

Corporate Governance Charter of Taihan Cable & Solution Co., Ltd

Enacted in May, 2022

Taihan Cable & Solution Co., Ltd ("the Company") creates a corporate culture for people through constant communication and trust, pursues customer satisfaction through the best technology and quality, and develops the future through creative thinking and challenges to realize a better future (We connect the future).

The Company enacts this Corporate Governance Charter, recognizing that it is essential to establish a sound corporate governance structure and trust from all stakeholders in order to realize the company's vision. Based on this Corporate Governance Charter ("the Chapter"), The Company aims to achieve a transparent and advanced governance structure to promote shareholder's interests, protect stakeholder's rights, enhance corporate value and achieve sustainable growth.

Chapter 1. Shareholder

Article 1 (Rights of Shareholders)

- ① Shareholders, as owners of the company, have the following basic rights guaranteed by the Commercial Act and applicable laws and regulations.
 - The right to participate in profit sharing
 - The right to attend the general shareholders' meeting and vote
 - The right to be provided the information in timely manner necessary for exercising the shareholder's right
 - The right to propose the purpose of the general shareholders' meeting such as candidates for directors
- ② The following matters that bring significant changes to the existence of the company and shareholder rights should be decided at the general shareholders' meeting in such a way as to guarantee the rights of shareholders as much as possible.
 - Change of Articles of Incorporation
 - Mergers, business transfers and divisions of company
 - Dissolution of the company
 - Decrease in capital

- Comprehensive exchange and transfer of stocks, etc.
- ③ The shareholder's rights must be conveniently exercised according to the free will of the shareholders. In order to facilitate the exercise of shareholder rights, the company shall provide sufficient information in a timely manner regarding the date, venue, agenda, etc. of the general shareholders' meeting.

Article 2 (Equal Treatment of Shareholders)

- ① The company treats shareholders fairly in accordance with the standards set by the Commercial Act and applicable laws and regulations so that the essential rights of shareholders shall not be infringed.
- ② The shareholder exercises his/her rights in accordance with the principle of one share, one vote.
- ③ The company provides the necessary information to shareholders in a timely and easy to understand.
- ④ The company does not infringe on the rights and interests of shareholders from illegal insider transactions and self-transactions, and manages shareholder's right and benefits through systematic and appropriate internal control.

Article 3 (Responsibilities of Shareholders)

- ① The shareholder must recognize that the exercise of his/her voting right may affect the management of the company and strive to actively exercise his/her voting right for the development of the company.
- ② The controlling shareholder who exerts influence on the management of the company must act rationally for the benefit of the company and all shareholders, and strive not to cause damage to the company and other shareholders by acting contrary to this.

Chapter 2. Board of Directors

Article 4 (Responsibilities of the Board of Directors)

- ① The board of directors is an institution with comprehensive authority on the management of the company within the scope of applicable laws and regulations, and shall perform the responsibilities of decision-making and supervision of the company.

- ② The board of directors establishes the company's core management goals and basic management strategies for the benefit of the company and its shareholders, and deliberates and decides on major management matters.
- ③ The board of directors checks, manages and supervises the activities of the management.
- ④ The board of directors may delegate authority to the representative director or committees within the board of directors, except for important matters stipulated in applicable laws, articles of incorporation, and regulations of the board of directors.

Article 5 (Organization of the Board of Directors)

- ① The board of directors must be of a size that allows for effective and thoughtful discussion and decision-making, and must consist of a sufficient number of directors to activate the committees established within the board of directors.
- ② The board of directors shall have outside directors who can act independently from the management and controlling shareholders, and the number of outside directors shall be constituted in accordance with applicable laws and regulations such as the Commercial Act in order to perform practical management and supervision ability.
- ③ The board of directors may establish various committees within the board of directors for quick and efficient decision-making as well as transparent and independent decision-making.

Article 6 (Qualifications of Directors)

- ① Directors must meet the qualification standards set forth in the applicable laws and regulations, have exemplary ethical awareness, professionalism, and honesty, and must be able to promote the long-term value of all shareholders and represent the rights and interests of stakeholders in a balanced way.
- ② The director must be a person with abundant expertise or experience in related fields such as industry, finance, academia, legal circle, accounting/management field, or the public sector so that he/she can make a substantial contribution to the company management, and the term of office of the appointed director shall be respected.
- ③ The director must be able to devote sufficient time to performing his/her duties and contribute to the enhancement of the corporate value and shareholder's rights and interests.

- ④ The board of directors shall be composed of directors from various backgrounds, and directors shall not be discriminated against on the basis of factors such as specific gender, age, nationality, race, religion, education level, or disability.

Article 7 (Appointment and Recommendation of Directors)

- ① Directors other than outside directors are appointed at the general meeting of shareholders with the recommendation of the board of directors.
- ② Outside directors are appointed at the general meeting of shareholders with the recommendation of the Outside Director Candidate Recommendation Committee.
- ③ The representative director is appointed by the resolution of the board of directors among the directors appointed at the general meeting of shareholders.

