



Corporate Governance Report for the year 2021

Kakao Corp.

In accordance with Article 24-2 of the Regulation on Disclosure on the Securities Market and Article 7-2 of its Detailed Enforcement Regulations, Kakao Corp. has prepared this Report to help investors understand the current state of the Kakao Corp.'s corporate governance. Information on the governance status contained in this Report is current as of December 31, 2021, and any changes thereafter as of the Report's submission date have been stated separately. In addition, for all governance-related activities described in the Report, the details of these activities for the period subject to disclosure (January 1, 2021 to December 31, 2021) were stated, and if a separate period has been suggested by the guidelines, the details of these activities for that period were also stated.

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I. Summary

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▶ Base date of preparation: December 31, 2021

▶ Company overview¹⁾

Major shareholders	Beom-su KIM and 63 other persons	Stake percentile of the major shareholders	24.19% ²⁾
		Stake percentile of the minor shareholders	60.76% ²⁾
Type of business (financial / non-financial)	Non-financial	Major products	Portal and other internet information-based services
Is the company a corporate group under the Fair Trade Act? (Yes / No)	Yes	Is the company subject to the Act on the Management of Public Institutions? (Yes / No)	No
Corporate group name	Kakao Corp.		
Summary of financial status (Unit: 100 million Korean won)			
	2021 ³⁾	2020 ³⁾	2019 ³⁾
Consolidated revenues	61,367	41,568	30,701
Consolidated operating profit	5,949	4,559	2,068
Consolidated profit from continuing operations	16,462	1,734	-3,419
Consolidated net profit	16,462	1,734	-3,419
Consolidated total assets	227,796	119,540	87,373
Separate total assets	100,247	73,455	64,844

1) Based on the recently published business report

2) Displayed to 2 decimal places (rounded off from the third decimal place)

3) The most recent data is at the left of the table.

II. Corporate governance status

1. Corporate governance policies

1.1. Governance principles and policies

Kakao Corp. (hereinafter referred to as “Kakao”) is striving to establish a governance structure that can be the basis for stable, reasonable and transparent management, to achieve the continuous growth of Kakao, and enhance value for shareholders while protecting their rights and interests.

First, to realize a transparent governance structure, Kakao is proactively implementing its governance-related business process standards and disclosing the results therefrom. By sharing, through the website and its disclosures, Kakao’s governance standards and progress, including Kakao’s Corporate Governance Charter, Articles of Incorporation, the current activity status and operating regulations of its Board of Directors, and Kakao’s Corporate Ethics Regulations, Kakao helps its stakeholders to understand the operation of its governance structure.

To allow for independent judgment and decision-making, a majority of Kakao’s Board of Directors consists of outside directors. In addition, the Board of Directors is composed of qualified people with diverse areas of expertise, to ensure that the Board is not biased toward specific backgrounds or professions. The Board is evenly composed of experts in management, industry, finance, and technology. Also, to achieve a stable governance structure through checks and balances among the members, Kakao has separately delegated its decision-making and business execution to the Board of Directors and the Management, and requires the Management to report the status of its business execution to the Board of Directors. To enable a more in-depth and objective review of candidates for outside directors, the Directors Nominating Committee, within which outside directors form the majority, recommends candidates through a separate resolution process. Kakao conscientiously provides relevant information to shareholders, through reference materials announced prior to the general meeting of shareholders and through the notice of convocation of the general meeting of shareholders, and such information is approved by shareholders on the day of the general meeting of shareholders.

Organization chart

Kakao’s Board of Directors consists of 3 inside directors and 4 outside directors. There are a total of four committees under the Board: the Audit Committee, the Compensation Committee, the Directors Nominating Committee, and the ESG Committee. To operate the Board of Directors more efficiently, Kakao has its Financial Planning Office under the Finance Group, as a support organization for operating the Board of Directors. For an organizational chart related to the Board of Directors, please refer to “(Table 4-①-1) Organizational chart related to the Board of Directors, as of the date of submission of the report.”

1.2. Governance characteristics

Composition of the Board of Directors centered on outside directors

Kakao’s Board of Directors is the company’s highest decision-making body and has the authority to appoint the Representative Director, and the Board of Directors is operated centered on its outside directors. The outside directors are individuals with expertise and rich experience in various fields, and are recommended through the Directors Nominating Committee or through shareholder proposals, and appointed by a shareholders’ resolution at the general meeting of shareholders. As of the date of submission of the disclosure document report, four out of the total of Kakao’s seven Board members are outside directors (57% of the total members), meaning that the Board is being operated with the number of outside directors at a level exceeding the majority required under the Commercial Act.

All outside directors are appointed in compliance with the Commercial Act’s regulations related to the outside director requirements, and none of the outside directors have any special relationship with the company’s major shareholders, Management or affiliates. All of Kakao’s directors comply with all regulations in the relevant laws. These laws include the Commercial Act and the Act on Monopoly Regulation and Fair Trade (hereinafter the “Fair Trade Act”), which

prevent conflicts of interest between directors and Kakao and include the prohibition of self-dealing, prohibition of misappropriation of company opportunities, and regulations on the disclosure of large-scale internal transactions.

To ensure the professionalism of the Board of Directors, the Board of Directors consists of the following outside directors: one finance and accounting expert, two technical experts, and one industry expert. By organizing the Board of Directors in consideration of diversity in terms of gender, age, religion, nationality, race, ethnicity, cultural background, and other factors, Kakao is committed to ensuring representation. In addition, by ensuring effective and thoughtful discussion and decision-making among outside directors, the company enables decision-making that is independent from management and controlling shareholders.

Committee-centered operation in the Board of Directors

The Board of Directors is the body that represents the shareholders and makes important corporate decisions, and there are a total of four committees under the BOD: Directors Nominating Committee, Compensation Committee, Audit Committee, and ESG Committee. Among the professional committees, the Compensation Committee and the ESG Committee are operated at their own discretion in order to enhance the Board's professionalism and efficiency. While all committees under the Board of Directors include a majority of outside directors, the Audit Committee and the Compensation Committee are both composed entirely of outside directors to ensure their independent decision-making. To enhance independence and managerial supervision functions, the chairpersons of the Directors Nominating Committee, Compensation Committee, and Audit Committee were appointed from among outside directors. For the ESG Committee, which was established in January 2021, the Chairperson of the Board of Directors, an inside director, was appointed as the ESG Committee Chairperson, in order to strengthen ESG management. In March 2022, an outside director was appointed as the Chairperson of the ESG Committee, and as of the date of submission of this report, all committees are chaired by an outside director.

Strengthening the expertise of the committees of the Board of Directors

The main purpose of the committees of the Board of Directors is to discuss professional decision-making matters delegated by the Board of Directors. For this reason, at least three directors are assigned to each committee to ensure smooth meeting functions. Considering the characteristics of each committee, these committees are operated by appointing directors with expertise and experience in the relevant field.

In particular, the Audit Committee is composed of outside directors with the expertise required to independently audit Kakao's accounting and business, including one finance and accounting expert. In addition, in consideration of the professionalism and independence of audit work, the Audit Committee minimizes changes in its members during the directors' terms of office. All members of the Audit Committee receive regular audit-related training.

Governance status (summary)

[Base date: Dec. 31, 2021]

Internal organization	Composition (No. of outside directors / No. of members)	BOD Chairperson / Committee Chairperson (inside/outside director status)	Major roles
Board of Directors	4/7 (Majority)	Beom-su KIM (Inside director)	Makes decisions on matters stipulated by laws or by the Articles of Incorporation, on matters delegated through the general meeting of shareholders, and on important matters related to the company's basic management policy and business execution, and supervises the Management.
Audit Committee	3/3 (All)	Seok YUN (Outside director)	Audits the financial statements, checks and approves audit activities, and selects external auditors.
Directors Nominating Committee	2/3 (Majority)	Sejung CHOI (Outside director)	Appoints directors and deliberates on whether to reappoint directors.
Compensation Committee	3/3 (All)	KyuJin CHO (Outside director)	Sets remuneration amounts for directors, executives and employees.
ESG Committee	2/3 (Majority)	Beom-su KIM (Inside director)	Inspects and approves sustainability management strategies and directions, and manages and supervises performance and problems.

Note: On March 29, 2022, at the 27th general meeting of shareholders and the Board meeting, inside director Sung-su KIM was appointed as the Chairperson of the Board of Directors. After the base date (Dec. 31, 2021), outside director Sejung CHOI was appointed as the ESG Committee Chairperson.

2. Shareholders

(Key Rule 1) Shareholders' rights

Shareholders shall be provided with the sufficient information required to exercise their rights in a timely manner, and shall be able to exercise their rights through appropriate procedures.

(Detailed Rule 1-①) The company shall provide its shareholders with sufficient information on the date, venue and agenda of its general meeting of shareholders a sufficient period in advance.

A. Provision of information related to the general meeting of shareholders

In order to provide shareholders with sufficient information on the date, venue and agenda of the general meeting of shareholders in a timely manner, when the Board of Directors decides to convene a general meeting of shareholders, we provide the details of the resolution to convene a general meeting of shareholders through disclosure. Since the annual general meeting of shareholders for 2020 (26th), we have notified our shareholders of the details of each agenda item by sending a notice of convocation of the general meeting of shareholders 4 weeks prior to the date of said meeting (to shareholders with a stake of 1% or more), or by electronically announcing the convocation of the general meeting of shareholders through the electronic disclosure system and our website (<https://www.kakaocorp.com>).

(i) We have held a total of three annual general meetings of shareholders since 2020, the year immediately preceding the period subject to disclosure. The current status and details of these general meetings of shareholders are as follows.

(Table 1-①-1) Details of the general meetings of shareholders from the start of the business year immediately preceding the period subject to disclosure to the date the disclosure documents were submitted

	27 th Annual General Meeting of Shareholders ¹⁾ (2021)	26 th Annual General Meeting of Shareholders ¹⁾ (2020)	25 th Annual General Meeting of Shareholders ¹⁾ (2019)
Convocation resolution day	Feb. 24, 2022	Feb. 25, 2021	Feb. 25, 2020
Convocation announcement day	Feb. 25, 2022	Feb. 26, 2021	Mar. 03, 2020
Date of general meeting of shareholders	Mar. 29, 2022 (Tue)	Mar. 29, 2021 (Mon)	Mar. 25, 2020 (Wed)
Period between the announcement date and the date of the general meeting of shareholders	33 days before the general meeting of shareholders	31 days before the general meeting of shareholders	22 days before the general meeting of shareholders
Venue/Region	Head Office /Jeju-si, Jeju Special Self-Governing Province, Korea	Head Office /Jeju-si, Jeju Special Self-Governing Province, Korea	Head Office /Jeju-si, Jeju Special Self-Governing Province, Korea
How shareholders are notified of matters related to the general meeting of shareholders	Sending a notice of convocation; Announcement on the website; Electronic Disclosure System	Sending a notice of convocation; Announcement on the website; Electronic Disclosure System	Sending a notice of convocation; Announcement on the website; Electronic Disclosure System

Whether convocation notifications were understandable to foreign shareholders, and how these notifications were made		Decision to convene announced in English, and posted in English on the company's website	Decision to convene announced in English, and posted in English on the company's website	Decision to convene announced in English
Detailed matters	Attendance of the Board members	3 members out of 7 attended	2 members out of 7 attended	1 member out of 7 attended
	Attendance of auditors or Audit Committee members	Attended	Attended	Not attended
	Main contents of shareholders' remarks	1) No. of shareholders who made remarks: 0 2) Remark contents: None	1) No. of shareholders who made remarks: 2 2) Remark contents: Inquiries and opinions related to the limit of remuneration for directors	1) No. of shareholders who made remarks: 0 2) Remark contents: None

Note: The date of the decision to convene and announcement of the above regular general meeting of shareholders is the date of the first convocation and announcement. The resolution of the Board of Directors for adding agenda items and correction of the notice of convocation accordingly were performed on March 12, 2021 for the 26th term, and on March 14, 2022 for the 27th term.

1) The most recent data is at the left of the table.

B. We are making great efforts to provide shareholders with sufficient information in relation to the general meeting of shareholders in advance (four weeks' notice prior to the general meeting of shareholders). For the 25th Regular General Meeting of shareholders held on March 25, 2020, the notice of its convocation was given three weeks before the date of the general meeting of shareholders. However, for the 26th Annual General Meeting of Shareholders held on March 29, 2021 and for the 27th Annual General Meeting of Shareholders held on March 29, 2022, notices to convene were given four weeks before the date of the general meeting of shareholders, enabling shareholders to consider the agenda of the general meeting of shareholders for a longer period of time.

(Detailed Rule 1-②) Shareholders shall be encouraged to participate as much as possible at the general meeting of shareholders so that they can express their opinions.

A. Regarding the exercise of voting rights by shareholders

(i) As described in “Table 1-②-1,” in order for our shareholders to exercise their voting rights smoothly, from 2019 to the date of submission of disclosure documents, we have designated and held the general meeting of shareholders on a day other than the “most concentrated dates” for general meetings of shareholders, which are announced by the Korea Listed Companies Association at the beginning of each year. Since 2018, we have been participating in the Korea Listed Companies Association's Voluntary Compliance Program to hold shareholders meetings that do not conflict with other major shareholders meetings.

(Table 1-②-1) Whether the general meeting of shareholders was held on days other than the “most concentrated dates,” from the start of the year immediately preceding the period subject to disclosure, to the date of submission of disclosure documents

	27th Regular General Meeting of Shareholders	26th Regular General Meeting of Shareholders	25th Regular General Meeting of Shareholders
“Most concentrated dates” for general meetings of shareholders	Mar. 25, 2022 Mar. 30, 2022 Mar. 31, 2022	Mar. 26, 2021 Mar. 30, 2021 Mar. 31, 2021	Mar. 13, 2020 Mar. 20, 2020 Mar. 26, 2020 Mar. 27, 2020
Date of the regular general meeting of shareholders	Mar. 29, 2022 (Tue)	Mar. 29, 2021 (Mon)	Mar. 25, 2020 (Wed)
Was the regular general meeting held on a date other than the “most concentrated dates”?	Yes	Yes	Yes
Was written voting conducted?	No	No	No
Was electronic voting conducted?	Yes	Yes	Yes
Was proxy voting recommended?	Yes	Yes	Yes

(ii) Currently, we do not adopt the written voting system, as there may be issues such as effectiveness. Yet, to make it easier for shareholders to exercise their voting rights, since the 20th Regular General Meeting of shareholders held on March 27, 2015, we have been implementing the electronic voting system and the electronic proxy solicitation system. By doing so, we are encouraging shareholders to exercise their voting rights without attending the general meeting of shareholders, through electronic voting or by proxy through electronic power of attorney.

To secure a quorum for voting and facilitate the exercise of voting rights by shareholders, we recommend proxy exercise of voting rights for all shareholders listed in the list of shareholders on the date of confirmation of rights. Also, in accordance with the Capital Market Act, we prepare a power of attorney form and reference documents two days before the start date of solicitation and disclose it via the electronic disclosure system.

(iii) For the 27th Regular General Meeting of shareholders held on March 29, 2022, shareholders holding a total of 232,721,916 shares, equivalent to 60.18% of the total number of issued shares with voting rights, attended and exercised their voting rights. These include the exercise of voting rights by electronic voting, and the exercise of voting rights by proxy. All the items on the agenda for the 27th Regular General Meeting of shareholders were approved as originally proposed, and the results of the regular general meeting of shareholders were disclosed immediately thereafter via the Financial Supervisory Service Electronic Disclosure System and on our website. The votes in favor and against for each agenda item at the 27th Regular General Meeting of shareholders and the specific voting results are as follows.

