

Corporate Governance Report

2021



In accordance with Article 24-2 of the KOSPI Market Disclosure Regulation, SK hynix has completed this report on its corporate governance status to assist investors' understanding. The corporate governance status disclosed in this report is as of December 31, 2021, with any changes occurring between aforementioned date and date of submission* indicated accordingly. Moreover, corporate governance activities disclosed in this report are those occurring from January 1, 2021, to December 31, 2021, unless otherwise required by the guidelines.

* This English language version is a translation of the original report in Korean that was disclosed on May 31, 2022. Date of submission refers to the original report in Korean.

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I

Overview

- ▶ Company Name: SK hynix Inc.
- ▶ Date of Report: December 31, 2021

▶ Company Overview

Largest Shareholder, etc.	SK Square and 9 persons with special interests	Ownership of Largest Shareholder, etc. ¹⁾	20.07%
		Ownership of Minor Shareholders ²⁾	66.70%
Industry (Finance/Non-finance)	Non-finance	Primary Products	Memory Semiconductor products such as DRAM, NAND, MCP (Multi-Chip Package) etc., and Non-memory Semiconductor products such as CIS (CMOS Image Sensor), Foundry etc.
Conglomerate as per Monopoly Regulation & Fair Trade Act (Yes/No)	Yes	Subject to Act on the Management of Public Institutions (Yes/No)	No
Conglomerate	SK		

Summary Financial Statements (Unit: KRW Billion)			
	2021	2020	2019
Consolidated Revenue	42,997.7	31,900.4	26,990.7

Consolidated Operating Income	12,410.3	5,012.6	2,719.2
Consolidated Continuing Operations Operating Income	12,410.3	5,012.6	2,719.2
Consolidated Net Income	9,616.2	4,758.9	2,009.1
Total Consolidated Assets	96,386.5	71,173.9	65,248.4
Total Non-Consolidated Assets	84,972.5	64,071.0	58,168.9

1) As of the end of December 2021

2) Minor shareholders holding less than 1% shares, as of the end of December 2021

II

Corporate Governance

1. Corporate Governance Policy

A. Corporate Governance Principles and Policies

SK hynix (the "Company") believes that transparent and sound governance serves as a basis for reasonable and responsible business activities and wins the trust of all stakeholders. The Company also believes that it forms the foundation for a sustainable enterprise that generates both economic and social value over the long-term.

As such, the Company has established and seeks to maintain a sound governance structure to not only ensure continued stability and prosperity of its operations but also generate value for its customers, employees, and shareholders, serving as a crucial driver of social and economic growth and contributing to the wellbeing of broader humanity.

The Board of Directors (the "Board") of SK hynix, the Company's highest decision-making body, sets the Company's key business objectives and basic policies while monitoring execution by top management. For the effective performance of its duties, the majority of the Company's Board is comprised of independent directors with diverse backgrounds and areas of expertise. Such independent directors use their professional knowledge to review the procedural and actual legitimacy of various business activities including management decisions, thereby playing a crucial role in ensuring the soundness of the Company's operations.

B. Corporate Governance Characteristics

(1) Independent Board Composition

As of the date of submission, the Company's Board is currently comprised of nine directors (three executive directors and six independent directors), with independent directors comprising

more than a majority (67%) of the Board. All independent directors are independent in that they have no special relationship with company management, and without the approval of the Board, no independent director can effectuate for his own account or for the account of a third person any transaction which falls within the same line of business as the Company or become a general partner or a director of any other company whose business purposes are the same as those of the Company, in order to prevent conflict of interests under the Commercial Act and the Board Regulations. The Company strives to ensure that its Board is led by independent directors whose independence and expertise have been vetted, that the Board effectively monitors and keeps management's executive rights in check, and that balance is thus maintained in the Company's operations. Meanwhile, the Company has separated the Representative Director (CEO) and Board Chair positions and by appointing an independent director as the Board Chair, has further strengthened the Board's independence and its oversight and check and balance over management.

(2) Enhancement of the Board's Expertise

The Company's Board includes directors with diverse backgrounds and areas of expertise, which raises the Board's professionalism and allows it to perform effective checks on management. To ensure fair representation of various stakeholders, directors are appointed among professionals experienced in a wide range of fields, from business, financial management, accounting, banking and finance, legal, semiconductor technology, social policy, and media, without disproportionate concentration on a particular background.

The Audit Committee is composed of four independent directors only, including two experts with experience in finance, accounting, or financial management. The Sustainability Committee is operated to enhance shareholder value through ESG while considering a broader perspective that accounts for the Company's social value creation activities and the viewpoints and demands of various stakeholders.

The Company also offers detailed orientation courses for newly appointed independent directors to build their understanding of the Company and the broader semiconductor industry, with an aim to enhance the professionalism and competitiveness of the Board as a whole. In

addition, regular workshops and seminars on ICT industry trends, semiconductor insights, ESG, and other various topics are held to continuously engage directors to contemplate and discuss current issues and management strategies pertaining to the Company.

In particular, the Company strives to strengthen the competency of the Audit Committee by providing various forms of internal and external training on auditing, including those provided by external experts.

(3) Operation of Council of Independent Directors

The Company operates a Council of Independent Directors consisting only of independent directors. At the council meeting, independent directors review the agenda for the board meeting in advance and discuss items to actively express their opinions, thereby ensuring greater independence and rationality in the Board's decision-making process, which leads to greater substance in the Board's operations.

(4) Enhanced Management Oversight through operation of diverse committees

The Company is striving to enable the Board to perform its supervision and checks and balances over management in its capacity as the top decision-making body, and as part of that, the Company operates expert committees.

The Sustainability Committee was established in 2018 to review the strategies and results in achieving the Company's management philosophy of pursuing sustainable management. The Compensation Committee, which was established in 2020, was charged with expanded functions in 2021 to include HR deliberations in addition to the remuneration of directors and management. Moreover, in 2021, the Investment Strategy Committee, which was established in 2020, was expanded and reorganized into the Strategy Committee for an in-depth and expert review of important management plans, strategies, and investments.

C. Corporate Governance Status (Summary)

Internal organization	Composition (Independent Directors/ Total number of Directors)	Board Chair/ Head of Committee	Key roles
Board of Directors	6/9	Ha Yung Ku (Independent Director)	<ul style="list-style-type: none"> Resolutions on matters prescribed by laws and regulations and Articles of Incorporation, as well as issues deemed crucial for Company operations Oversight of directors' and management's execution
Audit Committee	4/4	Yoon Tae Hwa (Independent Director)	<ul style="list-style-type: none"> Inspect Company's accounting and operations, appoint independent auditors, and approve large-scale internal transactions upon delegation of authority by the Board
Independent Director Nomination Committee	3/3	Ha Yung Ku (Independent Director)	<ul style="list-style-type: none"> Recommend independent director candidates per related laws and regulations, Articles of Incorporation, and Board Regulations
Sustainability Committee	3/4	Song Ho Keun (Independent Director)	<ul style="list-style-type: none"> Review Company's compliance system and related activities, including anti-trust, anti-corruption, SHE (Safety, Health, Environment), subcontractors, and others Review strategy for and outcomes of sustainable management and social value creation Review major ESG current issues and responses
Strategy Committee	3/5	Ha Yung Ku (Independent Director)	<ul style="list-style-type: none"> Review important strategic alliance investments Consider medium and long-term strategies and Company's To-Be Model
Compensation Committee	6/7	Song Ho Keun (Independent Director)	<ul style="list-style-type: none"> Review the ceiling amount of remuneration for directors, the evaluation of and remuneration of representative director, and examine executive director candidates

* As of the date of submission

2. Shareholders

(Key Principle 1) Shareholders' Rights

- Shareholders should receive sufficient and necessary information in a timely manner prior to exercising their rights, and should be able to exercise their rights through appropriate procedures.

(Sub-Principle 1-①) Corporate should provide sufficient information including the date, venue, and agenda for the general meeting of shareholders well in advance of the meeting.

A. Convocation of General Meeting of Shareholders

The following is a summary of shareholder meetings held over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission:

Classification	74th AGM (FY2021)	73rd AGM (FY2020)	72nd AGM (FY2019)
Date of resolution on convocation	2022.2.24 ¹⁾	2021.2.24 ²⁾	2020.2.21
Convocation notice date	2022.2.24	2021.2.24	2020.2.21
AGM date	2022.3.30	2021.3.30	2020.3.20
Term between convocation notice & AGM	D-34 days	D-34 days	D-28 days
Venue	SUPEX Hall within SUPEX Center at the Company's Head Office in Icheon, Gyeonggi-do		Guest House of Company's Head Office in Icheon, Gyeonggi-do
Details of AGM AGM Notice method	Convocation notice mailed to shareholders with 1% or higher stake, Convocation notice on company website, Electronic disclosure system of Financial Supervisory Service (FSS) and		

		Korea Exchange (KRX)		
	Notice method for foreign shareholders	AGM details provided on IR English website, Disclosure in English on Korea Exchange (KRX)		
Details	Board director attendance	Attended by 3 of 9 Board directors	Attended by 2 of 9 Board directors	Attended by 2 of 9 Board directors
	Attendance by Audit Committee member/head	Attended by 1 of 4 Board directors (Attended by Committee Head)	Attended by 1 of 4 Board directors (Attended by Committee Head)	Attended by 1 of 3 Board directors (Attended by Committee Head)
	Shareholder remarks	Agenda approved and seconded by majority of shareholders		

1) Date of board resolution was February 23, 2022

2) Disclosure revision made for some items on March 4, 2021

B. Disclosure of General Meeting of Shareholders Information

In principle, the Company provides shareholders with sufficient information such as the date, time, venue, and agenda for the General Meeting of Shareholders (the "GM") 3 weeks prior to the GM date. Thus, shareholders can sufficiently review all agenda items before exercising their voting rights and voice their opinions at the GM.

In particular, the Company has disclosed the Audit Report with the Independent Auditors' opinion in Korean and English 3 weeks prior to the convocation notice, which is significantly earlier than the deadline for submission under the Commercial Act, so that shareholders have sufficient time to review the relevant information regarding the agenda item on approval of the financial statements. However, as the 1st closing of the acquisition of Intel's entire NAND business, excluding the Optane business, was completed on December 30, 2021, it took longer than usual to finalize our consolidated financial statements. Thus, the Company disclosed the 74th Audit Report for FY2021 on March 11, 2022, which was 19 days prior to the Annual General Meeting of Shareholders (the "AGM").

(Sub-Principle 1-②) Corporate should allow shareholders to fully participate in the general meeting of shareholders and offer their suggestions.

The Company has introduced the electronic voting system and solicited proxy voting, thereby encouraging shareholders to participate as much as possible at the GM and express their opinions.

A. Resolution of Votes at Shareholder Meetings

The following is a summary regarding voting methods at the GMs held over the period commencing from the start of the year immediately preceding the period subject to disclosure to the to the date of report submission:

Classification	74th AGM (FY2021)	73rd AGM (FY2020)	72nd AGM (FY2019)
AGM peak clustered days	2022.3.25, 2022.3.30, 2022.3.31	2021.3.26, 2021.3.30, 2021.3.31	2020.3.13, 2020.3.20, 2020.3.26, 2020.3.27
AGM date	2022.3.30	2021.3.30	2020.3.20
AGM held on unclustered day	No	No	No
Use of postal voting system	No	No	No
Use of electronic voting system	Yes	Yes	Yes
Proxy solicitation	Yes	Yes	Yes

The following is regarding the details and results of shares voted for and against each agenda item at the GMs held over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission.

At the Company's 74th AGM for FY2021 held on March 30, 2022, nine agenda items were

approved as originally submitted, with the results of shares voted for and against each agenda item detailed as follows:

Regular	The 74th Annual General Meeting	2022.3.30
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Agenda item	Type of resolution	Agenda details	Result	Shares with voting rights	Shares voted (A) ¹⁾	Shares voted for (B, %) ²⁾
						Shares voted against including abstain (C, %) ³⁾
1	Ordinary	Approval of financial statements for 74th FY (Jan 1 ~ Dec 31, 2021) [Annual cash dividend: KRW 1,540 per share]	Approved	687,620,673	546,736,703	493,888,001 (90.3%)
						52,848,702 (9.7%)
2	Special	Approval of amendments to the Articles of Incorporation	Approved	687,620,673	546,736,703	544,396,279 (99.6%)
						2,340,424 (0.4%)
3	Special	Approval of the Granting of Stock Options	Approved	687,619,223	546,736,703	516,742,618 (94.5%)
						29,994,085 (5.5%)
4	Ordinary	Approval of Stock Options Granted	Approved	687,600,714	546,736,703	516,741,405 (94.5%)
						29,995,298 (5.5%)
5-1	Ordinary	Appointment of Executive Director (Candidate Kwak Noh Jung)	Approved	687,620,673	546,736,703	537,585,442 (98.3%)
						9,151,261 (1.7%)
5-2	Ordinary	Appointment of Executive Director	Approved	687,620,673	546,736,703	537,878,349 (98.4%)

		(Candidate Noh Jongwon)				8,858,354 (1.6%)
6	Ordinary	Appointment of Independent Director (Candidate Ha Yung Ku)	Approved	687,620,673	546,736,703	491,857,397 (90.0%)
						54,879,306 (10.0%)
7	Ordinary	Appointment of Audit Committee member (Candidate Ha Yung Ku)	Approved	516,976,712	376,092,742	321,661,731 (85.5%)
						54,431,011 (14.5%)
8	Ordinary	Approval of the Ceiling Remuneration for Directors	Approved	687,620,673	546,736,703	448,536,561 (82.0%)
						98,200,142 (18.0%)

1) Shares voted (A) = Shares voted for (B) + Shares voted against including abstain (C)

2) Shares voted for ratio (%) = (B/A) × 100

3) Shares voted against (including abstain) ratio (%) = (C/A) × 100

At the Company's 73rd AGM for FY2020 held on March 30, 2021, eight agenda items were approved as originally submitted, with the results of shares voted for and against each agenda item detailed as follows:

Regular	The 73rd Annual General Meeting	2021.3.30
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Agenda item	Type of resolution	Agenda details	Result	Shares with voting rights	Shares voted (A) ¹⁾	Shares voted for (B, %) ²⁾
						Shares voted against including abstain (C, %) ³⁾
1	Ordinary	Approval of financial statements for 73rd FY (Jan 1 ~ Dec 31, 2020) [Annual cash dividend: KRW 1,170 per share]	Approved	684,001,795	556,610,783	552,533,738 (99.3%)
						4,077,045 (0.7%)

2	Ordinary	Appointment of Executive Director (Candidate Park Jung Ho)	Approved	684,001,795	556,610,783	541,175,786 (97.2%)
						15,434,997 (2.8%)
3-1	Ordinary	Appointment of Independent Director (Candidate Song Ho Keun)	Approved	684,001,795	556,610,783	553,308,349 (99.4%)
						3,302,434 (0.6%)
3-2	Ordinary	Appointment of Independent Director (Candidate Cho Hyun Jae)	Approved	684,001,795	556,610,783	549,062,877 (98.6%)
						7,547,906 (1.4%)
4	Ordinary	Appointment of Independent Director taking concurrent office as an Audit Committee member (Candidate Yoon Tae Hwa)	Approved	499,058,588	371,667,576	367,016,594 (98.7%)
						4,650,982 (1.3%)
5	Ordinary	Approval of the Ceiling Remuneration for Directors	Approved	684,001,795	556,610,783	547,561,423 (98.4%)
						9,049,360 (1.6%)
6	Special	Approval of the Granting of Stock Options	Approved	684,001,795	556,610,783	520,438,518 (93.5%)
						36,172,265 (6.5%)
7	Ordinary	Approval of Stock Options Granted	Approved	683,996,830	556,610,783	520,438,504 (93.5%)
						36,172,279 (6.5%)

1) Shares voted (A) = Shares voted for (B) + Shares voted against including abstain (C)

2) Shares voted for ratio (%) = (B/A) × 100

3) Shares voted against (including abstain) ratio (%) = (C/A) × 100

B. Shareholder Participation and Resolution of Votes at General Meetings

(1) Date of General Meeting of Shareholders

The Company agrees with the goal of avoiding peak clustered days when scheduling AGMs in order to increase shareholder participation and voice at the meetings. The Company sought to avoid the peak days when scheduling its AGM for the past three years, but choosing a peak day was inevitable in order to reflect the time required for the Company's Audited Financial Statements with the Independent Auditor's opinion, provide sufficient time for review and voting by shareholders, and prevent coinciding with the dates for other pre-scheduled internal and external major business activities and events, and the AGM's of other SK Group affiliates.

(2) Introduction of Electronic Voting System and Solicited Proxy Voting

For shareholders to exercise their voting rights freely and conveniently and to conduct an efficient GM, the Company adopted the electronic voting system instead of voting by post through a board resolution on January 22, 2019. The electronic voting system was first introduced at the 71st AGM held on March 22, 2019, and has been in operation for four consecutive years as of the 74th AGM (March 30, 2022).

Since the 72nd AGM held on March 20, 2020, with the aim to prevent the contagion and spread of COVID-19, the Company strongly recommended shareholders use the electronic voting system, which allows voters to exercise their voting rights as much as possible without being physically present at the AGM location. Moreover, since the 73rd AGM held on March 30, 2021, an online AGM was held concurrently both to prevent COVID-19 and provide opportunities for shareholders to participate. Pre-registered shareholders could view the AGM in real-time through a live online session and were also provided with the opportunity to voice their opinion by submitting questions in advance.

Separately, the Company solicits all shareholders to vote by proxy at GMs, which is done in accordance with related laws and regulations and other lawful procedures.

A total of 546,736,703 shares were present at the 74th AGM, of which 451,418,513 shares, equivalent to 83% of the total shares present, were voted through proxy voting or solicited proxy voting, and 95,318,190 shares, the remaining 17%, were voted through the electronic voting system or physical attendance at the meeting.

(Sub-Principle 1-③) Corporate should enable shareholders to easily propose an agenda to the general meeting of shareholders, and allow questions and explanations to be freely asked and called upon on the agenda suggested by shareholders at the general meeting.

A. Matters related to Shareholder Proposals

In accordance with Article 363-2 of the Commercial Act, the Company's shareholders may exercise their right to propose agenda by post or electronically until six weeks prior to the AGM date of the previous business year. Unless the contents of a shareholder proposal violate laws and regulations, the Articles of Incorporation, or constitute a cause for rejection of a shareholder proposal in accordance with Article 12 of the Enforcement Decree of the Commercial Act, the Board must expressly state the said proposal in the notice of AGM as an agenda item for the meeting.

However, the Company has not received any shareholder proposals over the period commencing from the start of the year immediately preceding the period subject to disclosure until the date of report submission. The Company has also not received any public letters as part of institutional investors' responsible investment activities. Accordingly, details pertaining to the dealings of shareholder proposals and public letters are omitted.

B. Exercise of Shareholder Proposals

The Company, through its Corporate Governance Charter disclosed on its website, informs shareholders of their "right to propose agenda items for general meetings." The Company allows

shareholders to submit proposals, when necessary, in written or electronic form by operating online inquiry channels, providing the IR department contact information and the Company's postal address on the company website. Thus, it makes it easier for shareholders to exercise their right to shareholder proposals.

Meanwhile, at the AGM, shareholders can freely inquire about and demand explanations on agenda items put forth or proposed by other shareholders, and the Company seeks to answer each and every question that may arise to its best effort.

(Sub-principle 1-④) Corporate should inform shareholders of its mid to long-term shareholder return policy including its dividend policy and future plan.

A. Dividend (Shareholder Return) policy

The Company deliberated on a new shareholder return policy for FY2022-FY2024 that improves predictability of the dividend amount while also reflecting the earnings fluctuations of industry cycles in memory semiconductors that comprise a majority of the Company's revenue. The 2022-2024 shareholder return policy was disclosed on January 28, 2022, upon board resolution and is also disclosed on the company website.

The main contents of the 2022-2024 shareholder return policy are as follows:

- 1) Target 50% of the 3-year cumulative Free Cash Flow (FCF) generated from 2022 to 2024 as a source for shareholder return;
- 2) Maintain the existing method of including an Additional Dividend of 5% out of the FCF to the Fixed Dividend, but also raise the Fixed Dividend by 20% from KRW 1,000 to KRW 1,200 per share;
- 3) Pay Fixed Dividends evenly over four quarters, and Additional Dividends are paid out in the last quarter after the annual earnings are finalized.

B. Disclosure of Dividend (Shareholder Return) policy

The Company informs shareholders of its shareholder return policy and results through various methods, including fair disclosures, the company website, and domestic and overseas IR briefing sessions. In order to secure predictability of the dividend amount while also reflecting earning fluctuations, the Company has established the 2022-2024 shareholder return policy, which was disclosed on January 28, 2022, upon board resolution and has also been disclosed on the company website.

Also, the shareholder return policy was explained to investors, and related materials were provided at the 2021 Q4 earnings release call held on January 28, 2022.

In addition, the CEO once again explained the shareholder return policy to shareholders at the 74th AGM held on March 30, 2022. Also, the Company has actively provided guidance so that shareholders can sufficiently understand the purpose and specific contents of the shareholder return policy by disclosing the relevant presentation material on the company website, etc.

(Sub-principle 1-⑤) Shareholders' rights to be granted with proper level of dividend (shareholder return) in accordance with the related policy should be respected.

A. Summary of dividends paid in past three years

The Company has been paying cash dividends since FY2014.

The dividend details for the past three fiscal years listed below were calculated and paid out based on the 「2019-2021 Dividend Policy」 disclosed on January 31, 2020. The details are as follows:

[Summary of dividends paid in past three fiscal years]

Fiscal	FY-end	Stock	Stock	Cash dividend
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Year	month	type	divi- dend	Dividend per share (KRW) ¹	Total dividends (KRW Billion)	Dividend yield ²⁾	Payout ratio ³⁾	
							Consolidated basis	Non- Consolidated basis
2021	12	Common Stock	-	1,540	1,058.9	1.2%	11.0%	11.1%
2020	12		-	1,170	800.3	1.0%	16.8%	19.0%
2019	12		-	1,000	684.0	1.1%	34.1%	46.3%

1) Total amount paid per share per year

2) Ratio of dividend per share to the arithmetic average of the closing price in the period of one week following up to two trading days prior to the record date of dividend entitlement

3) Payout ratio = total dividends/ consolidated or separate net income

* The Company has only one type of stocks, i.e. Common stocks

Meanwhile, as per the expiration of the existing dividend policy, the Company prepared the FY2022-FY2024 shareholder return policy upon board resolution on January 27, 2022, and accordingly, quarterly dividends will be paid out starting from the first quarter of FY2022. The details are as follows:

Fiscal Year	Quarter	Stock type	Dividend per share (KRW)	Total dividends (KRW Billion)	Dividend yield ¹⁾
2022	Q1	Common Stock	300	206.3	0.3%

1) Ratio of dividend per share to the arithmetic average of the closing price in the period of one week following up to two trading days prior to the record date of dividend entitlement

B. Respect shareholder rights' to receive appropriate level of shareholder return

As mentioned above, the Company has continued to pay dividends to enhance shareholder value, and the Company respects the right of shareholders to receive an appropriate level of shareholder return, such as by paying quarterly dividends from the first quarter of 2022. We

will continue to do our best to protect the rights and interests of shareholders by operating an appropriate shareholder return policy along with continuous earnings growth.

