

Established on	Oct. 30, 2014
Amended on	Mar. 26, 2024

Compensation Committee Regulations

Hanwha Aerospace Co., Ltd.

Compensation Committee Regulations [March 26, 2024]

CHAPTER. 1 GENERAL PROVISIONS

Article 1 【Purpose】

The purpose of these regulations is to establish the necessary matters regarding the composition, operation, and authority of the compensation committee (hereinafter referred to as the “committee”) within the board of directors of Hanwha Aerospace Co., Ltd. (hereinafter referred to as the “company”) pursuant to Article 32, Paragraph 1, Subparagraph 4 of the Articles of Incorporation and Article 14, Paragraph 1, Subparagraph 4 of the Board of Directors Regulations.

CHAPTER 2. COMPOSITION

Article 2 【Composition】

1. The committee members shall be composed of three or more directors.
(However, at least two-thirds of the total number of committee members shall be outside directors.)
2. The committee members shall be appointed by a majority vote of the directors present at the board meeting.
3. The term of office of a member shall be the same as that of a director, and if the member loses his/her qualification as a director due to expiration of the term or other reasons, he/she shall automatically lose his/her qualification as a member.

Article 3 【Chairperson】

1. The chairperson shall be elected from among the outside directors by a resolution of the committee.
2. The chairperson shall represent the committee and shall preside over the committee meeting.
3. If the chairperson is unable to perform his/her duties, an outside director other than the chairperson shall act on his/her behalf.

Article 4 【Dismissal and Replacement】

1. The dismissal of a member shall be made by a resolution of the board of directors of at least two-thirds of the total number of directors.
2. In the event of a vacancy on the committee due to dismissal, the expiration of a director's term, or personal reasons, the board of directors shall appoint a replacement by the conclusion of the first board meeting convened after the vacancy occurs. However, if a new director needs to be appointed, the appointment shall take place at the first shareholders' meeting held after the vacancy arises, and a new committee member shall subsequently be appointed at the ensuing board meeting.

CHAPTER 3. OPERATION

Article 5 【Committee】

The committee shall be convened at least once a year in principle.

Article 6 【Convening Procedure】

1. The committee shall be convened by the chairperson.
2. To convene the committee, the date and place of the meeting shall be set, and each committee member shall be notified of this at least 7 days in advance by document, electronic document, facsimile transmission, or in any other manner that can confirm whether it has been sent or received. However, if all members agree, the procedure for convening the meeting may be omitted.
3. Each member may convene the committee with the consent of the chairperson when deemed necessary for the performance of duties, and the provisions of the preceding paragraph shall apply in this case.

Article 7 【Resolution Methods】

1. Resolutions of the committee shall be made with the attendance of a majority of the members and the approval of a majority of the members present.
2. The committee may allow all or some of its members to participate in the resolution by means of remote communication that allows all members to simultaneously transmit and receive voices without having to attend the meeting in person. In this case, the member shall be deemed to have attended the committee in person.

Article 8 【Hearing the Opinions of Related Persons】

The committee may, if it is deemed necessary, have related officers or external personnel attend to hear their opinions.

CHAPTER 4. AUTHORITY AND OBLIGATIONS

Article 9 【Matters to be Submitted】

The matters to be submitted to the committee shall be as follows:

1. Limit on the remuneration of registered directors to be submitted to the general meeting of shareholders
2. Matters necessary for the compensation system for registered directors
3. Appointment of the chairperson
4. Other matters delegated by the board of directors

Article 10 【Obligations】

The obligations of the committee are as follows:

1. Duty of Care

The members of the committee shall perform their duties with the care of a good manager.

2. Obligation to Prepare Minutes of Meeting

The committee shall prepare minutes of its meetings. The minutes shall include the details of deliberations and their results, and shall bear the seal or signature of all the participating members.

CHAPTER 5. OTHER MATTERS

Article 11 **【Reporting Obligation】**

If there are any resolved matters, the committee shall report them to the first board meeting held from the date of resolution.

Article 12 **【Secretary】**

1. The secretary of the committee shall be the head of the department in charge of the board of directors' affairs.
2. The secretary shall be in charge of the affairs of the committee under the direction of the chairperson.

Article 13 **【Amendment and Repeal of Regulations】**

Amendment and Repeal to these regulations shall be determined by a resolution of the board of directors.

ADDENDUM

Addendum (October 30, 2014)

Article 1 These regulations shall be enacted and come into effect on October 30, 2014.

Addendum (September 21, 2015)

Article 1 These regulations shall be amended and come into effect on September 21, 2015.

Addendum (November 29, 2018)

Article 1 These regulations shall be amended and come into effect on November 29, 2018.

Addendum (March 22, 2019)

Article 1 These regulations shall be amended and come into effect on March 22, 2019.

Addendum (September 26, 2023)

Article 1 These regulations shall be amended and come into effect on September 26, 2023.

Addendum (March 26, 2024)

Article 1 These regulations shall be amended and come into effect on March 26, 2024.