(Table 1-②-2) Votes in favor and against for each agenda item, detailed voting results, etc., for the general meeting(s) of shareholders held from the start of the year subject to disclosure to the date of submission of disclosure documents

Regular		27 th Regular General Meeting of Shareholders				Mar. 29, 2022		
Agenda	Resolution type	Purpose of the meeting	Passed or not	Total number of issued shares with voting rights (①) ¹⁾	No. of shares with voting right exercised, among the shares in ①(A) ²⁾	No. of shares in approval(B) (Ratio, %) ³⁾		
						Number of shares, such as opposition and abstention (C) (Ratio, %) ⁴⁾		
Agenda 1	Ordinary	Approval of the financial statements	Passed	386,712,478	232,721,916	212,389,367	91.3%	
						20,332,549	8.7%	
Agenda 2	No. 2-1	Special	Changing the subject of the stock option grant (Article 10)	Passed	394,424,036	232,721,916	232,340,957	99.8%
							380,959	0.2%
	No. 2-2	Special	Changes in the order of acting on behalf of the chairperson of the general meeting of shareholders (Article 18)	Passed	394,424,036	232,721,916	232,357,236	99.8%
							364,680	0.2%
	No. 2-3	Special	Extension of the interim dividend resolution date (Article 37-2)	Passed	394,424,036	232,721,916	230,020,345	98.8%
							2,701,571	1.2%
	No. 2-4	Special	Changes to some other provisions (Articles 8, 26 and 36, and the Supplementary Clauses)	Passed	394,424,036	232,721,916	232,343,171	99.8%
							378,745	0.2%
Agenda 3	No. 3-1	Ordinary	Appointing Whon NAMKOONG as an inside director (2 years)	Passed	394,424,036	232,721,916	229,237,675	98.5%
							3,484,241	1.5%
	No. 3-2	Ordinary	Appointing Sung-su KIM as an inside director (2 years)	Passed	394,424,036	232,721,916	231,712,904	99.6%
							1,009,012	0.4%
No. 3-3	Ordinary	Appointing Euntaek HONG as an inside director (2 years)	Passed	394,424,036	232,207,368	231,198,294	99.6%	
						1,009,074	0.4%	
Agenda 4	Ordinary	Approving the limits on remuneration for directors	Passed	386,712,478	232,721,916	231,237,859	99.4%	
						1,484,057	0.6%	
Agenda 5	Ordinary	Approving the granting of stock options previously decided by the Board of Directors	Passed	386,712,478	232,721,916	229,316,338	98.5%	
						3,405,578	1.5%	
Agenda 6	Special	Retirement of treasury shares	Passed	386,712,478	232,721,916	228,462,672	98.2%	
						4,259,244	1.8%	
Agenda 7	Ordinary	Revising the Directors' Retirement Allowance Payment Regulations	Passed	386,712,478	232,721,916	200,933,880	86.3%	
						31,788,036	13.7%	
Agenda 8	Special	Granting stock options	Passed	386,712,478	232,372,990	225,403,074	97.0%	
						6,969,916	3.0%	

1) For the appointment of auditors and members of the Audit Committee, the numbers of shares excluding the number of shares with limited voting rights have been entered.

2) Number of shares (A) = Number of shares (B) + Number of shares (C)

3) Proportion of the number of shares in favor (%) = (B/A) × 100

4) Proportion of the number of shares such as opposition/abstention (%) = (C/A) × 100

In the 26th Regular General Meeting of shareholders held on March 29, 2021, shareholders holding a total of 60,345,120 shares, equivalent to 70.16% of the total number of issued shares with voting rights, attended and exercised their voting rights. All the items on the agenda for the 26th Regular General Meeting of shareholders were approved as originally proposed, and the results of the general meeting of shareholders were disclosed immediately thereafter on the Financial Supervisory Service Electronic Disclosure System and on our own website. The ratio of votes for and against each agenda item at the 26th Regular General Meeting of shareholders and the specific voting results are as follows.

Regular		26 th Regular General Meeting of Shareholders				Mar. 29, 2021		
Agenda	Resolution type	Purpose of the meeting	Passed or not	Total number of issued shares with voting rights (㉠) ¹⁾	No. of shares with the voting right exercised, among the shares in ㉠(A) ²⁾	No. of shares in approval(B) (Ratio, %) ³⁾		
						Number of shares, such as opposition and abstention (C) (Ratio, %) ⁴⁾		
Agenda 1	Ordinary	Approval of the financial statements	Passed	86,012,064	60,345,120	56,119,378	93.0%	
						4,225,742	7.0%	
Agenda 2	No. 2-1	Special	Changing the business purpose (Article 2)	Passed	86,012,064	60,345,120	60,281,215	99.9%
							63,905	0.1%
	No. 2-2	Special	Changing the base date (Articles 6-3, 10, 11, 13, 14, 15, 16, 37, 37-2)	Passed	86,012,064	60,345,120	60,273,636	99.9%
							71,484	0.1%
	No. 2-3	Special	Appointing Audit Committee members separately (Article 27)	Passed	86,012,064	60,345,120	60,276,083	99.9%
							69,037	0.1%
	No. 2-4	Special	Changes to some other provisions (Articles 12, 15-2, 23 and 29, and the Supplementary Clauses)	Passed	86,012,064	60,345,120	60,273,498	99.9%
							71,622	0.1%
	No. 2-5	Special	Executing share splits (Article 6)	Passed	86,012,064	60,345,120	60,278,717	99.9%
							66,403	0.1%
Agenda 3	No. 3-1	Ordinary	Appointing Sejung CHOI as an outside director (2 years)	Passed	86,012,064	60,345,120	60,171,255	99.7%
							173,865	0.3%
	No. 3-2	Ordinary	Appointing Kyujin CHO as an outside director (2 years)	Passed	86,012,064	60,345,120	60,143,986	99.7%
							201,134	0.3%
No. 3-3	Ordinary	Appointing Saerom PARK as an outside director (2 years)	Passed	86,012,064	60,345,120	60,302,656	99.9%	
						42,464	0.1%	
Agenda 4	Ordinary	Appointing Outside Director Seok YUN as an Audit Committee member (2 years)	Passed	60,753,144	38,105,688	36,869,217	96.8%	
						1,236,471	3.2%	
Agenda 5	No. 5-1	Ordinary	Appointing Sejung CHOI as an Audit Committee member (2 years)	Passed	60,753,144	38,105,688	37,921,720	99.5%
							183,968	0.5%
	No. 5-2	Ordinary	Appointing Seok YUN as an Audit Committee member (2 years)	Passed	60,753,144	38,105,688	38,031,624	99.8%
							74,064	0.2%
Agenda 6	Ordinary		Passed	86,012,064	60,345,120	41,238,006	68.3%	

		Approving the limits on remuneration for directors				19,107,114	31.7%
Agenda 7	Ordinary	Approving the granting of stock options previously decided by the Board of Directors	Passed	86,012,064	60,345,120	59,140,132	98.0%
						1,204,988	2.0%
Agenda 8	Special	Approving the share split plan	Passed	86,012,064	60,345,120	59,766,469	99.0%
						578,651	1.0%

1) Regarding the appointment of auditors and members of the Audit Committee, the numbers of shares excluding the number of shares with limited voting rights have been entered.

2) Number of shares (A) = Number of shares (B) + Number of shares (C)

3) Proportion of the number of shares in favor (%) = (B/A) × 100

4) Proportion of the number of shares such as opposition/abstention (%) = (C/A) × 100

B. We issue a notice and announcement of the convocation of a general meeting of shareholders four weeks before the general meeting of shareholders. Also, we hold the general meeting of shareholders on a day other than the “most concentrated dates” of general meetings of shareholders announced by the Korea Listed Companies Association at the beginning of each year. We actively encourage the exercise of voting rights by proxy, including electronic voting and electronic power of attorney, so that shareholders can easily exercise their voting rights. Based on this, we consider that we are faithfully implementing a range of measures that allow shareholders to participate in the general meeting of shareholders through direct and indirect exercise of their voting rights. In the future, we will continue to ensure that shareholders can easily participate in general meetings of shareholders and express their opinions.

(Detailed Rule 1-③) The company shall make it easy for its shareholders to propose agenda items at the general meeting of shareholders, and shall allow them to freely ask questions about and request explains for the proposals made by shareholders at the general meeting of shareholders.

A. Protection of shareholder proposal rights

We provide an environment where shareholders can freely ask questions and request explanations, in order to help shareholders understand each agenda item at the general meeting of shareholders. Furthermore, in accordance with Article 363-2 (Shareholder proposal right) and Article 542-6 (Rights of minority shareholders) of the Commercial Act, we guarantee the shareholder proposal right, which is the right for shareholders to propose that certain matters be brought to the agenda of the general meeting of shareholders.

(i) We provide information on the exercise procedure, method, qualifications, and precautions for the shareholder proposal right via the “Shareholder Proposal” section (<https://www.kakaocorp.com/ir/shareholderProposal>) that can be found via IR menu on our website, and help shareholders to easily propose agenda items at the general meeting of shareholders.

(ii) In addition, we have established an internal process to deal with agenda items proposed by shareholders within our IR team. This is also provided through the “Shareholder Proposal” section located on the IR menu of our website. When we receive a shareholder proposal, we review ① whether the shareholder proposal right holder meets the legal shareholding ratio, ② whether the shareholder proposal was received within the legal proposal period under the Act, ③ whether the proposal is in violation of laws or our Articles of Incorporation, and whether there is a reason for rejection of the shareholder proposal under the Commercial Act. If all conditions of ① and ② are met and ③ does not apply, the received shareholder proposals are reported to the Board of Directors, and the received proposals are added to the agenda of the general meeting of shareholders. If there is a request from the shareholder who made the proposal, an opportunity to freely inquire about the shareholder proposal and request an explanation is given at the general meeting of shareholders.

(iii) As such, we have designated the handling standards and departments in charge of shareholder proposal rights. Despite this, from the beginning of the year immediately preceding the disclosure target period to the date of submission

of disclosure documents, there were no agenda items for the general meeting of shareholders based on proposals made by shareholders. Accordingly, there are no details on the implementation status of shareholder proposals.

(Table 1-③-1) Shareholder proposal details from the start of the year subject to disclosure to the date of submission of disclosure documents

Date of suggestion	Suggested by	Major details	Processing and fulfillment status	Passed or not	Approval rate (%)	Objection rate (%)

*No shareholder proposals during the period

(iv) Also, because there has been no open letter submitted as part of the fiduciary responsibility of institutional investors for the period from the start of the year subject to disclosure to the date of submission of disclosure documents, the main contents and processing status in this regard were not recorded.

(Table 1-③-2) Main contents and processing status of public letters submitted as part of institutional investors' fiduciary responsibility activities, from the start of the year immediately preceding the period subject to disclosure, to the date of submission of disclosure documents

Sending date	Sent by	Main details	Reply date	Main contents of the reply

*No public letters during the period

B. As described above, we provide detailed information on shareholder proposal rights, such as the shareholder proposal procedure, through our website. We have prepared internal standards in the IR Office, which is the department in charge of handling shareholder proposals, and the procedure is also guided through our website, etc. As such, we consider that we are faithfully fulfilling our obligation to enable our shareholders to easily exercise their shareholder proposal rights. While there have been no shareholder proposals made through the shareholder proposal right or an open letter submitted as part of institutional investors' fiduciary responsibilities so far, if a shareholder proposal is presented in the future, we will faithfully review it based on our internal processing procedures.

(Detailed Rule 1-④) The company shall prepare mid- to long-term shareholder return policies and future plans, including dividends, and inform shareholders thereof.

A. The shareholder return policy

(i) We are strengthening our global competitiveness to meet the rising expectations and interest of our shareholders, intend to lay the foundation for sustainable growth through reinvestment, and are introducing a sustainable and reliable shareholder return policy.

<The mid- to long-term shareholder return policy>

Following a resolution of our Board of Directors in February 2022, we established a mid- to long-term shareholder return policy to enhance our shareholder value. The total shareholder return period is three years, and we plan to return to our shareholders 15 to 30% of free cash flow (FCF) on a separate basis for Business Years 2021 to 2023.

FCF = Cash flow from operating activities – Changes in assets and liabilities due to operating activities (advance payments, accounts payable) – CAPEX (capital expenditure)

The methods of shareholder return are dividends and treasury share acquisition and retirement.

- ① Cash dividend: 5% or more of separate FCF (however, the dividend per share of the previous year or more is maintained)
- ② Acquisition and retirement of treasury shares: 10% to 25% or more of separate FCF

<The dividend policy: Cash dividend>

In accordance with our Articles of Incorporation, we pay dividends through resolutions of the Board of Directors and general meeting of shareholders. We are continuously making efforts to enhance our shareholder value through shareholder return along with strengthening business competitiveness.

In the past, we have paid out cash dividends of about 10 billion Korean won. In accordance with the mid- to long-term shareholder return policy introduced in February 2022, we plan to utilize at least 5% of the separate FCF, which will maintain at least the previous year's dividend per share, for dividend finance. Regarding the business performance in 2021, we paid out a total dividend of about 23 billion Korean won (53 Korean won per share; based on the shares' par value of 100 Korean won per share).

Also, to maintain a balanced shareholder return, we have internally established dividend standards that comply with the principles of consistency, specificity, and transparency, and provide our shareholders with information on these. We not only disclose the shareholder return policy, but also disclose the dividend implementation plan through the disclosure of cash and in-kind dividend decisions and announcements on our website. In addition, at our regular general meetings of shareholders and when announcing our business results, we also inform in detail that we are considering a shareholder-friendly policy commitment, future investment plans, and consistency of dividend policy in relation to dividend policy.

In consideration of complex factors such as investment for our continuous growth, business environment and financial soundness ratio, we plan to strategically change our dividend policy within the range of dividends available.

<Treasury share purchase and retirement plans>

Regarding treasury shares, we are considering various ways to utilize them, including shareholder return, M&A, and employee compensation. In accordance with the shareholder return policy introduced in February 2022, we plan to buy back or retire more than 10 to 25% of FCF on a separate basis over the next three years.

In addition to the separate FCF 25% for 2021 business performance, we added special share retirement. Through the resolution of the general meeting of shareholders according to the method of reducing the capital, we have completed the retirement of treasury shares as of May 3, 2022 for a total of 3,239,741 treasury shares. We are prepared to strengthen our global competitiveness by creating business results based on differentiated technology and strategic investments. We also plan to lay the foundation for sustainable growth through investment, and will establish a sustainable and reliable shareholder return policy.

(ii) Regarding dividends, to maintain a balanced shareholder return, we have internally established dividend standards that comply with the principles of consistency, specificity and transparency, and provide our shareholders with this information. We not only disclose the shareholder return policy, but also report the dividend implementation plan through the disclosure of cash and in-kind dividend decisions and announcements on our website. In addition, at our regular general meetings of shareholders and when announcing its results, we also disclose our shareholder return policy in detail, including dividend policy and treasury share retirement.

By considering complex factors such as investment for our continuous growth, business environment and financial soundness ratio, we plan to strategically determine the dividend target within the range of dividends available and to provide sufficient information to shareholders through disclosure, etc.

(Detailed Rule 1-⑤) The right of shareholders to receive an appropriate level of dividends, etc. based on the shareholder return policy and future plans shall be respected.

A. Overall shareholder return

(i) Through a resolution of our Board of Directors in February 2022, we have introduced a three-year (2021 to 2023) mid-

to long-term dividend policy that complies with the principles of consistency, specificity and transparency. The policy was determined in consideration of our investment for sustainable growth, business performance and cash flow situation as a whole. Our shareholder return status for the last three business years is as follows.

(Table 1-⑤-1) Shareholder return status for the last three business years

(Units: Shares; Korean won; %)

Business year	Settling month	Share type	Share dividend	Cash dividend				
				Dividend per share ¹⁾	Total dividend	Market price-based Dividend rate ²⁾	Pay-out ratio ³⁾	
							Consolidated	Separate
2021	Dec.	Ordinary	0	53	22,989,645,700	0.04%	4.5%	1.7%*
		Class	-	-	-	-		
2020	Dec.	Ordinary	0	30	12,901,809,600	0.04%	8.3%	-
		Class	-	-	-	-		
2019	Dec.	Ordinary	0	25	10,412,621,288	0.1%	-	-
		Class	-	-	-	-		

1) Total annual payment per share. The face value was changed from 500 Korean won to 100 Korean won due to the share split in April 2021. The dividend per share for the above three business years is based on the par value of 100 Korean won.

