



5. Other duties assigned or resolved by the Board of Directors.

**Article 5:**

**Meeting Procedures**

The Committee shall convene at least twice per year in principle and may meet as needed.

Notices of meeting shall specify the matters to be discussed and be delivered to all Committee members no later than seven days prior to the meeting, which may be given electronically. In case of emergency, this requirement shall not apply. Notices may be delivered in writing, via email, or by fax.

A sign-in sheet shall be provided at each meeting for members to sign in for attendance.

Committee members shall attend meetings in person. If a member is unable to attend in person, he or she may appoint another member as proxy by issuing a written proxy for each meeting, specifying the scope of authorization for agenda items. Participation via video conferencing shall be deemed attendance in person.

The Committee may invite relevant members of the Company's management team, external auditors, experts, consultants, or other personnel to attend meetings and provide necessary information.

**Article 6:**

**Meeting Minutes**

Meeting minutes shall be prepared for all Committee meetings and shall record details in accordance with Article 16 of the Company's Board Meeting Procedures.

**Article 7:**

**Recusal for Conflict of Interest**

If a Committee member has a personal interest in any agenda item, the member shall disclose the essential content of such interest. Where such interest may potentially harm the Company's interests, the member shall not participate in the discussion or voting on that item and shall recuse himself or herself during the discussion and voting. The member shall not act as a proxy for voting on the matter. If the spouse or a relative within the second degree of kinship of a Committee member has an interest in any agenda item, such interest shall be considered as the member's own interest.

**Article 8:**

**Engagement of External Professionals**

Upon Committee resolution, the Committee may engage external experts, accountants, or other professionals to conduct necessary audits or provide consultation relating to matters within the scope of the Committee's duties. Any related expenses shall be borne by the Company.

**Article 9:**

**Obligations of Committee Members**

Committee members shall exercise the duty of care of a prudent manager and faithfully perform the responsibilities set forth in this

Charter.

**Article 10:**

**Performance Evaluation**

The Committee shall conduct an annual performance evaluation. The evaluation method and procedures shall be handled in accordance with the Company's Board Performance Evaluation Procedures

**Article 12**

**Implementation**

This Charter shall take effect upon approval by the Board of Directors. Amendments shall follow the same procedure.

This Charter was established on July 29, 2022

This Charter was amended on October 30, 2025