

## Articles of Incorporation of LG Electronics Inc.

Adopted on	December 28, 2000
Amended on	March 14, 2003
Amended on	March 12, 2004
Amended on	March 11, 2005
Amended on	March 14, 2008
Amended on	March 13, 2009
Amended on	March 19, 2010
Amended on	March 18, 2011
Amended on	March 15, 2013
Amended on	March 18, 2016
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Amended on	March 26, 2020
Amended on	March 24, 2021
Amended on	March 24, 2022
Amended on	March 27, 2023
Amended on	March 26, 2024
Amended on	March 25, 2025

### Chapter 1. General Provisions

#### Article 1 (Company Name)

This company (this “Company”) shall be referred to, in Korean, as “엘지전자주식회사”, whose abbreviated designation shall be LG Electronics, and shall be referred to as “LG Electronics Inc.” in English.

#### Article 2 (Purpose)

The purpose of this Company is to engage in the following business activities:

1. Manufacturing and selling of electronic machinery and appliances;
2. Manufacturing and selling of communications machinery and appliances;
3. Manufacturing and selling of electric machinery and appliances;
4. Manufacturing and selling of other machinery and appliances;

5. Manufacturing, processing and selling of synthetic resin;
6. Manufacturing, selling, leasing and franchising of multimedia and multimedia-use software;
7. Manufacturing and selling of wires and cables for electric powers and telecommunications;
8. Manufacturing and selling of electronic switching systems and their components;
9. Manufacturing and selling of transmission equipment, satellite communication equipment, other transmission-related equipment and their components;
10. Manufacturing and selling of network, telecommunication network, audio/video network, distribution network, control network and their components;
11. Manufacturing and selling of information and communication terminals and their components;
12. Operating and selling of information;
13. Providing agency services in relation to telecommunication services;
14. Developing and selling of software in relation to products in the above Paragraphs 8 to 13;
15. Services and installation/construction for the purposes of achieving the objectives set out in the above Paragraphs 8 to 13;
16. Manufacturing and selling of machinery and appliances for oil combustion;
17. Refining, processing and selling of metals other than gold;
18. Mining business;
19. Exporting/importing business, and business of offer sheet issuance;
20. Leasing of electronic and electric machinery and appliances;
21. Conducting technical research and consignment of services;
22. Construction business;
23. Telecommunication construction business;
24. Construction business involving electricity;
25. Real estate business;
26. Agency services for domestic and overseas advertisement and sales promotion, and producing and selling of marketing materials;
27. Factoring business;
28. Manufacturing and selling of cameras and other optical instruments and appliances;
29. New and renewable energy business;
30. Energy audit, saving and other energy-related businesses;
31. Pollution prevention facility business and other environment-related businesses;
32. Mail-order sales and e-commerce related businesses;

33. Manufacturing and selling of medical devices;
34. Licensing of intellectual property rights including patents;
35. Developing and selling of blockchain-based software, and selling and brokering of crypto assets;
36. Manufacturing and selling of functional materials including glass powder;
37. Facilities-based telecommunications business;
38. Cosmetics sales business;
39. Trading, sub-contracting and any other businesses incidental to each of the above Paragraphs; and
40. Ancillary businesses and investment in relation to each of the above Paragraphs.

**Article 3 (Location of Head Office)**

This Company shall have its head office in Seoul, and may, whenever necessary, establish domestic and overseas branches by the resolution of the board of directors.

**Article 4 (Method of Public Notice)**

The public notice of this Company shall be posted on the Company's website (<http://www.lge.com>); provided, that if it is not possible to make public announcement on the Company's website due to a computer error or other unavoidable reason, the Company shall publish its public notice in 'Dong-a Ilbo', a daily newspaper circulated in Seoul.

## **Chapter 2. Shares**

**Article 5 (Total Number of Authorized Shares)**

The total number of shares to be issued by this Company shall be 600,000,000 shares.

**Article 6 (Par Value Per Share)**

The par value per share issued by this Company shall be KRW 5,000.

**Article 7 (Electronic Registration of Shares and Rights to be Indicated on the Warrant Certificate)**

This Company shall electronically register the shares and rights to be indicated on the warrant certificate in the electronic registration account of the electronic registrar in lieu of issuing share certificate and warrant certificate.

**Article 8 (Total Number of Shares to be Issued at the Time of Incorporation)**

The number of shares to be issued at the time of incorporation of the Company shall be 156,792,255 shares.

**Article 9 (Types of Shares)**

The shares issued by this Company shall be registered common shares and registered preferred shares.