2) The ratio of dividends per share to the arithmetic average price of the final price formed in the exchange market for the past 1 week from the 2nd trading day before the closing date of the shareholder list.

3) Total dividend / Consolidated or separate net profit

*(Other information: The separate standard dividend payout ratio for Business Year 2020 and the consolidated and separate standard dividend payout ratio for Business Year 2019 were omitted because it was impossible to calculate the annual net profit due to a loss being recorded.)

(ii) Currently, we do not pay differential dividends, quarterly dividends or interim dividends. Information on differential dividends, quarterly dividends, and interim dividends by business year for the past three years has been omitted.

(Key Rule 2) Fair treatment of shareholders
Shareholders shall be given equal voting rights according to the type and number of shares they hold. The company shall make an effort to have a system that provides shareholders with company information fairly.

(Detailed Rule 2-①) The company shall ensure that its shareholders' voting rights are not infringed, and shall provide shareholders with company information in a timely, sufficient and impartial manner.

A. Share issuance status

(i) As of the reporting date, the total number of shares authorized for issuance according to our Articles of Incorporation is 750,000,000 (1 share: 100 Korean won), and the total number of issued shares is 445,905,990 common shares. The number of outstanding shares is 433,766,900 common shares excluding 12,139,090 common treasury shares.

In accordance with the issuance of new shares according to stock options, disposal of treasury shares due to employee bonuses, and retirement of treasury shares that occurred after the base date of this Report, the total number of issued shares as of the date of submission of this Report is 443,353,787 common shares. The number of outstanding shares is 434,554,548 common shares excluding 8,799,239 treasury shares.

(Table 2-①-1) Share issuance status

[Base date: Dec. 31, 2021]

Type	No. of shares authorized ¹⁾	No. of shares issued ²⁾	Ratio issued ³⁾	Remarks
Ordinary	750,000,000	445,905,990	59.45%	
Class				

1) Number of authorized shares as of the base date (number of shares under Kakao's Articles of Incorporation)

2) Total number of shares issued as of the base date – Total number of shares that have decreased (through a capital decrease, profit retirement, etc.) as of the base date

3) Number of issued shares/number of available shares *100 (rounded off to 3 decimal places)

(ii) We do not issue any class of shares other than common shares.

B. Granting impartial voting rights

We have stipulated in our Articles of Incorporation (Article 20. Voting Right) that a shareholder has one voting right per share registered in his/her name at the general meeting of shareholders, and guarantee equal voting rights to all our shareholders according to the number of shares held by each of them, to prevent infringement of their voting rights, which are an inherent right of shareholders.

C. Communication with shareholders

(i) We hold annual and quarterly earnings release in the form of conference calls presided over by the CEO in February, May, August, and November every year. After the earnings release, we regularly conduct NDRs (non-deal roadshows) for institutional investors in Korea, Europe, Asia, and the Americas. In addition, we actively participate in conferences in Korea and abroad hosted by securities companies to directly explain investor interests and listen to requests to us. For your reference, due to the COVID-19 pandemic, since 2020 we have been holding contact-free events using video conferences and conference calls.

In addition, by establishing a system that allows Korean and foreign institutional investors who want to meet with Kakao to apply for an IR meeting on the website, we held approximately 400 investor meetings in 2020 targeted toward investors in Korea and abroad, 320 in 2021, and about 90 from January 1, 2022 until the date of submission of this Report. In the second half of every year, we hold a strategy presentation for analysts of securities companies in which our CEO and key management participate, and have time to communicate directly with the management on major issues of interest in the market, such as our strategic direction and measures to enhance Kakao's corporate value.

(Table 2-①-2) Major IR. Conference calls, conversations with some shareholders such as institutional investors and minority shareholders, etc., from the start of the year subject to disclosure to the date of submission of disclosure documents

Date	For whom	Format	Main contents	Remarks
Feb. 9, 2021	Analysts at Korean and foreign securities companies, and major Korean and foreign institutional investors	Conference call	Announcement of business results for the 4 th quarter of 2020 and for 2020, and Q&A	Announcement of business results for the 4 th quarter of 2020 and for 2020
Feb. 17, 2021	Foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	Goldman Sachs Virtual Korea Corporate Day
Feb. 22~23, 2021	Korean institutional investors	Conference call & video conference	Description of the major business status, and Q&A	Hana Financial Investment Domestic NDR
Feb. 25, 2021	Foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	J.P Morgan Korea Conference
Mar. 5, 2021	Foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	Citi Korea Investor Conference
Mar. 15, 2021	Foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	Bank of America Asia Pacific Telecom, Media & Technology
Apr. 8, 2021	Foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	Nomura Virtual Korea Corporate Day 2021
May 6, 2021	Analysts at Korean and foreign securities companies, and major Korean and foreign institutional investors	Conference call	Announcement of business results in the first quarter of 2021, and Q&A	Announcement of business results in the first quarter of 2021
May 14, 2021	Korean institutional investors	Conference call & video conference	Description of the major business status, and Q&A	Samsung Securities: NDR
May 17~18, 2021	Korean institutional investors	Conference call & video conference	Description of the major business status, and Q&A	NHIS Korea Corporate Day
May 20~21, 2021	Korean and foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	KIS Global Investors Virtual Conference
May 25~26, 2021	Korean institutional investors	Conference call & video conference	Description of the major business status, and Q&A	Meritz Securities: Domestic NDR
May 27, 2021	Foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	Goldman Sachs Virtual TechNet Conference Asia Pacific 2021
Jun. 3, 2021	Foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	Morgan Stanley Inaugural Virtual Japan Summit
Jun. 7~8, 2021	Foreign institutional	Conference call &	Description of the major	J.P. Morgan Asia

	investors	video conference	business status, and Q&A	Internet Forum 2021
Jun. 10, 2021	Foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	Daiwa Investment Conference US
Aug. 6, 2021	Analysts at Korean and foreign securities companies, and major Korean and foreign institutional investors	Conference call	Announcement of business results in the second quarter of 2021, and Q&A	Announcement of business results in the second quarter of 2021
Aug. 17, 2021	Foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	Goldman Sachs VIRTUAL: Korea Corporate Day
Aug. 19~20, 2021	Foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	BAML 2021 Korea Conference
Aug. 23~25, 2021	Korean institutional investors	Conference call & video conference	Description of the major business status, and Q&A	Kyobo Securities: Domestic NDR
Sep. 1~3, 2021	Foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	CGS-CIMB Asia NDR
Sep. 13~15, 2021	Foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	The 28 th Annual CITIC CLSA Flagship Investors' Forum 2021
Nov. 4, 2021	Analysts at Korean and foreign securities companies, and major Korean and foreign institutional investors	Conference call	Announcement of business results in the third quarter of 2021, and Q&A	Announcement of business results in the third quarter of 2021
Nov. 9~10, 2021	Korean institutional investors	Conference call & video conference	Description of the major business status, and Q&A	KIS Global Investors Virtual Conference 2021
Nov. 17~19, 2021	Foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	J.P. Morgan's 9 th Global TMT Conference in Asia
Nov. 23~25, 2021	Korean institutional investors	Conference call & video conference	Description of the major business status, and Q&A	DB Financial Investment: Domestic NDR
Dec. 1, 2021	Korean institutional investors	Conference call & video conference	Description of the major business status, and Q&A	NH Investment & Securities: Corporate Day
Feb. 11, 2022	Analysts at Korean and foreign securities companies, and major Korean and foreign institutional investors	Conference call	Announcement of business results for the 4 th quarter of 2021 and for 2021, and Q&A	Announcement of business results for the 4 th quarter of 2021 and for 2021
Feb. 16~17, 2022	Major Korean and foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	Goldman Sachs Virtual Korea Conference

Feb. 24, 2022	Major Korean and foreign institutional investors	Conference call & video conference	Description of the major business status, and Q&A	J.P. Morgan Korea Conference
Mar. 2~3, 2022	Korean institutional investors	Conference call & video conference	Description of the major business status, and Q&A	Meritz Securities: Domestic NDR
May 4, 2022	Analysts at Korean and foreign securities companies, and major Korean and foreign institutional investors	Conference call	Announcement of business results in the first quarter of 2022, and Q&A	Announcement of business results in the first quarter of 2022

(ii) Company-related information is available on our website (<https://www.kakaocorp.com>), the Korea Exchange Corporate Disclosure Channel (<http://kind.krx.co.kr>), and the Financial Supervisory Service Electronic Disclosure System (<http://dart.fss.or.kr>) and is disclosed in detail through the disclosure inquiry system, ensuring that all shareholders have equal access to the same information.

In addition, by providing the phone numbers and e-mail addresses of the IR department, and IR data through the IR menu on our website, we strive to enhance the understanding and trust of shareholders. Moreover, we provide detailed information such as management information, disclosure information, share price information, financial information, IR schedule, dividend status, and announcements through a systematic structure, and share schedules and materials related to all IR events in a timely manner, webcasting all major events.

Disclosure status of the major IR information

<p>Kakao website (Korean): www.kakaocorp.com > 투자정보</p> <p>Kakao website (English): www.kakaocorp.com/?lang=en > IR</p> <p>IR main phone number: 02-6718-1082</p> <p>IR Representative Email: ir@kakaocorp.com</p> <p>Disclosure in Korean: Financial Supervisory Service Electronic Disclosure System (http://dart.fss.or.kr > Search for the company name “Kakao”)</p> <p>Korea Exchange Corporate Disclosure Channel (http://kind.krx.co.kr) > Company Name Kakao Search</p> <p>English announcement: (Singapore Stock Exchange) https://www2.sgx.com/securities/company-announcements > Search by entering “Kakao Corp” in the “Company Name” field.</p> <p>(Korea Exchange) Corporate Disclosure Channel (http://engkind.krx.co.kr) > Search by entering “Kakao Corp” in the “Company Name” field.</p>

(iii) In addition, as a corporation listed its Global Depository Receipts (“GDRs”) on the Singapore Stock Exchange (SGX), we submit an English disclosure through the SGXNet system. In Korea, we provide translations of the latest IR data, performance announcements, and conference call webcasting on our English website for foreign investors, and actively provide English disclosure through the English electronic disclosure inquiry system.

Every year, the Korea Exchange selects corporations with excellent disclosure practices that promote sincere disclosures, and also selects corporations with an excellent record of disclosure in English, in order to improve information accessibility for

foreign investors. Kakao was selected as an excellent corporation in the field of annual English disclosures, a category introduced for the first time for 2019 (announced in March 2020), and was also selected for 2020 (announced in February 2021) and for 2021 (announced in March 2022) – 3 consecutive years. The “Corporations with excellent disclosure practices in the securities market” were selected based on quantitative factors such as the number of disclosures, and on qualitative factors including disclosure infrastructure, corporate information sessions (IR), English disclosure and corporate governance disclosure. We were selected as a corporation with excellent disclosure in English, and through this, our efforts to disclose information to shareholders and investors were officially recognized. The Company has made a total of 102 disclosures in English since the start of the business year for the period subject to disclosure to the date of submission of disclosure documents.

(Table 2-①-3) Details of Kakao’s disclosures in English, from the start of the year subject to disclosure to the date of submission of disclosure documents

Disclosure date	Disclosure title (in English)	Main contents (in Korean)
Feb. 8, 2021	Decision on Disposal of Treasury Stock	Report on major issues (Decision to dispose of treasury shares) : Disposal of 26,190 treasury shares for the purpose of paying employee bonuses
Feb. 9, 2021	Interim Report on Business Performance (Fair Disclosure)	Report on the business performance (fair disclosure)
Feb. 9, 2021	Report on Business Performance according to Consolidated Financial Statements (Fair Disclosure)	Report on the business performance according to Consolidated Financial Statements (fair disclosure)
Feb. 9, 2021	Changes of 30% or More in Sales or Profits/Losses (15% or More for Large-sized Corporations)	Changes of sales or profits/losses by more than 30% (15% or more for large-sized corporations)
Feb. 9, 2021	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
Feb. 18, 2021	Decision on Paid-in Capital Increase (Material Business Matters of Subsidiary Company)	Decision on a paid-in capital increase [Important business matters of a subsidiary company(ies)] : Decision on a paid-in capital increase for Kakao Mobility
Feb. 25, 2021	Decision on Cash Dividends and Dividends in Kind	Decision to pay cash dividends and in-kind dividends : Decision to pay a cash dividend of 150 Korean won per share
Feb. 25, 2021	Approval of Stock Split	Decision on a share split : A share split for the purpose of increasing the number of outstanding shares (Par value per share 500 Korean won → 100 Korean won)
Feb. 25, 2021	Decision on Calling Shareholders' Meeting	[Updated]Decision to convene a general meeting of shareholders : Holding the 26th regular general meeting of shareholders
Mar. 2, 2021	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
Mar. 12, 2021	New Facility Investment, etc.	Investment in new facilities, etc. : Establishing the eco-friendly Kakao Internet Data Center (IDC)
Mar. 12, 2021	Decision on Split-off	Report on major matters (Decision on a company spin-off) : Spin-off of the Melon business division
Mar. 15, 2021	[Updated]Decision on Calling Shareholders' Meeting	[Updated]Decision to convene a general meeting of shareholders : Holding the 26th regular general meeting of shareholders
Mar. 17, 2021	Submission of Audit Report	Submission of the Audit Report
Mar. 24, 2021	[Updated]Decision on Split-off	[Updated] Report on major matters (Decision on a company spin-off) : Spin-off of the Melon business division (Addition of details on the retroactive application of the shareholder register closing procedure)
Mar. 29, 2021	Outcome of Annual Shareholders' Meeting	Result of the regular general meeting of shareholders : Reporting on the report of the 26th regular general meeting of shareholders and the approval of the original bill
Mar. 29, 2021	Adjustments of Conversion Price, Warrant Exercise Price or Exchange Price (Information Disclosure)	Adjustments of the conversion price, warrant exercise price or exchange price (information disclosure)
Apr. 1, 2021	Decision on Paid-In Capital Increase (Voluntary Disclosure) (Material Business Matters of Subsidiary Company)	Decision on a paid-In capital increase (voluntary disclosure) (important business matters of a subsidiary company) : Decision on a paid-in capital increase for Kakao Mobility
Apr. 7, 2021	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
Apr. 12, 2021	Prior Notice on Disclosure of Final Earnings	Prior notice on disclosure of final earnings (information disclosure)