(Key Principle 2) Fair Treatment of Shareholders

- Shareholders should hold fair voting rights according to the type and number of shares owned, and companies should equip an adequate system to provide fair information to shareholders.

(Sub-principle 2-①) Corporate should create an environment where infringement on the voting rights of shareholders does not take place, and provide sufficient corporate information to the shareholders at the right time, in a fair manner.

A. Issued Shares

The total number of shares issued as per our Articles of Incorporation is nine billion shares, and the total number of shares issued is 5,721,980,209. The Company issued Global Depository Receipts (GDR) of 104,165,000 shares in June 2001, 65,518,609 shares in October 2005, and 10,811,318 shares in June 2006. One GDR can be converted to one common share.

The Company retired 3,528,045 shares on March 31, 2000, and reduced the number of outstanding shares by 4,990,449,799 shares in a 21:1 reverse stock split on March 31, 2003.

At present, the Company has 728,002,365 issued common shares, with 687,651,040 common shares outstanding excluding 40,351,325 treasury shares.

B. Fair voting rights

The Company has not issued any class stocks other than common stock. The Company also ensures fair voting rights for all shareholders by granting one voting right for each share, in accordance with the Articles of Incorporation.

Classification	Number of authorized shares ¹⁾	Number of issued shares ²⁾	Share issue ratio ³⁾	Remarks
Common Stock	9,000,000,000	728,002,365	8.09%	-

1) Number of authorized shares as of the date of report submission (number of shares stipulated in the Articles of Incorporation)

2) Total number of issued shares – total number of shares decreased (reduction of capital, profit redemption) as of the date of report submission

3) Number of issued shares/Number of outstanding shares * 100 (rounded to 3 decimal places)

C. Overall communication with shareholders

(1) Investor Relations (IR) Events

The Company holds quarterly earnings release calls and participates in NDR (Non-Deal Roadshow), sell-side conferences and other meetings for domestic and foreign institutional investors to answer their inquiries and demands of the Company. The Company also regularly conducts IR meetings at company locations and conference calls with investors. The Company's IR event schedule can be found on its website (www.skhynix.com) and the disclosure information on the Financial Supervisory Service's Repository of Korea's Corporate Filings or DART(<http://dart.fss.or.kr>) and KRX's Corporate Disclosure system or KIND (<http://kind.krx.co.kr>).

Besides, the Company's IR department operates a direct investor hotline to respond to individual investors' inquiries. Both the phone number and email address of the IR department are disclosed on the company website, and a separate IR menu has been installed to provide investors with information and through which online inquiries can be submitted at any time.

In consideration of foreign shareholder holdings of around 50% of the Company's issued shares, the Company operates an IR website in English and provides disclosures in English.

Major IR activities over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission are as follows:

Date	Participants	Occasion	Contents
2021.1.29	Domestic/foreign institutional investors	Earnings release conference call	Q4'20 earnings results
2021.1.29-2.3	Domestic institutional investors	Virtual NDR	Q4'20 Non-Deal Roadshow
2021.2.3-2.5	Foreign institutional investors	Virtual NDR	Q4'20 Non-Deal Roadshow
2021.3.18	Foreign institutional investors	Broker investor conference	BofA, APAC TMC Conference Meeting
2021.3.23-3.24	Foreign institutional investors	Broker investor conference	Credit Suisse, Asian Investment Conference
2021.4.28	Domestic/foreign institutional investors	Earnings release conference call	Q1'21 earnings results
2021.4.28-5.3	Domestic institutional investors	Virtual NDR	Q1'21 Non-Deal Roadshow
2021.5.4-5.18	Foreign institutional investors	Virtual NDR	Q1'21 Non-Deal Roadshow
2021.5.17-5.18	Domestic institutional investors	Broker Corporate Day	NH, Korea Corporate Day 2021
2021.5.24	Foreign institutional investors	Broker investor conference	Goldman Sachs, TechNet Conference Asia Pacific 2021
2021.6.1	Foreign institutional investors	Broker investor conference	Nomura, Investment Forum Asia 2021
2021.6.2	Foreign institutional investors	Broker investor conference	Morgan Stanley, Inaugural Virtual Japan Summit
2021.6.24	Foreign institutional investors	Broker investor conference	UBS, Korea Conference 2021
2021.7.27	Domestic/foreign institutional investors	Earnings release conference call	Q2'21 earnings results
2021.7.27-7.29	Domestic institutional investors	Virtual NDR	Q2'21 Non-Deal Roadshow
2021.8.2-8.26	Foreign institutional investors	Virtual NDR	Q2'21 Non-Deal Roadshow

Date	Participants	Occasion	Contents
2021.8.17	Foreign institutional investors	Broker investor conference	Goldman Sachs, Korea Corporate Day 2021
2021.8.18	Domestic institutional investors	Broker investor conference	KIS, KIS Global Investors Conference 2022
2021.8.19-8.20	Foreign institutional investors	Broker investor conference	BofA, Conference
2021.8.18-8.27	Domestic/foreign institutional investors	Virtual NDR	Financial Story Non-deal Roadshow
2021.8.31	Foreign institutional investors	Broker investor conference	JPM, 6 th Annual Asia Tech Tour
2021.9.2-9.3	Domestic/foreign institutional investors	Broker Corporate Day	HSBC, Korea Corporate Day
2021.9.7	Foreign institutional investors	Broker investor conference	Macquarie, Corporate Day
2021.9.8	Foreign institutional investors	Broker investor conference	KB(Jefferies), Korea Conference 2021
2021.9.9	Foreign institutional investors	Broker investor conference	Credit Suisse, 22 nd Asian Technology Conference
2021.9.15	Foreign institutional investors	Broker investor conference	CLSA, 28 th Annual CITIC Flagship Investors' Forum
2021.9.16	Foreign institutional investors	Broker investor conference	Nomura, Korea Corporate Day 2021
2021.9.27	Domestic institutional investors	Broker investor conference	eBEST, Tech Conference
2021.10.26	Domestic/foreign institutional investors	Earnings release conference call	Q3'21 earnings results
2021.10.26-10.27	Domestic institutional investors	Virtual NDR	Q3'21 Non-Deal Roadshow
2021.11.1-11.12	Foreign institutional investors	Virtual NDR	Q3'21 Non-Deal Roadshow
2021.11.9	Domestic institutional investors	Broker investor conference	KIS, Global Conference 2022

Date	Participants	Occasion	Contents
2021.11.11	Foreign institutional investors	Broker investor conference	Nomura, Investment Forum 2021
2021.11.16	Domestic institutional investors	Broker Corporate Day	Shinhan, Corporate Day
2021.11.17	Foreign institutional investors	Broker investor conference	Morgan Stanley, Asia Pacific Summit
2021.11.18	Foreign institutional investors	Broker investor conference	JPM, 9 th Global TMT Conference
2021.11.22	Domestic institutional investors	Broker Corporate Day	Kiwoom Securities, Corporate Day
2021.12.6-12.8	Foreign institutional investors	Broker investor conference	UBS, Global TMT Conference
2022.1.4-1.6	Foreign institutional investors	Broker investor conference	Nomura, CES 2022
2022.1.28	Domestic/foreign institutional investors	Earnings release conference call	Q4'21 earnings results
2022.1.28-2.7	Domestic institutional investors	Virtual NDR	Q4'21 Non-Deal Roadshow
2022.2.7-2.11	Foreign institutional investors	Virtual NDR	Q4'21 Non-Deal Roadshow
2022.2.15-2.16	Domestic/foreign institutional investors	Broker Corporate Day	Goldman Sachs, Korea Corporate Day 2022
2022.2.17	Domestic institutional investors	Broker investor conference	KIS, Global Investors Conference 2022
2022.2.23	Domestic/foreign institutional investors	Broker investor conference	JPM, Korea Conference
2022.3.17	Foreign institutional investors	Broker investor conference	BofA, APAC TMC Conference Meeting
2022.3.22	Foreign institutional investors	Broker investor conference	Credit Suisse, 25 th Asian Investment Conference
2022.3.23	Foreign institutional investors	Broker investor conference	Morgan Stanley, Hong Kong Summit 2022

Date	Participants	Occasion	Contents
2022.4.27	Domestic/foreign institutional investors	Earnings release conference call	Q1'22 earnings results
2022.4.27-5.2	Domestic institutional investors	Virtual NDR	Q1'22 Non-Deal Roadshow
2022.5.3-5.13	Foreign institutional investors	Virtual NDR	Q1'22 Non-Deal Roadshow
2022.5.17	Domestic institutional investors	Broker investor conference	KIS, Global Investors Conference 2022
2022.5.24	Foreign institutional investors	Broker investor conference	Daiwa, Investment Conference

(2) Public Disclosure of Company Information

The Company discloses corporate information on its website (www.skhynix.com) and disclosure systems such as the Financial Supervisory Service's Repository of Korea's Corporate Filings or DART (<http://dart.fss.or.kr>) and KRX's Corporate Disclosure system or KIND (<http://kind.krx.or.kr>) while making major business disclosures in English as well.

The Company has submitted the following English disclosures over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission:

Disclosure date	Title/content
2021.1.8	Organization of Investor Relations Event
2021.1.29	Decision on Cash Dividend and Dividend in Kind
2021.1.29	30% or More Changes in Sales or Profits/Losses (15% or More in the case of Large-scale Corporations)
2021.1.29	Report on Business Performance according to Consolidated Financial Statements (Fair Disclosure)
2021.2.24	Decision on Calling Shareholders' Meeting

Disclosure date	Title/content
2021.2.24	Decision on Acquisition of Tangible Assets
2021.3.3	Submission of Audit Report
2021.3.8	[Revised] Decision on Calling Shareholders' Meeting
2021.3.12	Notice on Other Matters
2021.3.30	Outcome of Annual Shareholders' Meeting
2021.4.1	Notice on Change of CEO
2021.4.7	Organization of Investor Relations Event
2021.4.28	Report on Business Performance according to Consolidated Financial Statements (Fair Disclosure)
2021.6.30	Details of Corporate Governance Report
2021.7.6	Organization of Investor Relations Event
2021.7.16	Details of Sustainability Report, etc. (Voluntary Disclosure)
2021.7.27	Report on Business Performance according to Consolidated Financial Statements (Fair Disclosure)
2021.10.05	Organization of Investor Relations Event
2021.10.26	Report on Business Performance according to Consolidated Financial Statements (Fair Disclosure)
2021.12.24	Decision on Cash Loan
2021.12.24	Decision on Acquisition of Shares or Investment Certificates of Other Corporations
2021.12.24	Decision on Acquisition of Shares or Investment Certificates of Other Corporations
2021.12.30	[Revised] Decision on Acquisition of Business
2022.1.7	Organization of Investor Relations Event
2022.1.28	Report on Business Performance according to Consolidated Financial Statements (Fair Disclosure)
2022.1.28	Decision on Cash Dividend and Dividend in Kind

Disclosure date	Title/content
2022.1.28	30% or More Changes in Sales or Profits/Losses (15% or More in the case of Large-scale Corporations)
2022.1.28	Matters Related to Ad Hoc Public Disclosure Obligation (Fair Disclosure)
2022.1.28	Decision on Acquisition of Shares or Investment Certificates of Other Corporations
2022.2.24	Decision on Calling Shareholders' Meeting
2022.3.11	Submission of Audit Report
2022.3.30	Outcome of Annual Shareholders' Meeting
2022.3.30	Notice on Change of CEO
2022.3.31	Response to Request for Disclosure Inquiry (Rumors or Media Reports): Undetermined
2022.4.11	Organization of Investor Relations Event
2022.4.27	Report on Business Performance according to Consolidated Financial Statements (Fair Disclosure)
2022.4.29	Response to Request for Disclosure Inquiry (Rumors or Media Reports): Undetermined

The Company has disclosed the following information for fair disclosure purposes over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission:

Disclosure date	Title of disclosure	Contents
2021.1.29	Report on Business Performance according to Consolidated Financial Statements	Provisional performance of 4th quarter of 2020 such as sales amount, operating income, etc.
2021.4.28	Report on Business Performance according to Consolidated Financial Statements	Provisional performance of 1st quarter of 2021 such as sales amount, operating income, etc.

Disclosure date	Title of disclosure	Contents
2021.7.27	Report on Business Performance according to Consolidated Financial Statements	Provisional performance of 2nd quarter of 2021 such as sales amount, operating income, etc.
2021.10.26	Report on Business Performance according to Consolidated Financial Statements	Provisional performance of 3rd quarter of 2021 such as sales amount, operating income, etc.
2022.1.28	Management Information related to Key Management Matters (Fair Disclosure)	2022~2024 Dividend Policy
2022.1.28	Report on Business Performance according to Consolidated Financial Statements	Provisional performance of 4th quarter of 2021 such as sales amount, operating income, etc.
2022.4.27	Report on Business Performance according to Consolidated Financial Statements	Provisional performance of 1st quarter of 2022 such as sales amount, operating income, etc.

The Company has not been designated as an “unfaithful disclosure corporation” in the past five years. In 2018, it was selected as one of the ‘2017 Excellent Public Disclosure Corporations’ by the Korea Exchange.

D. Timeliness and fairness of providing corporate information

The Company provides a sufficient level of corporate information to shareholders in a fair and timely manner, namely by making fair disclosure of its financial results before a quarterly earnings call on the same day so that all shareholders can access the information at the same time. In addition to the traditional telephone call-in method of listening to earnings calls, a real-time webcasting service via the company website has been provided since 2019 to further enhance the accessibility and convenience of shareholders and to ensure fair disclosure of information provided during the quarterly earnings call.

(Sub-principle 2-②) Corporate should equip and operate protective measures that can protect the shareholders from unfair internal transactions and self-dealing of other shareholders such as the controlling shareholder.

A. Internal Control System for Internal Transactions and Self-dealing

The Company has internal regulations to prevent unfair self-dealing aimed at personal gains of Company management or controlling shareholders and against internal transactions meant to benefit affiliated companies and persons with special interests.

Article 11 (1) 11 of the Board Regulations states that the approval of transactions between directors and the Company shall be subject to deliberation by the Board. Article 11 (2) 10 of the Board Regulations states that transactions that constitute large-scale internal transactions under the Monopoly Regulation and Fair Trade Act shall be deliberated by the Board, and in accordance with the same Act, the deliberation and resolution are delegated to the Audit Committee comprised of four independent directors.

Furthermore, in case the Company's director concurrently serves as a representative director of another company, transactions with that company or with * SK Telecom (as of the date of report submission, SK Square), a major shareholder under the Commercial Act, as well as with its subsidiary or second-tier company constitute self-dealing by the director and therefore requires advance approval from the Board. In this case, the director who is the subject of self-dealing is prohibited from exercising his/her voting right on the relevant agenda.

(*) Following the spin-off of SK Telecom Co., Ltd., the Company's largest shareholder, during the period subject to disclosure, SK Square Co., Ltd., the newly established spin-off corporation, has succeeded the entire stake in the Company previously held by SK Telecom Co., Ltd. Thus, as of November 2, 2021, the Company's largest shareholder has been changed to SK Square Co., Ltd.

The following self-dealing transactions by directors have been approved by the Board during

the period subject to disclosure.

Target company	Director	Date of resolution	Details of transaction
SK Telecom, etc.	Park Jung Ho	2021.4.28	Operating expenses transactions related to the SUPLEX Council
		2021.6.23	Maintenance of Big Data (T-Hadoop), maintenance of Smart Tag lateral deployment and AP engine servers
		2021.9.29	Settlement of remuneration for concurrent office as CEO
SKHYCL	Lee Seok Hee	2021.12.22	Purchase/sale of idle equipment and loan to secure funding for supplementary investment at the Wuxi production facility

Meanwhile, the Company has established internal regulations so that any internal trading with affiliated companies is reviewed in advance by the Compliance department, and all transactions deemed important are reported to the Board before proceeding.

(1) Internal trading with an affiliate, etc., that obtained a comprehensive Board resolution and Self-dealings by management, controlling shareholder, etc.

The Company requires obtaining a resolution from the Board (or Audit Committee) in advance and in accordance with the relevant laws and regulations regarding trading with a person with special interests under the Monopoly Regulation and Fair Trade Act and an affiliate company that is a director or major shareholder under the Commercial Act. Among such trading, if the relevant laws and regulations stipulate that a resolution can be received collectively, the resolution is received collectively in accordance with the requirements and procedures. The reasons and details are as follows.

In accordance with Article 26 (1) 4 of the Monopoly Regulation and Fair Trade Act and the Regulations on the Resolutions by Board of Directors on Large-Scale Internal Trading and Disclosure, when a member company of a business group that is designated as a business group subject to disclosure intends to conduct a transaction of goods and services with another member company where the same person alone or along with his/her kin has contributed 20% or more in capital of the subsidiary thereof, the transaction is subject to disclosure after a

resolution by the Board in advance, when the sum of the quarterly transaction amount equals to or exceeds KRW 5.0 billion or 5% of shareholders' equity or share capital, whichever is larger. However, Article 9-2 (1) of the Regulations on the Resolutions by Board of Directors on Large-Scale Internal Trading and Disclosure provides a special case for such transactions of goods and services: A resolution of the Board may be made collectively by setting a transaction period of up to one year for the transaction amount.

On the other hand, Article 26 (5) of the Monopoly Regulation and Fair Trade Act stipulates that with regard to large-scale internal trading of a listed company, the resolution thereof shall be delegated to a committee under the Board with three or more independent directors and their number equals to or exceeds two-thirds (2/3) of total committee membership. Accordingly, the Company has provided through the Board Regulations that a resolution on a large-scale internal transaction under the Monopoly Regulation and Fair Trade Act shall be delegated to the Audit Committee.

Accordingly, the details of transactions with affiliates that have been approved by the Audit Committee collectively for a one-year transaction period as a transaction of goods and services among large-scale internal trading during the period subject to disclosure are as follows.

Resolution date	Content	Reason
2021.3.22 (Audit Committee)	<ul style="list-style-type: none"> Q2'21 transaction of goods and services - Transaction of goods and services with SK Holdings of KRW 179.2 billion 	In accordance with the Monopoly Regulation and Fair Trade Act, a transaction with an affiliate when the sum of the quarterly transaction amount equals to or exceeds KRW 5.0 billion (collective resolution)
2021.6.21 (Audit Committee)	<ul style="list-style-type: none"> Q3'21 transaction of goods and services - Transaction of goods and services with SK Holdings of KRW 91.7 billion 	
2021.9.27 (Audit Committee)	<ul style="list-style-type: none"> Q4'21 transaction of goods and services - Transaction of goods and services with SK Holdings of KRW 112.7 billion 	

2021.12.20 (Audit Committee)	<ul style="list-style-type: none"> • Q1'22 transaction of goods and services <ul style="list-style-type: none"> - Transaction of goods and services with SK Holdings of KRW 125.5 billion • Changes in Q4'21 transaction of goods and services <ul style="list-style-type: none"> - Transaction of goods and services with SK E&S of KRW 9.5 billion • 2022 collective transaction of goods and services <ul style="list-style-type: none"> - Transaction of goods and services with SK E&S of KRW 39.2 billion - Transaction of goods and services with SK Materials of KRW 182.5 billion - Transaction of goods and services with SK materials airplus of KRW 154.9 billion - Transaction of goods and services with SK trichem of KRW 169.1 billion 	possible for a one-year transaction period)
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B. Details of transactions with interested persons

The Company made the following transactions with interested persons during the disclosure period.

(1) Acquisitions and disposals of assets with affiliates and subsidiaries

(Unit: KRW million)

Name (Corporation)	Relation	Date of transaction	Based on	Amount	Transaction type	Purpose	Profit/ Loss
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.1	Date of sale	5,641	Sale	To raise production efficiency	3,376
SK hynix Semiconductor (Chongqing) Ltd.	Overseas subsidiary	2021.1	Date of sale	127	Sale	To raise production efficiency	-106
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.2	Date of sale	60,570	Sale	To raise production efficiency	2,655

Name (Corporation)	Relation	Date of transaction	Based on	Amount	Transaction type	Purpose	Profit/ Loss
SK hynix Semiconductor (Chongqing) Ltd.	Overseas subsidiary	2021.2	Date of sale	39	Sale	To raise production efficiency	39
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.3	Date of sale	8,502	Sale	To raise production efficiency	5,645
SK hynix Semiconductor (Chongqing) Ltd.	Overseas subsidiary	2021.3	Date of sale	3,518	Sale	To raise production efficiency	89
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.4	Date of sale	8,695	Sale	To raise production efficiency	-799
SK hynix Semiconductor (Chongqing) Ltd.	Overseas subsidiary	2021.4	Date of sale	1,551	Sale	To raise production efficiency	396
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.5	Date of sale	1,718	Sale	To raise production efficiency	1,717
SK hynix Semiconductor (Chongqing) Ltd.	Overseas subsidiary	2021.5	Date of sale	169	Sale	To raise production efficiency	-39
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.6	Date of sale	1,512	Sale	To raise production efficiency	1,092
SK hynix Semiconductor (Chongqing) Ltd.	Overseas subsidiary	2021.6	Date of sale	791	Sale	To raise production efficiency	36
HITECH Semiconductor (Wuxi) Co., Ltd.	Overseas subsidiary	2021.6	Date of sale	355	Sale	To raise production efficiency	35
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.7	Date of sale	2,725	Sale	To raise production efficiency	2,448
SK hynix Semiconductor (Chongqing) Ltd.	Overseas subsidiary	2021.7	Date of sale	448	Sale	To raise production efficiency	-30
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.8	Date of sale	45,321	Sale	To raise production	14,748

Name (Corporation)	Relation	Date of transaction	Based on	Amount	Transaction type	Purpose	Profit/ Loss
						efficiency	
SK hynix Semiconductor (Chongqing) Ltd.	Overseas subsidiary	2021.8	Date of sale	234	Sale	To raise production efficiency	86
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.9	Date of sale	3,754	Sale	To raise production efficiency	1,249
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.10	Date of sale	5,436	Sale	To raise production efficiency	4,253
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.11	Date of sale	2,194	Sale	To raise production efficiency	2,194
SK hynix Semiconductor (Chongqing) Ltd.	Overseas subsidiary	2021.11	Date of sale	130	Sale	To raise production efficiency	130
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.12	Date of sale	48,248	Sale	To raise production efficiency	22,252
SK hynix Semiconductor (Chongqing) Ltd.	Overseas subsidiary	2021.12	Date of sale	1,009	Sale	To raise production efficiency	-6
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.1	Date of purchase	10,026	Purchase	To raise production efficiency	
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.2	Date of purchase	679	Purchase	To raise production efficiency	
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.3	Date of purchase	1,457	Purchase	To raise production efficiency	
SK hynix Semiconductor (Chongqing) Ltd.	Overseas subsidiary	2021.3	Date of purchase	2,539	Purchase	To raise production efficiency	
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.4	Date of purchase	1,520	Purchase	To raise production efficiency	

Name (Corporation)	Relation	Date of transaction	Based on	Amount	Transaction type	Purpose	Profit/ Loss
SK hynix Semiconductor (China) Ltd.	Overseas subsidiary	2021.10	Date of purchase	3	Purchase	To raise production efficiency	3

※ Non-consolidated basis

※ Basis for determination of purchase and sale price with subsidiaries: transaction amount + additional cost
+ transportation + insurance premium

- The transaction amount was appropriately calculated in consideration of appraisal and market values

(2) Capital contributions and disposal of shares contributed

(Unit: KRW million)

Target company	Relation	Date of transaction	Capital contributions and disposal of shares contributed					Remarks
			Type of shares contributed	Transaction				
				Base	Increase	Decrease	Balance	
SK hynix Ventures Hong Kong Ltd.	Overseas affiliate	2021.1.28	Common Stock	66,100	662	-	66,762	\$0.6M paid-in capital increase
Happymore Inc.	Domestic Affiliate	2021.2.15	Common Stock	17,400	10,000	-	27,400	₩10B paid-in capital increase
		2021.4.12	Common Stock	27,400	10,000	-	37,400	₩10B paid-in capital increase
SK hynix NAND Product Solutions Corp.	Overseas affiliate	2021.3.19	Common Stock	-	112,370	-	112,370	\$100M capital contribution
		2021.9.28	Common Stock	112,370	41,157	-	153,527	\$35M paid-in capital increase
		2021.11.26	Common Stock	153,527	95,176	-	248,703	\$80M paid-in capital increase
		2021.12.23	Common Stock	248,703	1,350,821	-	1,599,523	\$1,134M paid-in capital increase
SK hynix Semiconductor (Dalian) Co., Ltd.	Overseas affiliate	2021.09.28	Common Stock	-	106	-	106	\$89,900 capital contribution
		2021.12.23	Common Stock	106	1,990,584	-	1,990,690	\$1,671M paid-in capital increase
SK hynix Ventures America LLC	Overseas affiliate	2021.12.9	Common Stock	-	1,176	-	1,176	\$1M capital contribution

SK hynix Semiconductor (China) Ltd.	Overseas affiliate	2021.12.29	Common Stock	3,868,622	296,675	-	4,165,297	\$250M paid-in capital increase
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(Sub-principle 2-③) The corporate should devise measures to protect shareholders, such as collecting opinions of minor shareholders and protecting the rights of opposing shareholders etc., in changes in the corporate ownership structure or major businesses, including the transfer and acquisition of a business, merger or division, and an all-inclusive share swap or exchange, etc.