**Article 10 (Number and Details of Preferred Shares)**

1. The registered preferred shares to be issued by this Company shall be non-voting, and the number of issued and outstanding preferred shares shall not exceed 1/2 of the total number of issued and outstanding shares.
2. The preferred dividend rate for preferred shares shall be at least five percent (5%) per annum based on the par value thereof, and the rate shall be determined by the board of directors at the time of issuance; provided, however, that with respect to any preferred shares issued pursuant to Article 10 through Article 10-3 hereof, in the distribution of the distributable profits on each dividend date, their dividend preference shall rank lower in priority to that of the new shares allocated on account of the spin-off to the shareholders of the preferred shares issued prior to the enforcement of the Korean Commercial Code, as amended December 29, 1995, by LG Electronics Inc., the predecessor company of this Company.
3. If the dividend rate for common shares exceeds the dividend rate for preferred shares, the preferred shares may be participating or non-participating for the excess amount.
4. If the designated dividends are not distributed in a certain business year with respect to the preferred shares, the dividends may be distributed on cumulative or non-cumulative basis at the time of distribution in the following business year.
5. If a resolution not to distribute the designated dividends on preferred shares for a certain business year is adopted, the preferred shares shall be deemed to have voting rights from the next general meeting of shareholders following the general meeting of shareholders in which such resolution is adopted until the closing of the general meeting of shareholders at which a resolution to distribute preferred dividends on preferred shares is adopted.
6. In the event of a capital increase with or without consideration by the Company, the allotment of new shares with respect to the preferred shares shall be common shares or preferred shares on the same terms and conditions in the case of a capital increase with consideration and preferred shares on the same terms and conditions in the case of a capital increase without consideration; provided, however, that with respect to redeemable preferred shares, the

Company may decide not to allot new shares in the event of a capital increase either with or without consideration.

7. The Company may, at the time of issuance of the preferred shares, determine the term of existence by the resolution of the board of directors and the preferred shares shall be converted to common shares simultaneously with the expiration of such term. However, if the Company fails to distribute any designated dividend during the above period, the term of existence shall be extended until such designated dividend is paid in full. In case of conversion into common shares at the expiration of the term of existence, the provisions of Article 11 shall apply *mutatis mutandis* with respect to the dividend of profits for the shares issued by the conversion.

#### **Article 10-2 (Convertible Shares)**

1. The Company may, in issuing preferred shares pursuant to Article 10, designate by the resolution of the board of directors such preferred shares as convertible shares, which holders may request conversion into common shares.
2. The total issue price of the new shares issued by conversion shall be the total issue price of the shares prior to the conversion.
3. The number of shares to be issued by conversion shall be determined by the resolution of the board of directors at the time of issuance of preferred shares; provided, however, that the conversion rate may be adjusted in the event of a share split or consolidation or any other circumstances under which such adjustment is permitted under law.
4. The period during which a holder of convertible shares may request conversion shall be determined by the board of directors at the time of issuance of the convertible shares, which shall be no more than ten (10) years.
5. The provisions of Article 11 shall apply *mutatis mutandis* with respect to the dividend of profits for the shares issued by the conversion.

#### **Article 10-3 (Redeemable Shares)**

1. The Company may, in issuing preferred shares pursuant to Article 10 or Article 10-2, designate by the resolution of the board of directors such preferred shares as redeemable shares, which may be redeemed at the shareholder's request or as treasury shares to be canceled as a profit of the Company. However, in determining the terms and conditions of the redeemable shares, the board of directors shall cause all of any remaining redeemable shares to be redeemed no later than the last date of the redemption period.
2. The redemption price of the redeemable shares shall be the issue price or the issue price *plus* an additional amount, and such additional amount shall be determined by a resolution of the

board of directors at the time of issuance of the redeemable shares in consideration of the interest rate, market conditions and other circumstances related to the issuance of the redeemable shares. However, the redemption price may be adjusted when there is a ground specified by the board of directors at the time of issuance of the redeemable shares, such as share split or consolidation, capital increase without consideration, or any other ground that may cause an increase or decrease in the number of redeemable shares.

3. The redemption period of the redeemable shares shall be determined by the resolution of the board of directors, but shall be no less than one (1) month and no more than ten (10) years from the issuance date; provided, however, that the redemption period shall be extended in the event of any of the subparagraphs below, until the date on which such event shall be resolved:
  - A. where preferred dividend distribution for the redeemable shares is not completed; or
  - B. where the redemption is not completed within the redemption period due to insufficient profit of the Company.
4. In cases where the Company elects to cancel the redeemable shares, the Company may redeem all of the redeemable shares in lump sum or installments. In this case, the Company shall publicly notify of its intention to redeem, specify shares to be redeemed, and specify a period of one month or more during which the share certificates shall be submitted to the Company. The Company shall separately notify the shareholders and pledgees specified on the shareholders' register of the Company, and the Company shall compel redemption of any shares held by such shareholders and pledgees at the expiration of the aforementioned period. However, in the cases of redemption in installments, the Company may determine shares to be redeemed by drawing lots or on a pro rata basis, and any fractional shares resulting from proportional allocation shall not be redeemed.
5. If the right to request redemption is granted to a shareholder, the shareholder may, at his or her option, request that all of the redeemable shares be redeemed in lump sum or installments. In this case, the shareholder shall notify the Company of the intention to redeem and the shares to be redeemed. However, if the Company's existing profits are not sufficient to redeem all of the redeemable shares in lump sum, the Company may redeem the redeemable shares in installments, and in such case, the Company may determine shares to be redeemed by drawing lots or on a pro rata basis, and any fractional shares resulting from proportional allocation shall not be redeemed.
6. If the convertible shares under Article 10-2 are issued as redeemable shares redeemable at the option of the Company, the Company may determine the priority between the exercise of the shareholder's conversion right and the redemption at the option of the Company.

