the Commercial Act;
5. Where it is necessary to achieve the Company's business objectives, such as the introduction of new technology or the improvement of its financial structure.

Article 13 (Transfer Agent)

① The Company may appoint a transfer agent for shares.

② The transfer agent, its office, and the scope of its delegated affairs shall be determined by resolution of the Board of Directors.

③ The shareholder registry or a copy thereof shall be kept at the office of the transfer agent, and matters concerning the electronic registration of shares, the maintenance and management of the shareholder registry, and other affairs relating to shares shall be handled by the transfer agent.

④ Procedures for handling affairs under paragraph (3) shall comply with the Regulations on Securities Transfer Agency Services.

Article 14 (Deleted)

Article 15 (Closure of the Shareholder Register and Record Date)

① The shareholders recorded in the shareholder registry as of December 31 each year shall be the shareholders entitled to exercise their rights at the ordinary General Meeting of Shareholders for the relevant fiscal year; provided, however, that for the purpose of determining shareholders or pledgees entitled to exercise rights such as voting rights or rights to receive dividends, the Company may suspend alterations to the shareholders' register for a certain period or deem shareholders or pledgees recorded on a certain date as those entitled to exercise such rights.

② Where the Company sets such period or date under paragraph (1), the suspension period shall not exceed three (3) months, or the record date shall be within three (3) months, and the shareholders recorded as of such date shall be deemed entitled to exercise such rights.

③ Where the Company sets such period or date, it shall give public notice at least two (2) weeks prior to the commencement of such period or date.

Chapter 3: Bonds

Article 16 (Issuance of Convertible Bonds)

① The Company may, by resolution of the Board of Directors, issue convertible bonds to persons other than shareholders in the following cases:

1. When issuing convertible bonds through a public offering;
2. When issuing convertible bonds overseas pursuant to Article 165-16 of the Financial Investment Services and Capital Markets Act;
3. When issuing convertible bonds to domestic or foreign financial institutions or institutional investors for urgent fundraising, provided the amount does not exceed twenty (20) percent of the total number of issued shares;
4. When issuing convertible bonds to counterparties for the purpose of important technology acquisition, research and development, production, sales, or capital partnerships, provided the amount does not exceed 20% of the total number of issued shares;
5. When issuing convertible bonds to promote foreign investment under the Foreign Investment Promotion Act for managerial needs, provided the amount does not exceed

twenty (20) percent of the total number of issued shares.

6. When issuing convertible bonds to affiliated companies for management or financial technique introduction, provided the amount does not exceed twenty (20) percent of the total number of issued shares.

② Shares issued upon conversion shall be common shares, and the conversion price shall be not less than the par value of such shares, determined by the Board of Directors at the time of bond issuance.

③ The period during which conversion may be requested shall commence on the day following one (1) month after the date of issuance of such bonds and end on the day immediately preceding the maturity date thereof; provided, however, that the Board of Directors may, by resolution, adjust the conversion period within the above range.

④ The distribution of dividends on shares issued upon conversion and the payment of interest on convertible bonds shall follow Article 11.

Article 17 (Issuance of Bonds with Warrants)

① The Company may, by resolution of the Board of Directors, issue bonds with warrants to persons other than the existing shareholders in the following cases:

1. When issuing bonds with warrants through a public offering;
2. When issuing bonds with warrants to foreign investors under the Foreign Investment Promotion Act for managerial needs, provided the amount does not exceed twenty (20) percent of the total number of issued shares;
3. When issuing bonds with warrants overseas pursuant to Article 165-16 of the Financial Investment Services and Capital Markets Act; or
4. When issuing bonds with warrants to domestic or foreign investors for new technology acquisition, urgent fundraising, or financial restructuring, provided the amount does not exceed twenty (20) percent of the total number of issued shares.

② The amount eligible for the exercise of the warrant right shall be determined by the Board of Directors within a limit not exceeding the aggregate face value of the bonds.

③ Shares issued upon exercise of the warrant rights shall be common shares, and their issue price not be less than the par value of such shares, as determined by the Board of Directors at the time of issuance...

④ The warrant exercise period shall commence on the day following one month after the date of bond issuance and end on the day immediately preceding the maturity date thereof. Provided, however, that the Board of Directors may, by resolution, adjust the

exercise period of the warrant right within the above range.

⑤ The payment of dividends on shares issued upon the exercise of the warrant right shall follow Article 11.