A. Explanation of Corporate policies and future plans for shareholder protection, such as collecting minor shareholders' opinions and protecting opposing shareholders' rights etc., in the event of a significant change to the Company's ownership structure or major businesses

Currently, the Company has no plan of any transfer and acquisition of a business, merger or division, and/or all-inclusive share swap or exchange that may change the ownership structure of the Company. However, if such a decision is to be made in the future, the Company will fully implement the procedures for communication with minor shareholders and gather their opinion through various channels and consider ways to protect specific shareholders from various angles so that their rights are not infringed.

Currently, the Company operates various methods to enable constant communication with shareholders, including minor shareholders, for the smooth collection of opinions as follows:

1) The Company holds quarterly earnings release calls and provides a real-time webcasting service via the company website, allowing shareholders to freely listen to and access related earnings materials. For the convenience of not only domestic shareholders but also our foreign shareholders, we make efforts to communicate with them by providing simultaneous Korean/English interpretation during the earnings release calls.

2) At the 73rd AGM held on March 30, 2021, an online AGM was held in parallel to provide opportunities for shareholders to participate in view of the ongoing COVID-19 situation. Starting about two weeks before the AGM, the Company receives pre-registration from shareholders to participate in the AGM. Simultaneously, the Company also provides the opportunity for shareholders to voice their opinion by submitting questions in advance. The Chair of the GM and management answer the pre-submitted questions to their best effort at the GM, as is the case for shareholders who have been given the right to speak at the GM.

3) In addition, shareholders may contact the IR department at any time to inquire or provide their opinions. Both the phone number and email address of the IR department are disclosed on the company website, and shareholder inquiries are addressed sincerely.

※ For more details on the Company's communication with shareholders, please refer to C. Overall communication with shareholders under (Key Principle 2) Fair Treatment of Shareholders.

B. Decisions that cause significant changes to corporate ownership structure and major businesses

There are no new decisions made during the period subject to disclosure that caused significant changes to the Company's corporate ownership structure and major businesses.

However, in relation to the acquisition of Intel's entire NAND business, excluding the Optane business, which was decided on October 20, 2020, the payment for the first phase acquisition was completed on December 30, 2021, through our overseas subsidiary.

3. Board of Directors

(Key Principle 3) Functions of the Board

- The Board must establish business objectives and strategies in the best interests of the corporation and its shareholders, and effectively supervise the activities of management.

(Sub-principle 3-①) The Board should effectively perform its duty of management decision-making and management supervision.

A. Operating System of the Board

(1) Matters for Deliberation and Resolution by the Board

The Company seeks to drive its operations primarily through the Board as the organization that sets business objectives and executes strategies that enhance corporate and shareholder value, as well as effectively supervising the work of management. Detailed roles and responsibilities of the Board are specified in the Articles of Incorporation and Board Regulations to ensure the Board's effective function as the highest decision-making body of the Company, namely resolving major business issues such as appointing the Representative Director, setting business plans, and making management decisions, as well as supervising the activities of management. To strengthen the Board's expertise, expert committees are set up within the Board, with the roles thereof established in the regulations of the respective committee. A dedicated Board Secretariat is also operated to support the work of the Board and the committees within.

(A) Matters for Resolution under Commercial Act

- 1) Convocation of general shareholder meetings
- 2) Approval of business reports
- 3) Approval of balance sheet, profit and loss statement, statement of retained earnings, or statement of disposition of deficit and annexed notes to the financial statements thereof
- 4) Appointment and removal of Representative Director

- 5) Appointment of Joint Representative
- 6) Installation, relocation, or closing of branches
- 7) Issuance of new shares
- 8) Offering of corporate bonds
- 9) Capitalization of reserves
- 10) Issuance of convertible bonds (CB), exchangeable bonds (EB), and bonds with warrants (BW)
- 11) Approval of competitive transactions by directors and transactions between company and directors
- 12) Installation and dissolution of committees and appointment and removal of members thereof
- 13) Granting and cancellation of stock options
- 14) Amendment to resolutions by board committees excluding the Audit Committee
- 15) Small-scale stock exchange
- 16) Small-scale merger and merger after division
- 17) Decision to transfer business with an amount equaling 1/10 or less than company assets and revenue
- 18) Approval of and reporting to the general meeting of shareholders transactions between Company's controlling shareholder (including entities with special interests thereof) and entities with special interests
- 19) Appointment and removal of company manager
- 20) Appointment and removal of compliance officer

(B) Important Matters regarding Corporate Management

- 1) General shareholder meeting agendas
- 2) Matters on business planning and operations
- 3) Company budget and settlement
- 4) Plans for new capital spending that equals to or exceeds 1.5% of Company shareholders' equity or KRW 100 billion, whichever is larger; loans (excluding short-term loans of maturity within one year); matters related to debt guarantees, capital contributions, and

acquisition, sale, and management of assets (provided, "shareholders' equity" refers to shareholders' equity as defined in stock market disclosure rules)

- 5) <Deleted, 2012.3.5>
- 6) Issuance of foreign securities
- 7) <Deleted, 1999.4.9>
- 8) Establishment, amendment, and abolition of the regulations of Board committees and matters delegated to committees by Representative Director
- 9) <Deleted, 2012.3.5>
- 10) The following actions whose amount equals to or exceeds KRW 5.0 billion or 5% of shareholders' equity or share capital, whichever is larger, that is subject to approval by the Board as stated in the Monopoly Regulation and Fair Trade Act
Provided, resolution thereof shall be delegated to the Audit Committee should the Committee include three or more independent directors and their number equals to or exceeds two-thirds (2/3) of total committee membership.
 - a) Provision or transaction of funds, securities, and assets with or for an entity with special interests
 - b) Provision or transaction of goods and services with or for a company where the same person or his/her kin has contributed 20% or more in capital or the subsidiary thereof, based on the sum of the quarterly transaction amount
- 11) Establishment and revision of Company operation and management system to execute fundamental business principles
- 12) Donations that equal to or exceed KRW 1.0 billion. However, emergency relief for natural disasters, including hurricanes, floods, fire, and earthquakes, and donations in accordance with the Community Chest of Korea Act can be reported retroactively.
- 13) Notwithstanding item 12), approval from the Board is required in the following cases:
 - a) When the sum of donations for the same year to the same recipient reaches KRW 1.0 billion or more, donations at the time and for the relevant year thereafter
 - b) Donations for the same purpose and same company that are less than KRW 1.0 billion, or donations for the same purpose and same affiliate company that are KRW 2.0 billion or more in the same year

- 14) Determination of specific remuneration for directors within the limit of remuneration for directors approved at the general meeting of shareholders (however, remuneration for executive directors is delegated to the Compensation Committee)
- 15) Evaluation of the CEO (however, specific details, procedures, etc., are determined in accordance with the Regulations of the Compensation Committee, and resolutions are also delegated to the Compensation Committee)

(C) Any items delegated to the Board in accordance with other acts and subordinate statutes, the Articles of Incorporation, or at the general meeting of shareholders, and any items deemed important in the operation of the Company by the CEO or Chair of the Board and referred to the Board of Directors

(2) Matters for Deliberation and Resolution by the Board that are not required by applicable law

The Board deliberates and votes on matters that are not required by applicable law but are deemed to be important to the Company's management: Matters on business planning and operations, the Company budget and settlement, new investment plans or borrowing that equal to or exceed 1.5% of the Company's shareholders' equity, debt guarantees, capital contributions, the acquisition/sale/management of assets, the issuance of foreign securities, the establishment/amendment/abolition of the rules of the board committees, the establishment and revision of the Company operation and management system to execute fundamental business principles, donations that equal to or exceed KRW 1 billion, and others. Through these deliberations, the Board faithfully supervises management functions.

(3) Delegation of Board Authority

In accordance with Article 14 of the Articles of Incorporation, the Board may delegate to the Representative Director the authority over matters on the issuance of corporate bonds within a maturity not exceeding one year. Also, in accordance with Article 45 of the Articles of Incorporation and Article 13 of the Board Regulations, the Board may delegate part of the Board's authority to a committee within the Board, as long as such delegation does not violate

related laws and regulations and the Articles of Incorporation. In particular, the authority to issue a resolution on large-scale internal transactions under the Monopoly Regulation and Fair Trade Act is delegated to the Audit Committee.

B. Effective performance of Board functions

The Company's Board faithfully executes the principle of management driven by the Board, and effectively performs its decision-making and supervising functions by facilitating reports on the Company's major business issues even when such issues do not constitute matters for resolution by the Board.

(Sub-principle 3-②) The Board should prepare, operate, and consistently improve and complement a succession policy for the Chief Executive Officer (including contingency appointment plan).

A. Chief Executive Officer (CEO) Succession Planning

(1) CEO Succession Policy

The CEO must be equipped with excellent capabilities in leadership and expertise to deliver business outcomes while possessing management skills built on extensive business experience and business knowledge, with which he or she may present a forward vision of the Company to all stakeholders, including its staff and shareholders.

The Board Secretariat, Corporate Culture, and other relevant Company organizations have collaborated to establish the currently operative internal process for CEO succession. The process begins with a search for CEO candidates with the above-mentioned capacities and potential, followed by validation and cultivation under a strategic and systematic framework, and the final selection of the most optimal candidate to be recommended to the Board. These

policies are stipulated in the company rules and are managed and operated through the internal standard management system.

(2) Selection of CEO Candidate Pool and Validation

The Company assesses the qualifications of its executives twice each year, once in a preliminary Executive Management Development (Pre-EMD) evaluation and again in the regular EMD evaluation. The evaluation results are used to make decisions, such as on executive remuneration and promotion, and are reflected in the discussion and selection of the CEO candidate pool.

Every year, the Company develops a pool of CEO candidates deemed to have excellent capabilities and potential, who are then validated and cultivated in a strategic and systematic manner. Annual programs for core talent selection (Future Leader Program, Executive Leader Program) are held to identify and manage a diverse group of prospective CEOs who are each fit to serve in different business scenarios and have optimal capabilities, which allows the Company to be agile in a shifting business environment.

The CEO candidate pool is divided into one group that can immediately serve upon appointment and another that can accept the post in the mid to long-term (three to five years), with each group validated for suitability based on the relevant capabilities, leadership, etc. The pool is also operated as a development track where candidates may experience top management mindset first-hand through involvement in actual positions that allow the candidates to build experience and test their leadership qualities.

The ready-to-serve candidate pool is given an expanded role that involves taking on a part of the CEO's responsibilities in order to ensure a smooth job transition in the case of appointment. The mid to long-term group, formed of candidates selected for their work achievement, competencies, and future management potential, receives focused management to cultivate a management mindset via programs that involve coaching from key senior executives, personal tasks, and capacity-building with third-party experts.

(3) Procedure for CEO Candidate Recommendation and Appointment

Prior to the expiration of the current CEO's term and considering the strategic role of the Company's CEO at the time of succession, candidates in the ready-to-serve pool are reviewed for recommendation, and the most suitable candidate is selected.

Should the selected candidate be a board director, the candidate is recommended to the Board that then appoints the individual as CEO upon deliberation and resolution on the candidate's suitability, thereby swiftly completing the management succession process. On the other hand, if the candidate is not a member of the Board, the Compensation Committee first reviews the candidate, and then a shareholders' meeting is swiftly convened in accordance with the Commercial Act to newly appoint the candidate as a board director. After appointment as a board director, the individual is appointed as CEO through a board resolution, thereby completing the management succession process.

(4) Training provided to CEO Candidate pool

The Company operates a yearly training program to secure the CEO candidate pool. From March to November 2021, reflection training from a social and community perspective that focuses on the humanities, social studies, and sciences was conducted. Also, a series of intensive courses on management role awareness and design capabilities were held from May, along with related team/individual projects. The program supported a systematic approach to capacity-building, identifying which factors need development and nurturing for the top management track and providing a baseline for mid to long-term talent cultivation.

Key talent selected through the program for the CEO candidate pool was subject to a validation process in the first and second half of the year on individual experience, expertise, capabilities, and attributes while being enrolled in a separate training program to foster managerial capacity and leadership from early on.

(5) Contingency Plan

In the event when an appointed CEO is no longer able to perform his or her duties due to reasons such as an unexpected accident or medical condition, an acting CEO to serve in his or

her absence shall be designated among the immediately appointable candidate pool, as part of the Company's plan to prevent leadership vacuum even during emergency situations.

Thereafter, the Board again deliberates another CEO candidate among the immediately appointable candidate pool, and should the candidate be a Board director, appoints the individual to CEO and thereby completes the management succession process.

On the other hand, if the candidate is not a member of the Board, the Board convenes a shareholders' meeting in accordance with the Commercial Act as swiftly as possible to appoint the candidate to the Board and consequently appoints the individual to CEO through a Board resolution, thereby completing the management succession process.

Meanwhile, the Company further reinforces itself against emergency situations by having multiple CEOs (Independent Representative Directors) at its helm.

(Sub-principle 3-③) The Board should provide and manage an internal control policy (risk management, compliance with the relevant rules and regulations, internal accounting control, disclosure information management etc.) and continuously improve and supplement.

A. Internal Control Policy

(1) Risk Management Policy

In a rapidly changing business environment, risk management is key to corporate sustainability. The Company maintains a risk management policy and control system to ensure systematic recognition and management of major risks by type that the Company may face in business activities, such as financial, strategic, and management environment, and other types of risks. Meanwhile, any escalation of risk can be reported swiftly to the Board or the relevant committee following an established procedure, while a Business Continuity Plan (BCP) is maintained to global standards to ensure continuity of operations in case of various disasters and contingencies. Based on the policy statement and framework of the BCP, company-wide

emergency drills are held every year, through which the Company's crisis response and recovery processes are checked for their conformity to global standards.

(2) Policies for Compliance Management, Internal Accounting Management, and Disclosure Information Management

The Company has established an internal accounting control system to provide reasonable assurance that the Company's financial statements are composed and disclosed in accordance with generally recognized accounting standards, with controls maintained at the company level, process level, and general electronic system level. The Representative Director checks the effectiveness of such internal accounting control system each business year and reports the findings to the Audit Committee, the Board, and the general meeting of shareholders.

Furthermore, upon amendment of the Act on External Audit of Stock Companies in November 2018, the Company fully revised its internal accounting control rules in December 2018 to reflect changes, including the roles and responsibilities of the Representative Director, the Audit Committee, and independent auditors, the design and operation of the Internal Accounting Control System, and reporting and assessment processes.

The Company appoints a legally qualified compliance officer to review its conformity to compliance control standards and discloses the fact in its business report. The compliance officer monitors the compliance of top management, executives, and employees as well as the legitimacy of the Company's business activities while faithfully supporting the Company's organizations and operations through various compliance-enforcing activities. It is also the compliance officer's duty to participate in board meetings to report the outcomes of such activities.

The Company established internal decision rules and Disclosure Information Management Regulations to manage disclosure-related matters and also uses internal portal systems. The IR department oversees disclosures to secondary markets, while the Financial Management department is in charge of disclosures to the primary market and the Korea Fair Trade Commission, as well as reporting on foreign exchange transactions.

[Background and credentials of compliance officer]

Item	Detail
Name	Kim Yoon Wook (VP)
Date of birth	1969.1.1
Education	LL.B., College of Law, Seoul National University (1987-1991) LL.M. (Program Completed), College of Law, Seoul National University (1992-1995)
Career	Jan. 2020 ~ : Head of Sustainability Management at SK hynix Jan. 2019 ~ : Head of Sustainability Management at SK Innovation Jan. 2016 ~ : Chief of Staff in Chairman's Office, General Counsel and Executive Secretary of Board Secretariat of SK Holdings C&C Jan. 2011 ~ : Vice President and Head of Compliance Office, Head of Ethics Management Office, Head of Corporate Relations Office, Head of Corporate Relations Division at SK C&C Sep. 2004 ~ : Vice President of Corporate Law Office, Legal Office, and Head of Legal Office at SK Holdings Mar. 2000 ~ : Lawyer, Lee & Ko Law Firm, Woohyun Law Firm, Hwanghae Law Firm Apr. 1999 ~ : Prosecutor, Seoul Southern District Prosecutor's Office
Major qualification	Lawyer (Domestic)

(Key Principle 4) Composition of the Board

- The board should be composed so as to facilitate effective decision-making and supervision of management, and directors should be appointed through a transparent process, which reflects the diverse opinions of shareholders.

(Sub-principle 4-①) The board should be composed in a way that effective and prudent discussion and decision-making is possible, with enough number of independent directors so that it can fulfill its function independently from management and controlling shareholders.

A. Composition of the Board

The Company's Board is composed of professionals across a wide range of domains, from finance, accounting, semiconductor technology, legal, social policy, and media, with more than

a majority being independent directors (three executive directors and six independent directors), which allows the Board to review the Company's business matters from a multi-faceted perspective and perform reasonable checks and balances on management and controlling shareholders.

Committees within the Board include the Audit Committee, the Independent Director Nomination Committee, the Sustainability Committee, the Compensation Committee, and the Strategy Committee. In order to strengthen the functions of the Board, the Compensation Committee and Investment Strategy Committee were established at the March 22, 2020, board meeting, following right after the FY2019 AGM. The two committees were reorganized on March 30, 2021, with added roles to strengthen their expertise. Further, the Investment Strategy Committee was renamed into Strategy Committee, and additional members were appointed to both committees.

A dedicated Board Secretariat supports the Board and committees within. To enhance professional support provided to the Audit Committee, a separate Audit Committee support team was established within the Board Secretariat in 2020. The Board Secretariat is responsible for the activities of the four other committees as well as the Board of Directors. Meanwhile, the two support teams organically cooperate within the Board Secretariat for the full scope of the Board of Directors.

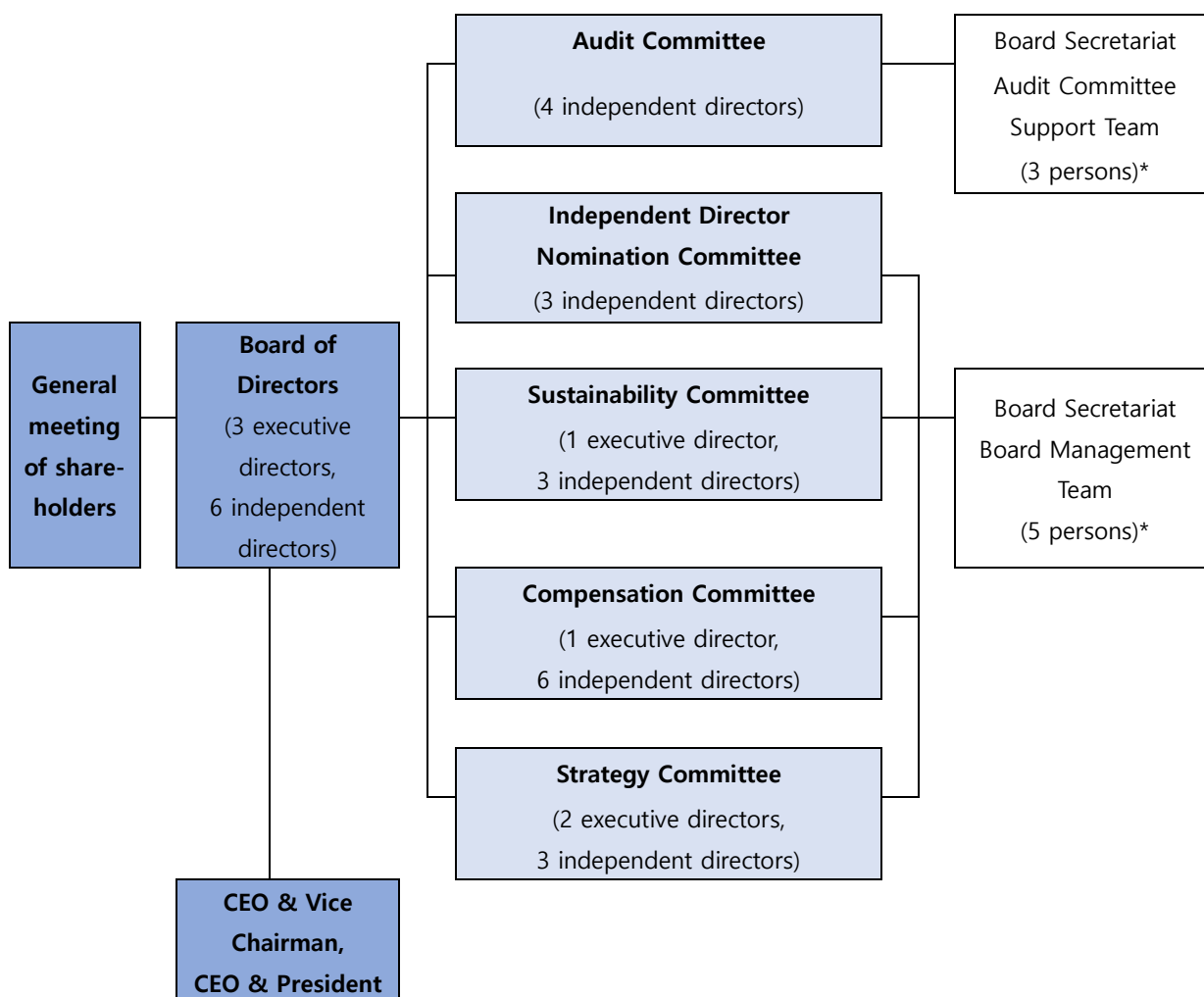
(1) Composition of Committees within the Board

The Company's Board establishes individual committees within to perform specific functions and roles under Article 45 of the Articles of Incorporation. Matters related to the operation of the committees are decided by resolution of the Board, and committees must report the outcomes of their deliberations and resolutions to the Board. The Board may put matters already resolved by committees except for the Audit Committee up for a second resolution.