**Article 11 (Equivalent Dividends)**

The Company shall pay equal dividends for all shares of the same class issued (including by conversion) as of the record date irrespective of the date of issuance.

**Article 12 (Preemptive Rights)**

1. The shareholders of the Company shall have the preemptive rights to new shares in proportion to the number of shares they each own. However, the part of the shares not subscribed for by any shareholders and the disposal of any fractional shares resulting from the allocation of new shares shall be determined by the resolution of the board of directors.
2. Notwithstanding the provisions of Paragraph 1 above, new shares may be allocated to persons other than the Company's shareholders by the resolution of the board of directors in any of the following cases; provided, that the number of new shares allocated pursuant to Subparagraph E through G, in aggregate, shall not exceed twenty-five percent (25%) of the total number of issued and outstanding shares:
  - A. where the Company publicly offers new shares or have any person acquire new shares pursuant to Articles 9 and 119 of the Financial Investment Services and Capital Markets Act ("FISCMA");
  - B. where new shares are issued by a resolution of the board of directors for a capital increase through a general public offering pursuant to Article 165-6 of the FISCMA;
  - C. where new shares are preferentially allocated to members of the employee stock ownership association pursuant to Article 165-7 of the FISCMA;
  - D. where new shares are issued by issuance of depository receipts pursuant to Article 165-16 of the FISCMA;
  - E. where new shares are issued to a counterparty to an overseas joint venture due to managerial necessity;
  - F. where new shares are issued to a domestic or foreign financial institution, etc. in order to achieve managerial objectives, such as raising funds and improving its financial structure; or
  - G. where new shares are issued to a partner company for the purpose of introducing technology.

**Article 13 (Issuance of Convertible Bonds)**

1. The Company may, by the resolution of the board of directors, issue convertible bonds to persons other than its shareholders in any of the following cases, to the extent that the aggregate face value of the bonds so issued does not exceed KRW 2 trillion:
  - A. where convertible bonds are issued by way of general public offering;

- B. where convertible bonds are issued to a foreign investor under the Foreign Investment Promotion Act due to managerial necessity;
  - C. where convertible bonds are issued to a business partner for the purpose of introducing new technology therefrom;
  - D. where convertible bonds are issued to a domestic or foreign financial institution, etc. in order to achieve managerial objectives, such as raising funds and improving its financial structure; or
  - E. where convertible bonds are issued overseas pursuant to Article 165-16 of the FISCMA.
- 2. With respect to convertible bonds under Paragraph 1 above, the board of directors may issue them with the condition of granting conversion rights only for a part thereof.
  - 3. The shares to be issued through conversion shall be, within the aggregate face value of the bonds, common shares up to the limit of KRW 1 trillion and non-voting preferred shares up to the limit of KRW 1 trillion, and the conversion price shall be at par value of the shares or greater. The type of shares to be issued through conversion and the conversion price shall be determined by the board of directors at the time of issuance of the bonds.
  - 4. The period during which conversion may be requested shall be between the date immediately following the issuance date of such bonds and the date immediately preceding the redemption date thereof; provided, however, that the board of directors may adjust the redemption request period within the foregoing period by its resolution.
  - 5. In cases where any convertible bonds under Paragraph 1 have been converted into shares, the Company shall be responsible for paying only such interest amount that has become due prior to the conversion.

#### **Article 14 (Issuance of Bonds with Warrant)**

- 1. The Company may, by the resolution of the board of directors, issue bonds with warrant to persons other than its shareholders in any of the following cases, to the extent that the aggregate face value of the bonds does not exceed KRW 1 trillion:
  - A. where bonds with warrant are issued by way of general public offering;
  - B. where bonds with warrant are issued to a foreign investor under the Foreign Investment Promotion Act due to managerial necessity;
  - C. where bonds with warrant are issued to a business partner for the purpose of introducing new technology therefrom;
  - D. where bonds with warrant are issued to a domestic or foreign financial institution, etc. in order to achieve managerial objectives, such as raising funds and improving its financial structure; or
  - E. where bonds with warrant are issued overseas pursuant to Article 165-16 of the FISCMA.



