

■ Time/Date/Location

- March 30 (Thursday), 2023 10:00AM (KST)
- SUPEX Hall, 4th Floor, SK T-Tower, 65, Eulji-ro, Jung-gu, Seoul, 04539, Korea

■ Agenda

1 Approval of the Financial Statements for 2nd Fiscal Year (2022)

- Consolidated Revenue KRW 4.51 trillion
Consolidated Operational Profit KRW 162.8 billion
Consolidate net profit KRW 256.1 billion
- Korean & English language audit reports are expected to be posted on the below webpage on or before March 15, 2023 (KST)
<https://www.sksquare.com/eng/>

2 Approval of the Appointment of Directors

- Executive Director Candidate (Park, Sung Ha)
- Non-executive Director Candidate (Lee, Sung Hyung)

3 Approval of the Ceiling Amount of Remuneration for Directors

- KRW 12.0 bn (Number of the Directors: 7)

4 Approval of Reduction of the Capital Reserves

- The capital reserves of the company to be reduced by KRW 1.0 trillion from the current amount of KRW 6.9 trillion. And the reduced amount to be converted into the retained earnings, in order to secure stable financial resources for shareholder returns

Agenda Item 2-1. Approval of the Appointment of an Executive Director (1/2)



Park, Sung Ha

- **Date of Birth: 1965. 10. 04**
- **Main Profession**
 - President, SK Square
 - To be appointed as CEO of SK Square
if approved to be appointed as an Executive Director

■ **Career History**

- President, SK Square (2023~Present)
- CEO, SK Inc. C&C (2019~2022)
- Head of Strategy Support Team, SK SUPLEX Council (2017~2018)
- Head of Portfolio Management Division, SK Holdings (2013~2016)
- Head of Corporate Development, SK Telecom (2012~2013)
- Head of Planning, SK C&C (2010~2011)
- Head of C&I Strategy Planning Group, SK Telecom (2008~2009)

■ **Relationship with largest shareholder: Officer of affiliate**

■ **Transaction with Company for the recent past 3 years: None**

■ **Taxes in Arrears: None**

Management of Insolvent Companies: None

Statutory Reasons for Disqualification: None

Agenda Item 2-1. Approval of the Appointment of an Executive Director (2/2)

■ Reasons for the Board Recommending the Candidate

- The candidate joined SK Telecom in 1993 as part of the company's strategy division, and has been responsible for strategic planning and investment decision-making for several years in the telecom and ICT industries. In 2010, he expanded his expertise to areas beyond telecommunications as the head of planning at SK C&C, and built experience in ICT-based business development.
- In 2012, he was appointed as head of corporate development at SK Telecom and demonstrated his ability to set up global investment plans for the telecom and broader ICT industries. As a result, he was recognized for his achievements and appointed to lead SK's portfolio management division and the strategy support team of the SK SUPEX Council, which oversees investments across the SK Group.
- During his tenure overseeing the planning and execution of new business for portfolio enhancement, he contributed to the growth of SK's corporate value. SK successfully discovered diverse global investment opportunities, in regions such as Southeast Asia and China.
- Importantly, he has been a member of SK Square's board of directors since the establishment in 2021, sharing the company's vision and mission. Based on his extensive leadership experience in SK Group & its ICT investment teams and his deep understanding of the market and ICT technologies, he has played a key role in driving the board's management activities.
- SK Square, as an investment company that focuses on ICT and semiconductor industries, the candidate's skills and diverse experiences are expected to play a crucial role in establishing a sustainable foundation for future growth. Therefore, the board proposes to appoint him as an executive director of the company.



Lee, Sung Hyung

■ **Date of Birth: 1965. 12. 25**

■ **Main Profession**

- CFO, SK Inc.

■ **Career History**

- CFO, SK Inc. & Head of Portfolio Management Division, SK Inc. (2023~present)
- Head of Finance Division, SK Inc. (2018~2022)
- Head of Finance Management Office, SK Telecom (2016~2017)
- Head of Finance Office 1, SK Holdings (2014~2015)
- Officer of Finance Team, SK Holdings (2013~2014)

■ **Relationship with largest shareholder: Officer of affiliate**

■ **Transaction with Company for the recent past 3 years: None**

■ **Taxes in Arrears: None**

Management of Insolvent Companies: None

Statutory Reasons for Disqualification: None

■ Reasons for the Board Recommending the Candidate

- As the CFO of SK Inc., the candidate is highly skilled in corporate finance and the optimization/management of business portfolios. He also has a deep understanding of SK Square.
- The Board anticipates that the candidate will contribute to strengthening SK Square's expertise in investment management and enhancing its enterprise value through portfolio analysis, project identification, enhancement of assets under management, financial strategy development and navigation of uncertainties in the economic climate.

[Reference] Board Composition (Upon the Approval of the Directors' Appointment)

Name	Gender	Position	Experience (as of February 23, 2023)
Kang, Ho in	Male	Independent Non-executive director (Chairman of the Board of Directors)	(Former) Minister of the Land, Infrastructure and Transport
Lee, Seong Woo	Male	Independent Non-executive director	(Current) Professor of Dong-a University Law School
Park, Seung Gu	Male	Independent Non-executive director	(Former) Head of Bank of America-Merrill Lynch Korea Office
Ki, Eun sun	Female	Independent Non-executive director (Chairman of the Audit Committee)	(Current) Professor of Kangwon National University, College of Accounting
Park, Jung Ho	Male	Executive Director	(Current) CEO of SK Square and SK Hynix (Vice Chairman)
Park, Sung Ha	Male	Executive Director (candidate)	(Current) COO of SK Square (President)
Lee, Sung Hyung	Male	Non-executive Director (candidate)	(Current) CFO of SK Inc. (President)

Agenda Item 3. Approval of the Ceiling Amount of Remuneration for Directors

■ Ceiling Amount of Remuneration for Directors

(Unit: KRW billion)	<i>2023</i>	2022	2021
Ceiling Amount	<i>12</i>	12	12
Number of Directors	<i>7</i>	7	7

■ Total amount of remuneration paid to directors in 2022

Number of Directors (Number of Independent Non-executive Directors)	Ceiling amount	Total amount paid
7 (4)	KRW 12 billion	KRW 4.7 billion

Agenda Item 4. Reduction of the Capital Reserves

■ Description of the Agenda Item

- The capital reserves of the company to be reduced by KRW 1.0 trillion from the current amount of KRW 6.9 trillion. And the reduced amount to be converted into the retained earnings, in order to secure stable financial resources for shareholder returns

■ Applicable Legal Provision

- Article 461-2 of the Commercial Act (Decrease of Reserves)
Where the sum of the capital reserve and the earned surplus reserve accumulated exceeds one and a half times the company's capital, the capital reserve and the earned surplus reserve may be decreased by a resolution adopted at a general meeting of shareholders to that effect within the limit of such excess.