Article 18 (Issuance of Exchangeable Bonds)

① The Company may, by resolution of the Board of Directors, issue exchangeable bonds within a limit not exceeding an amount equivalent to twenty (20) percent of the total par value of issued shares.

② Specific matters concerning the issuance of exchangeable bonds shall be determined by resolution of the Board of Directors

Article 18-2 (Electronic Registration of Rights Represented by Bonds and Warrants)

The Company shall, in lieu of issuing physical certificates, electronically register in the electronic book-entry account maintained by an electronic registration agency the rights that would otherwise be represented by bonds or warrants.

Article 19 (Applicable Mutatis Mutandis to the Issuance of Bonds)

The provisions of Article 13 (Share Registrar) shall apply mutatis mutandis to the issuance of bonds.

Chapter 4: General Meeting of Shareholders

Article 20 (Convocation Period)

① The Company shall host ordinary and extraordinary general meetings of shareholders.

② The ordinary general meeting shall be held within three (3) months after the end of each fiscal year, and extraordinary meetings shall be convened as necessary.

Article 21 (Authority to Convene)

① Unless otherwise provided by relevant laws and regulations, general meeting of shareholders shall be convened by the Representative director pursuant to a resolution of the Board of Directors.

② In the event of the Representative director's inability to act, Article 35(2) shall apply mutatis mutandis.

Article 22 (Notice and Public Announcement of Convocation)

① Notice of the meeting specifying the date, time, place, and agenda shall be given to shareholders in writing or by electronic means at least two (2) weeks prior to the meeting date.

② Notwithstanding paragraph (1), for shareholders holding one (1) percent or less of the total voting shares, notice may be substituted by public announcements at least twice in each of the following daily newspapers published in Seoul: *The Korea Economic Daily* and *Maeil Business Newspaper*, or by a disclosure on the electronic disclosure system operated by the Financial Supervisory Service or the Korea Exchange. Such public announcements shall specify the convening of the meeting and the purpose thereof.

③ In the event that the Company gives notice under Paragraph (1) or makes a public announcement under Paragraph (2), if the purpose of the meeting relates to the election of directors, the Company shall disclose the name, brief personal record, nominator, and other matters regarding the candidates as prescribed by the Presidential Decree of the Commercial Act in such notice or announcement.

④ Notices or public announcements made pursuant to paragraphs (1) and (2) shall include the matters prescribed under Article 542-4(3) of the Commercial Act; provided, however, that If such matters are posted on the Company's website and made available for inspection at the head office, branches, transfer agent, the Financial Services Commission, or the Korea Exchange, such notice or announcement shall be deemed duly made.

Article 23 (Place of Convocation)

① General meetings of shareholders shall be held at the location of the head office, but may also be held in adjacent areas thereof if necessary.

② The Company may hold a general meeting in a manner where some shareholders participate in resolutions by electronic means from remote locations without attending the place of convocation in person, pursuant to Paragraph (1) of Article 542-14 of the Commercial Act.

Article 24 (Chairperson)

① The Representative Director shall act as the chairperson of the general meeting of shareholders; provided, however, that if there are multiple Representative Directors, the

chairperson shall be determined by a resolution of the Board of Directors.

② In the event that the Representative Director is unable to act, the provisions of Article 35(2) shall apply mutatis mutandis.

Article 25 (Chairperson's Authority to Maintain Order)

① The chairperson may order any person who intentionally obstructs the proceedings of the meeting or disturbs order by words or conduct to suspend or withdraw his/her remarks, or to leave the meeting room, and such person shall comply with the chairperson's order.

② The chairperson may, if deemed necessary to ensure the orderly progress of the meeting, llimit the time or frequency of shareholders' statements.

Article 26 (Voting Rights of Shareholders)

Each share shall carry one (1) vote.

Article 27 (Restrictions on Voting of Cross-held Shares)

If the Company, its parent company, or subsidiary, or a subsidiary thereof holds over ten (10) percent of another company's shares, the shares of the Company held by such other company shall have no voting rights.

Article 28 (Split Exercise of Voting Rights)

① Shareholders holding two or more voting rights who intend to exercise them non-uniformly (split voting) shall notify the Company in writing or by electronic document of such intention and its reason at least three (3) days prior to the date of the meeting.

② The Company may refuse to permit split voting; provided, however, that this shall not apply where the shareholder holds the shares in trust or on behalf of another person.

Article 29 (Proxy Voting)

① Shareholders may appoint a proxy to exercise their voting rights.

② Proxies referred to in paragraph (1) shall submit to the Company a written power of attorney prior to the opening of the General Meeting of Shareholders.