Apr. 12, 2021	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
Apr. 14, 2021	Adjustments of Conversion Price, Warrant Exercise Price or Exchange Price (Information Disclosure)	Adjustments of the conversion price, warrant exercise price or exchange price (information disclosure)
Apr. 15, 2021	Decision on Merger after Split-off (Material Business Matters of Subsidiary Company)	Investment in specially related persons : Participation in a capital increase for Kakao Space
May 6, 2021	Interim Report on Business Performance (Fair Disclosure)	Report on the business performance (fair disclosure)
May 6, 2021	Report on Business Performance according to Consolidated Financial Statements (Fair Disclosure)	Report on the business performance according to Consolidated Financial Statements (fair disclosure)
May 10, 2021	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
May 20, 2021	Decision on Paid-in Capital Increase (Material Business Matters of Subsidiary Company)	Decision on a paid-in capital increase [Important business matters of a subsidiary company(ies)] : Decision on a capital increase for Kakao Japan
May 27, 2021	Details of Sustainability Report, etc. (Voluntary Disclosure)	[Attachment correction] Related matters such as sustainability report (voluntary disclosure)
May 27, 2021	[Updated]Decision on Split-off	[Updated] Report on major matters (Decision on a company spin-off) : Spin-off of the Melon business division (Change in the split schedule)
May 28, 2021	Response to Rumors or Media Reports: Undetermined	Response to rumors or media reports (not confirmed) : Explanatory disclosure on “Naver and Kakao competes to acquire shares of SM Entertainment” (not confirmed)
May 31, 2021	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
Jun. 10, 2021	Decision on Paid-In Capital Increase (Voluntary Disclosure) (Material Business Matters of Subsidiary Company)	Decision on a paid-in capital increase (voluntary disclosure) (important business matters of a subsidiary company) : Decision on a paid-in capital increase for Kakao Mobility
Jun. 14, 2021	Response to Rumors or Media Reports: Undetermined	Response to rumors or media reports (not confirmed) : Explanation on the article “Merger between Kakao and Kakao Commerce... A strategy of chasing shopping dinosaurs Naver and Coupang (Comprehensive)”
Jun. 22, 2021	[Updated]Decision on Merger after Split-off (Material Business Matters of Subsidiary Company)	Decision on company merger (important business matters of a subsidiary company) : Kroki.com Co., Ltd. (a spin-off successor company) and Kakao Commerce Co., Ltd. (a spin-off company) spin-off the Style Business Division of Kakao Commerce Co., Ltd. (business subject to spin-off and merger) from the spin-off company and merge with the spin-off successor company. This is the merger through spin-off in a way that all companies survive.
Jun. 23, 2021	Decision on Merger	Report on major matters (decision on company merger) : Kakao Corp. merged with Kakao Commerce Co., Ltd.
Jun. 23, 2021	Decision on Merger (Material Business Matters of Subsidiary Company)	[Updated] Decision on company merger (important business matters of a subsidiary company)
Jun. 25, 2021	Response to Rumors or Media Reports: Undetermined	Response to rumors or media reports (not confirmed) : Explanation on the paper article “Naver and Kakao competes to acquire shares of SM Entertainment”
Jul. 2, 2021	Decision on Paid-In Capital Increase (Voluntary Disclosure) (Material Business Matters of Subsidiary Company)	Decision on a paid-In capital increase (voluntary disclosure) (important business matters of a subsidiary company) : Decision on a paid-in capital increase for Kakao Mobility
Jul. 2, 2021	Decision on Paid-in Capital Increase (Material Business Matters of Subsidiary Company)	Decision on a paid-in capital increase [Important business matters of a subsidiary company(ies)] : Decision on a paid-in capital increase Kakao Pay
Jul. 5, 2021	Decision on Acquisition of Shares or Investment Certificates of Other Corporations (Material Business Matters of Subsidiary Company)	Decision to acquire shares or investment certificates of other corporations (important business matters of a subsidiary company) : Decision on a paid-in capital increase Kakao Pay
Jul. 5, 2021	Decision on Acquisition of Shares or Investment Certificates of Other Corporations (Material Business Matters of Subsidiary Company)	Decision to acquire shares or investment certificates of other corporations (important business matters of a subsidiary company) : Acquisition of Tapas
Jul. 12, 2021	Prior Notice on Disclosure of Final Earnings	Prior notice on disclosure of final earnings (information disclosure)
Jul. 12, 2021	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
Jul. 15, 2021	Decision on Merger (Material Business Matters of Subsidiary Company)	Decision on company merger (important business matters of a subsidiary company)

		: Kakao Entertainment merged with Melon Company.
Jul. 19, 2021	[Updated]Decision on Paid-In Capital Increase (Voluntary Disclosure) (Material Business Matters of Subsidiary Company)	[Updated] Decision on a paid-in capital increase (voluntary disclosure) (important business matters of a subsidiary company) : Decision on a paid-in capital increase for Kakao Mobility
Jul. 23, 2021	Response to Rumors or Media Reports: Undetermined	Response to rumors or media reports (not confirmed) : Re-disclosure of the explanatory disclosure (not confirmed) on “Naver and Kakao competes to acquire shares of SM Entertainment”
Aug. 5, 2021	Other Management Information (Voluntary Disclosure)	Other management information (voluntary disclosure) : Shares of Kakao Bank, an affiliated company, were listed on KOSPI.
Aug. 6, 2021	Interim Report on Business Performance (Fair Disclosure)	Report on the business performance (fair disclosure)
Aug. 6, 2021	Report on Business Performance according to Consolidated Financial Statements (Fair Disclosure)	Report on the business performance according to Consolidated Financial Statements (fair disclosure)
Aug. 11, 2021	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
Aug. 23, 2021	[Updated]Decision on Acquisition of Shares or Investment Certificates of Other Corporations (Material Business Matters of Subsidiary Company)	[Updated] Decision to acquire shares or investment certificates of other corporations (important business matters of a subsidiary company) : Acquisition of Radish
Aug. 27, 2021	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
Aug. 31, 2021	[Updated]Decision on Paid-in Capital Increase (Material Business Matters of Subsidiary Company)	[Updated] Decision on a paid-in capital increase [Important business matters of a subsidiary company(ies)] : Decision on a paid-in capital increase for Kakao Pay (Changes in the total issuance amount and schedule)
Sep. 24, 2021	[Updated]Decision on Paid-in Capital Increase (Material Business Matters of Subsidiary Company)	[Updated]Decision on a paid-in capital increase [Important business matters of a subsidiary company(ies)] : Decision on a paid-in capital increase for Kakao Pay (Changes in the subscription and payment schedule)
Oct. 12, 2021	Prior Notice on Disclosure of Final Earnings	Prior notice on disclosure of final earnings (information disclosure)
Oct. 12, 2021	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
Oct. 18, 2021	Response to Rumors or Media Reports: Undetermined	Response to rumors or media reports (not confirmed) : Re-disclosure of the explanatory disclosure (not confirmed) on “Naver and Kakao competes to acquire shares of SM Entertainment”
Oct. 22, 2021	[Updated]Decision on Paid-in Capital Increase (Material Business Matters of Subsidiary Company)	[Updated] Decision on a paid-in capital increase [Important business matters of a subsidiary company(ies)] : Decision on a paid-in capital increase for Kakao Pay (Correction according to the confirmation of the offering price)
Nov. 2, 2021	Material Business Matters Related to Investment Decisions	Important business matters related to investment decisions : Shares of Kakao Pay, a subsidiary company, were listed on KOSPI.
Nov. 3, 2021	Decision on Paid-in Capital Increase (Material Business Matters of Subsidiary Company)	Decision on a paid-in capital increase [Important business matters of a subsidiary company(ies)] : Decision on a paid-in capital increase for Kakao Games
Nov. 3, 2021	Decision on Acquisition of Shares or Investment Certificates of Other Corporations (Material Business Matters of Subsidiary Company)	Decision to acquire shares or investment certificates of other corporations (important business matters of a subsidiary company) : Acquisition of shares of Lion Heart Studio Co., Ltd.
Nov. 3, 2021	Decision on Paid-in Capital Increase (Material Business Matters of Subsidiary Company)	Decision on a paid-in capital increase [Important business matters of a subsidiary company(ies)] : Decision on a paid-in capital increase for Kakao Games Europe B.V.
Nov. 3, 2021	Decision on Disposal of Treasury Stock	Report on major issues (Decision to dispose of treasury shares) : Regarding the decision to dispose of 43,512 treasury shares for the purpose of strengthening employee retention
Nov. 4, 2021	Interim Report on Business Performance (Fair Disclosure)	Report on the business performance (fair disclosure)
Nov. 4, 2021	Report on Business Performance according to Consolidated Financial Statements (Fair Disclosure)	Report on the business performance according to Consolidated Financial Statements (fair disclosure)
Nov. 5, 2021	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
Nov. 15, 2021	[Updated]Decision on Paid-in Capital Increase (Material Business Matters of Subsidiary Company)	[Updated]Decision on a paid-in capital increase [Important business matters of a subsidiary company(ies)]

	Company)	: Correction of acquisition funds, etc. caused by changes in applied exchange rates
Nov. 15, 2021	[Updated]Decision on Acquisition of Shares or Investment Certificates of Other Corporations (Material Business Matters of Subsidiary Company)	[Updated]Decision to acquire shares or investment certificates of other corporations (important business matters of a subsidiary company) : Correction of the expected acquisition amount caused by to changes in the applied exchange rate
Nov. 25, 2021	Notice on Other Matters	Notice on other matters (information disclosure) : Appointment of a new Representative Director Nominee
Nov. 25, 2021	Decision on Merger (Material Business Matters of Subsidiary Company)	Decision on company merger (important business matters of a subsidiary company) : Decision to merge with Kakao Games' Ad Page (a subsidiary company)
Nov. 26, 2021	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
Dec. 15, 2021	Decision on Disposal of Treasury Stock	Report on major issues (Decision to dispose of treasury shares) : Regarding the decision to dispose of 29,355 treasury shares for the purpose of strengthening employee retention
Jan. 10, 2022	[Updated]Notice on Other Matters	[Updated] Notice on other matters (information disclosure) : Correction of the disclosure on the appointment of a new nominee for the Representative Director following the resignation of the nominee for the Representative Director
Jan. 17, 2022	Response to Rumors or Media Reports: Undetermined	Response to rumors or media reports(not confirmed) : Explanation of rumors or reports regarding participation in the competition to acquire SM Entertainment (not confirmed)
Jan. 19, 2022	Prior Notice on Disclosure of Final Earnings	Prior notice on disclosure of final earnings (information disclosure)
Jan. 19, 2022	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
Jan. 28, 2022	[Updated]Decision on Merger (Material Business Matters of Subsidiary Company)	[Updated] Decision on company merger (important business matters of a subsidiary company) : Correction due to adjustment of Kakao Games' Ad Page merger schedule
Feb. 11, 2022	Changes of 30% or More in Sales or Profits/Losses (15% or More for Large-sized Corporations)	Changes of sales or profits/losses by more than 30% (15% or more for large-sized corporations)
Feb. 11, 2022	Report on Business Performance according to Consolidated Financial Statements (Fair Disclosure)	Report on the business performance according to Consolidated Financial Statements (fair disclosure)
Feb. 11, 2022	Interim Report on Business Performance (Fair Disclosure)	Report on the business performance (fair disclosure)
Feb. 11, 2022	Decision on Disposal of Treasury Stock	Report on major issues (Decision to dispose of treasury shares) : Regarding the decision to dispose of 1,996 treasury shares for the purpose of strengthening employee retention
Feb. 11, 2022	Decision on Cash Dividends and Dividends in Kind	Decision to pay cash dividends and in-kind dividends : Decision to pay a cash dividend of 53 Korean won per share
Feb. 14, 2022	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
Feb. 15, 2022	Matters Related to Ad Hoc Public Disclosure Obligation (Fair Disclosure)	Matters related to ad hoc public disclosure obligation (fair disclosure) : Announcement of the mid- to long-term shareholder return policy
Feb. 24, 2022	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
Feb. 25, 2022	Decision on Disposal of Treasury Stock	Report on major issues (Decision to dispose of treasury shares) : Regarding the decision to dispose of 353 treasury shares for the purpose of strengthening employee retention
Mar. 2, 2022	Decision on Calling Shareholders' Meeting	Decision to convene a general meeting of shareholders : Holding the 27th regular general meeting of shareholders
Mar. 2, 2022	Decision on Capital Reduction	Report on major matters (Decision on capital reduction) : Retirement of treasury shares through capital reduction (3,239,741 shares)
Mar. 14, 2022	[Updated]Decision on Calling Shareholders' Meeting	[Updated]Decision to convene a general meeting of shareholders : Correction due to the addition of agenda items at the general meeting of shareholders
Mar. 15, 2022	[Updated]Decision on Calling Shareholders' Meeting	[Updated]Decision to convene a general meeting of shareholders : Correction of the method of writing the Romanized names of inside director candidates
Mar. 16, 2022	Response to Rumors or Media Reports	Response to rumors or media reports : Explanation of rumors or reports about the purchase of Kakao

		Mobility shares owned by PEF
Mar. 21, 2022	Submission of Audit Report	Submission of the Audit Report
Mar. 29, 2022	Adjustments of Conversion Price, Warrant Exercise Price or Exchange Price (Information Disclosure)	Adjustments of the conversion price, warrant exercise price or exchange price (information disclosure) : Adjustment of the exchange price of exchangeable bonds due to dividend payment (95,415 Korean won → 95,359 Korean won)
Mar. 30, 2022	Outcome of Annual Shareholders' Meeting	Result of the regular general meeting of shareholders : Reporting on the report of the 27th regular general meeting of shareholders and the approval of the original bill
Mar. 30, 2022	Decision on Disposal of Treasury Stock	Report on major issues (Decision to dispose of treasury shares) : Regarding the decision to dispose of 97,761 treasury shares for the purpose of strengthening employee retention
Mar. 30, 2022	Notice on Change of CEO	Change of the Representative Director (Representative Executive Officer) (information disclosure) : Inauguration of Whon NAMKOONG as the new Representative Director through the Board meeting on March 29, 2022
Apr. 12, 2022	Prior Notice on Disclosure of Final Earnings	Prior notice on disclosure of final earnings (information disclosure)
Apr. 12, 2022	Organization of Investor Relations Event	Organization of an investor relations event (information disclosure)
Apr. 15, 2022	Response to Rumors or Media Reports: Undetermined	Response to rumors or media reports(not confirmed) : Explanation of rumors or reports regarding participation in the competition to acquire SM Entertainment (not confirmed)
May 4, 2022	Report on Business Performance according to Consolidated Financial Statements (Fair Disclosure)	Report on the business performance according to Consolidated Financial Statements (fair disclosure)
May 4, 2022	Interim Report on Business Performance (Fair Disclosure)	Report on the business performance (fair disclosure)

(iv) In addition, the Company engages in the fair disclosure of its consolidated and separate interim results on a quarterly basis by using the Korea Investor's Network for Disclosure System (KIND) of the Korea Exchange. Our fair disclosure details for the period from the start of the year subject to disclosure to the date of submission of disclosure documents are as follows.

(Table 2-①-4) Kakao's fair disclosure details for the period from the start of the year subject to disclosure to the date of submission of disclosure documents

Disclosure date	Disclosure title	Main contents (in Korean)
Feb. 9, 2021	Sales performance (provisional) (fair disclosure)	Announcement of business results for 2020 Q4 and Business Year 2020
Feb. 9, 2021	Operating performance (provisional) based on consolidated financial statements (fair disclosure)	Announcement of business results for 2020 Q4 and Business Year 2020
May 6, 2021	Sales performance (provisional) (fair disclosure)	Announcement of business results for 2021 Q1
May 6, 2021	Operating performance (provisional) based on consolidated financial statements (fair disclosure)	Announcement of business results for 2021 Q1
Aug. 6, 2021	Sales performance (provisional) (fair disclosure)	Announcement of business results for 2021 Q2
Aug. 6, 2021	Operating performance (provisional) based on consolidated financial statements (fair disclosure)	Announcement of business results for 2021 Q2
Nov. 4, 2021	Sales performance (provisional) (fair disclosure)	Announcement of business results for 2021 Q3
Nov. 4, 2021	Operating performance (provisional) based on consolidated financial statements (fair disclosure)	Announcement of business results for 2021 Q3
Feb. 11, 2022	Sales performance (provisional) (fair disclosure)	Announcement of business results for 2021 Q4 and Business Year 2021
Feb. 11, 2022	Operating performance (provisional) based on consolidated financial statements (fair disclosure)	Announcement of business results for 2021 Q4 and Business Year 2021
Feb. 11, 2022	Matters related to ad hoc disclosure obligations (fair disclosure)	Announcement of the mid- to long-term shareholder return policy - Shareholder return period: 3 years (Business Years 2021 to 2023) - Setting up shareholder return resources:

		- Returning 15~30% of free cash flow (FCF) on a separate annual basis, to shareholders - Paying dividends 5% or more - Retiring 10~25% or more of treasury shares
May 4, 2022	Sales performance (provisional) (fair disclosure)	Announcement of business results for 2022 Q1
May 4, 2022	Operating performance (provisional) based on consolidated financial statements (fair disclosure)	Announcement of business results for 2022 Q1

(v) The Company has never been designated as an insincere disclosure corporation from the start of the business year immediately preceding the period subject to disclosure to the date the disclosure documents were submitted.