2. The amount for which new shares may be requested shall be determined by the board of directors to the extent not exceeding the total face value of the bonds.
3. The shares to be issued through the exercise of the warrant shall be, of the total face value of the bonds, common shares up to the limit of KRW 500 billion and non-voting preferred shares up to the limit of KRW 500 billion, and the issue price shall be set at the par value of the shares or greater. The type of shares to be issued through the exercise of the warrant and the exercise price thereof shall be determined by the board of directors at the time of issuance of the bonds.
4. The period during which the warrant may be exercised shall be between the date immediately following the issuance date of such bonds and the date immediately preceding the redemption date thereof; provided, however, that the board of directors may adjust the exercise deadline for the warrant within the foregoing period by its resolution.

**Article 15 (Issuance at Market Price)**

1. This Company may issue new shares, in whole or in part, at the market price, and the issue price for such issuance shall be determined by the resolution of the board of directors.
2. In cases of Paragraph 1 above, notwithstanding anything to the contrary stated in the provisions of Article 12, the board of directors may publicly offer new shares issued at the market price in accordance with the relevant laws and regulations, or have any underwriter underwrite such shares.

**Article 16 (Stock Options)**

1. This Company may grant stock options to its directors, officers and employees (the aforementioned group shall include any directors, officers and employees of affiliated companies of the Company, as stipulated in Article 30(1) of the Enforcement Decree of the Korean Commercial Code; the same shall apply throughout this Article), pursuant to Article 542-3 of the Korean Commercial Code, within the limit of fifteen percent (15%) of the total number of issued and outstanding shares by a special resolution of the general meeting of shareholders; provided, that stock options may be granted by a resolution of the board of directors to the extent permitted under the relevant laws and regulations. In this case, stock options granted by the general meeting of shareholders or the board of directors may be based on performance linked to managerial performance targets or market indices, among others.
2. A person to whom stock options are granted shall be a person who contributed, or has the ability to contribute, to the establishment, management, overseas sales or technological innovation of the Company; provided, however, that any person specified in Article 30(2) of the Enforcement Decree of the Korean Commercial Code shall be excluded.

3. The shares to be delivered upon exercise of stock options shall be registered common shares, and upon exercise of the stock option, the Company deliver issued and outstanding treasury shares or pay the difference between the exercise price and market price of the shares in cash.
4. The per-share exercise price of the stock options shall be not less than the actual price of the shares as of the grant date of the stock options. The foregoing shall also apply to any cases where the exercise price is adjusted after the grant of stock options.
5. Stock options may be exercised within four (4) years from the date on which three (3) years have elapsed from the resolution date under Paragraph 1 above.
6. A stock option grantee may exercise such stock option only if the grantee holds his or her office or position for at least two (2) years from the date of resolution under Paragraph 1; provided, that if the grantee dies or retires or resigns due to reaching the retirement age or any other reason not attributable to the grantee within two (2) years from the date of resolution under Paragraph 1 above, the grantee may exercise the stock option during the exercise period.
7. A stock option grant may be canceled by the resolution of the board of directors in any of the following cases:
  - A. where the relevant director, officer or employee, who has been granted stock options, incurs material damage to the Company by negligence or willful misconduct;
  - B. where the exercise of stock option cannot be complied with due to bankruptcy or dissolution, etc. of the Company; or
  - C. where any other cancelation event as set out in the stock option award agreement occurs.
8. Any terms and conditions of the stock options that are not stipulated in the relevant laws and regulations and these Articles of Incorporation as matters requiring a resolution of the general meeting of shareholders or the board of directors may be determined by the board of directors or a committee delegated by the Board of Directors.

#### **Article 17 (Report of Non-possession of Share Certificate)**

1. If a shareholder does not wish to possess share certificates, he or she shall file with the Company a report of non-possession of share certificate using the form provided by the Company, and the Company shall record the intention in the shareholders' register and issue to the shareholder a confirmation of non-possession of share certificates.
2. In the case of the above Paragraph, if there is an already issued share certificate, it must be attached and submitted at the time of filing the report with the Company, and the submitted share certificate shall be null and void.
3. Notwithstanding the filing in Paragraph 1 above, the filing shareholder may request the issuance of share certificates as necessary.

**Article 18 (Transfer Agent)**

1. This Company shall retain a transfer agent.
2. The transfer agent, the place of business and the scope of the agency services shall be determined by the resolution of the board of directors and be publicly announced.
3. The shareholders' register of this Company or a copy thereof shall be furnished in the office where the transfer agent performs its duties, and electronic registration of shares, management of the shareholders' register, and other affairs concerning shares shall be conducted by the transfer agent.
4. The procedures for performing affairs under Paragraph 3 shall be governed by regulations concerning title transfer for securities by proxy by the transfer agent.