Article 30 (Method of Resolution of General Meetings of Shareholders)

Resolutions require a majority of the voting rights of shareholders present, and at least one-fourth of the total issued shares, unless otherwise provided by relevant laws and regulations.

Article 31 (Minutes of General Meetings of Shareholders)

① Minutes must be prepared.

② The minutes shall record the substance and results of the proceedings and bear the signatures/seals of the chairperson and the attending directors and be kept at the head office and branches of the Company.

Chapter 5: Directors, Board of Directors and Representative Director

Article 32 (Number of Directors)

The number of directors of the Company shall be between three (3) and seven (7), and unless otherwise provided by applicable laws and regulations, independent (outside) directors shall constitute one-third (1/3) or more of the total number of directors.

Article 33 (Appointment of Directors)

① Directors shall be appointed at the General Meeting of Shareholders.

② Appointment shall require a majority of the voting rights of shareholders present and at least one-fourth of the total number of issued shares.

③ Cumulative voting under Article 382-2 of the Korean Commercial Act shall not apply, even where two (2) or more directors are appointed.

Article 34 (Term of Office)

① The term of office of a director shall be three (3) years; provided, however, that if such term expires after the end of the most recent fiscal year but before the close of the General Meeting of Shareholders for such fiscal year, the term shall be extended until the close of that meeting

② The term of office of a director appointed to fill a vacancy shall be the remainder of the

predecessor's term.

Article 35 (Duties of Directors)

① The Representative director shall represent the Company and oversee its overall management of the Company.

② One or more Representative Directors may be appointed by resolution of the Board of Directors.

③ The President, Vice Presidents, Executive Vice Presidents, Managing Directors, and Directors shall assist the Representative Director(s), and shall divide and perform the business of the Company as determined by the Board of Directors. In the event that the Representative Director is unable to act, they shall act as his/her proxy in the order of priority set by the Board of Directors.

Article 36 (Obligations of Directors)

① Directors shall faithfully perform their duties for the benefit of the Company and its shareholders in accordance with relevant laws, regulations, and these Articles of Incorporation.

② In performing their duties, directors shall protect the interests of the shareholders as a whole and treat all shareholders fairly and equitably.

③ Directors shall perform their duties with the due care of a prudent manager for the Company.

④ Directors shall not, both during and after their term of office, disclose any business secrets of the Company acquired in the course of performing their duties.

⑤ Upon discovering any fact that is likely to cause material harm to the Company, directors shall immediately report such fact to the Audit Committee.

Article 37 (Remuneration and Retirement Benefits of Directors)

① The remuneration of directors shall be determined by resolution of the General Meeting of Shareholders.

② The payment of retirement benefits shall be governed by the regulations concerning the payment of retirement benefits to officers, as approved by resolution of the General Meeting of Shareholders.

Article 38 (Composition and Convocation of the Board of Directors)

① The Board of Directors shall consist of all directors.

② The Board of Directors shall be convened by the Representative Director or, if another director has been separately designated by the Board, by such director, who shall give notice to each director at least seven (7) days prior to the date of the meeting

③ A director other than the one authorized to convene the meeting may request the convocation of the Board of Directors. If the authorized convener unjustifiably refuses such request, any other director may convene the meeting.

④ The convening procedures set forth in Paragraph (2) may be omitted with the consent of all directors.

⑤ The chairperson of the Board of Directors shall be the director authorized to convene the meeting pursuant to paragraphs (2) and (3).

⑥ Directors shall report the progress of business to the Board of Directors at least quarterly.

Article 38-2 (Committees)

① The Board may, by resolution, establish the following committees within the Board of Directors:

1. Audit Committee
2. Outside Director Nomination Committee
3. Any other committees deemed necessary by the Board of Directors.

② Unless otherwise provided by relevant laws and regulations, the authority, operation, and other matters relating to each committee shall be determined by resolution of the Board of Directors.

③ Articles 38, 39, and 40 hereof shall apply mutatis mutandis to the committees.

Article 39 (Resolution of the Board of Directors)

① Except as otherwise provided by applicable laws and regulations or these Articles of Incorporation, a resolution of the Board of Directors shall be adopted by the presence of a majority of the directors and the affirmative vote of a majority of the directors present.

② The Board of Directors may permit all or some of the directors to participate in the

resolution of the Board without being physically present, by means of electronic communication facilities that enable real-time transmission and reception of both video and audio. In such cases, those directors shall be deemed to have attended the meeting in person.