Article 8 (Outside Directors)

- ① Outside directors must not have a significant relationship with the company and must be able to make decisions independent of the management and controlling shareholders.
- ② Outside directors participate in the company's major decision-making through the board of directors activities, supervise the management as a member of the board of directors, and support the management through constructive advice.
- ③ Outside directors must devote sufficient time to perform their duties, and when the board of directors meeting is held, they must review related materials in advance and attend the meeting.
- ④ Outside directors may request the company to provide information necessary for performing their duties, and if necessary, they may receive support from executives and employees or external experts at the company's expense through appropriate procedures.

Article 9 (Operation of the Board of Directors)

- ① The board of directors must be operated efficiently and rationally to make the best management decisions for the interests of the company and shareholders.
- ② In principle, the board of directors holds a meeting regularly once a quarter, and if there is an urgent agenda, an extraordinary board of directors is held. For the smooth operation of

the board of directors, it may establish and operate the regulations of the board of directors that specifically stipulate the rights, responsibilities, and operating procedures of the board of directors.

- ③ If necessary, the board of directors shall use telecommunication means so that board members can participate in the meeting as much as possible.

Article 10 (Duties and Responsibilities of Directors)

- ① The director, as a good manager, must make the best decisions to contribute to the pursuit of the company's core values and enhancement of corporate value through active activities and participation in the board of directors.
- ② The director shall not disclose the company information obtained in the course of his/her duties to the outside or use it for his/her own or third party's profit.
- ③ If a director violates applicable laws or the articles of incorporation or neglects his/her duties, he/she shall be liable for damages incurred by the company or a third party.
- ④ If a director has performed his/her duties according to sufficient review and appropriate and reasonable judgment, the managerial judgment of such director shall be respected.
- ⑤ The company may purchase and maintain the liability insurance for directors at the expense of the company in order to attract competent personnel and to secure the effectiveness of the liability claim.
- ⑥ The director shall not participate in any deliberation or decision-making process related thereto if he/she can directly or indirectly affect his/her personal, commercial, or professional interests.

Article 11 (Compensation)

- ① The remuneration of the director shall maintain a reasonable proportional relationship with his/her duties, be determined at an appropriate level in light of the financial condition of the company, and be consistent with the improvement of the long-term profits of the company and shareholders.
- ② The determination of the remuneration for directors is delegated to the board of directors or the representative director within the limit of payment determined by the resolution of the general meeting of shareholders.

Chapter 3. Audit body

Article 12 (Audit Committee)

- ① The Audit Committee consists of 3 or more directors and the committee member is appointed at the general shareholders' meeting, and at least one is appointed as an accounting or financial expert. In addition, in order to perform independent and transparent audit role, more than two-thirds of the members shall be appointed as outside directors.
- ② The Audit Committee reviews the legitimacy of the execution of the duties of directors and management, the soundness and validity of corporate financial activities, the accuracy of financial reporting, the validity of accounting standards, etc.
- ③ The audit committee reports the evaluation for its independency and major activities to the general meeting of shareholders, and the company discloses the details through the business report.
- ④ The audit committee can freely access information necessary for auditing, and if necessary, it can request advice from external agencies and experts at the company's expense.

Article 13 (Independent Auditor)

- ① The company shall ensure that the independent auditor maintains legal and practical independence from the company, management, and controlling shareholders.
- ② The company shall have an independent auditor attend the general meeting of shareholders and answer any questions from shareholders regarding the audit report.
- ③ The independent auditor shall be appointed by the audit committee and must report important matters identified during the auditing activities to the audit committee.

Chapter 4. stakeholder

Article 14 (Protection of Stakeholders' Right)

- ① The company strives to fulfill its corporate social responsibility to various stakeholders including but not limited to employees, customers, shareholders, creditors, suppliers, business partners, and local communities.

- ② The company shall protect the rights of stakeholders under applicable laws and agreements, respect the rights of workers by faithfully abiding by labor-related laws such as the Labor Standards Act, and strive to improve the quality of life of workers.
- ③ The company shall provide information necessary to protect the rights of stakeholders to the extent permitted by the company's by-law, and support stakeholders' access to the relevant information.

Chapter 5. Management monitoring by the market

Article 15 (Disclosure)

- ① The company prepares and discloses business reports, quarterly reports and semi-annual reports on a regular basis, and, in addition to the disclosures required by applicable laws and regulations, promptly and accurately discloses matters that may have a significant impact on the decision-making of shareholders and stakeholders.
- ② The company strives to make the disclosing content easy to understand and make it easy for stakeholders to use it.
- ③ The company does not discriminate against specific persons in the scope or timing of disclosure of important corporate information, and discloses the same so that all stakeholders could access it at the same time.

Article 16 (Market for Corporate Management Rights)

- ① Acts that cause changes in the management rights of the company, such as mergers, acquisitions, division of the company, and transfer of important business, must be done through transparent and fair procedures.
- ② The company shall allow shareholders who oppose significant structural changes such as mergers and business transfers to exercise their rights to purchase stocks at a fair value that reflects the substantial value of their shares as prescribed by applicable laws and regulations.