

# **Regulations of the Independent Director Nomination Committee**

## **Article 1 (Purpose)**

The purpose of these Regulations is to prescribe matters necessary for the composition and operation of the Independent Director Nomination Committee (the “Committee”) established within the Board of Directors of SK Square Co., Ltd. (the “Company”). *<Amended on March 25, 2026>*

## **Article 2 (Scope of Application)**

The Committee shall be governed by these Regulations, except where otherwise provided in applicable laws and regulations, the Articles of Incorporation, or the Regulations of the Board of Directors. *<Amended on March 25, 2026>*

## **Article 3 (Composition and Appointment of Members)**

(1) The Committee shall consist of three (3) or more Directors, a majority of whom shall be Independent Directors. *<Amended on March 25, 2026>*

(2) The composition of the Committee and the appointment of its members shall be determined by resolution of the Board of Directors. *<Amended on March 25, 2026>*

(3) The Committee shall have one (1) secretary to manage all affairs of the Committee. The secretary shall be the head of the department responsible for Board-related matters. *<Amended on March 25, 2026>*

## **Article 4 (Chairperson)**

(1) The Committee shall elect a Chairperson from among those members who are Independent Directors to represent the Committee. *<Amended on March 25, 2026>*

(2) In the event that the Chairperson is unable to perform his or her duties due to unavoidable circumstances, an acting chairperson shall be appointed by election from among the Committee members who are Independent Directors. *<Amended on March 25, 2026>*

## **Article 5 (Authority)**

The Committee shall deliberate and resolve on the following matters *<Amended on March 25, 2026>*:

1. Recommendation of candidates for Independent Director to be elected at the General Meeting of Shareholders; and *<Amended on March 25, 2026>*
2. Such other matters as may be necessary for the recommendation of Independent Director candidates. *<Amended on March 25, 2026>*

## **Article 6 (Convocation)**

(1) A meeting of the Committee shall be convened by the Chairperson when the Chairperson deems it necessary or upon the request of two (2) or more Committee members. *<Amended on March 25, 2026>*

(2) Article 7, Paragraphs (2) through (4) of the Regulations of the Board of Directors shall apply mutatis mutandis to the convocation of meetings of the Committee. <Amended on March 25, 2026>

#### **Article 7 (Resolutions)**

(1) Resolutions of the Committee shall require the presence of a majority of the Committee members then in office and shall be adopted by the affirmative votes of a majority of the Committee members present. <Amended on March 25, 2026>

(2) A Committee member who has a special interest in any matter subject to resolution shall not exercise his or her voting rights with respect to such matter; provided, however, that such member may state his or her opinion. <Amended on March 25, 2026>

(3) The Chairperson may require officers or employees to provide explanations of, or respond to questions on, agenda items submitted to the Committee, and may request the submission of materials necessary for deliberation. <Amended on March 25, 2026>

(4) Article 10, Paragraph (4) of the Regulations of the Board of Directors shall apply mutatis mutandis to participation in meetings and the adoption of resolutions by means of telecommunication.

#### **Article 8 (Recommendation of Independent Director Candidates)**

(1) The Company shall maintain and keep current a standing pool of Independent Director candidates at all times. Upon request by the Committee, the Company shall report such pool to the Committee. <Amended on March 25, 2026>

(2) The Committee shall evaluate the pool of Independent Director candidates reported by the Company and finalize the list of Independent Director candidates. <Amended on March 25, 2026>

(3) Where a new Independent Director candidate is required, the Committee shall conduct interviews and such other procedures as may be necessary with respect to the candidates on the list referred to in Paragraph (2), and shall recommend the final Independent Director candidate(s). <Amended on March 25, 2026>

#### **Article 9 (Right to Seek External Expert Advice)**

The Committee may, when it deems necessary, engage external experts for advice at the Company's expense. <Amended on March 25, 2026>

#### **Article 10 (Minutes)**

(1) Minutes shall be prepared for each meeting of the Committee. <Amended on March 25, 2026>

(2) The minutes shall set out the agenda, a summary of the proceedings, the results thereof, and the names of any members who objected to a resolution and their reasons for doing so. The minutes shall be affixed with the names and seals of, or personally signed by, each Committee member present at the meeting.

#### **Article 11 (Amendment)**

Any amendment to these Regulations shall be made by resolution of the Board of Directors.

*This English translation is provided for convenience only. In the event of any discrepancy, the Korean text shall prevail.*

**Addendum (November 25, 2021)**

These Regulations shall come into effect on the date of their enactment.

**Addendum (March 25, 2026)**

These Regulations shall come into effect on July 23, 2026.