③ Directors having a special interest in a resolution shall not exercise their voting rights thereon.

Article 40 (Minutes of the Board of Directors)

① Minutes shall be prepared for all proceedings of the Board of Directors.

② The minutes shall record the agenda, the summary of proceedings, the results thereof, and the names of dissenting directors and the reasons for their dissent; and the directors present shall affix their names and seals to, or sign, such minutes.

Article 41 (Advisers)

The Company may appoint a number of advisers and consultants by resolution of the Board of Directors.

Article 42 (Appointment of Representative director and Chairperson of the Board)

① The Representative director shall be appointed by a resolution of the Board of Directors.

② The Company may appoint the chairperson of the Board of Directors by resolution of the Board.

Article 43 (Duties of Representative director)

The Representative director shall represent the Company and oversee the overall management of the Company.

Chapter 6: Audit Committee

Article 44 (Composition of the Audit Committee)

① The Company shall establish an Audit Committee in lieu of an auditor pursuant to

relevant laws and regulations.

② The Audit Committee shall be composed of three (3) or more directors, and at least two-thirds (2/3) of the total members shall be independent (outside) directors.

③ Members of the Audit Committee shall be elected by the affirmative vote of a majority of the voting rights of the shareholders present; provided, however, that such majority shall represent at least one-fourth (1/4) of the total number of issued and outstanding shares. Notwithstanding the foregoing, in the event that the Company allows shareholders to exercise their voting rights by electronic means pursuant to Paragraph (1) of Article 368 of the Commercial Act, the election of members of the Audit Committee may be resolved by the affirmative vote of a majority of the voting rights of the shareholders present.

④ The removal of a member of the Audit Committee shall require the affirmative vote of at least two-thirds (2/3) of the voting rights of the shareholders present, provided that such majority represents at least one-third (1/3) of the total number of issued and outstanding shares.

⑤ In the election or removal of a member of the Audit Committee under Paragraphs (3) or (4), any shareholder who holds shares exceeding three percent (3%) of the total number of issued and outstanding shares with voting rights shall not exercise his/her voting rights with respect to such shares in excess; provided, however, that in the case of the largest shareholder, the number of voting shares owned by his/her specially related persons, any person who holds shares for the account of the largest shareholder or his/her specially related persons, and any person who has delegated his/her voting rights to the largest shareholder or his/her specially related persons shall be aggregated in calculating the number of shares held by such largest shareholder.

Article 45 (Separate Election and Removal of Audit Committee Members)

① Two (2) members of the Audit Committee among those to be composed pursuant to Article 44 shall be elected as directors who are to become Audit Committee members by a resolution of the General Meeting of Shareholders, separately from other directors.

② In the event of the removal of a member of the Audit Committee who was separately elected pursuant to Paragraph (1), such person shall simultaneously lose both the status as a director and as a member of the Audit Committee.

Article 46 (Appointment of the Chairperson of the Audit Committee)

The Audit Committee shall appoint a Chairperson (Representative) of the Committee by its resolution.

Article 47 (Duties and Authority of the Audit Committee)

① The Audit Committee shall audit the Company's accounting and business affairs.

② The Audit Committee may request the convening of an extraordinary General Meeting of Shareholders by submitting to the Board of Directors a document specifying the purpose of the meeting and the reason for convocation.

③ The Audit Committee may, where necessary, seek the assistance or advice of experts at the Company's expense.

④ The Audit Committee may, when necessary for the performance of its duties, request a subsidiary to report on its business operations. If such subsidiary fails to report without delay, or if it is necessary to verify the contents thereof, the Audit Committee may investigate the business operations and property status of such subsidiary.

⑤ In addition to the matters set forth in Paragraphs (1) through (4), the Audit Committee shall handle matters delegated by the Board of Directors.

⑥ The Audit Committee may, if necessary, request the convening of a meeting of the Board of Directors by submitting a document specifying the purpose of the meeting and the reason for convocation to a director (or, where a person authorized to convene exists, to such person).

⑦ If the director does not convene a meeting of the Board of Directors without delay despite the request under Paragraph (6), the Audit Committee that made such request may convene the meeting of the Board of Directors.

Article 48 (Audit Minutes)

① The Audit Committee shall prepare audit minutes with respect to an audit.

② The audit minutes shall record the methods and results of the audit, and the members of the Audit Committee who conducted such audit shall affix their names and seals to, or sign, such minutes.

Chapter 7: Accounts

Article 49 (Fiscal Year)

The Company's fiscal year shall commence on January 1 and end on December 31 of each year.

