

Management of Insiders Reporting

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Article Amendment			
Rev.	Pages	Description	Approved Date
1	-	Article Establishment	2023/08/18
2	3, 7	Revision of Article 4, paragraph (IV) and Article 6 in accordance with the amendments to Article 43-1, paragraph 1 of the Securities and Exchange Act regarding the reporting threshold for the acquisition of a substantial amount of shares be lowered from 10% to 5% of the total issued shares.	2024/03/07
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Management of Insiders Reporting

Article 1 To ensure that the Company and its insiders perform notification of and reporting on information regarding the termination of the employment of insiders, information on the assumption of office, changes in shareholding, the status of pledges, etc, in accordance with the laws and regulations, the Company hereby establishes the following operating procedures.

Article 2 (Applicability)

The directors, officers, and shareholders holding more than 10% of the total shares, including their spouses, minor children, and shares held under the name of third parties.

The directors in the preceding paragraph including directors who are natural persons, directors of legal entities and representatives appointed by legal entities. Where a legal entity is elected as a director of a company, the representative appointed by the director, the representative's spouse, minor children and shares held under the name of third parties are also considered as insiders.

The officers referred to in the first paragraph include:

1. General Manager and equivalent rank.
2. Vice General Manager and equivalent rank.
3. Assistant General Manager and equivalent rank.
4. Head of Accounting and Treasury Management Department.
5. Persons who manage company affairs and are authorized to affix signature on behalf of the Company.

The term "shares held under the name of third parties" referred to in the preceding paragraph:

1. Directly or indirectly provides stocks to third parties, or provides funds to third parties to purchase such stocks.
2. Entitled to manage, utilize, or dispose the stocks held under the name of such third parties.
3. Allocate the complete or partial portions of profits or losses of stocks held under the name of such third parties.

Personnel disclosed previously are all insiders.

Article 3 The Stock Affair Div. is the responsible Division for the formulation and execution of these procedures.

Article 4 (Insiders Reporting Procedures)

Any new appointment or dismissal of insiders and related persons thereof shall be filed by the company within the prescribed period after the occurrence of the fact.

- (I) Compliance with Article 22-2 of the Securities and Exchange Act, which stipulates that transfers of shares shall be reported in advance:
 - 1. Insiders may transfer their holdings in the centralized market six months after the date of the acquisition of insider status.
 - 2. A report shall be filed prior to an offering to the public following approval from or an effective registration with the Competent Authority (transfer of shares on issue).
 - 3. At least three days following registration with the Competent Authority, a report shall be filed prior to transferring, shares that have satisfied the holding period requirement and which are within the daily transfer allowance ratio prescribed by the Competent Authority on a centralized exchange market or an over-the-counter market. However, this requirement shall not apply to transfers totaling less than 10,000 shares per exchange day. (Sale of stocks over-the-counter).
 - 4. Within three days following registration with the Competent Authority, a report shall be filed prior to transferring shares by means of private placement to designated persons satisfying the qualifications prescribed by the Competent Authority (private transfer of holdings).
 - 5. The calculation of shares held by shareholders referred to in the paragraph, “This requirement shall not apply to transfers totaling less than 10,000 shares per exchange day”, shall include shares held by their spouses and minor children and those held under the names of other parties.
 - 6. A report shall be filed prior to shares being sold at auction by a court of law or disposed of by a financial institution.
- (II) Compliance with Article 25 of the Securities and Exchange Act, which stipulates that transfers of shares shall be reported afterward:
 - 1. Insiders shall file, by the fifth day of each month, a report with the issuer of the changes in the number of shares they held during the preceding month. The issuer shall compile and file such report of changes with the Competent Authority by the fifteenth day of each month. The Competent Authority may order an issuer to make public announcement of such information should it deem the

