

Policy on Independence Criteria for Independent Directors



KOREA ZINC

3-2. Policy on Independence Criteria for Independent Directors

[Objective]

Korea Zinc's Board of Directors is setting standards to determine the board's internal independence.

[Independence Criteria]

Based on the independence criteria for outside directors at Korea Zinc, an independent director is considered independent if they meet all of the following conditions.

1. When independent directors have not served as executives of the company within the past five years
2. When independent directors or their direct family do not receive an annual compensation of more than \$60,000 from the company or its subsidiary except being permitted in 「SEC Rule 4200 Definitions」*
3. When the direct family of independent directors have not been executives of the company or subsidiary for the past three years
4. When independent directors are not advisors or consultants to the company or its management
5. When independent directors are not employees of a corporation having a contract for a principal advisory contract or technical partnership with the company
6. When independent directors have not served in the company's external audit agency within the last three years
7. The external director is not an employee of a corporation where transactions with the company in any of the last 3 fiscal years exceed 10% of the company's total assets or revenues
8. The external director is not an employee of a corporation that has entered into a single transaction agreement with the company during the last fiscal year exceeding 10% of the company's total sales
9. The external director is not affiliated with a nonprofit organization receiving donations from the company totaling more than 10% of the total donation amount received by the company in the last fiscal year, excluding donations arising solely from investments in company securities or non-material charitable matching gift programs
10. The external director has no conflicts of interest regarding matters decided by the board of directors

* These criteria are used to determine the independence of external directors at Korea Zinc Co.

Contact: ESG Management Team

Email: ybyeong@koreazinc.co.kr

Tel: 02-6947-2459