Under the Articles of Incorporation, the Board Regulations, and committee regulations, a committee must be composed of two or more directors, with independent directors comprising half (1/2) or more of the total membership. Provided, the Audit Committee must include three

or more directors, with independent directors comprising two-thirds (2/3) or more of the total count. All four members of the Company's Audit Committee are independent directors. The head of each committee is appointed by resolution of the Board or committee of the current year.

[Board of Directors Organizational Chart]



* One executive officer and one team leader of the Board Secretariat is included in the headcount of both teams (as of the date of report submission)

As of the date this report was submitted, the Company's Board is composed as follows:

Type of Director	Name	Gender (Age)	Title	Date of original appointment ¹⁾	Tenure until	Area of expertise	Primary career
Executive Director	Park Jung Ho	Male (59)	CEO and Vice Chairman, Member of Compensation Committee, Strategy Committee	2016.3.18	AGM in 2024	General corporate management	<ul style="list-style-type: none"> - (Current) SK hynix CEO and Vice Chairman - (Current) SK Square CEO and Vice Chairman - (Current) SK Telecom Vice Chairman - SK Broadband President and CEO - SK C&C President and CEO
Executive Director	Kwak Noh Jung	Male (56)	CEO and President, Member of Sustainability Committee	2022.3.20	AGM in 2025	General corporate management	<ul style="list-style-type: none"> - (Current) SK hynix CEO and President - Head of Manufacturing Technology, SK hynix - SVP and Head of Cheongju Fab, SK hynix - VP of R&D, SK hynix
Executive Director	Noh Jongwon	Male (46)	President & Chief Business Officer, Member of Strategy Committee	2022.3.20	AGM in 2025	General corporate management	<ul style="list-style-type: none"> - (Current) SK hynix President and Chief Business Officer - Head of Corporate Support, SK hynix - Head of Future Strategy, SK hynix - Head of PM/Head of Unicorn Labs, SK Telecom
Independent Director	Ha Yung Ku	Male (68)	Board Chair, Member of Audit Committee, Independent Director Nomination Committee, Strategy Committee, Compensation Committee	2019.3.22	AGM in 2025	Expert in Finance	<ul style="list-style-type: none"> - (Current) SK hynix Chair of Board - Chairman, Korea Federation of Banks - Chairman & CEO, Citigroup Korea
Independent Director	Shin Chang Hwan	Male (42)	Member of Audit Committee, Strategy Committee, Compensation Committee	2017.3.24	AGM in 2023	Professor of Electronics, Electrical and Computer Engineering, Expert in nanoscale semiconductor	<ul style="list-style-type: none"> - (Current) Professor, Department of Electrical and Electronic Engineering, Korea University - Professor, School of Electronic and Electrical Engineering, College of Information and Communication

Type of Director	Name	Gender (Age)	Title	Date of original appointment ¹⁾	Tenure until	Area of expertise	Primary career
							Engineering, Sungkyunkwan University - Professor, School of Electrical & Computer Engineering, College of Engineering, University of Seoul
Independent Director	Song Ho Keun	Male (66)	Member of Independent Director Nomination Committee, Sustainability Committee, Compensation Committee	2018.3.28	AGM in 2024	Professor of Social Sciences, Expert in social policy	- (Current) Chair-Professor, Division of Humanities and Social Sciences, POSTECH - (Current) Director, The Yumin Cultural Foundation - Professor/Chair-Professor, College of Social Sciences, Seoul National University
Independent Director	Cho Hyun Jae	Male (64)	Member of Independent Director Nomination Committee, Strategy Committee, Sustainability Committee, Compensation Committee	2018.3.28	AGM in 2024	Expert in media broadcasting, economics and industry	- Visiting professor, Gwangju University - MBN CEO
Independent Director	Yoon Tae Hwa	Male (61)	Member of Audit Committee, Compensation Committee	2018.3.28	AGM in 2024	Expert in Accounting & Auditing (CPA)	- (Current) Professor of Business Administration and Dean of Graduate School of Business Administration, Gachon University - 25th President of Korea Accounting Information Association (KAIA)
Independent Director	Han Ae Ra	Female (50)	Audit Committee member, Member of Sustainability Committee, Compensation Committee	2020.3.20	AGM in 2023	Legal expert (Lawyer)	- (Current) Professor, School of Law, Sungkyunkwan University - Lawyer, Kim & Chang - Research judge, Supreme Court of Korea

1) In the case of re-appointment, the date of original appointment is indicated

※ At the 74th AGM held on March 30, 2022, Director Kwak Noh Jung and Director Noh Jongwon were newly appointed as Executive Directors and Director Ha Yung Ku was re-appointed as an Independent Director and Audit Committee member.

※ Director Park Jung Ho was first appointed as an Executive Director on March 18, 2016, and resigned from the post on March 23, 2017. He was appointed as a Non-Independent Non-Executive Director on March 24, 2017, resigned from the post on March 29, 2021, and appointed as an Executive Director on March 30, 2021.

As of the date this report was submitted, committees within the Company's Board are composed as follows:

Committee	Composition					Major roles of the committee
	Title	Classification	Name	Gender	Concurrent positions	
Auditor Committee (four persons) (A)	Committee Head	Independent Director	Yoon Tae Hwa	Male	D	1. Audit accounting records and operations of the Company 2. Appoint independent auditor 3. Approve large-scale internal transactions under delegated authority from Board
	Member	Independent Director	Ha Yung Ku	Male	B,D,E	
	Member	Independent Director	Shin Chang Hwan	Male	D,E	
	Member	Independent Director	Han Ae Ra	Female	C,D	
Independent Director Nomination Committee (3 persons) (B)	Committee Head	Independent Director	Ha Yung Ku	Male	A,D,E	1. Assess, recommend, and select independent director candidates in accordance with relevant laws and regulations, Articles of Incorporation, and Board Regulations
	Member	Independent Director	Song Ho Keun	Male	C,D	
	Member	Independent Director	Cho Hyun Jae	Male	C,D,E	
Sustainability Committee (4 persons) (C)	Committee Head	Independent Director	Song Ho Keun	Male	B,D	1. Review company's compliance system and related activities including anti-trust, anti-corruption, SHE (Safety, Health, Environment), subcontractors, and others 2. Deliberate on following matters related to Company's sustainable management: (1) Strategy for and outcomes of sustainable management and social value creation
	Member	Independent Director	Cho Hyun Jae	Male	B,D,E	

Committee	Composition					Major roles of the committee
	Title	Classification	Name	Gender	Concurrent positions	
	Member	Independent Director	Han Ae Ra	Female	A,D	(2) Major CSR (Corporate Social Responsibility) activities (3) Major ESG (Environmental, Social, Governance) trends/issues and responses (4) Other matters related to sustainable management raised to the Committee for deliberation by other committees
	Member	Executive Director	Kwak Noh Jung	Male	-	
Compensation Committee (7 persons) (D)	Committee Head	Independent Director	Song Ho Keun	Male	B,C	1. Review AGM agenda for Ceiling Amount of Remuneration for Directors 2. Granting stock options to management including registered and unregistered executives 3. Specific remuneration for executive directors 4. Evaluation and compensation of Representative Director 5. Examination of executive director candidates 6. Matters not stipulated in each of the above subparagraphs, which the Representative Director deems important and refers to the Committee
	Member	Independent Director	Ha Yung Ku	Male	A,B,E	
	Member	Independent Director	Cho Hyun Jae	Male	B,C,E	
	Member	Independent Director	Yoon Tae Hwa	Male	A	
	Member	Independent Director	Shin Chang Hwan	Male	A,E	
	Member	Independent Director	Han Ae Ra	Female	A,C	
	Member	Executive Director	Park Jung Ho	Male	E	
Strategy Committee (5 persons) (E)	Committee Head	Independent Director	Ha Yung Ku	Male	A,B,D	1. Annual management plans 2. Medium and long-term strategies and To-Be Model of the Company 3. Important strategic alliance investments (equity investments, licenses, etc.) 4. Review investments of less than 1.5% of shareholder equity considered as key
	Member	Independent Director	Cho Hyun Jae	Male	B,C,D	

Committee	Composition					Major roles of the committee
	Title	Classification	Name	Gender	Concurrent positions	
	Member	Independent Director	Shin Chang Hwan	Male	A,D	investments by CEO 5. Other important corporate management matters
	Member	Executive Director	Park Jung Ho	Male	D	
	Member	Executive Director	Noh Jongwon	Male	-	

B. Independent function of the Board

In accordance with Article 41 of the Articles of Incorporation, the Chair of the Board is appointed by the Board. At the March 2019 board meeting, the posts of Representative Director (CEO) and Board Chair were separated. To enhance the operational transparency and independence of the Board, a board meeting was held on March 30, 2021, and the Board appointed Independent Director Ha Yung Ku as Board Chair.

The Company has organized all board committees with a majority of independent directors as well as appointed an independent director as the head of all board committees and has also organized the Audit Committee and the Independent Director Nomination Committee entirely of independent directors. Thereby, the Board functions independently from the management and the controlling shareholders.

(Sub-principle 4-②) The board should be comprised of responsible and competent professionals in various fields considering their knowledge and career so that they can effectively contribute to the corporate management.

A. Regulations on Expertise and Accountability of the Board

The Company emphasizes the expertise and accountability of directors in its Corporate Governance Code and the Code of Conduct and Job Performance Bylaw for the Board of Directors. Item ② under “4. Qualifications of Directors” under “II. Board of Directors” of the Corporate Governance Code states that executive directors must “accumulate rich experience and professional knowledge related to the Company’s business, while equipping themselves with reasonable judgment and strong execution, as part of the Company’s high-level management.” Meanwhile Item ③ states that independent directors must be “persons with expert knowledge or extensive experience in industry, finance, academia, law, accounting, or government, who do not have a major conflict of interest with the Company and who are capable of making independent decisions apart from management or particular shareholders and of contributing to the Company’s prosperity and protection of shareholder rights.” The Code of Conduct and Job Performance Bylaw for the Board of Directors also state such rules of the same intent. The Corporate Governance Code and the Code of Conduct and Job Performance Bylaw for the Board of Directors are disclosed on the company website.

B. Ensuring Expertise, Accountability, and Diversity of the Board

The Company Board is composed of experts in each field, such as finance, accounting, semiconductor technology, law, social policy, media, and others, thereby ensuring expertise, accountability, and diversity.

To provide more detail on the current Board’s composition, the Company’s executive directors are equipped with extensive management experience and professional knowledge in the semiconductor industry and technology. Director Park Jung Ho contributes to decisions on major business issues as the Company’s Vice Chairman & CEO, bringing his broad experience and insight on Information and Communication Technology including semiconductors, and having made crucial contributions to the Group’s growth and prosperity as the CEO and Representative Director of SK Telecom, as well as in his previous capacity as CEO and Representative Director of SK Holdings.

The Company appointed two new executive directors at the 74th AGM held on March 30, 2022. Newly-appointed Director Kwak Noh Jung is from an engineering background and a semiconductor expert who has accumulated experience in various fields related to semiconductor manufacturing and technology. As the Chief Safety, Product & Production Officer, he oversees and manages company-wide safety and health affairs along with the integrated management of product development & production. He has many years of experience and expertise suitable to lead all areas of technology in an integrated manner along with safety issues, which have recently gained importance. Director Kwak Noh Jung was appointed as CEO at the Board meeting held immediately after the 74th annual general meeting of shareholders.

Newly-appointed Director Noh Jongwon is a management expert with experience in identifying customer and market trends, strategically responding to changes in the business environment, and discovering future growth engines etc. and having held major positions such as Head of PM/Head of Unicorn Labs at SK Telecom, Head of Future Strategy and Head of Corporate Support at the Company, and others. Currently, he oversees and manages the overall business of the Company as the President and Chief Business Officer.

Among the independent directors, the Board Chair Director Ha Yung Ku, previously the Head of the Korea Federation of Banking Institutions, offers diverse advice on major business matters for the Company based on his broad experience and deep expertise in domestic and overseas finance as well as various industries. Director Song Ho Keun, the most renowned sociologist in Korea, provides professional advice on social value creation, a key topic of interest for the Company. Director Shin Chang Hwan contributes his deep expertise in semiconductors as an expert in electrical and electronic engineering with experience at IBM and Xilinx. The Audit Committee Head Yoon Tae Hwa is a Certified Public Accountant (CPA) and brings expert knowledge on accounting and taxation from his previous service as Chair of the Korea Association of Accountants. Director Cho Hyun Jae gives valuable insight on the Company's macroeconomic policy decisions, based on his deep and wide-reaching knowledge of the Korean economy from years of experience in financial journalism. Director Han Ae Ra, who was appointed in 2020 as the first female director, has experience as judge and as research judge

at the Supreme Court. She is a legal expert and currently a Professor at the School of Law at Sungkyunkwan University and has strengthened the legal expertise of the Company's Board.

The Company Board consists of eight men and one woman.

The Company also offers detailed orientation courses for newly appointed independent directors to build their understanding of the Company and the broader semiconductor industry and enhance their professionalism and competitiveness. In addition, regular workshops and seminars such as on ICT industry trends, semiconductor insight and ESG are held to continuously engage directors in contemplation and discussion on current issues and strategies pertaining to the company. Furthermore, independent directors regularly receive information on semiconductor industry trends as part of building their professional knowledge as the Company's directors. The following are the changes for directors over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission, including new and re-appointment:

[Appointment of Directors and Changes]

Classification	Name	Date of original appointment	Date of tenure expiration	Date of change	Reason for change	In office
Executive Director	Lee Seok Hee	2017.3.24	AGM in 2023	2022.3.30	Resigned	In office*
	Park Jung Ho	2016.3.18	AGM in 2024	2021.3.30	Newly appointed as an Executive Director	In office
	Oh Jong Hoon	2019.3.22	AGM in 2022	2022.3.30	Term Expired	In office*
	Kwak Noh Jung	2022.3.30	AGM in 2025	2022.3.30	Newly appointed as an Executive Director	In office
	Noh Jongwon	2022.3.30	AGM in 2025	2022.3.30	Newly appointed as an Executive	In office

Classification	Name	Date of original appointment	Date of tenure expiration	Date of change	Reason for change	In office
					Director	
Independent Director	Choi Jong Won	2014.3.21	AGM in 2020	2020.3.20	Term Expired	Retired
	Shin Chang Hwan	2017.3.24	AGM in 2023	2020.3.20	Re-appointed	In office
	Song Ho Keun	2018.3.28	AGM in 2024	2021.3.30	Re-appointed	In office
	Cho Hyun Jae	2018.3.28	AGM in 2024	2021.3.30	Re-appointed	In office
	Yoon Tae Hwa	2018.3.28	AGM in 2024	2021.3.30	Re-appointed	In office
	Ha Yung Ku	2019.3.22	AGM in 2025	2022.3.30	Re-appointed	In office
	Han Ae Ra	2020.3.20	AGM in 2023	2020.3.20	Appointed	In office

※ Director Park Jung Ho was first appointed as an Executive Director on March 18, 2016, and resigned from the post on March 23, 2017. He was appointed as a Non-Independent Non-Executive Director on March 24, 2017, resigned from the post on March 29, 2021, and appointed as an Executive Director on March 30, 2021.

※ At the 74th AGM held on March 30, 2022, Director Kwak Noh Jung and Director Noh Jongwon were newly appointed as Executive Directors and Director Ha Yung Ku was re-appointed as an Independent Director and Audit Committee member.

* Resigned from the director position but retained the executive position

(Sub-principle 4-③) Fairness and independence should be secured during the recommendation and appointment process of the candidates for the directors.

A. Director Candidate Recommendation

For the recommendation and examination of candidates for independent directors, the company has set up the Independent Director Nomination Committee. This board committee is composed of two or more directors, with one-half (1/2) or more being independent directors as per company regulations. Currently, all three members of the Independent Director Nomination Committee are independent directors to secure the independence of the committee.

The Company's Independent Director Nomination Committee recommends candidates for independent directors through a fair and transparent process, selecting and recommending candidates who are independent from company management or the majority shareholder and have professional insight in areas such as semiconductors, finance, accounting, management, and social affairs. By meticulously vetting each candidate's professional ethics and the existence of any relationship of interest with the majority shareholder, the committee helps create a balanced composition for the Board to serve its function of monitoring, advising, and keeping management in check.

Independent director candidates who pass this rigorous vetting process and executive director candidates who are recommended by the Board after deliberation by the Compensation Committee are finally appointed as directors at the general meeting of shareholders. Meanwhile, the Company does not discriminate against any factors such as nationality, gender, religion, or race in the appointment of an executive or independent director.

B. Provision of Information on Director Candidates prior to AGM

The Company lawfully discloses information on director candidates at least three weeks before a general meeting of shareholders to allow shareholders to sufficiently familiarize themselves with agenda items regarding the appointment and re-appointment of directors and to vote by proxy. To assist shareholders' understanding, the Company also posts on the company website agenda explanatory materials that include important matters of reference in addition to the disclosed information.

The Company has provided the following information on director candidates at general shareholder meetings held over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission.

Date of information submission	Date of general meeting of shareholders	Director Candidate		Provided information
		Classification	Name	

2022.2.24 (D-34 days)	2022.3.30	Executive Director	Kwak Noh Jung	1. Candidate's name, date of birth, recommender, relationship with the largest shareholder, independent director candidate, etc.
		Executive Director	Noh Jongwon	2. Candidate's main occupation, detailed professional experience, and transaction history with the Company for the past 3 years
		Independent Director	Ha Yung Ku	3. Any arrears, the management of an insolvent company, legal grounds for disqualification 4. Candidate's job performance plan (in the case of independent director) 5. Reason for the Board's recommendation of the candidate 6. Candidate's signature confirming that the disclosed information is consistent with the facts
2021.2.24 (D-34 days)	2021.3.30	Executive Director	Park Jung Ho	1. Candidate's name, date of birth, recommender, relationship with the largest shareholder, independent director candidate, etc.
		Independent Director	Song Ho Keun	2. Candidate's main occupation, detailed professional experience, and transaction history with the Company for the past 3 years
		Independent Director	Cho Hyun Jae	3. Any arrears, the management of an insolvent company, legal grounds for disqualification
		Independent Director	Yoon Tae Hwa	4. Candidate's job performance plan (in the case of independent director) 5. Reason for the Board's recommendation of the candidate 6. Candidate's signature confirming that the disclosed information is consistent with the facts

C. Non-adoption of Cumulative Voting

In accordance with Article 9 of the Act on Prevention of Divulgence and Protection of Industrial Technology, the Company, as a business operating in a strategic industry that owns technologies deemed crucial to national prosperity, must protect itself against threats of hostile takeovers by foreign speculators. In this vein, the Company does not adopt a cumulative voting system, convinced that such a system poses a greater threat of causing dispute over management rights rather than serving its intended purpose of strengthening the rights of minor shareholders.

However, even if the minor shareholder cannot exercise cumulative voting, the Company makes sure that the opinions of the minor shareholders are reflected through the shareholder proposal rights under the Commercial Act. In order to allow shareholders to freely inquire about and demand explanation on agenda items presented at the general meeting of shareholders, the Company receives in advance questions on the company website for a certain period of time prior to the GM. Among the inquiries, selected questions are answered at the GM. Also, the Company receives inquiries from shareholders at the GM and answers the questions to its best effort.

D. Sufficient measures to ensure fairness and independence

The Independent Director Nomination Committee, which is comprised only of independent directors, uses a fair and transparent process of selecting independent director candidates who meet legal standards and qualifications under relevant laws, such as the Commercial Act, as well as professional and independence requirements, and are appointed by vote at the general meeting of shareholders. Thus, fairness and independence in the nomination and appointment processes are sufficiently ensured.

(Sub-principle 4-④) People who are responsible for the defamation of the enterprise value or infringement of shareholders' equity interest should not be appointed as an executive officer.