**Article 19 (Deleted)****Article 19-2 (Electronic Registration of Bonds and Rights to be Indicated on Warrant Certificates)**

This Company shall electronically register bonds and rights to be indicated on warrants in the electronic registration account of the electronic registrar in lieu of issuing bonds and warrant certificates.

**Article 20 (Registration of Rightholder)**

1. The shareholders, registered pledgees or their legal representatives shall register their names, titles, addresses and personal seals with the transfer agent. The same shall be done at the time of any change thereof. However, the legal representative shall submit a certificate of qualification to prove the right of representation.
2. If a shareholder, registered pledgee, or legal representative resides outside the Republic of Korea, he or she shall designate a place or agent in the Republic of Korea to receive notices or service of process. The same shall be done at the time of any change thereof.
3. The Company shall not be liable for any damage caused by a failure to comply with any registration duties under each of the preceding Paragraphs.

**Article 21 (Record Date)**

1. The Company shall allow the shareholders listed on the shareholders' register on the last date of each fiscal year to exercise their rights at the ordinary general meeting of shareholders concerning such fiscal year.
2. This Company may, if necessary for convening an extraordinary general meeting of

shareholders or for other reasons, determine that the shareholders listed on the shareholders' register on a date determined by the resolution of the board of directors are the shareholders to exercise the rights, and the Company shall give public notice at least two (2) weeks prior to the date determined by the resolution of the board of directors.

## **Chapter 3. General Meeting of Shareholders**

### **Article 22 (Convocation)**

1. The general meeting of shareholders of this Company shall be divided into two (2) types, ordinary general meeting and extraordinary general meeting, and shall be convened by the representative director by the resolution of the board of directors, except as otherwise prescribed by law. Article 31(2) (Acting Representative Director) shall apply *mutatis mutandis* in the cases of vacancy, absence or incapacity of the representative director.
2. The general meetings of shareholders of the Company shall be held in the location of the head office of the Company; provided, that the general meetings of shareholders may be held in other adjacent locations as necessary.
3. An ordinary general meeting shall be convened within three (3) months after the end of each business year, and an extraordinary general meeting shall be held from time to time, whenever necessary.
4. The notice of convocation of the general meeting of shareholders shall be made in writing or electronically to shareholders two (2) weeks prior to the general meeting to set the date, time, place and agenda of such meeting.
5. With respect to notice of convocation to shareholders holding one percent (1%) or less of the total issued and outstanding shares with voting rights, the Company may substitute notice of convocation by making two (2) or more public notices to the 'Chosun Ilbo' and 'Dong-a Ilbo', published in Seoul, Korea, on the purpose of convocation of the general meeting of shareholders and the agenda of the meeting, or through the electronic public disclosure system operated by the Financial Supervisory Service or the Korea Exchange, two (2) weeks prior to the date of the general meeting of shareholders.
6. In the event the Company notifies or publicly announces the convening of a general meeting of shareholders for the purpose of appointment of directors and members of the audit committee, such notice or public announcement shall include the names, profiles, references of nominees for directors and members of the audit committee, and other matters related to the nominees as prescribed by Article 31(3) of the Enforcement Decree of the Korean

Commercial Code.

**Article 23 (Chairperson)**

The representative director shall serve as the chairperson of the general meeting of shareholders, and Article 31(2) (Acting Representative Director) shall apply *mutatis mutandis* in the cases of absence or incapacity of the representative director.

**Article 23-2 (Chairperson's Authority to Maintain Order)**

1. The chairperson of the general meeting of shareholders may order persons who intentionally speaks or acts to obstruct the proceedings or disturbs the order to stop speaking, to revoke such speech, or to leave the meeting.
2. The chairperson of the general meeting of shareholders may limit the duration and frequency of speeches by shareholders as deemed necessary to facilitate the proceedings.

**Article 24 (Voting Rights)**

Each shareholder shall have one (1) vote for each share owned by the shareholder.

**Article 24-2 (Split Voting)**

1. If a shareholder who holds two (2) or more votes wishes to split his or her votes, he or she shall give at least three (3) days' prior written notice to the Company of such intention and reason therefor.
2. The Company may refuse to permit split exercise of a shareholder's voting rights. However, this shall not apply to the cases where the shareholder has acquired the shares in trust or otherwise holds the shares for another person.

**Article 25 (Voting by Proxy)**

Shareholders may exercise their voting rights by proxy; provided, that the proxy shall submit a document evidencing the authority to act as proxy before the commencement of the general meeting of shareholders.