Article 50 (Preparation of Financial Statements, etc.)

① The Representative Director shall prepare each of the documents prescribed in Articles 447 and 447-2 of the Commercial Act and obtain the approval of the Board of Directors.

② The Representative Director shall submit the documents referred to in Paragraph (1) to the Audit Committee at least six (6) weeks prior to the date of the Ordinary General Meeting of Shareholders or the deadline for the submission of the annual report.

③ The Audit Committee shall submit an audit report to the Representative Director at least one (1) week prior to the date of the Ordinary General Meeting of Shareholders or the deadline for the submission of the annual report.

④ The Representative Director shall keep the documents referred to in Paragraph (1) and the audit report at the head office for five (5) years, and certified copies thereof at each branch for three (3) years, starting from one (1) week prior to the date of the Ordinary General Meeting of Shareholders.

⑤ The Representative Director shall submit the documents prescribed in Article 447 of the Commercial Act to the Ordinary General Meeting of Shareholders for its approval, and shall submit the documents prescribed in Article 447-2 of the Commercial Act to the Ordinary General Meeting of Shareholders to report the contents thereof.

⑥ Upon obtaining the approval prescribed in Paragraph (5), the Representative Director shall, without delay, publicly announce the balance sheet and the audit opinion of the external auditor.

Article 51 (Appointment of External Auditor)

In appointing an external auditor, the Audit Committee shall select the external auditor in accordance with the Act on External Audit of Stock Companies, Etc., and the Company shall report such fact to the Ordinary General Meeting of Shareholders convened after the appointment thereof, or notify or publicly announce it to the shareholders.

Article 52 (Disposition of Retained Earnings)

The Company shall dispose of the unappropriated earnings for each fiscal year as follows:

1. Legal Reserve
2. Other Statutory Reserves
3. Dividends
4. Discretionary Reserve
5. Other Appropriations of Retained Earnings

Article 53 (Dividends)

① Dividends of profits may be paid in cash, shares, or other property.

② When paying dividends in shares, if the Company has issued multiple classes of shares, the General Meeting of Shareholders may resolve to pay in shares of a class different from that of the shares being held.

③ Dividends under paragraph (1) shall be paid to the shareholders recorded in the shareholder registry or registered pledgees at the end of each fiscal year.

Article 54 (Quarterly Dividends)

① The Company may pay dividends in cash to shareholders of record at the end of March, June, and September of each fiscal year in accordance with Article 165-12 of the Financial Investment Services and Capital Markets Act.

② If new shares are issued after the start of the fiscal year but before the record date under paragraph (1) (including new shares issued through capital transfer from reserves, stock dividends, exercise of stock options, conversion of convertible bonds, or exercise of warrants attached to bonds with warrants), such new shares shall be deemed to have been issued at the end of the immediately preceding fiscal year for the purpose of quarterly dividends.

Supplementary Provisions

Article 1 (First Fiscal Year)
The first fiscal year of the Company shall commence on the date of its incorporation and end on December 31, 2000.

Article 2 (Matters Not Stipulated Herein)
Matters not stipulated in these Articles of Incorporation shall be governed by a resolution of the Board of Directors or the general meeting of shareholders, and the provisions of the Commercial Act and other relevant laws and regulations.

Article 3 (Effective Date)
These Articles of Incorporation shall take effect as of June 5, 2006.

Article 4 (Effective Date)
These Articles of Incorporation shall take effect as of December 23, 2009.

Article 5 (Effective Date)
These Articles of Incorporation shall take effect as of March 18, 2011.

Article 6 (Effective Date)
These Articles of Incorporation shall take effect as of March 21, 2014.

Article 7 (Effective Date)
These Articles of Incorporation shall take effect as of March 26, 2020.

Article 8 (Effective Date)
These Articles of Incorporation shall take effect as of March 26, 2021.

Article 9 (Effective Date)
These Articles of Incorporation shall take effect as of March 25, 2022.

Article 10 (Effective Date)
These Articles of Incorporation shall take effect as of March 24, 2023.

Article 11 (Effective Date)
These Articles of Incorporation shall take effect as of March 22, 2024.

Article 12 (Effective Date and Application)

① These Articles of Incorporation shall take effect as of March 27, 2026.

② The amended provision of Article 23 shall take effect as of January 1, 2027.

③ The amended provisions of Article 32, Paragraph (2) of Article 44, and Paragraph (5) of Article 44 shall take effect as of July 23, 2026.