A. Executive Officers of the Company (including Non-registered Executive)

As of the end of March 2022, the Company's list of executive officers (including non-registered executives) is as follows:

Name	Gender	Position	Registered/Non-registered Executive	Full-time/Part-time	Responsibilities
Park Jung Ho	Male	Vice Chairman & CEO	Registered Executive	Full-time	CEO Member of Strategy Committee Member of Compensation Committee
Kwak Noh Jung	Male	President & CEO	Registered Executive	Full-time	CEO Member of Sustainability Committee
Noh Jongwon	Male	President	Registered Executive	Full-time	Chief Business Officer Member of Strategy Committee
Shin Chang Hwan	Male	Director	Registered Executive	Part-time	Independent Director Member of Audit Committee Member of Strategy Committee Member of Compensation Committee
Song Ho Keun	Male	Director	Registered Executive	Part-time	Independent Director Member of Independent Director Nomination Committee Member of Sustainability Committee Member of Compensation Committee
Cho Hyun Jae	Male	Director	Registered Executive	Part-time	Independent Director Member of Independent Director Nomination Committee Member of Strategy Committee Member of Sustainability Committee Member of Compensation Committee
Yoon Tae Hwa	Male	Director	Registered Executive	Part-time	Independent Director Member of Audit Committee Member of Compensation Committee

Name	Gender	Position	Registered/Non-registered Executive	Full-time/Part-time	Responsibilities
Ha Yung Ku	Male	Director	Registered Executive	Part-time	Independent Director Chair of the Board Member of Audit Committee Member of Independent Director Nomination Committee Member of Strategy Committee Member of Compensation Committee
Han Ae Ra	Female	Director	Registered Executive	Part-time	Independent Director Member of Audit Committee Member of Sustainability Committee Member of Compensation Committee
Chey Tae Won	Male	Chairman	Non-registered Executive	Full-time	Chairman
Park Sung Wook	Male	Vice Chairman	Non-registered Executive	Full-time	Commissioner for Future Technology
Kim Dong Sub	Male	President	Non-registered Executive	Full-time	Chief Officer of Communication & External Affairs
Lee Seok Hee	Male	President	Non-registered Executive	Full-time	President
Jin Kyo Won	Male	President	Non-registered Executive	Full-time	CEO's Staff Executive
Kang Sang Won	Male	VP	Non-registered Executive	Full-time	Package & Test Executive
Kang Sun Guk	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Kang Soochoon	Male	VP	Non-registered Executive	Full-time	Digital Transformation Executive
Kang Uksong	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Kang You Jong	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Kang Jin Soo	Male	VP	Non-registered Executive	Full-time	CEO's Staff Executive
Gwon Ki Chang	Male	VP	Non-registered Executive	Full-time	NAND Development Executive
Kwon Jae Soon	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Kil Byung Song	Male	VP	Non-registered Executive	Full-time	Communication & External Affairs Executive
Kim Kyu Hyun	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive

Name	Gender	Position	Registered/Non-registered Executive	Full-time/Part-time	Responsibilities
Kim Ki Hyun	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Kim Neung Koo	Male	VP	Non-registered Executive	Full-time	CEO's Staff Executive
Kim Dal Ju	Male	VP	Non-registered Executive	Full-time	General Business Management Executive
Kim Dong Gyu	Male	VP	Non-registered Executive	Full-time	Corporate Strategy & Planning Executive
Kim Man Sup	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Kim Sang Deok	Male	VP	Non-registered Executive	Full-time	Global Quality & Reliability Assurance Executive
Kim Sang Ho	Male	VP	Non-registered Executive	Full-time	Corporate Culture Executive
Kim Sanghun	Male	VP	Non-registered Executive	Full-time	Global Quality & Reliability Assurance Executive
Kim Seok	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Kim Suksan	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Kim Seon Soon	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Kim Seong Han	Male	VP	Non-registered Executive	Full-time	Head of Procurement
Kim Young Sik	Male	VP	Non-registered Executive	Full-time	Head of Manufacturing Technology
Kim Woo Hyun	Male	VP	Non-registered Executive	Full-time	Head of Finance
Kim Woon Yong	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Kim Youn Wook	Male	VP	Non-registered Executive	Full-time	Communication & External Affairs Executive
Kim Jum Soo	Male	VP	Non-registered Executive	Full-time	NAND Development Executive
Kim Jung Bae	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Kim Jeong Soo	Male	VP	Non-registered Executive	Full-time	DRAM Development Executive
Kim Jeung Tae	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Kim Jong Hwan	Male	VP	Non-registered Executive	Full-time	Head of DRAM Development

Name	Gender	Position	Registered/Non-registered Executive	Full-time/Part-time	Responsibilities
Kim Ju Seon	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Kim Jun Han	Male	VP	Non-registered Executive	Full-time	General Business Management Executive
Kim Jin Bae	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Kim Jinyeong	Male	VP	Non-registered Executive	Full-time	Solution Development Executive
Kim Jin Hyock	Male	VP	Non-registered Executive	Full-time	Head of Corporate Strategy & Planning
Kim Chun Sung	Male	VP	Non-registered Executive	Full-time	Solution Development Executive
Kim Choon Hwan	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Kim Tae Hoon	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Kim Heongyu	Male	VP	Non-registered Executive	Full-time	NAND Development Executive
Kim Hyun Jung	Male	VP	Non-registered Executive	Full-time	Package & Test Executive
Kim Hyeong Soo	Male	VP	Non-registered Executive	Full-time	Safety, Product & Production Executive
Kim Hyungsoo	Male	VP	Non-registered Executive	Full-time	DRAM Development Executive
Kim Hyung Hwan	Male	VP	Non-registered Executive	Full-time	Corporate Culture Executive
Na Myung Hee	Female	VP	Non-registered Executive	Full-time	Research & Development Executive
Na Han Joo	Male	VP	Non-registered Executive	Full-time	Package & Test Executive
Doh Seungyong	Male	VP	Non-registered Executive	Full-time	Digital Transformation Executive
Do Chang Ho	Male	VP	Non-registered Executive	Full-time	Safety, Product & Production Executive
Ryu Sung Soo	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Ma Keum Sun	Male	VP	Non-registered Executive	Full-time	Communication & External Affairs Executive
Moon Ki Ill	Male	VP	Non-registered Executive	Full-time	Safety, Product & Production Executive
Moon Seung Hun	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive

Name	Gender	Position	Registered/Non-registered Executive	Full-time/Part-time	Responsibilities
Moon Yang Gi	Male	VP	Non-registered Executive	Full-time	Solution Development Executive
Moon You Jin	Male	VP	Non-registered Executive	Full-time	Corporate Culture Executive
Moon Garthgeung	Male	VP	Non-registered Executive	Full-time	Communication & External Affairs Executive
Min Kyung Hyun	Male	VP	Non-registered Executive	Full-time	Communication & External Affairs Executive
Min Wonbae	Male	VP	Non-registered Executive	Full-time	Global Quality & Reliability Assurance Executive
Park Kyoung	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Park Myoung Soo	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Park Min Cheol	Male	VP	Non-registered Executive	Full-time	Corporate Strategy & Planning Executive
Park Byung Chae	Male	VP	Non-registered Executive	Full-time	Package & Test Executive
Park Sang Bum	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Park Sung Kye	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Park Seongjo	Male	VP	Non-registered Executive	Full-time	NAND Development Executive
Park Seong Hwan	Male	VP	Non-registered Executive	Full-time	Finance Executive
Park Su Man	Male	VP	Non-registered Executive	Full-time	CEO's Staff Executive
Park Yong Kun	Male	VP	Non-registered Executive	Full-time	Communication & External Affairs Executive
Park Il	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Park Jung Sik	Male	VP	Non-registered Executive	Full-time	Head of Global Quality & Reliability Assurance
Park Jun Sik	Male	VP	Non-registered Executive	Full-time	Safety, Product & Production Executive
Park Jin Kyu	Male	VP	Non-registered Executive	Full-time	Package & Test Executive
Park Chan Dong	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Park Chan Ha	Male	VP	Non-registered Executive	Full-time	Research & Development Executive

Name	Gender	Position	Registered/Non-registered Executive	Full-time/Part-time	Responsibilities
Park Chang Heon	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Park Cheol Gyu	Male	VP	Non-registered Executive	Full-time	DRAM Development Executive
Park Cheor Beom	Male	VP	Non-registered Executive	Full-time	Communication & External Affairs Executive
Park Tejin	Male	VP	Non-registered Executive	Full-time	Safety, Product & Production Executive
Park Hyun	Male	VP	Non-registered Executive	Full-time	Communication & External Affairs Executive
Park Hoon	Male	VP	Non-registered Executive	Full-time	Communication & External Affairs Executive
Baek Hyun Chul	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Seo Jae Wook	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Seo Jung Min	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Seol Kwangsoo	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Son Sang Soo	Male	VP	Non-registered Executive	Full-time	Communication & External Affairs Executive
Son Seok Woo	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Son Soo Yong	Male	VP	Non-registered Executive	Full-time	DRAM Development Executive
Son Seunghun	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Song Jun Ho	Male	VP	Non-registered Executive	Full-time	Global Quality & Reliability Assurance Executive
Song Chang Rock	Male	VP	Non-registered Executive	Full-time	Head of CIS Business
Song Chang Suk	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Song Chi Hwa	Male	VP	Non-registered Executive	Full-time	NAND Development Executive
Song Hyun Jong	Male	VP	Non-registered Executive	Full-time	Head of Digital Transformation
Shin Sang Kyu	Male	VP	Non-registered Executive	Full-time	Head of Corporate Culture
Shin Seung-A	Female	VP	Non-registered Executive	Full-time	Research & Development Executive

Name	Gender	Position	Registered/Non-registered Executive	Full-time/Part-time	Responsibilities
Shin Jeong Ho	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Shin Hyeonsoo	Male	VP	Non-registered Executive	Full-time	Finance Executive
Shim Kyu-Chan	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Ahn Hyun	Male	VP	Non-registered Executive	Full-time	Head of Solution Development
Ahn Hyunjoon	Male	VP	Non-registered Executive	Full-time	Package & Test Executive
Yang Hyung Mo	Male	VP	Non-registered Executive	Full-time	Finance Executive
Yuh Dongjoon	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Oh Dongyeon	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Oh Jong Hoon	Male	VP	Non-registered Executive	Full-time	US R&D Executive
Oh Tae Kyung	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Oh Hoon-Sang	Male	VP	Non-registered Executive	Full-time	CIS Business Executive
Yoon Kyoung Ryul	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Yoon Seog Hun	Male	VP	Non-registered Executive	Full-time	Global Quality & Reliability Assurance Executive
Yun Jae Yeun	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Yoon Hongsung	Male	VP	Non-registered Executive	Full-time	Procurement Executive
Lee Kang Min	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Lee Kang Wook	Male	VP	Non-registered Executive	Full-time	Safety, Product & Production Executive
Lee Gwang Ok	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Lee Gyujei	Male	VP	Non-registered Executive	Full-time	Safety, Product & Production Executive
Lee Gi Hwa	Male	VP	Non-registered Executive	Full-time	Package & Test Executive
Lee Dong Ho	Male	VP	Non-registered Executive	Full-time	CEO's Staff Executive

Name	Gender	Position	Registered/Non-registered Executive	Full-time/Part-time	Responsibilities
Lee Moon Hwan	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Lee Min Hyung	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Lee Bang Sil	Female	VP	Non-registered Executive	Full-time	CEO's Staff Executive
Lee Byoung Ki	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Lee Byung Chan	Male	VP	Non-registered Executive	Full-time	Procurement Executive
Lee Sang Kwon	Male	VP	Non-registered Executive	Full-time	DRAM Development Executive
Lee Sang Rak	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Lee Sang Youp	Male	VP	Non-registered Executive	Full-time	Procurement Executive
Lee Sang Chul	Male	VP	Non-registered Executive	Full-time	Corporate Culture Executive
Lee Sang Hwa	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Lee Sang Hwan	Male	VP	Non-registered Executive	Full-time	DRAM Development Executive
Lee Sung Jae	Male	VP	Non-registered Executive	Full-time	US R&D Executive
Lee Sung Hoon	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Lee Soon Bum	Male	VP	Non-registered Executive	Full-time	Corporate Culture Executive
Lee Seungpil	Male	VP	Non-registered Executive	Full-time	NAND Development Executive
Lee Woong Sun	Male	VP	Non-registered Executive	Full-time	Package & Test Executive
Lee Il Woo	Male	VP	Non-registered Executive	Full-time	Corporate Culture Executive
Lee Jaeseo	Male	VP	Non-registered Executive	Full-time	Corporate Strategy & Planning Executive
Lee Jayjoon	Male	VP	Non-registered Executive	Full-time	Communication & External Affairs Executive
Lee Jung Seock	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Lee Jongjoo	Male	VP	Non-registered Executive	Full-time	Solution Development Executive

Name	Gender	Position	Registered/Non-registered Executive	Full-time/Part-time	Responsibilities
Lee Chang Soo	Male	VP	Non-registered Executive	Full-time	Digital Transformation Executive
Lee Tae Hak	Male	VP	Non-registered Executive	Full-time	Solution Development Executive
Lee Hyun Min	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Lee Ho Seok	Male	VP	Non-registered Executive	Full-time	NAND Development Executive
Lee Hong Deok	Male	VP	Non-registered Executive	Full-time	Procurement Executive
Chang Seung Ho	Male	VP	Non-registered Executive	Full-time	Global Quality & Reliability Assurance Executive
Jang Ji Eun	Female	VP	Non-registered Executive	Full-time	DRAM Development Executive
Jeon Jong Min	Male	VP	Non-registered Executive	Full-time	Corporate Culture Executive
Chun Jun Hyun	Male	VP	Non-registered Executive	Full-time	Solution Development Executive
Jeong Sang Kyoo	Male	VP	Non-registered Executive	Full-time	Solution Development Executive
Jung Sang Rok	Male	VP	Non-registered Executive	Full-time	Communication & External Affairs Executive
Chung Sung Yong	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Jeong Woo Pyo	Male	VP	Non-registered Executive	Full-time	NAND Development Executive
Chung Yoon Sik	Male	VP	Non-registered Executive	Full-time	Finance Executive
Chung Eun Tae	Male	VP	Non-registered Executive	Full-time	General Business Management Executive
Jeong In Chul	Male	VP	Non-registered Executive	Full-time	DRAM Development Executive
Cheong Jin Soo	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Jung Chang Kyo	Male	VP	Non-registered Executive	Full-time	DRAM Development Executive
Jeong Cheol Woo	Male	VP	Non-registered Executive	Full-time	Safety, Product & Production Executive
Jung Tae Woo	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Jung Haekang	Male	VP	Non-registered Executive	Full-time	DRAM Development Executive

Name	Gender	Position	Registered/Non-registered Executive	Full-time/Part-time	Responsibilities
Jeong Hoesam	Male	VP	Non-registered Executive	Full-time	CIS Business Executive
Cho Myoung Kwan	Male	VP	Non-registered Executive	Full-time	Global Quality & Reliability Assurance Executive
Cho Min Sang	Male	VP	Non-registered Executive	Full-time	Package & Test Executive
Cho Young Mann	Male	VP	Non-registered Executive	Full-time	DRAM Development Executive
Cho Juhyun	Male	VP	Non-registered Executive	Full-time	CIS Business Executive
Cho Joo Hwan	Male	VP	Non-registered Executive	Full-time	DRAM Development Executive
Cho Ho Jin	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Cho Hoon	Male	VP	Non-registered Executive	Full-time	Solution Development Executive
Jee Woonhyug	Male	VP	Non-registered Executive	Full-time	Solution Development Executive
Jin Bo Gun	Male	VP	Non-registered Executive	Full-time	Corporate Culture Executive
Jin Sung Gon	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Jin Il Sup	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Cha Sang Yeob	Male	VP	Non-registered Executive	Full-time	Safety, Product & Production Executive
Cha Seon Yong	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Cheon Young Il	Male	VP	Non-registered Executive	Full-time	Research & Development Executive
Choi Kwang Moon	Male	VP	Non-registered Executive	Full-time	Safety, Product & Production Executive
Choi Myoung Sup	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Choi Yongsu	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Choi Woo Jin	Male	VP	Non-registered Executive	Full-time	Package & Test Executive
Choi Jung Dal	Male	VP	Non-registered Executive	Full-time	Head of NAND Development
Choi Jung San	Male	VP	Non-registered Executive	Full-time	Global Quality & Reliability Assurance Executive

Name	Gender	Position	Registered/Non-registered Executive	Full-time/Part-time	Responsibilities
Choi Joon	Male	VP	Non-registered Executive	Full-time	Global Sales & Marketing Executive
Choi Jun Gi	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Choi Jin Woo	Male	VP	Non-registered Executive	Full-time	Manufacturing Technology Executive
Choi Chang Eun	Male	VP	Non-registered Executive	Full-time	Solution Development Executive
Choi Hong Sok	Male	VP	Non-registered Executive	Full-time	NAND Development Executive
Han Sang Shin	Male	VP	Non-registered Executive	Full-time	Package & Test Executive
Han Young Su	Male	VP	Non-registered Executive	Full-time	NAND Development Executive
Huh Hwang	Male	VP	Non-registered Executive	Full-time	NAND Development Executive
Hong Sang Hoo	Male	VP	Non-registered Executive	Full-time	Head of Package & Test

B. Executive Officer Appointment Policy

Under its executive officer management system, the Company validates matters related to the appointment and retaining of senior executives every year, wherein it conducts a comprehensive review of the suitability of executives in their posts. On top of a comprehensive assessment of the performance of their respective positions, such as competence and leadership, executives are assessed for any damages they may have caused to enterprise value or any infringement of shareholders' equity interest, the findings of which are reported to the Board for approval and finalization.

In accordance with Paragraph 3, Article 21 (Cause for Dismissal) of the Employment Rules, the Company may dismiss an employee at its discretion if the person is sentenced to imprisonment or a heavier punishment under criminal law and operates a disciplinary system to account for unethical or unjust behavior as defined by the Company's internal standards, beyond actions that violate enterprise value, i.e., embezzlement or breach of duty, or that infringe upon

shareholders' equity interest as found by an external public agency. In addition, candidates for key management positions are checked and vetted against personnel information owned by the Company, including records on rewards and penalties, before they are recommended to the Chief Executive Officer. The list of candidates is determined upon discussion with the CEO and finalized after reporting to the Board.

C. Appointment Status

Among Company executives, Chairman Chey, Tae-Won was convicted of embezzlement charges by the Supreme Court of Korea on February 27, 2014. However, the incident came before he was appointed as an executive of the Company, and the said executive resigned from his post as Representative Director after the guilty verdict. Meanwhile, the executive was pardoned and his records restored in August 2015, for which he is deemed to have no disqualification to serve as a non-registered executive of the Company.

As Chairman of SK Group, Chey Tae Won leverages the vast knowledge and experience gained through global management and use this to help the Company strengthen its position as a technology-driven company and build a foundation for sustainable growth. At the same time, he is contributing to the company's development in his position as a non-registered executive to enhance the company's social value.

D. Non-adoption of the Executive Director System

The Company has not adopted an executive director system at this point for reasons including: The positions of the CEO and the Chairman of the Board are separately held, the Board Chair, who is an independent director, faithfully conducts checks against the management, and the Independent Director Council consisting only of independent directors is in place. If deemed necessary, adoption of the system will be considered.

(Key Principle 5) Responsibilities of Independent Directors

- Independent directors should be able to independently participate in important corporate management decision-making and to supervise and support the management as a Board member.

(Sub-principle 5-①) Corporate should identify, during the appointment stage of the process, that independent directors do not have significant personal interests in the corporate.

A. Independence (Interests) of Independent Directors

Our independent directors have no significant interests with the Company or our affiliates, and we verify to check for the existence of any such interests during the selection process. When the Board proposes a candidate for independent director at the general meeting of shareholders, details of any transaction between the candidate and the Company and/or our affiliates and the existence of any significant interests with the Company are reviewed. Further, we receive the confirmation of eligibility for independent director qualification to verify the candidate's independence.

As of the date of report submission, our independent directors have no prior employment with us or our affiliates. In addition, there has been no history of transactions in the past three business years between our independent directors or companies where they serve as employees and the Company and/or its affiliates.

Name	Independent directors who previously served in the Company or affiliates		Transactions between independent directors (or companies with independent directors as the largest shareholder) and the Company and/or our affiliates		Transactions between companies where independent directors serve as employees and the Company and/or affiliates	
	Our Company	Our affiliates	Our Company	Our affiliates	Our Company	Our affiliates
Shin Chang Hwan	None	None	None	None	None	None

Song Ho Keun	None	None	None	None	None	None
Cho Hyun Jae	None	None	None	None	None	None
Yoon Tae Hwa	None	None	None	None	None	None
Ha Yung Ku	None	None	None	None	None	None
Han Ae Ra	None	None	None	None	None	None

B. Independent Directors' Tenure

As of the date of report submission, there is no independent director whose tenure of service has exceeded 6 years, and the tenure of each incumbent independent director is stated in the table below. Further, there are no independent directors whose tenure of service has exceeded 9 years, including in our affiliates.

Independent directors' tenure in office expires at the end of the 3rd general meeting of shareholders as per our Articles of Incorporation. Independent directors with upcoming tenure expiration are evaluated on their overall fulfillment of duties to determine one re-appointment so that their tenure does not exceed the 6th regular general shareholders meeting.

Name	Our Company		Including affiliates	
	Tenure of service	Reason for exceeding 6 years	Tenure of service	Reason for exceeding 9 years
Shin Chang Hwan	5 years and 3 months	-	-	-
Song Ho Keun	4 years and 3 months	-	-	-
Cho Hyun Jae	4 years and 3 months	-	-	-
Yoon Tae Hwa	4 years and 3 months	-	-	-
Ha Yung Ku	3 years and 3 months	-	-	-
Han Ae Ra	2 years and 3 months	-	-	-

C. Appointment of independent director candidates without significant interests

The Company, from the recommendation stage of independent directors, recommends and appoints candidates who 1) meet the qualifications set by related laws such as the Commercial Act, 2) are independent from the management and the largest shareholder, and 3) are experts in specific areas. Moreover, the Company discloses information about the candidates, including their confirmed independence (interests), when announcing the agenda of the general meeting of shareholders.

On March 30, 2022, through the revision of the Independent Director Nomination Committee Regulations, the Company applied the Global Standard to reinforce the independence and diversity requirements, thereby further strengthening the recommendation requirements for independent director candidates. Regulations have been added to strengthen independence, such as recommending a candidate who has not accepted or has a family member who has not accepted any payments from the Company or any parent or subsidiary of the Company in excess of \$60,000 annually within the last three years, who is not a family member of an individual who has been employed by the Company or by any parent or subsidiary of the Company as an executive officer within the last three years, among others. Also, regulations have been added to strengthen diversity, such as the Committee should review, select, and recommend candidates for independent directors equally and fairly without discrimination based on gender, race, religion, ethnicity, nationality, and others.

(Sub-principle 5-②) Independent directors should put enough amount of time and efforts to sincerely fulfill their duties.

A. Concurrent Employment Status of Independent Directors

The Company allows independent directors to have concurrent positions in other companies only within the scope permitted by the Commercial Act. No independent director currently holds a concurrent position outside this scope. Independent directors' holding of concurrent positions as of the report submission date is as follows.

Name (Audit Committee member) ¹⁾	Initial appointment date	Tenure expiration date	Current office	Status of concurrent offices held			
				Concurrent institution ²⁾	Concurrent position	Tenure of service in concurrent institution	Listed/non-listed institution (concurrent)
Shin Chang Hwan (Audit Committee member)	2017.3.24	AGM in 2023	Professor, Department of Electrical and Electronic Engineering, Korea University	-	-	-	-
Song Ho Keun	2018.3.28	AGM in 2024	Endowed-chair professor, Department of Humanities and Social Sciences at POSTECH	DTR Automotive	Independent Director	2020.3.27~ present	Listed corporation (KOSPI)
				Yumin Cultural Foundation	Director	2009.12.15~ present	N/A
Cho Hyun Jae	2018.3.28	AGM in 2024	-	-	-	-	-
Yoon Tae Hwa (Audit Committee head)	2018.3.28	AGM in 2024	Professor of Business Administration and Dean of Graduate School of Business Administration, Gachon University	Innocean Worldwide	Independent Director, Member of Audit Committee	2020.3.25~ present	Listed corporation (KOSPI)
				POSTECH Educational Foundation	Auditor	2019.8.12~ present	N/A
				KOSDAQ Disclosure Committee	Head	2019.1.1~ present	N/A

				National Tax Service	Representative Citizen Auditor	2018.9.4~ present	N/A
Ha Yung Ku (Audit Committee member)	2019.3.22	AGM in 2025	SK hynix Chair of Board	Blackstone Korea	Chairman	2022.4.27~ present	N/A
Han Ae Ra (Audit Committee member)	2020.3.20	AGM in 2023	Professor, School of Law, Sungkyunkwan University	CJ Corp.	Independent Director	2022.3.29~ present	Listed corporation (KOSPI)

1) Marked as "audit committee member" under the name of the independent director if he/she is a member of the Audit Committee

2) Concurrent institutions include non-profit corporation, incorporated foundation etc.