- measure necessary.
2. When insiders' shares are pledged, the pledgor shall make an immediate notification to the issuer. The issuer shall inform the Competent Authority of such pledges within five days of their formation, and publicly announce such pledge.
 3. Insiders whose shares have been force-sold by a financial institution or sold at auction by a court of law shall also file a report afterwards.
 4. Insiders are required to report in accordance with the regulations, regardless of whether or not there are any changes in their stock holdings. The same applies to pledges or redemption of shares.
 5. If there is no change in an insider's shareholding, the insider is exempted from filing an application for changes in shareholding with the Company, but still has the obligation to file reports.
 6. If an insider holds private placement shares of a company or delivers shares to a trust, he/she shall file reports in accordance with Article 25 of the Securities and Exchange Act.
 7. When an insider serves in more than one capacity, each capacity shall be reported in detail.
- (III) In accordance with Paragraph 6 of Article 28-2 of the Securities and Exchange Act (Repurchase of Shares), in the event that a company buys back shares from the centralized securities exchange market or over-the-counter market, the shares held by its affiliated enterprises defined under Article 369-1 of the Company Act or its directors, supervisors, managerial officers, or shareholders holding shall not be sold during the buyback period.
- (IV) In accordance with Paragraph 1 of Article 43-1 of the Securities and Exchange Act (public acquisition of marketable securities), any person who acquires, either individually or jointly with other persons, more than 5 percent of the total issued shares of a public company shall report such acquisition to the Competent Authority and make a public announcement. The same applies when there is any change in the specifics reported. Regulations governing the reporting of the number of shares acquired, the purpose and the sources of funds for the acquisition of the shares, changes to the specifics reported, public announcement, terms, and any other matters requiring compliance, shall be prescribed by the Competent Authority.
- (V) Compliance to Article 157 of the Securities and Exchange Act (Right

to Disgorgement)

1. In the event that an insider sells listed stock of the company within six months after acquiring it, or repurchases listed stock of the company within six months after selling it, the company shall claim for the disgorgement of any profit realized thereby.
2. If the Board of Directors or the supervisors of the company fail to exercise the right of claim for disgorgement under the preceding paragraph on behalf of the company, its shareholders may request the directors or the supervisors to exercise the right of claim within thirty days. Upon the expiration of such period, if no action has been taken, such requesting shareholders shall have the right to claim for disgorgement on behalf of the company.
3. The directors shall be jointly and severally liable for damages suffered by the company as a result of their failure to exercise the claim provided under paragraph 1 of this Article.
4. The right of claim specified in paragraph 1 of this Article shall be extinguished if not exercised within two years after the date on which the profit is realized.
5. The provisions of paragraph 3 of Article 22-2 of the Securities and Exchange Act shall apply mutatis mutandis to paragraph 1 of this Article.
6. This Article shall apply mutatis mutandis to other securities with the nature of equity shares issued by a company.

(VI) **Insiders' compliance to Article 157-1 of the Securities and Exchange Act (Regulation of Insider Trading)**

1. Upon actually knowing of any information that will have a material impact on the price of the securities of the issuing company, after the information is specified, and prior to the public disclosure of such information or within 18 hours after its public disclosure, the following persons shall not purchase or sell, in the person's own name or in the name of another, shares of the company that are listed on an exchange or an over-the-counter market, or any other equity-type security of the company:
 - (1) A director, supervisor, and/or managerial officer of the company, and/or a natural person designated to exercise powers as a representative pursuant to Article 27, paragraph 1 of the Company Act.
 - (2) Shareholders holding more than ten percent of the shares of the

company.

- (3) Any person who has learned the information by reason of occupational or controlling relationship.
 - (4) A person who, though no longer among those listed in one of the preceding three subparagraphs, has only lost such status within the last six months.
 - (5) Any person who has learned the information from any of the persons named in the preceding four subparagraphs.
2. Upon actually knowing of any information that will have a material impact on the ability of the issuing company to pay principal or interest, after the information is specified, and prior to the public disclosure of such information or within 18 hours after its public disclosure, the persons listed in the preceding paragraph shall not sell, in the person's own name or in the name of another, the non-equity-type corporate bonds of such company that are listed on an exchange or an over-the-counter market:
 3. Persons in violation of the provisions of paragraph 1 or the preceding paragraph shall be held liable to trading counterparts who, on the day of the violation, undertook the opposite-side trade with bona fide intent, for damages in the amount of the difference between the buying or selling price and the average closing price for ten business days after the date of public disclosure. The court may also, upon the request of the counterpart trading in good faith, treble the damages payable by the said violators should the violation be of a severe nature. The court may reduce the damages where the violation is minor.
 4. The persons referred to in subparagraph (5) of paragraph 1 shall be held jointly and severally liable with the persons referred to in subparagraphs (1) through (4) of paragraph 1 who provided the information for the damages referred to in the preceding paragraph. However, where the persons referred to in subparagraphs (1) through (4) of paragraph 1 who provided the information had reasonable cause to believe the information had already been publicly disclosed, they shall not be liable for damages.
 5. The phrase "information that will have a material impact on the price of the securities" in paragraph 1 shall mean information relating to the finances or businesses of the company, or the supply and demand of such securities on the market, or tender offers of

such securities, the specific content of which will have a material impact on the price of the securities, or will have a material impact on the investment decision of a reasonably prudent investor.