**Article 26 (Method of Voting)**

Except as otherwise provided in these Articles of Incorporation or the law, the resolution of the general meeting of shareholders shall be made by a majority of the voting rights of the shareholders present; provided, that such majority vote shall represent at least one-fourth (1/4) of the total number of issued and outstanding shares.

**Article 27 (Minutes)**

The proceedings and results of a general meeting of shareholders shall be recorded in the minutes, which shall bear the names and seals or signatures of the chairperson and the directors present at the meeting and which shall be maintained at the Company.

## **Chapter 4. Directors, Board of Directors and Audit Committee**

**Article 28 (Appointment of Directors)**

1. The Company shall have at least three (3) but not more than seven (7) directors, and at least three (3) outside directors who shall make up a majority of the total number of directors.
2. Directors shall be elected at the general meeting of shareholders.
3. The Company shall not apply the cumulative voting system under Article 382-2 of the Korean Commercial Code when appointing directors.

**Article 28-2 (Recommendation of Outside Director Candidates)**

1. The outside director candidate recommendation committee shall recommend candidates for outside directors from among those who qualify under the relevant laws and regulations, including the Korean Commercial Code.
2. The outside director candidate recommendation committee shall determine the details of the recommendation and review of qualifications of outside director candidates.

**Article 29 (Term of Office of Directors)**

The term of office of the directors of the Company shall expire at the close of the ordinary general meeting of shareholders convened with respect to the final settlement period within three (3) years from the date of appointment; provided, that the term of office of a director may be reduced by the resolution of a general meeting of shareholders at the time of appointment.

**Article 30 (Vacancy)**

1. If a vacancy occurs in the board of directors, the general meeting of shareholders shall appoint a replacement. However, if the number of remaining directors does not fall short of the legally required minimum number of directors, and if there is no difficulty in the administration of business, the election may be postponed until the next ordinary general meeting of

shareholders.

2. In the event of a vacancy in outside directorship due to the resignation, death, etc. of an outside director that results in non-compliance with the number of outside directors required under Article 28 hereof, the vacancy shall be filled at the first general meeting of shareholders convened following such vacancy so as to be in compliance with the above Article.

#### **Article 31 (Duties of Directors)**

1. The representative director of the Company shall be appointed by a resolution of the board of directors, and the appointed representative director shall represent the Company and oversee all business affairs of the Company. If several representative directors are appointed, each representative director shall represent the Company.
2. In the vacancy, absence or incapacity of the representative director, the persons in the order specified in the regulations of the board of directors of the Company or the person designated by the board of directors of the Company shall take the representative director's place.
3. A director shall immediately report to the audit committee any facts that may cause significant damage to the Company.

#### **Article 32 (Board of Directors)**

The board of directors shall be composed of directors, shall resolve important matters of the Company, and shall hold at least one (1) meeting every quarter.

#### **Article 33 (Committee)**

1. This Company may establish the following committees within the board of directors by the resolution of the board of directors:
  - A. audit committee;
  - B. outside director candidate recommendation committee; and
  - C. any other committees necessary for management of the Company.
2. The composition, authority and operation, etc. of each committee set out in Paragraph 1 above shall be determined by the resolution of the board of directors.
3. The provisions of Articles 35, 36 and 37 shall apply *mutatis mutandis* to each of the committees set out in Paragraph 1 above.

#### **Article 34 (Chairperson of the Board of Directors)**

1. The chairperson of the board of directors shall be appointed by the board of directors from among the directors.
2. Article 31(2) (Acting Representative Director) shall apply *mutatis mutandis* in the cases of

absence or incapacity of the chairperson.

**Article 35 (Convocation of the Board of Directors)**

1. The meetings of the board of directors shall be convened by the chairperson of the board of directors or a director as prescribed in the regulations of the board of directors, and the person who has the authority to convene a meeting of the board of directors shall determine the date of the meeting and notify each director of the date of the meeting in writing, by electronic document, or orally at least twelve (12) hours prior to the meeting.
2. In case of unanimous consent of the directors in advance, the meeting of the board of directors may be convened at any time without following the procedures set out in the preceding Paragraph.

**Article 36 (Method of Resolution)**

1. Resolutions of the board of directors shall be adopted by the presence of a majority of the directors and by the affirmative vote of a majority of the directors present.
2. Directors who hold a special interest in a resolution of the board of directors may not exercise their voting rights.
3. The board of directors may allow all or some of the directors to participate in the meeting, without attending the meeting in person, by means of a communication method that simultaneously transmits and receives audio. In such case, the directors shall be deemed to have been present in person at the meeting of the board of directors.

**Article 37 (Minutes)**

With respect to the agenda, proceedings and results of the meeting of the board of directors, the name of objecting directors and the reasons for objection shall be recorded in the minutes, which shall bear the names and seals or signatures of the chairperson and the directors present at the meeting.