(Table 2-①-5) Whether Kakao has been designated as an insincere disclosure corporation and its details, etc., from the start of the business year immediately preceding the period subject to disclosure to the date the disclosure documents were submitted

Type of insincere disclosure	Designation date	Reason for designation	Penalty points imposed	Amount of fine	Improvement efforts, etc. after designation

*During the period, Kakao was never designated as an insincere disclosure corporation.

D. As such, we are striving to provide corporate information in a timely, sufficient and equitable manner to all shareholders in Korea and abroad, by disclosing detailed information about our company, management and finances in general via our website (<https://www.kakaocorp.com>), the Korea Investor's Network for Disclosure System (<http://kind.krx.co.kr>), and the Financial Supervisory Service Electronic Disclosure System (<http://dart.fss.or.kr>) through the disclosure inquiry system, etc. Also, by disclosing the latest IR data, conference call webcasting, performance announcement data, as well as the phone number and e-mail address of the IR department with the IR menu on the company website, we encourage communication between the company and our shareholders and strive to enhance the understanding and trust of our shareholders.

(Detailed Rule 2-②) The company shall prepare and operate a mechanism to protect shareholders from unfair insider transactions and self-dealings of other shareholders, such as controlling shareholders.

A. The device controlling internal transaction and self-dealings

(i) To ensure that controlling shareholders, such as management or directors, do not engage in internal or self-dealings for the purpose of pursuing private interests, our internal regulations require approval by our Board of Directors, as follows: "In the event of a transaction with a specially related person under the Monopoly Regulation and Fair Trade Act, or for large-scale internal transactions (transactions of 5% or more of the company's capital stock or total equity, whichever is the greater, or 5 billion Korean won) as stipulated in Article 11-2 of the same Act and Article 17-8 of the Concurrent Enforcement Decree for the related person" as stated in Article 10, Paragraph 1, Item 3⑭ of the Regulation of the Board of Directors. We make disclosures in accordance with the foregoing.

As the representative company of the Kakao business group, we collect information related to large-scale insider transactions between the head office and each affiliate every week from affiliated companies to control information disclosure and insider transactions. Also, by conducting periodic confirmation procedures and training on the issue, the persons in charge of the Board of Directors guarantee fair trade inside and prevent unfair insider trade. In addition, we have a practical mechanism in place so that appropriate internal transaction control can be implemented through the Board of Directors, and we are complying with it.

Moreover, in order to comply with Article 398 of the Commercial Act (Transactions between directors, etc.), we also stipulate "Approval of transactions between directors and the company" in Article 10, Paragraph 1, No. 4 of the Regulation of the Board of Directors as matters approved by the Board of Directors, and disclose the relevant matters in the regular report. You can check related disclosures through the Data Analysis Retrieval and Transfer System (DART; <http://dart.fss.or.kr>).

(ii) In accordance with Articles 398 and 542-9, Paragraph 3 of the Commercial Act, etc., we receive resolutions from our Board of Directors on internal transactions with affiliates, and receive approval from the Board of Directors regarding the limit of the expected transaction amount every year. Transactions prescribed by Presidential Decree and transactions carried out within the scope of the total amount of transactions approved by the Board of Directors, which are ordinary transactions according to the type of business run by a listed company in accordance with Article 542-9 of the Commercial Act and are standardized transactions according to the terms and conditions, may be conducted without the approval of the Board of Directors. In addition, transactions carried out within the scope of the total amount of transactions approved by the Board of Directors may not be reported to the general meeting of shareholders. In this way, we receive comprehensive approval from the Board of Directors on insider trading once a year.

[Approval of insider transactions in 2021]

Transaction counterpart	Relationship	Contract name	Approval date	Transaction condition	Transaction purpose	Transaction amount (limit; KRW)
Kakao Commerce Co., Ltd.	Affiliated company	Payment and settlement service agency contract	Jan. 12, 2021	In cash, etc.	Operation agency	256.8 bn
		Kakao Shopping Service Business Partnership Agreement			Business collaboration	125.3 bn
Kakao Pay Co., Ltd.	Affiliated company	Kakao Pay use contract (2021)	Jan. 12, 2021	In cash, etc.	Payment service	179.3 bn
Kakao Games Co., Ltd.	Affiliated company	Kakao game affiliate service overall operation agency contract (2021)	Jan. 12, 2021	In cash, etc.	Business collaboration	127.1 bn
Kakao M Co., Ltd.	Affiliated company	Content provision contract for digital music service	Jan. 12, 2021	In cash, etc.	Business collaboration	96.7 bn
Kakao Enterprise Co., Ltd.	Affiliated company	Search service technology and engine provision contract (2021)	Jan. 12, 2021	In cash, etc.	Business collaboration	75.1 bn

[Approval of insider transactions in 2022]

Transaction counterpart	Relationship	Contract name	Approval date	Transaction condition	Transaction purpose	Transaction amount (limit)
Kakao Pay Co., Ltd.	Affiliated company	Kakao Pay use contract (2022)	Dec. 15, 2021	In cash, etc.	Payment service	234.7 bn
Kakao Games Co., Ltd.	Affiliated company	Kakao Game alliance service overall operation agency contract (increased in 2021)	Dec. 15, 2021	In cash, etc.	Business collaboration	112.9 bn (Cumulative: 240 bn)
		Kakao Game affiliate service overall operation agency contract (2022)				255.2 bn
Kakao Enterprise Co., Ltd.	Affiliated company	Search service technology and engine provision contract (2022)	Dec. 15, 2021	In cash, etc.	Business collaboration	78.2 bn

(iii) We disclose details of transactions with stakeholders such as controlling shareholders through the regular report. Details of transactions with stakeholders such as controlling shareholders of Kakao for the period from the start of the year subject to disclosure to the date of submission of disclosure documents were recorded based on “IX. Matters concerning affiliates, etc.” and on “X. Transactions with major shareholders” of our regular report, disclosed via the Financial Supervisory Service Electronic Disclosure System, DART (Data Analysis Retrieval and Transfer System; <http://dart.fss.or.kr>) and Korea Investor’s

Network for Disclosure System (KIND; <http://kind.krx.co.kr>).

The details of fund transactions such as asset transfer and capital increase between Kakao and related parties (affiliates), business transactions, and credit provision to the management (registered executives) are as follows.

1. Credit granting, etc.

Not applicable

2. Asset transfer, etc.

(Base date: Dec. 31, 2021)

(Unit: million Korean won)

Transaction counterpart	Relationship	Transaction type	Transaction date	Transaction object	Transaction purpose	Transaction amount
Kakao IX Japan Corp.	Subsidiary company	Capital increase	Jan. 2021	Kakao IX Japan Corp.'s stake	Participation in capital increase	3,907
Kakao Ventures Co., Ltd.	Associate company	Participation in associations	Feb. 2021	Fund investment	Participation in associations in accordance with relevant laws	2,384
Kakao Pay Co., Ltd.	Subsidiary company	Asset transfer	Feb. 2021	Machinery/License Sale	Asset efficiency	291
Kakao Entertainment Co., Ltd.	Subsidiary company	Merger and replacement	Mar. 2021	Kakao M Co., Ltd. (before merger) stocks	Following the merger of Kakao Entertainment and Kakao M (before the merger), Kakao's shares of Kakao M was replaced with Kakao Entertainment's shares.	425,337
Kakao Space Co., Ltd.	Subsidiary company	Paid-in capital increase	Apr. 2021	Shares of the company to transact with	Participation in paid-in capital increase	16,600
Kakao Ventures Co., Ltd.	Associate company	Participation in associations	Apr. 2021	Shares of the company to transact with	Additional investment	894
PATH MOBILE INC PTE. LTD.	Subsidiary company	Paid-in capital increase	May 2021	Shares of the company to transact with	Participation in paid-in capital increase	40,527
Kakao IX China Co. Ltd	Subsidiary company	Paid-in capital increase	May 2021	Shares of the company to transact with	Participation in paid-in capital increase	2,596
Kakao Brain Co., Ltd.	Subsidiary company	Acquisition of old shares	Jun. 2021	Shares of the company to transact with	Purchase of old shares	3,440
Kakao Brain Co., Ltd.	Subsidiary company	Paid-in capital increase	Jun. 2021	Shares of the company to transact with	Participation in paid-in capital increase	40,000
Kakao Ventures Co., Ltd.	Associate company	Participation in associations	Jul. 2021	Shares of the company to transact with	Additional investment	2,384
Kakao Style Co., Ltd.	Associate company	Merger and replacement	Jul. 2021	Shares of Kakao Commerce Co., Ltd.	Kakao Commerce Co., Ltd. split the Style division and replaced the stock after merging with Croki.com (Croki.com changed its name to Kakao Style)	117,761
Kakao Ventures Co., Ltd.	Associate company	Participation in associations	Aug. 2021	Shares of the company to transact with	Additional investment	894
UTC Kakao-SK Telecom ESG Fund	Associate company	Participation in associations	Aug. 2021	Shares of the company to transact with	New investment	2,000
Kakao Style Co., Ltd.	Associate company	Asset acquisition	Aug. 2021	Shares of the company to transact with	Purchase of old shares	55,676

Kakao Entertainment Co., Ltd.	Subsidiary company	Merger and replacement	Sep. 2021	Melon Company Co., Ltd.	Following the merger of Kakao Entertainment and Melon Company, Kakao's shares of Melon Company was replaced with Kakao Entertainment's.	816,837
Linkage Lab Co., Ltd.	Subsidiary company	Asset acquisition	Sep. 2021	Shares of the company to transact with	Acquired investment stocks owned by commerce following the merger with Kakao Commerce Co., Ltd.	70
Claire Inc.	Associate company	Asset acquisition	Sep. 2021	Shares of the company to transact with	Acquired investment stocks owned by commerce following the merger with Kakao Commerce Co., Ltd.	251
G&G Enterprise Co., Ltd.	Associate company	Asset acquisition	Sep. 2021	Shares of the company to transact with	Acquired investment stocks owned by commerce following the merger with Kakao Commerce Co., Ltd.	4,110
Social Bean Co., Ltd.	Associate company	Asset acquisition	Sep. 2021	Shares of the company to transact with	Acquired investment stocks owned by commerce following the merger with Kakao Commerce Co., Ltd.	227
Caring Co., Ltd.	Associate company	Asset acquisition	Sep. 2021	Shares of the company to transact with	Acquired investment stocks owned by commerce following the merger with Kakao Commerce Co., Ltd.	4,220
Kakao Pay Insurance Preparation Corporation	Subsidiary company	Asset acquisition	Sep. 2021	Shares of the company to transact with	New investment	40,000
Kakao Investment Co., Ltd.	Subsidiary company	Acquisition of old shares	Nov. 2021	Shares of the company to transact with	Purchase of old shares	44
Kakao G Corp.	Subsidiary company	Paid-in capital increase	Nov. 2021	Shares of the company to transact with	Participation in paid-in capital increase	53,039
Kakao Co-Pilot 1 st Fund	Subsidiary company	Asset acquisition	Dec. 2021	Shares of the company to transact with	New investment	4,000
Dunamu Inc.	Associate company	Asset acquisition	Oct. 2021	Shares of the company to transact with	Acquired Dunamu investment stock through K Cube Ventures Co., Ltd. dividend in-kind.	89,834
Kakao-Shinhan 1 st TNYT Fund	Associate company	Asset acquisition	Dec. 2021	Shares of the company to transact with	Additional investment	894
Kakao Growth Hacking Fund	Associate company	Asset acquisition	Dec. 2021	Shares of the company to transact with	Additional investment	2,384
Grip Corp.	Associate company	Asset acquisition	Dec. 2021	Shares of the company to transact with	New investment	180,000
Humanscape Co., Ltd.	Associate company	Asset acquisition	Dec. 2021	Shares of the company to transact with	New investment	17,028

3. Business transaction, etc.

There are no transactions exceeding 5% of sales in the most recent business year. For detailed business transactions with stakeholders, please refer to the notes of the audit report.

(Detailed Rule 2-③) In relation to changes in the ownership structure or major business of the company, such as mergers, business transfer, divisions, comprehensive exchanges and transfers of shares, etc., the company shall devise measures to protect shareholders, such as collecting the opinions of minority shareholders and protecting the rights of dissenting shareholders.

A. The company shall explain its policies for shareholder protection, such as collecting opinions of minority shareholders and protecting the rights of dissenting shareholders, regarding mergers, business transfers, divisions (including physical divisions) and comprehensive exchanges and transfers of shares, etc., that cause significant changes in the company's ownership structure or main business. If there is no such policy, the company shall explain the reason and its future plans in this area.

Regarding decisions that cause significant changes in the corporate ownership structure or major business, we are expanding investors' access to information through electronic disclosures and website announcements, and comply with all applicable laws related to the protection of shareholder rights.

If there is a decision on a merger (excluding small-scale mergers), we protect shareholder rights through the stock purchase request procedure for opposing shareholders, in accordance with Article 522-3 of the Commercial Act and Article 165-5 of the Financial Investment Services and Capital Markets Act.

Also, in small mergers, we proceed with the merger after confirming whether or not the holders of at least 20% of the total issued and outstanding shares oppose it, by receiving and counting objections to the merger pursuant to Article 527-3 of the Commercial Act.

In the case of physical division, we support the expansion of voting rights for shareholders who are unable to attend in person, through electronic voting at the general meetings of shareholders and the introduction of electronic power of attorney, etc.

Moreover, to collect the opinions of minority shareholders and support their communication with the company, we disclose our main phone numbers and e-mail addresses through the Kakao IR website, and our IR staff in charge responds directly.

Regarding the internal listing procedure of subsidiaries, we have, from the Kakao community's perspective, been contemplating a structure that can effectively develop Kakao's corporate value and business. In addition, we are in the process of listing our subsidiary companies on the stock market, while respecting the independence of subsidiaries in line with each of these companies' growth rates, funding needs, and capital market, and based on the principle of shareholder equality. The listing of our major subsidiaries will be carried out from the perspective of enhancing Kakao's shareholder value.

To enhance our shareholder value, Kakao increased its dividend in February 2022, and strengthened its shareholder return policy, including dividends and treasury share retirement.

The total dividend is 23 billion Korean won as of the Business Year 2021, which is a 78% increase from the previous year's dividend of 12.9 billion Korean won. As of May 3, 2022, we completed the retirement of 3,239,741 treasury shares (0.73% of issued shares).

In accordance with our 3-year shareholder return policy, we plan to return 15% to 30% of our free cash flow (FCF) on a separate annual basis for each of the Business Years 2021 to 2023 to our shareholders. For details, please refer to the "(Detailed Rules 1-④)."

For your reference, the current Kakao Headquarters is generating stable cash flow from operating activities centered on Talk Biz (advertising, commerce, etc.), and is pursuing synergies through business alliances with subsidiaries. The FCF, which is the source of shareholder returns, includes dividend income received from subsidiaries or investment companies. As such, we have established a policy so that future dividends from subsidiaries can also be redistributed to Kakao shareholders.

As we continue to place Kakao's shareholder value enhancement and shareholder protection as our top future priorities, we plan to consider ways to maximize corporate value and a business structure that can best grow our business. We also plan to make efforts to protect shareholder rights by linking these achievements with our shareholder return policy.

B. If there were any mergers, business transfers, divisions (including physical divisions) or comprehensive exchanges and transfers of shares, etc., that cause significant changes in the company's ownership structure or main business in the year subject to disclosure, or if the company has any specific plan therefor, the company shall explain the contents and future plans implemented to protect shareholders, such as collecting opinions of minority shareholders and protecting the rights of opposing shareholders.