Regulations governing the scope of the information, the means of its disclosure, and related matters shall be prescribed by the Competent Authority.

6. Regulations governing the scope of information that will have a material impact on the ability of the issuing company to pay principal or interest as described in paragraph 2, the means of its disclosure, and related matters shall be prescribed by the Competent Authority.
7. The provisions of paragraph 3 of Article 22-2 shall apply mutatis mutandis to subparagraphs (1) and (2) of paragraph 1 of this Article. The same shall apply with respect to those who have lost the identity set out in those provisions for a period of less than a full six months. The provisions of paragraph 4 of Article 20 shall apply mutatis mutandis to the trading counterpart referred to in paragraph 3 of this Article.

Article 5 (Notes on Insiders Reporting)

1. Management Unit:

- (1) Any new appointment or dismissal of insiders and related persons thereof shall be filed by the company within the prescribed period after the occurrence of the fact.
- (2) Newly appointed insiders shall issue a declaration to ensure that they are aware of their reporting obligations and other relevant securities laws and regulations. The company shall keep it properly filed.
- (3) Information on changes in the shareholdings of insiders and related persons thereof during the previous month shall be reported within the prescribed monthly deadline.
- (4) Information on the creation (redemption) of a pledge by insiders and related persons thereof shall be reported within the prescribed period after the occurrence of the fact.
- (5) When an insider serves in more than one capacity, each capacity shall be reported repeatedly.

2. Note to insiders and related persons thereof:

- (1) Comply with Article 22-2 of the Securities and Exchange Act on prior reporting of stock transfers and notify the Company in a timely

manner. In the case of a transfer in a centralized market, the transfer may be made after three days from the date of report to the competent authority, and the transfer shall be completed within one month. If it is not possible to complete the transfer of the declared shares within one month, the Company shall be notified of the "reasons for non-completion of the transfer" in a timely manner upon the expiration of the transfer period, so that the transfer can be reported to the competent authority within three days of the expiration of the transfer period.

- (2) Comply with the requirements of Article 25 of the Securities and Exchange Act regarding after-the-fact reporting, monthly reporting, and reporting on the pledge (redemption) of the shares, and notify the Company in a timely manner.
 - (3) Comply with Paragraph 6, Article 28-2 of the Securities and Exchange Act on the prohibition on selling treasury stock during the implementation period.
 - (4) Comply with Paragraph 1, Article 43-1 of the Securities and Exchange Act regarding the reporting of the acquisition of more than 10% of the shares of a publicly traded company, either alone or jointly with others, or the increase or decrease of up to 1% by subsequent changes.
 - (5) Comply with the prohibition of short-term trading under Article 157 of the Securities and Exchange Act by not selling within six months of the acquisition or buying within six months of selling as an insider.
 - (6) Comply with the prohibition of insider trading under Article 157-1 of the Securities and Exchange Act.
3. For the purpose of these Measures, related persons refer to the spouses and minor children and those held under the names of other parties, and the spouses and minor children and those held under the names of other parties of the representatives of governments or juridical persons who have been elected as directors of the Company.

Article 6 These procedures are implemented after the resolution by the Board of Directors; the same is true for any amendment and repeal.

These Measures were enacted on August 18, 2023

The first amendment was made on March 07, 2024. The amendment to Article 4, paragraph (4) shall become effective on May 10th, 2024 in accordance with the amendment to Article 43-1 of the Securities and Exchange Act.

Article 7 (Control Focus)

- I. Documentation of information on insiders and their affiliates shall be maintained.
- II. Whether or not changes in the information and shareholdings of insiders and their related persons are reported in accordance with the regulations.

Article 8 (Basis)

- I. Regulations Governing the Establishment of Internal Control Systems by Public Companies.

Article 9 (Forms Used)

- I. Declaration of New Appointments.