B. Independent directors' sincere fulfillment of duties

The Company allows independent directors to have concurrent positions in another company only within the scope permitted by the Commercial Act. The Company's independent directors commit sufficient time and efforts to the board activities while sincerely fulfilling their duties as directors also through the Council of Independent Directors and other board education sessions. Meanwhile, independent directors' sincere fulfillment of duties can also be confirmed through their 100% attendance rate at board and committee meetings.

(Sub-principle 5-③) The corporate should provide enough amount of information and resources necessary for the independent directors' performance of duty.

A. Support for Independent directors' performance of duty

(1) Operation of Council of Independent Directors

The Company operates a Council of Independent Directors (the "Council") consisting only of independent directors. The members of the Council seek professional and reasonable decision-making by reviewing management agendas and agendas to be submitted to the Board

beforehand, and the expert opinions raised during the in-depth debates are reflected in all management activities. Over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission, a total of 16 meetings have been held. The Company provides sufficient information through the Council, thereby allowing independent directors' fulfillment of duties.

[Council of Independent Directors meetings]

Round	Regular / Extra-ordinary	Meeting date	Attendance	Agenda	Remarks
1	Regular	2021.1.25	6/6	1. Appointment of Independent Director Nomination Committee members (proposal)	Prior deliberation
				2. Financial statements for 73rd financial year (2020) (proposal)	Prior deliberation
				3. Business report for 73rd financial year (2020) (proposal)	Prior deliberation
				4. 2021 Fund management plan	Reviewed
				5. 2020 Operational status of the internal accounting control system	Reported
				6. Transaction with SK Planet (proposal)	Prior deliberation
				7. 2021 Business plan (proposal)	Prior deliberation
				8. Transaction results with SK ecoplant	Reported
				9. Progress on LNG supply contract	Reviewed
				10. OEP Growth Fund investment plan	Reviewed
2	Regular	2021.2.22	6/6	1. Report on PS-related status	Reported
				2. Convocation of the 73rd Annual General Meeting of Shareholders (proposal)	Prior deliberation
				3. Transaction with ASML (proposal)	Prior deliberation
				4. Evaluation results of 2020 operational status of the internal accounting control system	Reported
				5. Direction of company-wide ESG strategies	Reviewed
				6. January 2021 earnings	Reported
3	Regular	2021.3.22	6/6	1. Governance Story (proposal)	Reviewed
4	Regular	2021.4.26	6/6	1. Disposal of treasury shares	Prior deliberation

				2. Donation to the Korea Foundation for Advanced Studies, etc. (proposal)	Prior deliberation
				3. 2021 Health and safety plan (proposal)	Prior deliberation
				4. 2021 SUPEX Council Agreement operating costs transaction (proposal)	Prior deliberation
				5. 2021 1Q Business results	Reported
5	Regular	2021.6.21	6/6	1. Donation to Korea Safety Health Environment Foundation (proposal)	Prior deliberation
				2. Transaction with SK Telecom, etc. (proposal)	Prior deliberation
				3. Transaction with SK Ecoplant (proposal)	Prior deliberation
				4. Transactions with SK E&S, Boryeong LNG Terminal (proposal)	Prior deliberation
				5. SK Group's Carbon Net Zero declaration and the Company's strategic direction	Reported
6	Regular	2021.7.26	6/6	1. Donation (proposal)	Prior deliberation
				2. Transaction with Narae Energy Service (proposal)	Prior deliberation
				3. Transaction with SK Ecoplant (proposal)	Prior deliberation
				4. 2021 Revised business plan (proposal)	Prior deliberation
				5. 2021 2Q Business results	Reported
7	Regular	2021.9.27	6/6	1. August 2021 earnings	Reported
8	Regular	2021.10.25	6/6	1. Execution of borrowing for acquisition of Intel SSD/NAND business (proposal)	Prior deliberation
				2. Project Sapphire update	Reported
				3. Report on investment in 8 inch Foundry	Reviewed
				4. Signing of agreement for allocation of land in the Yongin Semiconductor Cluster	Prior deliberation
				5. Q3'21 Business results	Reported
9	Regular	2021.11.22	6/6	1. Apple business status	Reported
				2. Change of parties to the SUPEX Council Agreement	Prior deliberation
				3. Signing of agreement for allocation of land in the Yongin Semiconductor Cluster	Prior deliberation
				4. 2022 Business plan (proposal)	Prior deliberation
				5. New mid to long-term shareholder return policy	Reported
10	Regular	2021.12.01	6/6	1. 2022 organization reshuffle & major executive-level staffing changes	Reported

11	Regular	2021.12.20	6/6	1. 2021 Review of Leaders' Initiative-taking	Reported
				2. Transaction with SK Shieldus, etc. (proposal)	Prior deliberation
				3. Transaction with SKHYCL (Wuxi production company) (proposal)	Prior deliberation
				4. Transaction with SK Ecoplant (proposal)	Prior deliberation
				5. Transaction with SK Materials Airplus (proposal)	Prior deliberation
				6. Donation (proposal)	Prior deliberation
12	Regular	2022.1.24	6/6	1. Financial statements for 74th financial year (2021) (proposal)	Prior deliberation
				2. Business report for 74th financial year (2021) (proposal)	Prior deliberation
				3. 2021 Operational status of the internal accounting control system	Reported
				4. 2022-2024 Shareholder return policy (proposal)	Prior deliberation
				5. Transaction with SK Ecoplant (proposal)	Prior deliberation
				6. 7th Round investment and capital contribution to SKHYCL (Wuxi production company) (proposal)	Prior deliberation
				7. 2022 Health and safety plan (proposal)	Prior deliberation
13	Regular	2022.2.21	6/6	1. Convocation of the 74th Annual General Meeting of Shareholders (proposal)	Prior deliberation
				2. Revision of Corporate Governance Charter (proposal)	Prior deliberation
				3. Evaluation results of 2021 operational status of the internal accounting control system	Reported
				4. January 2022 earnings	Reported
14	Regular	2022.3.28	6/6	1. Acquisition of Solidigm's accounts payable and contribution in-kind (proposal)	Prior deliberation
				2. Contribution in-kind to SKHMS A (proposal)	Prior deliberation
				3. Revision of 2022 CEO KPI (proposal)	Prior deliberation
				4. Revision of Independent Director Nomination Committee regulations (proposal)	Prior deliberation
				5. 2021 Board of Directors activity evaluation plan (proposal)	Reported
15	Regular	2022.4.25	6/6	1. Report on "Changing the Council's role"	Reported
				2. Change of parties to the SUPLEX Council Agreement and operating expense transactions (proposal)	Prior deliberation
				3. Donation to the Korea Foundation for Advanced Studies, etc. (proposal)	Prior deliberation

				4. SEC LNG trial run volume change (proposal)	Prior deliberation
				5. Transaction with SK Ecoplant (proposal)	Prior deliberation
				6. Execution of 2022 long-term borrowing agreement (proposal)	Prior deliberation
				7. 2022 1Q dividends (proposal)	Prior deliberation
				8. Sales/financial response measures related to quality issues	Prior deliberation
				9. Determination of Independent Director remuneration and disposal of treasury shares	Prior deliberation
				10. 2021 Compliance management activities	Reported
				11. 2021 Board of Directors activity evaluation results	Reported
16	Regular	2022.5.23	6/6	1. Liquidization of U-Tower (proposal) (including transaction with SK REITs/SK Holdings)	Prior deliberation
				2. Capital increase and loan of funds to Solidigm (proposal)	Prior deliberation
				3. Plan for transfer of Management diagnosis function (proposal)	Reported
				4. Progress on Yongin Semiconductor Cluster	Reported
				5. 2022 CEO KPI operation (proposal)	Prior deliberation

(2) Corporate Support for Independent Directors' execution of duties

The Company has established and adopted regulations to support independent directors in their execution of duties. To meet the needs of independent directors, such as their requests for information, a Board Secretariat has been set up under the auspices of the Board.

The Board Secretariat provides data requested by independent directors, such as management information and agendas of the Board and committees through the Board Information Service System. Also, the BOD (Board of Directors) Mobile App provides an environment through which independent directors can view management issues, board agendas, and other general information about the Board, including financial information and emails, to enable them to perform their duties any time and anywhere.

To assist independent directors with their duties, the Company provides orientation and training, semiconductor technology training, site visits, and regular workshops. The orientation is provided for the newly-appointed independent directors and consists of content such as an

introduction to the Company and the semiconductor industry and a description of the duties of directors.

In addition to the orientation, the Company provides independent directors with frequent technical training to enhance their understanding of the semiconductor industry and the manufacturing processes. The technical training is conducted by in-house professionals in a customized, one-on-one manner and can be given upon request by independent directors or when deemed necessary by the Company.

Moreover, the Company hosts special semi-annual workshops for independent directors where they discuss key management agendas and technology trends. The Company also helps enhance the understanding of independent directors on the current status of the Company's manufacturing facilities and overseas businesses through visits to the Company's domestic and overseas business sites at least twice a year.

B. Sufficient provision of information and resources for Independent Directors' execution of duties

As mentioned above, through the operation of the Council of Independent Directors, orientation for independent directors, provision of education and workshop opportunities for the Board, and provision of information and resources through the dedicated Board Secretariat, the Company provides sufficient information for independent directors' execution of duties.

(Key Principle 6) Evaluation of Independent Directors Activities

- To promote active performance of duties by the independent directors, their activities should undergo fair evaluation; and the decisions on their remuneration and reappointment should be made on the basis of the outcomes of such evaluation.

(Sub-principle 6-①) Evaluation of the independent director should be based on the individual performance, and the evaluation of the independent director should be reflected in the decision on reappointment.

A. Evaluation of Independent Directors' Activities

The Company conducts a performance evaluation of the Board to evaluate how faithfully the Board is performing its roles and responsibilities and to improve its operational efficiency.

The performance evaluation is utilized to strengthen the roles and responsibilities of the Board and to improve the operational efficiency of the Board. The results of the evaluation of the Board activities in 2021 are as follows, and the details were also disclosed in the 75th Q1 Business Report on May 16, 2022.

[Evaluation of Independent Directors]

※ 2021 Evaluation results of Board activities (self-evaluation: score out of 5)

- ☐ Board activities: 4.7
- ☐ Self-evaluation: 4.9
- ☐ Audit Committee activities: 4.8

(Sub-principle 6-②) Independent directors' remuneration should be decided in amounts reflecting the appraisal result of the independent directors and the accountability & risks of fulfilling duties.

A. Independent Directors' remuneration

In accordance with Article 34 of the Company's Articles of Incorporation, independent directors are paid within the remuneration limits approved at the general meeting of shareholders. The Company discloses the remuneration it pays to its independent directors in the Business report. The remuneration paid to the independent directors in 2021 is as follows:

(Unit: KRW million)

Classification	Headcount	Period	Total remuneration	Average remuneration per person
Independent Director	2	2021 (annual)	235	117

Classification	Headcount	Period	Total remuneration	Average remuneration per person
(excluding Audit Committee members)				
Audit Committee member	4	2021 (annual)	469	117

* Headcount as of December 31, 2021. Total remuneration and average remuneration per person are based on the total cumulative amount in 2021.

* Average remuneration per person = total remuneration / the average headcount in the relevant period

Meanwhile, at the 3rd board meeting held on March 30, 2021, the Company decided to reorganize the Board to expand the roles of the Board and committees. In line with this, to increase the accountability of directors, the Company has decided to increase the remuneration of independent directors by 10% from March 30, 2021, and pay 200 shares each as stock grants. The Company disposed of its treasury stock on May 3, 2021, and paid a total of 1,200 shares (200 shares each) as stock grants to independent directors.

In addition, at the 4th board meeting held on April 27, 2022, the Board decided to pay independent directors remuneration considering their roles and responsibilities and bonuses based on their management performance in 2021 in the form of stock to reinforce responsible management centered on the Board. The Company disposed of its treasury stocks on May 2, 2022, and a total of 3,240 stocks were differentially given to independent directors as stock grants in consideration of their roles and responsibilities.

B. Appropriateness of Independent Directors' Remuneration

The Company determines the remuneration of independent directors at a proper level in consideration of accountability and the risk and time required for fulfilling duties. Also, in order to maintain independence, remuneration is not differentiated depending on appraisals. However, the remuneration of the Board Chair and Committee Heads are differentiated in consideration of their roles and responsibilities.

(Key Principle 7) Operation of the Board

- The Board should be operated efficiently and rationally to ensure that the management decisions are made in the best interests of the corporation and shareholders.

(Sub-principle 7-①) The Board should be held in principle, on a regular basis, and the corporate should prepare operational regulations that stipulate the authority, responsibility and operational procedures of the board in detail.

A. Overall operation of the Board

The Company stipulates the general matters related to the operation of the Board in detail, such as regular board meetings, operation procedures, as well as the authorities and responsibilities of the Board, in the Articles of Incorporation and the Board Regulations. According to the Articles of Incorporation and the Board Regulations, the Board holds its regular board meeting within 45 days after the closure of every quarter and is able to hold a special board meeting under its necessity. Board meetings are held more often than stipulated in the Articles of Incorporation and the Board Regulations, with 17 board meetings held over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission.

According to the Articles of Incorporation and Board Regulations, the notice of convocation of board meetings is given two days before the meeting date with details of the meeting date, location, and agenda. In case of emergency, the notice of convocation of board meetings may be given by the day before the meeting date. In addition, with the consent of all directors, board meetings may be held at any time without prior notice on convocation. The Articles of Incorporation and the Board Regulations are disclosed on the company website and available to shareholders and stakeholders.

Board meetings held over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission are as follows:

[Board meetings]

Round	Agenda		Approved/ rejected	Regular /extra- ordinary	Meeting date	Date of agenda notifi- cation	Attendance /quota
	Classifi- cation	Details					
1	Resolution	1. Appointment of Independent Director Nomination Committee members (proposal)	Approved	Regular	'21.1.28	'21.1.26	9/9
		2. Financial statements for 73rd financial year (2020) (proposal)	Approved				9/9
		3. Business report for 73rd financial year (2020) (proposal)	Approved				9/9
		4. Transaction with SK Planet (proposal)	Approved				9/9
		5. 2021 Business plan (proposal)	Approved				9/9
	Report	6. 2020 Operational status of the internal accounting control system	Reported				9/9
		7. 2021 Fund management plan	Reported				9/9
		8. 2020 Compliance management activities	Reported				9/9
2	Resolution	1. Stock option grants (proposal)	Approved	Regular	'21.2.24	'21.2.22	9/9
		2. Convocation of the 73rd Annual General Meeting of Shareholders (proposal)	Approved				9/9
		3. Transaction with ASML (proposal)	Approved				9/9
	Report	4. Evaluation results of 2020 operational status of the internal accounting control system	Reported				9/9
3	Resolution	1. Appointment of the Chair of the Board	Approved	Regular	'21.3.30	'21.3.28	9/9
		2. Appointment of CEO	Approved				9/9
		3. Committee reorganization and appointment of committee members	Approved				9/9
		4. 2021 CapEx increase (proposal)	Approved				9/9
	Report	5. Progress and plans on Yongin Semiconductor Cluster	Reported				9/9
4	Resolution	1. Disposal of treasury shares	Approved	Regular	'21.4.28	'21.4.26	9/9
		2. Donation to the Korea Foundation for Advanced Studies, etc. (proposal)	Approved				9/9

Round	Agenda		Approved/ rejected	Regular /extra- ordinary	Meeting date	Date of agenda notifi- cation	Attendance /quota
	Classifi- cation	Details					
		3. 2021 Health and safety plan (proposal)	Approved				9/9
		4. Transaction with SK Innovation (proposal)	Approved				9/9
		5. Transaction with SK Telecom (proposal)	Approved				8/8*
	Report	6. 2021 1Q Business results	Reported				9/9
5	Resolution	1. Revision of Board of Directors regulations, etc. (proposal)	Approved	Regular	'21.5.7	'21.5.4	9/9
	Report	2. Investment in 8inch Foundry	Reported				9/9
6	Resolution	1. Donation to Korea Safety Health Environment Foundation (proposal) (footnote 1)	Rejected	Regular	'21.6.23	'21.6.21	9/9
		2. Transaction with SK Telecom, etc. (proposal)	Approved				8/8*
		3. Transaction with SK Ecoplant (proposal)	Approved				9/9
		4. Transactions with SK E&S, Boryeong LNG Terminal (proposal)	Approved				9/9
7	Resolution	1. Donation (proposal)	Approved	Regular	'21.7.28	'21.7.26	9/9
		2. Transaction with Narae Energy Service (proposal)	Approved				9/9
		3. Transaction with SK Ecoplant (proposal)	Approved				9/9
		4. 2021 Revised business plan (proposal)	Approved				9/9
	Report	5. 2021 2Q Business results	Reported				9/9
		6. M16 FAB – 3rd party verification plan	Reported				9/9
8	Resolution	1. Donation to Korea Safety Health Environment Foundation (proposal) (footnote 2)	Approved with amendments	Regular	'21.9.29	'21.9.27	9/9
		2. Transaction with SK Telecom (proposal)	Approved				8/8*
9	Resolution	1. Signing of agreement for allocation of land in the Yongin Semiconductor Cluster (footnote 3)	Rejected	Extraordi- nary	'21.11.7	'21.11.5	9/9
		2. Execution of borrowing for acquisition of Intel SSD/NAND business (proposal)	Approved				9/9

Round	Agenda		Approved/ rejected	Regular /extra- ordinary	Meeting date	Date of agenda notifi- cation	Attendance /quota
	Classifi- cation	Details					
10	Resolution	1. Change of parties to the SUPEX Council Agreement	Approved	Regular	'21.11.24	'21.11.22	9/9
		2. Signing of agreement for allocation of land in the Yongin Semiconductor Cluster	Approved				9/9
		3. 2022 Business plan (proposal)	Approved				9/9
11	Report	1. Paid-in capital increase and loans to SSDCo. (footnote 4) and FabCo. (footnote 5) (proposal)	Reported	Extraordi- nary	'21.12.1	'21.11.29	9/9
		2. 2022 Delivery Issue – Review of issuance of pre-code for new equipment	Reported				9/9
12	Resolution	1. Donation (proposal)	Approved	Regular	'21.12.22	'21.12.20	9/9
		2. Transaction with SKHYCL (Wuxi production company) (proposal)	Approved				8/8*
		3. Transaction with SK Ecoplant (proposal)	Approved				9/9
		4. Transaction with SK Materials Airplus (proposal)	Approved				9/9
		5. Paid-in capital increase and loans to SSDCo. and FabCo. (proposal)	Approved				9/9
		6. Transaction with SK Shieldus, etc. (proposal)	Approved				9/9
		7. Capital contribution to SKHYCL (Wuxi production company) (proposal)	Approved				8/8*
13	Resolution	1. Financial statements for 74th financial year (2021) (proposal)	Approved	Regular	'22.1.27	'22.1.25	9/9
		2. Business report for 74th financial year (2021) (proposal)	Approved				9/9
		3. 2022-2024 Shareholder return policy (proposal)	Approved				9/9
		4. Transaction with SK Ecoplant (proposal)	Approved				9/9
		5. 7th Round investment and capital contribution to SKHYCL (Wuxi production company) (proposal)	Approved				8/8*
		6. 2022 Health and safety plan (proposal)	Approved				9/9
	Report	7. 2021 Operational status of the internal	Reported				9/9

Round	Agenda		Approved/ rejected	Regular /extra- ordinary	Meeting date	Date of agenda notifi- cation	Attendance /quota
	Classifi- cation	Details					
		accounting control system					
		8. 2021 Incentive bonus payment plan (proposal)	Reported				9/9
14	Resolution	1. Stock option grants (proposal)	Approved	Regular	'22.2.23	'22.2.21	9/9
		2. Transaction with SK Square (proposal)	Approved				8/8*
		3. Disposal of treasury shares	Approved				9/9
		4. Convocation of the 74th Annual General Meeting of Shareholders (proposal)	Approved				9/9
	Report	5. Evaluation results of 2021 operational status of the internal accounting control system	Reported				9/9
15	Resolution	1. Appointment of the Chair of the Board	Approved	Regular	'22.3.30	'22.3.28	9/9
		2. Appointment of CEO	Approved				9/9
		3. Appointment of committee members within the Board of Directors	Approved				9/9
		4. Revision of Independent Director Nomination Committee regulations (proposal)	Approved				9/9
		5. Acquisition of Solidigm's accounts payable and contribution in-kind (proposal)	Approved				9/9
		6. Contribution in-kind to SKHMS A (proposal) (footnote 6)	Conditionally approved				9/9
	Report	7. 2021 Board of Directors activity evaluation plan (proposal)	Reported				9/9
16	Resolution	1. SEC LNG trial run volume change (proposal)	Approved	Regular	'22.4.27	'22.4.25	9/9
		2. Transaction with SK Ecoplant (proposal)	Approved				9/9
		3. Change of parties to the SUPLEX Council Agreement and operating expense transactions (proposal)	Conditionally approved				9/9
		4. Donation to the Korea Foundation for Advanced Studies, etc. (proposal)	Approved				9/9
		5. Execution of 2022 long-term borrowing	Approved				9/9

Round	Agenda		Approved/ rejected	Regular /extra- ordinary	Meeting date	Date of agenda notifi- cation	Attendance /quota
	Classifi- cation	Details					
		agreement (proposal)					
		6. 2022 1Q dividends (proposal)	Approved				9/9
		7. Determination of Independent Director remuneration and disposal of treasury shares	Approved				9/9
	Report	8. 2021 Compliance management activities	Reported				9/9
		9. 2021 Board of Directors activity evaluation results	Reported				9/9
17	Resolution	1. Transaction with SK Reits (proposal)	Approved	Regular	'22.5.25	'22.5.23	9/9
		2. Transaction with SK Holdings (proposal)	Approved				9/9
		3. Cancellation of stock options	Approved				9/9
	Report	4. Solidigm cash shortage issue	Reported				9/9

* Resolutions regarding self-dealing transactions of Director Park Jung Ho (SK Telecom, SK Square) and Director Lee Seok Hee (SKHYCL), thus are excluded from vote and attendance/quota

Note 1) Necessity to reevaluate the foundation's operation plan and the donation amount

Note 2) Additional conditions for making donations

Note 3) Additional reporting and review of the overall contents of the Yongin semiconductor cluster construction project

Note 4) Refers to SK hynix NAND Product Solutions Corp.

Note 5) Refers to SK hynix Semiconductor (Dalian) Co., Ltd.