As of July 1, 2021, we newly established Melon Company Co., Ltd. through the physical division of Melon's business (sound source service, musicals, tickets). As of September 1, 2021, the corporation was merged with Kakao Entertainment, a subsidiary of Kakao. To enable the exercise of voting rights by shareholders at the general meeting of shareholders regarding the split decision, we endeavored to collect the opinions of shareholders and protect rights such as the exercise of voting rights by introducing the electronic voting system and the power of attorney system.

As of September 1, 2021, we proceeded with a small-scale merger with Kakao Commerce, in which we have a 100% stake. After the resolution of our Board of Directors, we recorded in detail the contents of the "Expression of objection," including the method of objecting and the submission period, not only through electronic disclosure but also through a website notification, in order to protect the rights of opposing shareholders pursuant to Article 527-3 of the Commercial Act. For your reference, the total number of shares expressing an objection to the merger was 737,589 (0.17% of the total issued and outstanding shares). We plan to strive to enhance our shareholder value through the Merger of Kakao and Kakao Commerce, by maximizing the synergy between our advertising and commerce business based on KakaoTalk.

When there is a decision that causes a change in corporate governance and business, we will continue to actively collect the opinions of our shareholders and strive to protect them. We will do this by making timely disclosures and announcements, by carefully reviewing before making major corporate decisions, and by actively collecting the opinions of shareholders through active shareholder communication and strengthening shareholder return policies.

3. The Board of Directors

(Key Rule 3) Functions of the Board of Directors

The Board of Directors shall determine the business goals and strategies of the company for the benefit of the company and shareholders, and shall supervise the management effectively.

(Detailed Rule 3-①) The Board of Directors shall effectively perform the functions of decision-making and management supervision.

A. The function of the Board of Directors

Kakao's Board of Directors is the company's highest decision-making body and has comprehensive management authority. The Board of Directors determines the company's management goals and basic management policies for the benefit of the company and its shareholders, and supervises the management's activities to ensure transparent management. To ensure independent judgment and decision-making, Kakao's Board of Directors is composed of a majority of outside directors with expertise and diversity. The Board of Directors plays an important role in establishing and evaluating management goals and strategies through the approval of business reports and financial statements.

Through significant changes in the organization, such as dissolution, business transfer, and merger, through the establishment and evaluation of internal control standards and risk management standards, and the establishment and evaluation of governance principles and policies such as management succession, and through the management and supervision of conflicts of interest, the Board of Directors is effectively performing its function of providing management oversight.

(i) Deliberation and resolution of the Board of Directors

Our Board of Directors decides on important matters stipulated by laws and regulations or Articles of Incorporation, matters delegated through the general meeting of shareholders, basic policies of company management and business execution, and supervises the work of management. Matters deliberated on and resolved by the Board of Directors in accordance with Article 10 of our Regulation of the Board of Directors are as follows.

Matters of Deliberation and resolution of the Board of Directors	Self-reinforced
1. Matters related to the general meeting of shareholders	
① Convening a general meeting of shareholders	
② Approval of business report	
③ Approval of the financial statements	
④ Amendment of the Articles of Incorporation	
⑤ Capital reduction	
⑥ Dissolution, merger, split-up and merger, split-up, and continuation of the business after dissolution of the company	
⑦ Retirement of shares	
⑧ Transfer of all or substantial parts of the business of the company and acquisition of all of the business of a different company	
⑨ Lease or entrustment of management of all business, contract to share all profit and loss of business with another person, or other equivalent contract conclusion, change or cancellation	
⑩ Appointment or discharge of directors	
⑪ Issuance of shares short of the par value	

⑫ Exclusion of director's liability for the company	
⑬ Determination of stock dividend	
⑭ Granting of stock options	
⑮ Compensation of directors	
⑯ Approval of transactions between the company and the company's largest shareholder (including its specially related persons) under Article 542-9 of the Commercial Act	
⑰ Approval of transactions between the company and its specially related persons pursuant to Article 542-9 of the Commercial Act	
⑱ Any other agenda to submit and report to the general shareholders' meeting	
2. Matters related to management	
① Determination and change of the fundamental policies of the company management	
② Appointment and discharge of the representative director	
③ Appointment and discharge of the chairperson of the Board of Directors	○
④ Determination of co-representatives	
⑤ Establishment, operation and abolishment of a committee within the Board of Directors	
⑥ Appointment and discharge of a committee within the Board of Directors	
⑦ Separate resolution on resolutions adopted by a committee within the Board of Directors	
⑧ Resolutions on matters submitted by a committee within the Board of Directors	
⑨ Decision to seek expert cooperation of directors	○
⑩ Appointment and discharge of a registered manager	
⑪ Relocation or closure of branch offices, factories, offices, and business premise	
⑫ Decisions on simplified mergers, simplified merger after split-up, small-scale mergers, and small-scale mergers after split-up	
⑬ Reporting of merger or consolidation	
⑭ Acquisition of shares in another company in excess of 50% of its total shares, or execution of a material joint venture or partnership agreement with another company, in each case whose contract value is 1% or more of the Company's equity capital as of the end of the latest fiscal year	○
⑮ In case the Company disposes of the shares in its affiliate of which it owns more than 50% of the total shares at a value of 1% or more of the Company's equity capital as of the end of the latest fiscal year, and as a result, the Company owns less than 50% of the total shares in such affiliate	○
⑯ Review of plan and performance of ESG tasks	○
3. Matters related to finance	
① Matters relating to the issuance of stocks	
② Disposal of deficits	
③ Matters relating to the issuance of bonds including subscription of bonds, convertible bond, and bond with warrant	
④ Matters relating to acquisition, disposal or retirement of treasury stock	
⑤ Capitalization of reserves	
⑥ Acquisition and disposal of tangible and intangible assets equivalent to 2.5% or more of the assets as of the end of the latest fiscal year	○
⑦ Investment or disposal of investments in another company at a value of 2.5% or more of the Company's equity capital as of the end of the latest fiscal year	○
⑧ Loan in an amount equivalent to 5% or more of the Company's equity capital as of the end of the latest fiscal year	○

⑨ Acquisition or transfer of business with asset value of 10% or more of the total assets of the Company as of the end of the latest fiscal year	○
⑩ Acquisition or transfer of business with turnover of 10% or more of the turnover of the Company as of the end of the latest fiscal year	○
⑪ Transfer of business with liabilities equivalent to 10% or more of the total liabilities of the Company as of the end of the latest fiscal year	○
⑫ Provision of security interest, guarantee for liabilities, takeover/waiver of liabilities for others equivalent to 2.5% or more of the Company's equity capital as of the end of the latest fiscal year	○
⑬ Provisional payment of cash, cash loan or loan of securities to others equivalent to 2.5% or more of the Company's equity capital as of the end of the latest fiscal year (other than loans to employees or the employee stock ownership association)	○
⑭ In case the Company intends to conduct a large-scale internal trading as defined in Article 11-2 of the Monopoly Regulation and Fair Trade Act and Article 17-8 of its Enforcement Decree with or for a specially related person as defined by the said Act	
4. Matters related to directors	
① Approval of transactions between the director and the company	
② Simultaneously holding an executive position of a different company	
5. Miscellaneous	
① Cancellation of stock option	
② Other matters determined pursuant to other laws or Articles of Incorporation, matters delegated by the general shareholders' meeting and matters approved to be necessary by the representative director	

(ii) The existence, main contents, and effects of matters other than those required by the relevant laws among the matters of deliberations and resolutions of the Board of Directors

Among the matters deliberated on and resolved by the Board of Directors, each of the matters for which we voluntarily added and strengthened the standard amount, other than those required by the relevant laws, fall into one of the following categories:

1) Enhancement of efficiency and professionalism in board operation and management decision-making; 2) Accounting purposes for incorporation and exclusion of consolidated subsidiaries; 3) Controlling disclosure information for appropriate disclosure in accordance with the Securities Market Disclosure Regulations and the Financial Investment Services and Capital Markets Act, and so on. Please see below for details.

Details of deliberation and resolutions	Effect
2. Matters related to management	
③ Appointment and discharge of the chairperson of the Board of Directors	Improving the efficiency of the operation of the Board of Directors by appointing and dismissing the Board's Chairperson by a resolution of the Board of Directors, not stipulated in the Articles of Incorporation
⑨ Decision to seek expert cooperation of directors	Enhancing the efficiency and professionalism of management decision-making, by referring to expert opinions
⑭ Acquisition of shares in another company in excess of 50% of its total shares, or execution of a material joint venture or partnership agreement with another company, in each case whose contract value is 1% or more of the Company's equity capital as of the end of the latest fiscal year	Improving the accounting accuracy for incorporation of consolidated subsidiaries, etc.
⑮ In case the Company disposes of the shares in its affiliate of which it owns more than 50% of the total shares at a value of 1% or more of the Company's equity capital as of the end of the latest fiscal year, and as a result, the Company owns less than 50% of the total shares in such affiliate	Improving the accounting accuracy for exclusion of consolidated subsidiaries, etc.

⑯ Review of plan and performance of ESG tasks	Enhancement of efficiency and professionalism in management decision-making by checking the direction of the sustainability management strategy and monitoring and supervising performance and problem management
3. Matters related to finance	
⑥ Acquisition and disposal of tangible and intangible assets equivalent to 2.5% or more of the assets as of the end of the latest fiscal year	Disclosure information controlled to a level that complies with the Regulation on Disclosure on the Securities Market, through a resolution of the Board of Directors
⑦ Investment or disposal of investments in another company at a value of 2.5% or more of the Company's equity capital as of the end of the latest fiscal year	Disclosure information controlled to a level that complies with the Regulation on Disclosure on the Securities Market, through a resolution of the Board of Directors
⑧ Loan in an amount equivalent to 5% or more of the Company's equity capital as of the end of the latest fiscal year	Disclosure information controlled to a level that complies with the Regulation on Disclosure on the Securities Market, through a resolution of the Board of Directors
⑨ Acquisition or transfer of business with asset value of 10% or more of the total assets of the Company as of the end of the latest fiscal year	Control of disclosure information for reports on major issues in accordance with the Securities Market Disclosure Regulations and the Financial Investment Services and Capital Markets Act
⑩ Acquisition or transfer of business with turnover of 10% or more of the turnover of the Company as of the end of the latest fiscal year	Control of disclosure information for reports on major issues in accordance with the Securities Market Disclosure Regulations and the Financial Investment Services and Capital Markets Act
⑪ Transfer of business with liabilities equivalent to 10% or more of the total liabilities of the Company as of the end of the latest fiscal year	Control of disclosure information for reports on major issues in accordance with the Securities Market Disclosure Regulations and the Financial Investment Services and Capital Markets Act
⑫ Provision of security interest, guarantee for liabilities, takeover/waiver of liabilities for others equivalent to 2.5% or more of the Company's equity capital as of the end of the latest fiscal year	Disclosure information controlled to a level that complies with the Regulation on Disclosure on the Securities Market, through a resolution of the Board of Directors
⑬ Provisional payment of cash, cash loan or loan of securities to others equivalent to 2.5% or more of the Company's equity capital as of the end of the latest fiscal year (other than loans to employees or the employee stock ownership association)	Disclosure information controlled to a level that complies with the Regulation on Disclosure on the Securities Market, through a resolution of the Board of Directors

(iii) Matters delegated to the committees within the Board of Directors and the Representative Director among the Board's authority

Except where otherwise provided by law, our Board of Directors may, by its resolution in accordance with Article 29, Paragraph 3 of our Articles of Incorporation and Article 11 of the Regulation of the Board of Directors, organize the Audit Committee which will audit financial statements and checks audit activities within the Board, the Compensation Committee which will determine the amount of remuneration for directors and employees, the Directors Nominating Committee which will deliberate on the appointment and reappointment of directors, and the ESG Committee which will review ESG plans and implementation results, and may delegate other authorities by setting matters related to authority and operation. Decisions made by a committee are reported to each director, and each director may, if deemed necessary, request the Chairperson of the Board of Directors to convene a Board meeting to re-resolve matters resolved by the committee. Our Representative Director takes overall charge of supervising the execution of matters decided by the Board of Directors, and the in-house organization is performing the relevant work.

B. As such, our Board of Directors is the highest decision-making body of the company and determines the company's management goals and basic management policies for the benefit of the company and its shareholders, and faithfully performs the function of supervising the management's activities in order to ensure transparent management. Kakao will continue to enhance the level of independence and efficiency of the governance centered on our Board of Directors, by reflecting

improvements in external corporate governance evaluation, along with efforts to check and improve policy deficiencies in relation to the Board of Directors.

(Detailed Rule 3-②) The Board of Directors shall prepare and operate a policy for succession to the CEO (including an emergency appointment policy) and shall continuously improve and supplement it.

(i) Establishment and operators of succession policy for CEO (Representative Director)

To establish a stable and transparent governance structure, we are internally preparing principles, responsibilities, and authority for CEO management succession, securing candidates, and appointment procedures. We frequently assess whether the current CEO is the best person to achieve business performance, verify competence from various perspectives through multi-faceted reviews, and conduct the succession process in a timely manner for a stable business.

In February 2022, the Board of Directors decided in its second regular meeting to enact the “Regulation on the CEO Succession Plan.” The enacted regulation aims to secure management stability by systematically nurturing key talents with expertise in the company’s management, and to avoid uncertainties such as management gaps by preparing in advance for the replacement of the CEO.

The CEO’s succession policy complies with the operating Regulation of the Board of Directors and the Directors Nominating Committee, a committee under the Board of Directors. This policy is established and operated through the CEO HR Support Team that manages the candidate group.

(i) Major contents of succession policy such as candidate selection, management, and education

<Qualifications for the CEO>

- The CEO must have the expertise and leadership necessary for the company based on his or her business understanding and experience. In addition, the CEO must be able to contribute to the development of the company and enhance the interests of shareholders and stakeholders.
- The CEO must embody the entrepreneurial spirit, and must possess business capabilities and qualities, corporate ethics and organizational management capabilities and qualities, and the will to secure the capabilities needed for the sustainable growth of the company.

<Responsibilities and Authority of the CEO>

- The CEO must best understand the direction of the vision and strategic goals pursued by the company and be able to achieve the best performance.
- The CEO must be a talented person with the capacity to successfully perform the position of Representative Director, and is defined as a minority group who share responsibility for community business.
- The CEO is the chief decision-maker, and shall make decisions that have ripple effects on the community.

<The CEO succession process>

- The company shall constantly manage the candidates selected in consideration of the competencies defined in Articles 5 and 6 of the “Regulations on the CEO Succession Plan.”
- When the management succession process begins, the Directors Nominating Committee of the Board of Directors

shall review a suitable person from the candidate group, or if necessary, from external persons recommended.

- Only individuals with sufficient qualifications for CEO will be recommended as a CEO candidate by the Board of Directors to the general meeting of shareholders. Then, the candidate is appointed as an inside director at the regular general meeting of shareholders, he or she is appointed by the Board of Directors as the Representative Director, and the CEO succession process ends. After that, the CEO shall represent the company and take overall charge of overseeing the company's business.

<Contingency plans>

- In the absence of the Representative Director, the directors will act on behalf of the Representative Director in the order determined by the Board of Directors as stipulated in the Articles of Incorporation.
- Appointment of the Representative Director for the person acting on behalf of the Representative Director is in accordance with the Articles of Incorporation and the resolution of the Board of Directors.

<Candidate group management and training>

- The company shall provide appropriate internal and external training programs for the candidate group if necessary.
- The company shall select an appropriate program and method by comparing qualifications and competencies, and may utilize education, coaching and mentoring, and learning through job performance (expansion, transition, assignment, etc.).