**Article 38 (Composition of Audit Committee)**

1. This Company shall have an audit committee in lieu of the statutory auditor, whose members shall comprise of at least three (3) directors; provided, that outside directors shall constitute two-thirds (2/3) or more of the members of the audit committee.
2. Members of the audit committee shall be appointed among the directors appointed at the general meeting of shareholders. In such cases, one member of the audit committee shall be appointed by the resolution of the general meeting of shareholders as a director to become as a member of the audit committee in a separate proceeding from the other directors.



3. In the appointment and dismissal of members of the audit committee, shareholders who hold more than three percent (3%) of the total number of issued and outstanding shares, excluding non-voting shares (in the case of the largest shareholder, the shares held by the related persons of the largest shareholder and other persons prescribed by the Enforcement Decree of the Korean Commercial Code shall be aggregated when appointing or dismissing a member of the audit committee who is not an outside director), shall not exercise their voting rights with respect to such excess shares.
4. The audit committee shall appoint a person to represent the committee by its resolution. In such case, the chairperson shall be an outside director.
5. Members of the audit committee shall be elected by the affirmative vote of a majority of the voting rights of shareholders present; provided, that such votes shall represent at least one-fourth (1/4) of the total number of issued and outstanding shares. However, where voting rights are allowed to be exercised electronically pursuant to Article 368-4(1) of the Korean Commercial Code, the appointment of members of the audit committee may be resolved by a majority of the voting rights of the shareholders present.

**Article 38-2 (Duties of the Audit Committee)**

1. The audit committee shall audit the accounting and operations of the Company.
2. The audit committee may request the convocation of an extraordinary general meeting of shareholders by submitting a written statement stating the agenda of the meeting and the reason therefor to the board of directors.
3. The audit committee shall handle the matters delegated by the board of directors other than those under Paragraphs 1 and 2 above.
4. The audit committee shall prepare audit minutes on its audit record, and the audit committee shall record the method and result of conducting the audit in the audit minutes and the members of the audit committee who conducted the audit shall sign and seal thereon.

**Article 39 (Remuneration and Bonus of Directors)**

The remuneration and bonus of directors shall be determined by the resolution of the general meeting of shareholders.

**Article 40 (Severance Pay of Directors)**

The payment of severance pay for the following persons shall be in accordance with the Regulations on Payment of Executive Severance Pay that have been adopted at the general meeting of shareholders:

1. directors; and

2. persons who perform duties equivalent to those of Paragraph 1 above.

## **Chapter 5. Accounting**

### **Article 41 (Business Year)**

The business year of this Company shall begin on January 1st and end on December 31st of each year.

### **Article 42 (Preparation and Furnishing of Financial Statements)**

1. The representative director shall prepare the following documents, supplementary schedules thereto and business report and shall submit them to the audit committee at least six (6) weeks prior to the date of the ordinary general meeting of shareholders, the audit committee shall submit an audit report to the representative director at least one (1) week prior to the date of the ordinary general meeting of shareholders, and the representative director shall submit the financial statements audited by the audit committee to the ordinary general meeting of shareholders for approval:
  - A. balance sheet;
  - B. profit and loss statement; and
  - C. other documents prescribed by the Enforcement Decree of the Korean Commercial Code, which indicate the financial condition and management performance of the Company.
2. If the Company constitutes a company subject to the requirement of preparing consolidated financial statements as prescribed by the Enforcement Decree of the Korean Commercial Code, each of the documents set out in Paragraph 1 above shall include consolidated financial statements.
3. From one (1) week prior to the date of the ordinary general meeting of shareholders, the Company shall furnish the documents under each subparagraph of Paragraph 1 and supplementary schedules thereto, together with the business report and audit report, at the head office for five (5) years and certified copies thereof at the branch offices for three (3) years therefrom.
4. Upon obtaining the approval of the general meeting of shareholders for the documents under each subparagraph of Paragraph 1, the representative director shall publicly announce the balance sheet and external auditor's audit opinion without delay.

### **Article 42-2 (Appointment of External Auditor)**

The Company shall appoint an external auditor after obtaining approval of the audit committee and report such appointment at the first ordinary general meeting of shareholders convened after the appointment, send written or electronic notices thereof to the shareholders as of the most recent date when the entries in the register of shareholders was suspended, or publish it on the Company's website.

**Article 43 (Disposition of Profits)**

This Company shall dispose of the pre-disposition retained earnings for each business year as follows:

1. earned surplus reserves;
2. other statutory reserves;
3. dividends;
4. voluntary reserves;
5. other appropriated retained earnings

**Article 44 (Dividends)**

1. Dividends shall be paid in cash or shares; provided, that in case of share dividends, if the Company has issued several classes of shares, such distribution may be made through shares of different classes by the resolution of the general meeting of shareholders.
2. The board of directors may set a record date for identifying the shareholders entitled to receive the dividends under Paragraph 1. In such case, the record date shall be publicly announced at least two (2) weeks prior to such record date.
3. The right to claim payment of dividends shall be time-barred if not exercised within five (5) years, and any dividends whose statute of limitation has run and expired shall be vested in the Company.