Note 6) Conditions for obtaining approval from the Solidigm Board of Directors prior to SKHMS A's contribution in-kind

B. Regular meetings of the Board

The Company details the Board's duties, responsibilities, operational procedures, etc., in the Board Regulations and regularly holds board meetings.

(Sub-principle 7-②) The Board should record minutes in detail for every meeting and disclose the attendance rate of each director at the board meeting and the activities such as the approval and disapproval on the agenda.

A. Minutes of the Board Meetings

The Company takes records and keeps on file minutes of the meetings of the Board, containing the agenda, progress, opponents of the agenda and reasons, and the seal or signature of the directors who attended the meeting. The Company also discloses details of attendance and approval/disapproval of the agenda in the Business Report and on the company website. Minutes of board meetings are kept within the Company under the responsibility of the Board Secretariat. While the Company keeps records of key discussions and resolutions, such records are kept confidential considering the sensitivity and inclusion of business secrets in such discussions.

B. Board Activities

The attendance details of individual directors who held office over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission are as follows:

[Attendance of individual directors at the Board Meetings]

Classification	Round	1	2	3	4	5
	Meeting date	'21.1.28	'21.2.24	'21.3.30	'21.4.28	'21.5.7
Executive Director	Lee Seok Hee	Attended	Attended	Attended	Attended	Attended
	Oh Jong Hoon	Attended	Attended	Attended	Attended	Attended
Independent Director	Shin Chang Hwan	Attended	Attended	Attended	Attended	Attended
	Song Ho Keun	Attended	Attended	Attended	Attended	Attended
	Cho Hyun Jae	Attended	Attended	Attended	Attended	Attended
	Yoon Tae Hwa	Attended	Attended	Attended	Attended	Attended
	Ha Yung Ku	Attended	Attended	Attended	Attended	Attended
	Han Ae Ra	Attended	Attended	Attended	Attended	Attended
Non-Independent	Park Jung Ho	Attended	Attended	Attended	Attended	Attended

Non-Executive/ Executive Director						
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Classification	Round	6	7	8	9	10	11	12
	Meeting date	'21.6.23	'21.7.28	'21.9.29	'21.11.7	'21.11.24	'21.12.1	'21.12.22
Executive Director	Park Jung Ho	Attended	Attended	Attended	Attended	Attended	Attended	Attended
	Lee Seok Hee	Attended	Attended	Attended	Attended	Attended	Attended	Attended
	Oh Jong Hoon	Attended	Attended	Attended	Attended	Attended	Attended	Attended
Independent Director	Shin Chang Hwan	Attended	Attended	Attended	Attended	Attended	Attended	Attended
	Song Ho Keun	Attended	Attended	Attended	Attended	Attended	Attended	Attended
	Cho Hyun Jae	Attended	Attended	Attended	Attended	Attended	Attended	Attended
	Yoon Tae Hwa	Attended	Attended	Attended	Attended	Attended	Attended	Attended
	Ha Yung Ku	Attended	Attended	Attended	Attended	Attended	Attended	Attended
	Han Ae Ra	Attended	Attended	Attended	Attended	Attended	Attended	Attended

Classification	Round	13	14	15	16	17	Remarks
	Meeting date	'22.1.27	'22.2.23	'22.3.30	'22.4.27	'22.5.25	
Executive Director	Park Jung Ho	Attended	Attended	Attended	Attended	Attended	
	Lee Seok Hee	Attended	Attended	-	-	-	Resigned on '22.3.30
	Oh Jong Hoon	Attended	Attended	-	-	-	Tenure ended on '22.3.30
	Kwak Noh Jung	-	-	Attended	Attended	Attended	Appointed on '22.3.30
	Noh Jongwon	-	-	Attended	Attended	Attended	Appointed on '22.3.30
Independent Director	Shin Chang Hwan	Attended	Attended	Attended	Attended	Attended	
	Song Ho Keun	Attended	Attended	Attended	Attended	Attended	
	Cho Hyun Jae	Attended	Attended	Attended	Attended	Attended	
	Yoon Tae Hwa	Attended	Attended	Attended	Attended	Attended	
	Ha Yung Ku	Attended	Attended	Attended	Attended	Attended	
	Han Ae Ra	Attended	Attended	Attended	Attended	Attended	

* Director Park Jung Ho was first appointed as an Executive Director on March 18, 2016, and resigned from the post on March

23, 2017. He was appointed as a Non-Independent Non-Executive Director on March 24, 2017, resigned from the post on March 29, 2021, and appointed as an Executive Director on March 30, 2021.

Individual directors' attendance and approval of board meeting agenda items during the recent three business years are as follows:

Name	Classification	Tenure	Attendance rate (%)				Approval rate (%)			
			Recent 3 year average	Recent 3 years			Recent 3 year average	Recent 3 years		
				2021	2020	2019		2021	2020	2019
Lee Seok Hee	Executive Director	'17.3.24~ '22.3.30	100	100	100	100	98.2	94.7	100	100
Oh Jong Hoon	Executive Director	'19.3.22~ '22.3.30	100	100	100	100	98.3	95.0	100	100
Choi Jong Won	Independent Director	'14.3.21~ '20.3.20	100	100	100	100	100	-	100	100
Shin Chang Hwan	Independent Director	'17.3.24~ present	100	100	100	100	98.3	95.0	100	100
Song Ho Keun	Independent Director	'18.3.28~ present	100	100	100	100	97.2	95.0	96.7	100
Cho Hyun Jae	Independent Director	'18.3.28~ present	100	100	100	100	98.3	95.0	100	100
Yoon Tae Hwa	Independent Director	'18.3.28~ present	100	100	100	100	98.3	95.0	100	100
Ha Yung Ku	Independent Director	'19.3.22~ present	100	100	100	100	98.3	95.0	100	100
Han Ae Ra	Independent Director	'20.3.20~ present	100	100	100	-	97.5	95.0	100	-
Park Jung Ho	Executive Director	'16.3.18~ present	92.6	100	100	77.8	98.2	94.6	100	100

* The year that does not fall into the tenure of service of the relevant director in the recent 3 years is marked as "-".

※ Approved with amendments are calculated as approved

(Key Principle 8) Committees of the Board

- For an efficient operation, the Board should establish internal committees which are responsible for the performance of specific functions and roles.

(Sub-principle 8-①) At least majority of members of the committees of the Board should be composed of independent directors, and all of the members of the Audit Committee and Remuneration (compensation) Committee should be comprised of independent directors.

A. Establishment of Board Committees

As of the date of report submission, the Company has installed and operates five expert committees, including the Audit Committee, the Independent Director Nomination Committee, the Sustainability Committee, the Compensation Committee, and the Strategy Committee, under the Board for efficient and expert operations of the Board. The roles and composition of each board committee are detailed under Sub-principle 4-① of this report.

While the Company has not installed a separate Internal Transactions committee and Risk Management committee, functions of the committees are taken up by the Audit Committee and the Board.

B. Composition of each committee by a majority of Independent Directors

As stipulated in each committee's regulations, all committees under the Board are comprised of a majority of independent directors, with the Audit Committee and Independent Director Nomination Committee comprised only of independent directors.

(Sub-principle 8-②) Organization, operation and the authority of all the committees should be stipulated in the express provision, and the committee should report the resolutions to the board.

A. Committee Installation and Operation Regulations

The purpose of establishment, organization, operation, authorities, and responsibilities of each

committee are stipulated in the relevant committee regulations.

B. Committee matters for reporting to the Board

The results of committee meetings are reported to the board meeting, which is held right after the committee meeting, and are disclosed in the Business Report and on the company website. In addition, the operation of the committee, such as its structure, role, and performance, have been evaluated.

C. Committee activities and Directors' committee attendance

(1) Audit Committee

The Company established the Audit Committee to conduct audits on the accounting and operation of the Company. The Audit Committee is comprised of four Independent Directors, and the details are stipulated under Sub-principle 9-① of 4. Audit Systems of this report.

(2) Independent Director Nomination Committee

The Independent Director Nomination Committee aims for a transparent and fair operation of the nomination procedure for independent director candidates of the Company. The Independent Director Nomination Committee consists of three independent directors.

Details of the agenda discussed at the Independent Director Nomination Committee over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission are as follows:

[Meetings held by Independent Director Nomination Committee]

Round	Meeting date	Attendance/ quota	Agenda		Result
			Classification	Details	

1	2021.2.24	3/3	Resolution	1. Appointment of committee chair	Approved
				2. Nomination of Independent Director Candidates for the 73rd Annual General Meeting of Shareholders (proposal)	Approved
2	2022.2.23	3/3	Resolution	1. Nomination of Independent Director Candidates for the 74th Annual General Meeting of Shareholders (proposal)	Approved

[Individual directors' attendance in the recent three business years]

Classification	Name	Attendance rate (%)			
		Recent 3 year average	Recent 3 years ¹⁾		
			2021	2020	2019
Executive Director	Park Sung Wook	100	-	-	100
Independent Director	Choi Jong Won	100	-	100	100
Executive Director	Lee Seok Hee	100	-	100	-
Independent Director	Cho Hyun Jae	100	100	100	100
Independent Director	Song Ho Keun	100	100	-	-
Independent Director	Ha Yung Ku	100	100	-	-

1) The year that does not fall into the tenure of service of the relevant director in the recent 3 years is marked as "-".

(3) Sustainability Committee

The Company established the Sustainability Committee to set up strategies for sustainable management and social value creation and to check the progress. The Sustainability Committee is comprised of three independent directors and one executive director.

The committee has reviewed and made resolutions every quarter on (1) the Company's

compliance system and related activities, including anti-trust, anti-corruption, SHE (Safety, Health, Environment), subcontractors, and others, and (2) the matters related to sustainable management of the Company, such as (i) the sustainable management and social value strategy and achievement, (ii) major CSR (Corporate Social Responsibility) activities, (iii) major ESG (Environmental, Social, Governance) status and response, and (iv) items presented by other committees for which a discussion on sustainable management is deemed necessary.

Details of the agenda discussed at the Sustainability Committee over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission are as follows:

[Meetings held by Sustainability Committee]

Round	Meeting date	Attendance/ quota	Agenda item		Result
			Classification	Details	
1	2021.2.16	4/4	Report	1. Implementation of Social Value 2030 (proposal)	Reported
			Report	2. Progress of Meal-Sharing Ontact Project	Reported
2	2021.6.1	4/4	Report	1. Status on SK hynix female employees	Reported
			Report	2. Progress of 2021 Sustainability Report publication	Reported
			Report	3. Status of Carbon Net Zero issue	Reported
3	2021.7.28	4/4	Report	1. Report on Q1'21 compliance management activities	Reported
			Report	2. 'SV White Paper' publication plan	Reported
4	2021.10.25	4/4	Report	1. SK hynix's 2050 "RE100" Declaration	Reported
			Report	2. Social Safety Net establishment and operation system (proposal)	Reported
			Report	3. Report on RE100 implementation progress	Reported
5	2022.3.28	4/4	Report	1. Report on 2022 Sustainability Report publication plan	Reported
			Report	2. Report on Social Value 2030 results	Reported

[Individual directors' attendance in the recent three business years]

Classification	Name	Attendance rate (%)			
		Recent 3 year average	Recent 3 years ¹⁾		
			2021	2020	2019
Independent Director	Song Ho Keun	100	100	100	100
Independent Director	Cho Hyun Jae	100	100	100	100
Independent Director	Han Ae Ra	100	100	100	-
Executive Director	Lee Seok Hee	0	-	-	0
Executive Director	Oh Jong Hoon	100	100	100	100
Executive Director	Kwak Noh Jung ²⁾	-	-	-	-

1) The year that does not fall into the tenure of service of the relevant director in the recent 3 years is marked as "-".

2) As of March 2022, the Sustainability Committee consists of 3 independent directors, Song Ho Keun, Cho Hyun Jae, and Han Ae Ra, and 1 executive director, Kwak Noh Jung.

(4) Strategy Committee

The Company assigned additional roles to the Investment Strategy Committee, which was originally established on March 20, 2020, and changed its name to the Strategy Committee on March 30, 2021, to review annual management plans related to the Company's important business plans, strategies, investments, mid to long-term strategies including the To-Be Model of the Company, important strategic alliance investments, investments of less than 1.5% of shareholder equity considered as key investments by CEO, and other important corporate management matters. The Strategy Committee consists of three independent directors and two executive directors.

Details of the agenda discussed at the Strategy Committee over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of

report submission are as follows:

[Meetings held by Strategy Committee]

Round	Meeting date	Attendance/ quota	Agenda		Result
			Classification	Details	
1	2021.1.28	3/3	Report	1. 2021 Change in CapEx and results of January Investment Committee	Reported
2	2021.3.29	3/3	Report	1. 2021 Additional investment (proposal)	Reported
			Report	2. 2021 March – Change in investment	Reported
3	2021.10.27	5/5	Report	1. 2022 Business plan status	Reported
			Report	2. 2022 CapEx size and target for pre-code	Reported

[Individual directors' attendance in the recent three business years]

Classification	Name	Attendance rate (%)			
		Recent 3 year average	Recent 3 years ¹⁾		
			2021	2020	2019
Independent Director	Ha Yung Ku	100	100	100	-
Independent Director	Shin Chang Hwan	100	100	100	-
Executive Director	Lee Seok Hee	100	100	100	-
Executive Director	Park Jung Ho ²⁾	100	100	-	-
Independent Director	Cho Hyun Jae ²⁾	100	100	-	-
Executive Director	Noh Jongwon ²⁾	-	-	-	-

1) The year that does not fall into the tenure of service of the relevant director in the recent 3 years is marked as "-".

2) The name of the Investment Strategy Committee, which was established in March 2020, was changed to the Strategy Committee on March 30, 2021, and additional members were appointed. As of March 2022,

currently, the Strategy Committee consists of 3 independent directors, Ha Yung Ku, Cho Hyun Jae, and Shin Chang Hwan, and 2 executive directors, Park Jung Ho and Noh Jongwon.

(5) Compensation Committee

On March 30, 2021, the Company expanded and reorganized the Compensation Committee, which was originally established on March 20, 2020, to review the upcoming AGM agenda for a ceiling amount of remuneration for directors, granting of stock options to management, including registered and non-registered executives, the specific remuneration for executive directors, the evaluation and compensation of Representative Director, the examination of executive director candidates, and matters that the Representative Director deems important and refers to the committee. The Compensation Committee consists of six independent directors and one executive director.

Details of the agenda discussed at the Compensation Committee over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission are as follows:

[Meetings held by Compensation Committee]

Round	Meeting date	Attendance/ quota	Agenda item		Result
			Classification	Details	
1	2021.1.12	3/3	Report	1. Review of compensation policy	Reported
			Report	2. Analysis of Intel NSG Compensation system	Reported
2	2021.2.9	3/3	Report	1. Profit Sharing-related compensation policy improvement plan	Reported
3	2021.2.24	3/3	Report	1. Ceiling amount of 74th financial year director remuneration (proposal)	Reported
			Report	2. Stock option grant (proposal)	Reported
			Report	3. Implementation plan for executive LTI	Reported
4	2021.4.28	7/7	Resolution	1. 2021 Company-wide & CEO KPI management (proposal)	Approved

				2. Compensation basis for CEO and above (proposal)	Approved
5	2021.9.29	6/7	Resolution	1. Remuneration for Executive Directors (proposal)	Approved
6	2021.11.22	7/7	Resolution	1. Evaluation results of 2021 company-wide and CEO KPI (proposal)	Approved with amendments
7	2021.12.29	6/7	Resolution	1. Remuneration for Executive Directors (proposal)	Rejected
8	2022.2.18	6/7	Deliberation	1. Determination of 2022 Remuneration for Executive Directors (proposal)	Deliberated
9	2022.2.23	7/7	Resolution	1. 2021 CEO KPI evaluation results and determination of remuneration (proposal)	Approved with amendments
			Deliberation	2. Stock option grants (proposal)	Deliberated
			Deliberation	3. Review of ceiling amount of remuneration for the 75th financial year (2022) (proposal)	Deliberated
			Deliberation	4. Executive Director Candidate Recommendation (proposal)	Deliberated
			Deliberation	5. 2022 CEO KPI (proposal)	Deliberated
10	2022.3.17	6/7	Resolution	1. 2022 CEO LTI implementation (proposal)	Approved
11	2022.4.14	7/7	Report	1. Review of adding an SV/Happiness component to 2022 CEO KPI	Deliberated
			Resolution	2. 2022 Remuneration for newly appointed Executive Directors (proposal)	Deferred
			Resolution	3. Payment of special bonus (proposal)	Approved with amendments
12	2022.4.27	7/7	Resolution	1. 2022 Remuneration for newly appointed Executive Directors (proposal)	Approved
13	2022.5.25	7/7	Resolution	1. 2022 CEO KPI Operation (proposal)	Approved

[Individual directors' attendance in the recent three business years]

Classification	Name	Attendance rate (%)	
		Recent 3 year	Recent 3 years ¹⁾

		average	2021	2020	2019
Independent Director	Song Ho Keun	100	100	100	-
Independent Director	Cho Hyun Jae	100	100	100	-
Independent Director	Yoon Tae Hwa	100	100	100	-
Executive Director	Park Jung Ho ²⁾	50	50 ³⁾	-	-
Independent Director	Ha Yung Ku ²⁾	100	100	-	-
Independent Director	Shin Chang Hwan ²⁾	100	100	-	-
Independent Director	Han Ae Ra ²⁾	100	100	-	-

1) The year that does not fall into the tenure of service of the relevant director in the recent 3 years is marked as "-".

2) The Compensation Committee, which was established in March 2020, was reorganized on March 30, 2021. Currently, the Compensation Committee consists of 6 independent directors, Song Ho Keun, Ha Yung Ku, Cho Hyun Jae, Yoon Tae Hwa, Shin Chang Hwan, and Han Ae Ra, and 1 executive director, Park Jung Ho.

3) Director Park Jung Ho did not attend the resolution of the agenda on Remuneration for Executive Directors (proposal). His absence was in consideration of his personal interests and the independence of the committee (5th and 7th rounds in 2021 & 8th and 10th rounds in 2022)

4. Audit Systems

(Key Principle 9) Internal Auditing Bodies

- Internal auditing bodies such as the Audit Committee and the internal auditor should perform their auditing duties faithfully by maintaining independence from the management and controlling shareholders, and the details of key activities of internal auditing bodies should be disclosed.

(Sub-principle 9-①) Internal auditing bodies such as the Audit Committee and the internal auditor should secure independence and professionalism.

A. Audit Committee's Composition, Independence, and Professionalism

The Company stipulates the independence of the Audit Committee in Article 2-2 of the Audit Committee Regulations to sufficiently secure its independence and professionalism and appoints independent directors who would faithfully carry out their duties as members of the Audit Committee. The Audit Committee is currently comprised of four independent directors only. The Company appointed one accounting expert and one financial expert to the committee, thereby exceeding the minimum legal requirements under the Commercial Act and related regulations.

[Composition of Audit Committee]

Composition			Career and qualifications related to auditing	Remarks
Title	Classification	Name		
Head	Independent Director	Yoon Tae Hwa	B.S. in Business Administration, Yonsei University Ph.D. in Business Administration, Yonsei University Certified Public Accountant (acquired in Dec 1985) CPA, Ahn Kwon & Co. (accounting firm) (1985-1987) Professor, Korea Banking Institute (1989-1998)	Committee member (2018.3.28 ~ present)
Member	Independent Director	Ha Yung Ku	M.B.A., Kellogg School, Northwestern University CEO, Koram Bank (2001~2004) Chairman & CEO, Citigroup Korea (2004~2014) Chairman, Korea Federation of Banks (2014~2017)	Committee member (2020.3.20 ~ present)
Member	Independent Director	Shin Chang Hwan	-	Committee member (2017.3.24 ~ present)
Member	Independent Director	Han Ae Ra	-	Committee member (2020.3.20 ~ present)

B. Audit Committee Management

(1) Regulations and authorities of the Audit Committee

The purpose of the Audit Committee is to conduct audits on the accounting and operation of the Company. In addition, the committee makes deliberations and resolutions on the agenda delegated by the Board and supervises the performance of the management to make sure that the directors and management are able to make reasonable judgments on management decision-making. The operation purpose, structure, authorities, and responsibilities of the Audit committee are stipulated in the Audit Committee Regulations, which is disclosed on the company website.

(2) Training provided to the Audit Committee

In order to enhance the expertise of Audit Committee members, the Company provides professional seminar opportunities and regular meetings with independent auditors at least once a quarter.

The Audit Committee may require management, executives in charge of finance, the head of the internal audit team, and independent auditors to attend meetings when deemed necessary for the execution of duties and may ask for the counseling of outside experts at the Company's expense when necessary.

Training provided to the Audit Committee during the period subject to disclosure is as follows.

[Training provided to the Audit Committee]

Training date	Training Provider	Attendant	Reason for absence	Major training content
'21.4.22	Audit Committee Forum (Webinar)	Yoon Tae Hwa Shin Chang Hwan Han Ae Ra	Training for specific independent directors	- The Era of COVID-19 and ESG: In the era of transformation, what needs to be prepared - ESG-related reporting and the role of the Audit Committee

Training date	Training Provider	Attendant	Reason for absence	Major training content
'21.5.20	Board Secretariat	Yoon Tae Hwa Ha Yung Ku Shin Chang Hwan Han Ae Ra	-	Audit Committee Workshop - Understanding of the internal accounting management system and our operating system - All regulations related to insider transactions and the status of our transactions, etc. - Tasks for the development of SK hynix ethical management
'21.7.15	Audit Committee Forum (Webinar)	Ha Yung Ku	Training for specific independent directors (attending as a representative)	- 2019-2020 audit of the internal accounting management system: experiences and lessons - The importance of the internal accounting management system and the role of the Audit Committee
'21.9.14	Audit Committee Forum (Webinar)	Shin Chang Hwan Han Ae Ra	Training for designated committee members	- The importance of data management confirmed through COVID-19 and the role of the Audit Committee - The 'Audit Committee', the steersman to get through the COVID-19 and ESG storm
'21.11.18	Audit Committee Forum (webinar)	Shin Chang Hwan	Training for designated committee members	- Review of the validity of the Audit Committee's model criteria and improvement plans - The Audit Committee's role of investigation and reporting based on fraudulent accounting cases

(3) Process to investigate the fraudulent act of management

The Audit Committee has been given the authority to investigate the fraudulent act of the management and to be backed by support on related information and cost. The details are as follows:

- Article 12 of the Regulations of the Audit Committee (Items for Consideration)

3. Matters on Accounting

(7) The receipt of the report on the matters of fraudulent act on the performance of the directors and violations of the laws and regulations from auditors

- Article 13 of the Regulations of the Audit Committee (Attendance of the Person Concerned, etc.)

② The Committee may require the consulting of external experts at the expense of the Company when deemed necessary.