(ii) Training status during the period subject to disclosure

As part of training for CEO candidates, in 2021 we conducted quarterly and annual reviews (April, July and November) and strategic workshops (August and December), for a total of 5 sessions held for the purpose of sharing business and management experiences with major CEOs in the community. Additional training for top management candidates will be conducted by selecting programs and methods suitable for candidates, if necessary, after undergoing an internal review.

In the future, Kakao will strive to establish a stable governance structure by securing business continuity and continuous performance through proactive appointment and succession policies.

(Detailed Rule 3-③) The Board of Directors shall prepare and operate internal control policies (risk management, compliance management, internal accounting management, disclosure information management, etc.), and continuously improve and supplement them.

A. Matters related to the overall internal control policy

By systematically identifying all laws with which the company must comply in business operation and monitoring whether or not employees are in compliance with the laws, we actively implement policy establishment and control activities through internal Compliance Officers and supporting organizations, in order to prevent illegal acts and systematically respond to various legal risks.

(i) Our Board of Directors is responsible for review and has final responsibility for overall company risk management, and closely monitors and controls this through our codified Regulation of the Board of Directors. In particular, by comprehensively and efficiently managing risks that may occur in overall management, the Board of Directors enacted the Risk Management

Regulation to maintain business stability, and approved said Risk Management Regulation on February 24, 2022. The Regulation's main contents include establishing departments in charge of managing non-financial or financial risks (the Community Compliance Management Office and the Finance Group) and the appointment of the Risk Management Officer (Finance Group Chief) to take charge of supervising it, and the Regulations stipulate the contents related to the review of factors related to major risks, management supervision, and establishment of related policies. In addition, by reporting relevant major issues and post-processing matters to the Board of Directors, the Regulations were organized so that we can respond to risks appropriately.

In addition, the Audit Committee can evaluate the operating status of the internal accounting control system and exercise its authority over illegal acts by directors, and manages financial risks while keeping the Board of Directors in check. The ESG Committee, established in January 2021, has the authority to regularly check the results of the review of non-financial risk factors, as stipulated in the ESG Committee Regulation.

As of the date of submission of this Report, the main risk management contents of our Board of Directors, Audit Committee, and ESG Committee are as follows.

- Approving self-transactions of directors and large-scale internal transactions of specially related persons
- Reporting to the Board of Directors on acts that violate the laws or the Articles of Incorporation
- Requesting injunction for illegal acts by directors
- Reporting the evaluation results of the internal accounting control system
- Self-evaluation of the internal accounting control system by the Audit Committee
- Major environmental and social non-financial issues and countermeasures
- Matters related to non-financial risk management under the Risk Management Regulation

In accordance with the applicable laws and the needs for each service and business, our internal departments have separate regulations or management systems related to personal information protection, corporate disclosure, stock trading, billing system, anti-money laundering, and prohibition against the financing of terrorism. In addition, we operate an RM TF to check and prevent non-financial risks. The TF identifies and analyzes non-financial risk factors surrounding the company in advance and reports the results to the Board of Directors. We established the Fair Trade Team and Compliance Part under the Community Compliance Management Office to establish procedures so that non-financial and financial risks can be checked in advance when conducting internal transactions. Also, as a task for 2022, we plan to strengthen potential risk inspection activities, such as through reinforcing the company-wide ethical management status inspection system.

To establish a risk policy that covers the entire company, we commissioned an external advisory organization to conduct a risk assessment. Based on this assessment, we plan to establish policies for identified risks, prepare processes, receive regular training, and solve problems through risk assessment.

(ii) We have regulations on Compliance Control Standards to promote fair and transparent business performance in compliance with the laws and regulations. The Compliance Control Standards apply to all corporate affairs and all related

activities of the executives and employees, and all company regulations must comply with the Compliance Control Standards. On February 24, 2022, the company appointed an additional Compliance Officer to strengthen compliance management, and as of the date of submission of this Report, employs a total of two Compliance Managers. The Compliance Officer conducts online compliance training for all employees every year. We promote the sound development of the company by requesting compliance from our employees and requesting the suspension, improvement, or correction of matters judged to be illegal.

We operate a separate organization to fulfill the disclosure obligations of corporate groups subject to disclosure in accordance with the securities market disclosure regulations and the Fair Trade Act. To fulfill the securities market disclosure obligation, we have a Disclosure Manager who can perform reporting on behalf of the company. In addition, we have a disclosure department with specialized knowledge about disclosure in the IR division as a separate organization, and a total of 3 Disclosure Officers including the team leader.

In addition, to fulfill the disclosure obligation of the corporate group subject to disclosure, we have established the corporate group part in the Community Compliance Management Office as a separate organization, and have assigned three people in charge, including the head of the department, to fulfill the disclosure obligation. We have prepared disclosure information management regulations to ensure that all disclosure information is disclosed accurately, completely, and in a timely manner in accordance with the relevant laws and regulations. In addition, we define all processes related to disclosure such as the creation, collection, and review of disclosure information, as well as the preparation and approval of disclosure documents, and periodically monitor by using in-house information sharing systems and messengers.

We operate an internal accounting control system in accordance with Article 8 of the Act on External Audit of Stock Companies. The system is designed and operated to provide reasonable assurance that the financial statements of trustworthy companies have been prepared and disclosed in accordance with generally accepted accounting standards. To implement this, we have established the ICFR part in the Financial Accounting Office as a separate operating organization, and have a total of 6 people in charge, including the Part Manager.

(iii) Other than the above, we do not currently have any additional internal control policies. Kakao will continue to stipulate an integrated internal control policy that covers all areas of our business. In addition, Kakao will integrate internal policies that exist within individual organizations and strive to implement stronger internal control policies in addition to risk management, compliance management, internal accounting management, and disclosure information management.

(Key Rule 4) Composition of the Board of Directors

The Board of Directors shall be organized so that it can make decisions efficiently and supervise the management, and directors shall be appointed through a transparent process that can broadly reflect the diverse opinions of shareholders.

(Detailed Rule 4-①) The Board of Directors should be structured to enable effective and thoughtful discussion and decision-making, and there should be a sufficient number of outside directors for it to function independently of the management and controlling shareholders.

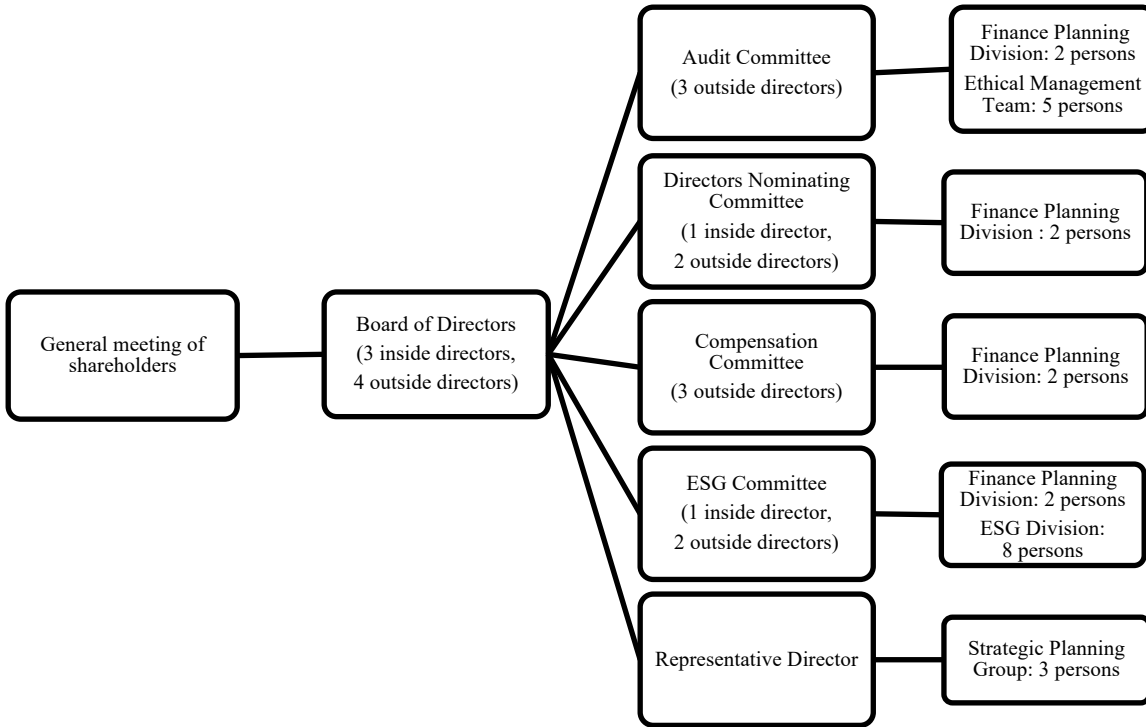
A. Current composition of the Board of Directors

(i) In accordance with Article 23 of the Articles of Incorporation, our Board of Directors is required to have at least three and no more than 11 directors, and a majority of the Board of Directors must be outside directors. As of the date of submission of this Report, our Board of Directors consists of a total of 7 directors, which include three inside directors (Sung-su KIM, Whon NAMKOONG, Euntaek HONG) and four outside directors (KyuJin CHO, Seok YUN, Sejung CHOI, Saerom PARK). The ratio of outside directors on the Board of Directors is 57%, which satisfies the majority requirement specified in the Commercial Act. Sung-su KIM, an inside director who serves as the Chairperson of the Board of Directors, is the director with the highest understanding of the Kakao's business status and history and so was appointed as the Board's Chairperson.

There are a total of 4 specialized committees under the Board of Directors: the Audit Committee, the Compensation Committee, the Directors Nominating Committee, and the ESG Committee. In addition, to ensure the transparency and independence of the Board of Directors, the Audit Committee and the Compensation Committee are composed entirely of outside directors, and all other committees consist of a majority of outside directors.

To handle all affairs of the Board of Directors, our Board of Directors has one Assistant Administrator in accordance with Article 15 of the Regulation of the Board of Directors. The Secretary serves as the head of the department in charge of the work of the Board of Directors. In addition, by operating an organization supporting the Board of Directors, we support outside directors so that they can perform their professional duties on the Board and for its committees. We also actively provide regular and irregular information so that the relevant agenda and report contents can be thoroughly reviewed before the meetings of the Board of Directors and its committees. As of the date of submission of this Report, the relevant organizational chart including the Board of Directors, committees under the Board, and supporting departments is as follows.

(Table 4-①-1) Organizational chart related to the Board of Directors as of the date of submission of this Report



(ii) As of the date of submission of this Report, the composition of our Board of Directors, including the age and gender ratio of Board members, etc. are as follows.

(Table 4-①-2) Composition of the Board of Directors as of the date of submission of this Report

Category	Name	Gender (Age)	Position	Date appointed	End date of term	Specialty	Major career
Inside Director	Sung-su KIM	Male (60 years)	Chairperson of the Board of Directors Member of Nominating Committee	Mar. 29, 2022	Mar. 28, 2024	Overall management strategy	- French Language and Literature, Korea University - Master's in Journalism and Broadcasting, Korea University - CEO of CJ E&M - CEO of Kakao M - (Current) Independent CEO of Kakao Entertainment - (Current) Head of Kakao Corporate Alignment Center
Inside Director	Whon NAMKOO NG	Male (49 years)	Representative Director	Mar. 29, 2022	Mar. 28, 2024	Corporate Management	- Business Administration, Sogang University - CEO of CJ Internet - Representative of CJ E&M Game Division - CEO of WeMade - Independent CEO of Kakao Games - Head of Kakao Future Initiative Center - (Current) CEO, Kakao
Inside Director	Enutaek HONG	Male (58 years)	Chairperson of ESG Committee Member of ESG Committee	Mar. 29, 2022	Mar. 28, 2024	Overall management strategy	- Oriental History, Seoul National University - Kakao Chief Business Officer - Kakao Social Impact Executive Vice President - Kakao Makers CEO - Kakao Commerce CEO - (Current) Kakao Co-Head of Corporate Alignment Center - (Current) Kakao Head of ESG

Outside Director	KyuJin CHO	Male (48 years)	Chairperson of Compensation Committee	Mar. 17, 2017	Mar. 28, 2023	Robot technology research	<ul style="list-style-type: none"> - PhD in Mechanical Engineering, MIT - MIT(Post-Doc.) - Harvard Microrobotics Lab(Post-Doc.) - (Current) Professor, Seoul National University - (Current) Professor, Department of Mechanical & Aerospace Engineering, Seoul National University - (Current) Director, Institute of Control, Robotics and Systems - (Current) Vice President, IEEE Robotics and Automation Society
Outside Director	Seok YUN	Male (60 years)	Chairperson of Audit Committee Member of the Compensation Committee	Mar. 25, 2020	Mar. 28, 2023	Financial accounting	<ul style="list-style-type: none"> - Bachelor's degree in Business Management, Yonsei University - MBA at NYU - Managing director, head of equity research, Credit Suisse (Korea) - Managing director, head of wholesale business/head of research center, Samsung Securities - CIO (Executive Vice President), Samsung Asset Management - CEO, Samsung Active Asset Management - Adviser, Samsung Active Asset Management - (Current) CEO, Yun & Co
Outside Director	Sejung CHOI	Female (50 years)	Chairperson of Directors Nominating Committee Chairperson of ESG Committee Member of Audit Committee	Mar. 25, 2020	Mar. 28, 2023	Media advertising industry	<ul style="list-style-type: none"> - PhD in Mass Media (Advertising), Michigan State University - Assistant Professor/Associate Professor, Department of Advertising, The University of Texas at Austin - Vice President, Korea Advertising Society - Outside director, JTBC Mediacom - Editor-in-chief, The Korean Journal of Advertising and Public Relations - (Current) Outside director, GHIR Corporation - (Current) Professor, School of Media and Communication, Korea University
Outside Director	Saerom PARK	Female (32 years)	Member of Compensation Committee; Member of ESG Committee	Mar. 25, 2020	Mar. 28, 2023	Artificial intelligence security	<ul style="list-style-type: none"> - Doctor of Science in Industrial Engineering, Seoul National University - Researcher, Industrial and Mathematical Data Analytics Research Center, Seoul National University - (Current) Assistant Professor of Department of Convergence Security Engineering, Sungshin Women's University

(iii) As of date of submission of this Report, the composition of the committees under the Board of Directors, the Chairperson of the Board of Directors and the Committee Chairpersons, and the main roles of the Committees are as follows.

(Table 4-①-3) Composition of committees of the Board of Directors as of the date of submission of this Report

Committee	Composition					Main roles of the committee	Remarks
	Position	Category	Name	Gender	Concurrent position(s)		
Audit Committee (3 members in total) (A)	Chairperson	Outside director	Seok YUN	Male	B	1. Inspection and approval of audit activities for overall company business including financial status 2. Business supervision of directors and management 3. Approval for selection of external auditors	Appointed on Mar. 29, 2022
	Member	Outside director	KyuJin CHO	Male	B, C		
	Member	Outside director	Sejung CHOI	Female	C, D		

Compensation Committee (3 members in total) (B)	Chairperson	Outside director	KyuJin CHO	Male	A, C	1. Securing objectivity and transparency in the process of determining remuneration of directors 2. Review and approval of the remuneration system for registered directors 3. Prior deliberation on and approval of the limit on remuneration for directors	Appointed on Mar. 29, 2022
	Member	Outside director	Seok YUN	Male	A		
	Member	Outside director	Saerom PARK	Female	D		
Directors Nominating Committee (3 members in total) (C)	Chairperson	Outside director	Sejung CHOI	Female	A, D	1. Recommendation of director candidates to be appointed by the general meeting of shareholders and deliberation on whether to reappoint 2. Recommendation by verifying independence, diversity, and professionalism of candidates for outside director 3. Pre-review of candidates for inside director	Appointed on Mar. 29, 2022
	Member	Outside director	KyuJin CHO	Male	A, B		
	Member	Inside director	Sung-su KIM	Male	-		
ESG Committee (3 members in total) (D)	Chairperson	Outside director	Sejung CHOI	Female	A, C	1. Review the direction of the company's sustainability management strategy 2. Checking the implementation of the previous year's ESG project and approve the current year's implementation plan 3. Periodic review of non-financial risk factors	Appointed on Mar. 29, 2022
	Member	Outside director	Saerom PARK	Female	A		
	Member	Inside director	Euntaek HONG	Male	-		

(iv) Our Board of Directors consists of a total of 7 directors, including four outside directors (KyuJin CHO, Seok YUN, Sejung CHOI, Saerom PARK). Outside directors thus form 57% of the Board of Directors, satisfying the Commercial Act's requirement of a majority. Of our current outside directors, KyuJin CHO has been appointed to a total of four consecutive terms since his first appointment on March 17, 2017, while his fellow outside directors Seok YUN, Sejung CHOI and Saerom PARK have been reappointed a total of 1 time since their initial appointment on March 25, 2020.