**Article 45 (Interim Dividends)**

1. The Company may pay interim dividends, which shall be decided by the resolution of the board of directors, in accordance with relevant laws. Interim dividends shall be distributed in cash.
2. The board of directors may set up a record date to determine shareholders eligible to receive dividends under paragraph 1, and in such cases, notice shall be given two weeks prior to the said record date.
3. Specific matters regarding interim dividends shall be governed by the relevant laws.

## **Addenda**

### **Article 1 (Scope of Application)**

Matters not stipulated in these Articles of Incorporation shall be governed by the Korean Commercial Code or other laws and regulations.

### **Article 2 (Company Regulations)**

The Company may establish regulations necessary for management by the resolution of the board of directors as may be necessary.

### **Article 3 (Contribution in Kind)**

The details of in-kind contribution made for the establishment of this Company are as follows:

1. Contributing party: LG Electronics Inc. prior to the spin-off
2. Details of in-kind contribution: The assets intended for in-kind contribution due to the spin-off of LG Electronics Inc., the predecessor company, the value thereof and the class and number of shares to be granted therefor are as stated in (i) Article 7 “Assets of the Company to be Transferred to the Newly Established Company and the Value Thereof”, (ii) Article 3 “Total Number and Class of Shares and Number of Shares Per Class to be Issued upon Spin-Off” and (iii) Article 4 “Matters on Allocation of Shares to Shareholders of the Newly Established Company” under 6. Matters on the Newly Established Company in the Spin-Off Plan.

### **Article 4 (Effective Date)**

These Articles of Incorporation shall be effective as of April 1, 2002.

### **Article 5 (Transitional Measures concerning Preferred Shares)**

In the event that the Company issues preferred shares by capital increase without consideration with respect to preferred shares issued by the predecessor company, LG Electronics Inc. prior to the enforcement date of the Korean Commercial Code, as amended (October 1, 1996) (preferred shares with common share dividend rate + 1% additional cash dividend), the Company shall allocate new preferred shares in accordance with Article 10 hereof.

### **Article 6 (Name and Address of the Company Prior to Spin-off)**

These Articles of Incorporation are hereby executed and sealed by the representative director of LG Electronics Inc. prior to the spin-off to establish the Company. The name and address of

LG Electronics Inc. and the name of the representative director prior to the spin-off are as follows.

December 28, 2001

20, Yeouido-dong, Yeongdeungpo-gu, Seoul

LG Electronics Inc.

Representative Director Ja-Hong Koo

**【Addendum】** (March 14, 2003)

These Articles of Incorporation shall enter into force on March 14, 2003.

**【Addendum】** (March 12, 2004)

These Articles of Incorporation shall enter into force on March 12, 2004.

**【Addendum】** (March 11, 2005)

These Articles of Incorporation shall enter into force on March 11, 2005.

**【Addendum】** (March 14, 2008)

These Articles of Incorporation shall enter into force on March 14, 2008.

**【Addendum】** (March 13, 2009)

These Articles of Incorporation shall enter into force on March 13, 2009.

**【Addendum】** (March 19, 2010)

These Articles of Incorporation shall enter into force on March 19, 2010.

**【Addendum】** (March 18, 2011)

These Articles of Incorporation shall enter into force on March 18, 2011.

**【Addendum】** (March 15, 2013)

These Articles of Incorporation shall enter into force on March 15, 2013.

**【Addendum】** (March 18, 2016)

These Articles of Incorporation shall enter into force on March 18, 2016.

**【Addendum】** (March 17, 2017)

These Articles of Incorporation shall enter into force on March 17, 2017.

**【Addendum】** (March 15, 2019)

These Articles of Incorporation shall enter into force on March 15, 2019; provided, however, that the amendments to Articles 7, 18, 19 and 19-2 shall come into force on the date the Act on Electronic Registration of Stocks and Bonds enters into force.

**【Addendum】** (March 26, 2020)

These Articles of Incorporation shall enter into force on March 26, 2020.

**【Addendum】** (March 24, 2021)

These Articles of Incorporation shall enter into force on March 24, 2021.

**【Addendum】** (March 24, 2022)

These Articles of Incorporation shall enter into force on March 24, 2022.

**【Addendum】** (March 27, 2023)

These Articles of Incorporation shall enter into force on March 27, 2023.

**【Addendum】** (March 26, 2024)

These Articles of Incorporation shall enter into force on March 26, 2024.

**【Addendum】** (March 25, 2025)

These Articles of Incorporation shall enter into force on March 25, 2025.