(4) The Audit Committee Support team

In order to receive instructions from the Audit Committee and carry out overall support of the committee from an independent position, the Company established a separate Audit Committee support team within the Board Secretariat in February 2020. The team is established under the Board Secretariat and is comprised of three members, including the Board Secretariat executive officer. The Audit Committee support team is comprised of one member with more than 20 years of legal affairs and board support work and one member with audit work experience, thus providing expert support to the Audit Committee. The appointment and dismissal of members of the Audit Committee support team will follow a consultation procedure with the Audit Committee. Thus, the support team has secured independence from the management.

(5) Audit Committee's Authority to Access Critical Information

The Audit Committee members shall be able to require and be reported on the management information necessary for the audit operation. The authority of the Audit Committee to access critical information and to receive reports from the management is well stipulated in the Audit Committee Regulations as follows:

- Article 3 of the Regulations of the Audit Committee

③ The Committee can require the reporting of directors on sales, and be able to investigate on the financial status of the Company.

④ The Committee shall be able to require the sales reporting of subsidiaries when it is necessary to perform its duties. In this case, when subsidiaries do not report immediately, or

when there is a need to check the content of the report, the Committee shall be able to investigate the operation and financial status of the subsidiaries.

In addition, on receiving orders from the Audit Committee, the Head of Ethics Management shall monitor and check fraudulent and unethical acts of the management that may occur or are expected based on ① online, offline, and written reports, ② findings from the internal audit and control activities, and ③ items given by the Audit Committee.

When the CEO or other top management is the subject of a fraudulent act, the Audit Committee may appoint outside experts to make sure that the investigation is conducted in an objective manner and have the results reported to the Audit Committee. When punishment is necessary based on the results, the Audit Committee shall ask the HR department for the duly required punishment.

C. Remuneration of the Audit Committee

The Audit Committee members do not receive additional remuneration other than remuneration received as independent directors. The Company considers an appropriate level of remuneration that allows the Audit Committee member's faithful conduct of duties.

The remunerations for the Audit Committee members and independent directors in 2021 are as follows:

Classification	Headcount	Period	Total remuneration (KRW million)	Average remuneration per person (KRW million)
Independent Director (excluding Audit Committee members)	2	2021 (annual)	235	117
Audit Committee member	4	2021 (annual)	469	117

* Headcount as of December 31, 2021. Total remuneration and average remuneration per person are based on the total cumulative amount in 2021.

* Average remuneration per person = total remuneration / the average headcount in the relevant period

D. Independence and Professionalism of the Audit Committee

The Company's Audit Committee is comprised entirely of independent directors, thus securing the independence of the committee. One accounting expert and one financial expert are appointed to the committee, and with continued training provided to the committee members on audit-related matters, the expertise of the committee is secured.

(Sub-principle 9-②) Internal auditing bodies, such as Audit Committee and Auditor, should execute auditing work with sincerity e.g. hosting regular meetings and transparently disclose the details of activities.

A. Audit Committee Activities

The Audit Committee of the Company has held meetings more than once a quarter to conduct an audit on the accounting and operation of the Company, and 14 meetings were held over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission.

The Audit Committee has received reports on financial results, fiscal year-end accounting audit results, and internal audit results and plans.

(1) Appointment of Independent Auditors

According to the amendment of the Act on External Audit of Stock Companies in November 2018, the Company has authorized the Audit Committee to appoint independent auditors, revised the Audit Committee Regulations, and has set up necessary evaluation standards and procedures for the appointment of independent auditors. Based on the Audit Committee Regulations, the same independent auditor is appointed for three consecutive business years. Meanwhile, the Company became subject to periodic designation of an independent auditor in

2020, whereby the Company contracted with Samil PWC for independent auditing for a three-year period from 2020 to 2022.

(2) Operational status of the Internal Accounting Control System

The representative of the Company and the internal accounting control manager checked the operational status of the internal accounting control system each year and reported the results to the Audit Committee. The Audit Committee, which receives the evaluation of the operational result of the internal accounting control system, concluded that it is effectively designed and operated in line with the Regulations of the Internal Accounting System. Thus, the CEO reported the evaluation results of the Audit Committee and the opinions of the auditors on the operation of the internal accounting control system every year to the AGM.

(3) Regulations regarding Audit

The Company has installed the Audit Committee Regulations and the Regulations of the Internal Accounting Control to stipulate the operation procedure of the Audit Committee, taking and storing of meeting minutes, and reporting procedures to the shareholders' meeting. In particular, based on the Commercial Act and the Audit Committee Regulations, the Audit Committee issues its opinion at the shareholders meeting after investigating the legitimacy of the agenda and documents to be submitted for the shareholders' meeting.

Audit Committee meeting minutes are written after each meeting and are stored with the signatures of attending committee members. The activities of the Audit Committee are disclosed in the Business Report and on the company website.

Audit Committee meetings held over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission are as follows:

[Details of Audit Committee meetings]

Round	Meeting date	Attendance /quota	Agenda		Approved/ Rejected
			Category	Content	
1	'21.1.25	4/4	Report	1. Report on ethical management operations 2020 results and 2021 plan	Reported
				2. Report on operational status of 2020 internal accounting control system	Reported
2	'21.2.22	4/4	Resolution	1. Evaluation report on 2020 operational status of the internal accounting control system (proposal)	Approved
				2. Agreement on appointment of the head of the internal audit department	Approved
			Report	3. Report on conduct of non-audit services	Reported
				4. Report on 2020 financial year audit results	Reported
3	'21.3.22	4/4	Resolution	1. Legitimacy check of the agenda and documents for the 73rd Annual General Meeting of Shareholders	Approved
				2. Audit report (proposal)	Approved
				3. Statement of opinion on the internal monitoring system (proposal)	Approved
				4. Transaction with SK Holdings (proposal)	Approved
			Report	5. Report on M16 acquisition tax filing	Reported
4	'21.4.26	4/4	Resolution	1. Appointment of the Audit Committee Head	Approved
			Report	2. Report on 2020 PCAOB audit results	Reported
				3. Report on conduct of non-audit services (Samjong KPMG)	Reported
				4. Report on conduct of non-audit services (Samil PWC)	Reported
				5. Report on ethical management operations	Reported
				6. Report on review results related to non-audit service	Reported
5	'21.6.21	4/4	Resolution	1. Transaction with SK Holdings (proposal)	Approved
			Report	2. 2021 Internal accounting control system annual operation plan	Reported
				3. Conduct of non-audit services	Reported
				4. Evaluation of the internal accounting control system operational status and measures for improving efficiency	Reported
				5. 2020 Independent Auditor evaluation results	Reported
				6. PCAOB audit contract (proposal)	Reported
6	'21.7.26	4/4	Report	1. Report on 2021 half-year financial results	Reported
			Report	2. 2021 PCAOB audit plan	Reported
			Report	3. Report on ethical management operations	Reported

Round	Meeting date	Attendance /quota	Agenda		Approved/ Rejected
			Category	Content	
7	'21.9.27	4/4	Resolution	1. Transaction with SK Holdings (proposal)	Approved
			Report	2. Report on ethical management operations	Reported
8	'21.11.21	4/4	Report	1. Report on ethical management operations	Reported
9	'21.12.20	4/4	Resolution	1. Transaction with SK Holdings (proposal)	Approved
				2. Transaction with SK Materials, etc. (proposal)	Approved
				3. Transaction with SK Hyeng (proposal)	Approved
				4. Transaction with SK Telecom (proposal)	Approved
				5. Transaction with SK E&S (proposal)	Approved
10	'22.1.24	4/4	Resolution	1. Transaction with SK Siltron (proposal)	Approved
			Report	2. 2021 Operational status of the internal accounting control system	Reported
			Report	3. Report on ethical management operations	Reported
			Deliberation	4. Group audit function upgrade plan	Deliberated
11	'22.2.21	4/4	Resolution	1. Evaluation report on 2021 operational status of the internal accounting control system (proposal)	Approved
			Deliberation	2. Board of Directors' Risk Management support utilizing the Group's ethical management R&C (proposal)	Deliberated
12	'22.3.21	4/4	Resolution	1. Legitimacy check of the agenda and documents for the 74th Annual General Meeting of Shareholders	Approved
			Resolution	2. Audit report (proposal)	Approved
			Resolution	3. Statement of opinion on the internal monitoring system (proposal)	Approved
			Resolution	4. Transaction with SK Holdings (proposal)	Approved
			Resolution	5. Transaction with SK Materials (proposal)	Approved
			Resolution	6. Transaction with SK E&S (proposal)	Approved
			Report	7. Report on ethical management operations	Reported
13	'22.4.25	4/4	Report	1. Report on 2021 PCAOB audit results	Reported
14	'22.5.23	4/4	Report	1. Report on 2022 internal accounting control system annual operation plan	Reported
			Report	2. Report on ethical management operations	Reported

[Attendance of each director at the Audit Committee]

Classification	Round	1	2	3	4	5	6	7
	Meeting date	'21.1.25	'21.2.22	'21.3.22	'21.4.26	'21.6.21	'21.7.26	'21.9.27
Independent Director	Yoon Tae Hwa	Attended	Attended	Attended	Attended	Attended	Attended	Attended
	Ha Yung Ku	Attended	Attended	Attended	Attended	Attended	Attended	Attended
	Shin Chang Hwan	Attended	Attended	Attended	Attended	Attended	Attended	Attended
	Han Ae Ra	Attended	Attended	Attended	Attended	Attended	Attended	Attended
Classification	Round	8	9	10	11	12	13	14
	Meeting date	'21.11.22	'21.12.20	'22.1.24	'22.2.21	'22.3.21	'22.4.25	'22.5.23
Independent Director	Yoon Tae Hwa	Attended	Attended	Attended	Attended	Attended	Attended	Attended
	Ha Yung Ku	Attended	Attended	Attended	Attended	Attended	Attended	Attended
	Shin Chang Hwan	Attended	Attended	Attended	Attended	Attended	Attended	Attended
	Han Ae Ra	Attended	Attended	Attended	Attended	Attended	Attended	Attended

[Attendance rate of each director in the recent 3 business years]

Classification	Name	Attendance rate (%)			
		Recent 3 year average	Recent 3 years ¹⁾		
			2021	2020	2019
Independent Director	Choi Jong Won	100	-	100	100
Independent Director	Shin Chang Hwan	100	100	100	100
Independent Director	Yoon Tae Hwa	100	100	100	100
Independent Director	Ha Yung Ku	100	100	100	-
Independent Director	Han Ae Ra	100	100	100	-

1) The year that does not fall into the tenure of service of the relevant director in the recent 3 business years is marked as "-".

B. Audit Committee's faithful conduct of audit-related responsibilities

Based on the content indicated above, the Audit Committee faithfully conducts its audit-related responsibilities.

(Key Principle 10) Independent auditors

- In order to make certain that the shareholders and other users have confidence in the corporate financial information, an independent auditor must perform his/her auditing tasks fairly and independently from the corporation audited, including its management and controlling shareholders.

(Sub-principle 10-①) Internal auditing bodies should prepare and operate the policy to secure the independence, and professionalism when they appoint independent auditors.

A. Policy on appointment of Independent Auditors

According to Article 4 (Companies Subject to External Audit) of the Act on External Audit of Stock Companies, the Company makes sure that independent auditors conduct fair audits on the accounting information with an independent perspective from the Company, management, and controlling shareholders.

Independent auditors were appointed based on an overall assessment of their audit experience, the scale of the accounting company, audit quality, including an understanding of the Company and the efficiency of the audit, and other competency factors.

The Audit Committee evaluates the results of the audit activities of the independent auditors every year, including the appropriateness of the audit, cooperation with the audit department, status of disciplinary actions, and periodic replacement of the partner in charge of auditing. In addition, in order to secure the independence of the independent auditor, the contract on core audits and non-audit services with the independent auditor and partner accounting companies

must acquire the prior approval of the Audit Committee. The contract is approved based on a review of compliance with Article 21 (Restrictions on Functions) of the Certified Public Accountant Act and Article 14 (Restrictions on Functions) of the Enforcement Decree of the same Act, as well as conflicts of interest, the necessity of the contract, and the feasibility of remuneration.

The Company entered into the following audit contracts and non-audit services with our independent auditor during the recent three business years.

[Audit contracts with independent auditor]

(Unit: KRW million, Hours)

Business Year	Auditor	Content	Remuneration	Hours
74th FY (2021)	Samil PWC	Quarterly and half-yearly review Audit on the separate financial statements Audit on the consolidated financial statements Audit of internal accounting system	2,975	26,249
73rd FY (2020)	Samil PWC	Quarterly and half-yearly review Audit on the separate financial statements Audit on the consolidated financial statements Audit of internal accounting system	2,820	25,466
72nd FY (2019)	Samjong KPMG	Quarterly and half-yearly review Audit on the separate financial statements Audit on the consolidated financial statements Audit of internal accounting system	2,243	23,917

[Non-audit contracts with independent auditor]

(Unit: KRW million)

Business Year	Date of contract	Content	Contract Period	Contract remuneration
74th FY (2021)	2021.12.10	Corporate tax adjustment service contract	2021.8.10~2022.3.31	40
	2021.9.17	Advise on tax PPA review and transaction tax reporting following the acquisition of Intel's NAND division	2021.7.15~2021.8.31	200

Business Year	Date of contract	Content	Contract Period	Contract remuneration
	2021.9.3	Auditor's confirmation form related to reporting on performance of the bond management contract	2021.9.3~2022.4.30	9
	2021.4.30	Review service on the establishment of an overseas investment corporation	2021.5.3~2021.6.7	60
73rd FY (2020)	2020.12.31	Review service on the adequacy of the M16 acquisition tax	2020.12.31~2021.2.28	30
	2020.12.22	Comfort letter service for issuance of overseas bonds	2020.12.1~2021.1.29	242
	2020.8.25	Bond entrustment performance report service	2020.8.31~2021.4.30	6
	2020.4.1	Corporate tax adjustment service	2020.4.1~2021.3.31	35
	2019.12.23	Service for correction request and tax complaint	2020.1~final completion	952 ¹⁾
72nd FY (2019)	2019.7.5	Outsourcing of transfer price documentation	2019.7~2019.12	200
	2019.7.5	Outsourcing of Advance Pricing Agreement between Korea and China	2019.3~final completion	180

1) This service is a type of contract in which remuneration is determined according to the success amount. Service remuneration is incurred based on performance, such as meaningful correction requests and tax appeals within the business year.

Meanwhile, the Company appointed Samjong KPMG as the independent auditor for six consecutive business years from 2014 to 2019. According to Article 11 (2) of the Act on External Audit of Stock Companies and Article 15 of the Enforcement Decree of the same Act, the Company became a target for the periodic designation of an independent auditor in 2020 and contracted with Samil PWC, the auditor designated by the Securities and Futures Commission, for an independent audit of the three consecutive business years of 2020 to 2022.

As a result of becoming a designation-target company of the Act on External Audit of Stock Companies and the Enforcement Decree of the same Act, the Company appointed the auditor designated by the Securities and Futures Commission and did not obtain a separate approval procedure with the Audit Committee.

B. Policies for securing independence and professionalism in the Independent Auditor Appointment process

As mentioned above, the Company sufficiently establishes and operates policies to secure the independence and professionalism of the independent auditor appointment process.

(Sub-principle 10-②) Audit committee (or auditor) should communicate with the auditors periodically in every phase of audit pipeline such as independent auditing and audit result reporting etc.

A. Communication between the Audit Committee and the Independent Auditor

[Communication at least once a quarter without the presence of management]

The Audit Committee holds a quarterly independent meeting with the independent auditor without the participation of company representatives. Through this regular meeting, key matters related to the independent audit are discussed, and thus there is sufficient communication with the independent auditor regarding all stages of the independent audit process.

The following is the communication between the Audit Committee and the Independent Auditor over the period commencing from the start of the year immediately preceding the period subject to disclosure to the date of report submission.

[Communication between the Audit Committee and the Independent Auditor]

Date	Participants	Method	Main discussions
'21.2.22	Company side: Audit Committee Auditor's side: Samil PWC (1 business executive and 2 other persons)	Video conference	1. Year-end major audit issues and results 2. Major audit issues 3. Annual audit schedule, communication agenda, and audit time

Date	Participants	Method	Main discussions
			4. Progress report of the evaluation on the design and operation of the Internal Accounting Control System, etc.
'21.5.12	Company side: Audit Committee Auditor's side: Samil PWC (1 business executive and 3 other persons)	Video conference	1. Q1 Major review issues 2. Annual audit schedule, communication plan, and audit plan 3. Annual audit strategy 4. Other communication matters
'21.8.10	Company side: Audit Committee Auditor's side: Samil PWC (1 business executive and 3 other persons)	Video conference	1. Q2 Major review issues 2. Annual audit schedule, communication schedule, agenda 3. Annual audit strategy key issues 4. Other communication matters 5. Reporting findings on the Internal Accounting Control System
'21.11.4	Company side: Audit Committee Auditor's side: Samil PWC (1 business executive and 3 other persons)	Video conference	1. Q3 Major review issues 2. Annual audit schedule and input time status 3. Other communication matters 4. Progress report of the evaluation on the design and operation of the Internal Accounting Control System
'22.3.2	Company side: Audit Committee Auditor's side: Samil PWC (1 business executive and 2 other persons)	Video conference	1. Year-end major audit issues and results 2. Major audit issues 3. Annual audit schedule, communication agenda, and audit time 4. Report on the results of the operational evaluation of the Internal Accounting Control System
'22.5.10	Company side: Audit Committee Auditor's side: Samil PWC (1 business executive and 3 other persons)	Video conference	1. Q1 Major review issues 2. Annual audit schedule, communication plan, and audit plan 3. Annual audit strategy 4. Other communication matters

[Key consultations and process for reflecting in internal audit work]

The Audit Committee holds half-yearly and fiscal year-end meetings to check major audit-related issues such as the modification of the major accounting standard, key audit items,

quarterly and half-yearly financial statement audit and review results, and audit plan.

[Independent Auditor's notification procedure of important matters discovered and the Audit Committee's role]

Procedures are in place for the Independent Auditor to notify the Audit Committee of important matters (accounting violations, etc.) discovered during the audit in accordance with the Audit Committee Regulations. The Audit Committee should investigate the violations in accordance with Article 11 of the Internal Accounting Control Regulations and, depending on the investigation results, ask the CEO to rectify the violation.

[Timely submission of unaudited financial statements]

To clarify the responsibility of preparing financial statements and enhance the credibility of the independent auditor, the Company faithfully submits the unaudited financial statements to our independent auditor Samil PWC and the Securities and Futures Commission to comply with our legal responsibility as a stock-listed company. The Company submitted the unaudited non-consolidated and consolidated financial statements for FY2021 to the Independent Auditor both on January 28, 2022, which are both well in advance of the legal requirement for submission by six weeks (February 16, 2022) and four weeks (March 2, 2022), respectively, prior to the AGM held on March 30, 2022.

B. Reasons for insufficient communication on a regular basis and future plans

As outlined above, the Audit Committee communicates with the independent auditor without the participation of company personnel on a quarterly basis. At these meetings, key items of the independent audit are discussed. Thus, there is sufficient communication between the Audit Committee and the independent auditor during all stages of the independent audit process.

Appendix

1

Conformity Level with the Corporate Governance Key Indicators

[Table 1]	Key Indicators	(Disclosure period) Conformity		Specific basis and <u>detailed</u> <u>explanation of</u> <u>conformity</u>	(Previous disclosure period) Conformity		Remarks
		○	X		○	X	
Shareholders	① Give AGM convocation notice 4 weeks ahead of the general meeting of shareholders*	○		[Table 2] Separate entry	○		-
	② Use electronic voting*	○			○		-
	③ Hold the general meetings of shareholders on a day other than the days on which most of the general meetings of shareholders are concentrated*		X			X	-
	④ Provide the dividend policy and the future dividend plan to shareholders at least once a year**	○			○		-
Board of Directors	⑤ Prepare and operate the succession policy (including the contingency appointment policy) for the CEO (Chief Executive Officer)	○			○		-
	⑥ Prepare and operate the internal control policy	○			○		-
	⑦ Separate the chair of the board and the representative director	○			○		-
	⑧ Adopt a cumulative voting system		X			X	-
	⑨ Establish a policy to avert appointment of executive officers who are accountable for the defamation of corporate value or infringement of		X			X	-

	shareholders' equity interest						
	⑩ Non-existence of an independent director who has been working more than 6 years	○			○		-
Audit Systems	⑪ Provide education for the Audit Committee at least once a year**	○			○		-
	⑫ Establish independent internal auditing support bodies (supporting organization to Audit Committee)	○			○		-
	⑬ Appoint an accounting or financial expert to the Audit Committee	○			○		-
	⑭ The Audit Committee holds meetings with independent auditors more than once a quarter without the attendance of management**	○			○		-
	⑮ Establish procedures for the Audit Committee to have access to the important information related to the corporate management	○			○		-

※ Information as of **report submission date**

(*) items are based on the **most recent general meeting of shareholders held prior to the date of report submission**

(**) Items based on actions occurring during the **disclosure period**

[Table 2]	Key Indicators	(Disclosure period) Conformity		<u>Specific basis and detailed explanation of conformity</u>
		○	X	
Shareholders	① Give AGM convocation notice 4 weeks ahead of the general meeting of shareholders	○		AGM convocation notice filed 34 days prior to the general meeting of shareholders
	② Use electronic voting	○		In use since the 71st AGM
	③ Hold the general meetings of shareholders on a day other than the days on which most of the general meetings of shareholders are concentrated		X	

	④ Provide the dividend policy and the future dividend plan to shareholders at least once a year	○		Informed the shareholder return policy through IR briefings and disclosures
Board of Directors	⑤ Prepare and operate the succession policy (including the contingency appointment policy) for the CEO (Chief Executive Officer)	○		The succession policy is stipulated in the Company rules and duly managed and operated
	⑥ Prepare and operate the internal control policy	○		Internal control policies, such as risk management, compliance management, internal accounting control, and disclosure information management, have been prepared and are operated
	⑦ Separate the chair of the board and the representative director	○		Separated since March 2021
	⑧ Adopt a cumulative voting system		X	
	⑨ Establish a policy to avert appointment of executive officers who are accountable for the defamation of corporate value or infringement of shareholders' equity interest		X	
	⑩ Non-existence of an independent director who has been working more than 6 years	○		No independent directors who have been working for more than 6 years
Audit Systems	⑪ Provide education for the Audit Committee at least once a year	○		Education for the Audit Committee conducted 5 times annually
	⑫ Establish independent internal auditing support bodies (supporting organization to Audit Committee)	○		Audit Committee support team established and in operation since 2020
	⑬ Appoint an accounting or financial expert to the Audit Committee	○		Audit Committee members include 1 accounting expert and 1 financial expert
	⑭ The Audit Committee holds meetings with independent auditors more than once a quarter without the attendance of management	○		Held 4 meetings during the disclosure period
	⑮ Establish procedures for the Audit Committee to have access to the important information related to the corporate management	○		The authority to request business reports, investigate the Company's finances, and others specified in Article 3 of the Audit Committee Regulations