(v) Our Board of Directors separates the Representative Director from the Chairperson of the Board, and strives to enhance the transparency and independence of management. Inside Director Sung-su KIM, who serves as the Chairperson of the Board of Directors, was appointed as the chair due to being recognized as suitable for managing the Board of Directors as a director with a high understanding of the company's business status and history. However, regarding the appointment of an outside director as the Board's Chairperson, we will establish a plan through sufficient review and discussion in the future.

B. As such, our Board of Directors consists of 7 directors in total with 4 outside directors, which means that outside directors have a majority of 57% of the total number of members. In addition, by ensuring effective and thoughtful discussion and decision-making among outside directors, we encourage decision-making with independence from the management and controlling shareholders.

(Detailed Rule 4-②) The Board of Directors shall be composed of competent persons with expertise and responsibilities in various fields in terms of knowledge and experience so as to substantially contribute to corporate management.

A. Professionalism, accountability and diversity of the Board of Directors

(i) To form a Board of Directors with competent people having expertise and responsibilities in diverse fields, the company has a Directors Nominating Committee under the Board of Directors. In Article 5 of the Corporate Governance Charter enacted January 2021, regarding the composition of the Board of Directors and the appointment of directors, the company stipulated that the Board of Directors be formed in consideration of the need for expertise, responsibility and diversity. In Article 9-2 of the Regulations of the Directors Nominating Committee, we have stipulated that the professionalism and diversity of the Board of Directors (gender, age, religion, nationality, race, ethnicity, cultural background, and other diversity factors, etc.) should be taken into consideration when selecting director candidates. Our current Board of Directors consists of directors with expertise in financial accounting, the media advertising industry and technology. In accordance with relevant laws such as the Commercial Act, the Board of Directors consists of a total of 7 directors, including those who have no reasons for disqualification and two female directors, in consideration of the need for diversity.

Based on his experience and management skills of serving as CEO of CJ E&M Co., Ltd. and CEO of Kakao Entertainment Co., Ltd., Sung-su KIM, Chairperson of the Board of Directors, is expected to play a role in coordinating and supporting the strategic direction of the Kakao community from the perspective of sustainable growth. In addition, he was appointed due to being considered as the right person to think about Kakao's social role and to consider and apply various measures to strengthen the ethical awareness of management and executives and employees and prevent risks.

Whon NAMKOONG, an inside director, accumulated his experience in successfully growing Kakao Games and played a major role in developing Kakao Games as a global general game company. Since then, he has been conducting activities such as preparing for the future of Kakao as the head of the Kakao Future Initiative Center. We consider that he is the best leader to implement forward-thinking values at a time when he must consider the vision for the next stage of KakaoTalk. Moreover, it is hoped that he not only will focus on ESG management with great responsibility to fulfill the role society expects from Kakao and restore trust, but also will reorganize the business to focus on future technologies such as Metaverse, and it was determined that he could play a major role in expanding Kakao's global stage and solidifying its position as a technology company. As a result, Whon NAMKOONG was appointed as an inside director.

Based on his experience of serving as the Representative Director of Kakao Makers, the first social impact company in Korea, Inside Director Euntaek HONG is judged to be the right person to realize the win-win and social impact that Kakao envisions. He was appointed with great responsibility and is determined to contribute to enhancing corporate value by presenting a reasonable direction for ESG management, so that Kakao can perform the role that society expects and exert a good influence.

Director KyuJin Cho, an outside director, is a professor in the Department of Mechanical Engineering at Seoul National University who is actively engaged in a range of research, and is expected to contribute to enhancing Kakao's competitiveness and business growth through his technical advice. Considering his high level of understanding of the company based on his experience as an outside director, he was appointed in the belief that he would be able to continuously contribute greatly to the development of the company and the Board of Directors.

Independent director Seok YUN has held a number of major positions in the area of finance and has high expertise in finance and accounting. Based on his professionalism and independence, he is performing the role of checking and monitoring independently from the major shareholder and other directors. Yun was appointed because it was determined that he would contribute to enhancing our competitiveness by suggesting alternatives.

Sejung CHOI, an outside director, served as a member of the Broadcasting Advertising Balanced Development Committee of the Korea Communications Commission and the president of the Korea Media Management Association. Choi is an academic expert currently serving as a professor in the Department of Media at Korea University, where she is playing an outstanding role in forming key management policies. She was appointed as a suitable person to provide objective and useful advice and counselling.

Currently a professor in the Department of Convergence Security Engineering at Sungshin Women's University, Independent Director Saerom PARK was appointed based on her high understanding of the overall business promoted by the company, as it was determined that she could play a role in advising the management toward increasing the diversity of the Board of Directors and enhancing corporate value.

(ii) Director appointments and changes to our Board of Directors from the start of the year immediately preceding the period subject to disclosure, to the date of submission of disclosure documents, are as follows.

(Table 4-②-1) Director appointments and changes to our Board of Directors from the start of the year immediately preceding the period subject to disclosure, to the date of submission of disclosure documents

Category	Name	Date appointed	End date of term (expected)	Date of status change	Reason for change ¹⁾	Incumbent Status
Inside director	Beom-su KIM	Oct. 02, 2007	Mar. 24, 2023	Mar. 29, 2022	Resignation	Incumbent
	Minsoo YEO	Mar. 16, 2018	Mar. 24, 2022	Mar. 29, 2022	Term expired	Incumbent (advisor)
	Sooyong CHO	Mar. 16, 2018	Mar. 24, 2022	Mar. 29, 2022	Term expired	Incumbent (advisor)
	Sung-su KIM	Mar. 29, 2022	Mar. 28, 2024	Mar. 29, 2022	New appointment	Incumbent
	Whon NAMKOONG	Mar. 29, 2022	Mar. 28, 2024	Mar. 29, 2022	New appointment	Incumbent
	Euntaek HONG	Mar. 29, 2022	Mar. 28, 2024	Mar. 29, 2022	New appointment	Incumbent
Outside director	Minsik CHO	Mar. 28, 2014	Mar. 25, 2020	Mar. 25, 2020	Term expired	Resigned
	Jaehong CHOI	Mar. 28, 2014	Mar. 25, 2020	Mar. 25, 2020	Term expired	Resigned
	Yanli PIAO	Apr. 25, 2012	Mar. 25, 2020	Mar. 25, 2020	Term expired	Resigned
	KyuJin CHO	Mar. 17, 2017	Mar. 28, 2023	Mar. 29, 2021	Reappointed	Incumbent
	Seok YUN	Mar. 25, 2020	Mar. 28, 2023	Mar. 29, 2021	Reappointed	Incumbent
	Sejung CHOI	Mar. 25, 2020	Mar. 28, 2023	Mar. 29, 2021	Reappointed	Incumbent
	Saerom PARK	Mar. 25, 2020	Mar. 28, 2023	Mar. 29, 2021	Reappointed	Incumbent

1) In the "Reason for change" column, resignation, dismissal, expiration of term, new appointment, and reappointment were recorded.

*The tenure of Beom-su KIM, who was reappointed at the general meeting of shareholders on March 25, 2020, was three years from the date of appointment, but resigned on March 29, 2022 for personal reasons.

B. As described above, considering the rapidly changing trends in the IT and Internet industries and the internal and external business environment we are facing, Kakao puts a lot of effort into forming a Board of Directors of competent people with diverse backgrounds, expertise, and responsibilities, so that the Board of Directors, the highest decision-making body of the company, can participate in major decision-making with sufficient competitiveness and responsibility. By making these efforts, currently, our Board of Directors consists of three inside directors who have an understanding of the overall business and expertise to continuously increase the company's value, and outside directors with various backgrounds who are experts in financial accounting, technology, and the media advertising industry.

(Detailed Rule 4-③) Fairness and independence shall be ensured in the process of recommending and appointing director candidates.

A. Composition and activities of the Directors Nominating Committee

The directors who form our Board of Directors are appointed at the general meeting of shareholders. Candidates for directors to be appointed at the general meeting of shareholders are recommended to the general meeting of shareholders following an in-depth review process by the Board of Directors (inside directors) and the Directors Nominating Committee (outside directors). Currently, the main roles of the Directors Nominating Committee established within the Board of Directors are to examine the qualifications of candidates for outside directors and recommend them to the general meeting of shareholders, as well as pre-examination and qualification screening of candidates for inside directors as specified in Article 9 of the Regulations of the Directors Nominating Committee. As of December 31, 2021, our Directors Nominating Committee consisted of two outside directors and one inside director, meaning that the ratio of outside directors was 67%. As of March 29, 2022, the committee is entirely composed of outside directors, guaranteeing its independence and transparency.

After the Directors Nominating Committee reviews the qualifications of directors, Kakao appoints only those who meet the qualifications required by the Commercial Act as directors, and each director is appointed only from among those with extensive expertise and experience in the relevant field. In addition, the company prepares and closely checks internal review standards to ensure that no one responsible for damage to corporate value or infringement of shareholder rights and interests is appointed as a director. The Directors Nominating Committee deliberated on the appointment and reappointment of directors in February 2021, and reviewed the candidates for inside directors in 2022.

B. Providing shareholders with information about candidates for directors

(i) We disclose the major history of each candidate and matters related to the appointment of directors at least four weeks prior to the date of the general meeting of shareholders, through the items listed for each item on the agenda of the general meeting of shareholders in the notice of convocation of the general meeting of shareholders, so that shareholders can fully verify the nominations for the Board of Directors.

(Table 4-③-1) Details of provision of information on director candidates at the general meetings of shareholders, from the start of the year subject to disclosure to the date of submission of disclosure documents

Date of information provision	Date of the general meeting of shareholders	Director candidate		Information provided	Remarks
		Category	Name		
Feb. 26, 2021 (31 days before the general meeting of shareholders)	Mar. 29, 2021	Outside director	KyuJin CHO Seok YUN Sejung CHOI Saerom PARK	1. Candidate's detailed history and field of expertise 2. Candidate recommender 3. Reason for Candidate's recommendation 4. Whether arrears, management of insolvent companies, and grounds for disqualification under laws 5. Job performance plan 6. Confirmation of independence (interest)	All reelected
Feb. 24, 2022 (33 days before the general meeting of shareholders)	Mar. 29, 2022	Inside director	Whon NAMKOONG Sung-su KIM Euntaek HONG	1. Candidate's detailed history and field of expertise 2. Candidate recommender 3. Reason for Candidate Recommendation 4. Whether arrears, management of insolvent companies, and grounds for disqualification under laws	New appointment

(ii) Also, for directors who are re-elected, including inside directors, we record in detail the background of the appointment and activities of all directors, through "1. Matters on the Board of Directors, etc." in our regular report "VI. Matters pertaining to the company's institutions." We support shareholders to ensure they are fully informed regarding the appointment of directors.

In particular, we provide detailed information on the composition of our Board of Directors and the committees, not only by writing this information in the business report, but also by writing this information in the "Board" column in the IR menu on our website. For outside directors, we provide the details of the outside directors' activities in the Board of Directors from 2010 to the present, along with the Board's operation regulations. By doing so, we provide shareholders with sufficient time to consider the reappointment of directors through methods other than the regular report.

C. Whether to adopt a concentrated voting system

When appointing two or more directors in accordance with Article 24, Paragraph 2 of our Articles of Incorporation, we do not apply the concentrated voting system stipulated in Article 382-2 of the Commercial Act. So far, there has not been a situation in which a minority shareholder presented an opinion during the process of appointing a director. Yet, if there is such a request in the future, we will try to respect the opinions of minority shareholders through careful review. We will also consider introducing a concentrated voting system if there is a request from shareholders to strengthen management supervision and protect shareholder rights and interests.

D. As described above, the directors constituting our Board of Directors are appointed at the general meeting of shareholders, to ensure fairness and independence in the process of recommending and selecting candidates by the Board of Directors. After an in-depth review process by the Board of Directors (inside directors) and the Directors Nominating Committee (outside directors), only those who have no legal reason for disqualification, have diverse perspectives, expertise and responsibilities, and have sufficient qualifications to become a member of the Board of Directors are selected and recommended to the general meeting of shareholders. As of December 31, 2021, our Directors Nominating Committee consisted of two outside directors and one inside director, meaning the ratio of outside directors was 67%; as of March 29, 2022, the committee is entirely

composed of outside directors, guaranteeing its independence and transparency.

In addition, to enable shareholders to fully verify the candidates for directors, we disclose the major history of each candidate and matters related to the appointment of directors at least 4 weeks before the general meeting of shareholders, through the announcement of the convocation of the general meeting of shareholders. We also disclose the composition of the Board of Directors, the current status of committees, and details of activities along with the Board of Directors operation regulations in detail, through the regular report published every quarter and through our website.

(Detailed Rule 4-④) A person responsible for damage to corporate value or infringement of shareholder rights and interests shall not be appointed as an executive.

A. Current status of executives

To support rapid decision-making based on the independence of each business area along with the registered executive system, we are currently operating an unregistered executive system. As of the date of submission of this Report, we have 7 registered executives and 14 unregistered executives.

(Table 4-④-1) Current status of executives as of the date of submission of this Report (including unregistered executives)

(Base date: Date of submission of this Report)

Name	Gender	Position	Registered director?	Full-/Part-time	Responsibilities
Sung-su KIM	Male	Inside director	yes	Full-time	Chairperson of the Board
Whon NAMKOONG	Male	Inside director	yes	Full-time	Representative Director
Euntaek HONG	Male	Inside director	yes	Full-time	ESG General Manager
KyuJin CHO	Male	Outside director and Audit Committee member	yes	Part-time	Management advisor
Seok YUN	Male	Outside director and Audit Committee member	yes	Part-time	Management advisor
Sejung CHOI	Female	Outside director and Audit Committee member	yes	Part-time	Management advisor
Saerom PARK	Female	Outside director	yes	Part-time	Management advisor
Hyungseok KANG	Male	Unregistered executive	-	Full-time	Head of the Design Department
Daeyeol KWON	Male	Unregistered executive	-	Full-time	Head of the CDR Lab
Mijin KWON	Female	Unregistered executive	-	Full-time	Head of New Business Division
Kihong KIM	Male	Unregistered executive	-	Full-time	Head of the Finance Group
Yeonji KIM	Female	Unregistered executive	-	Full-time	Chief Privacy Officer
Kiwoong NAM	Male	Unregistered executive	-	Full-time	Manager of Management Support Group

Jaehyun BAE	Male	Unregistered executive	-	Full-time	Investment Governance Manager
Jihye SONG	Female	Unregistered executive	-	Full-time	Head of Kakao & Marketing Business Division
Minkyun SHIN	Male	Unregistered executive	-	Full-time	Strategic Planning Group Leader
Jongwon LEE	Male	Unregistered executive	-	Full-time	Head of Advertising Division
Chaeyoung LEE	Male	Unregistered executive	-	Full-time	Head of Technology Division
Heekook LEE	Male	Unregistered executive	-	Full-time	Chief Data Protection Officer
Hansang CHO	Male	Unregistered executive	-	Full-time	Group leader of Krew support group
Yooji HWANG	Female	Unregistered executive	-	Full-time	Head of Daum Business Division

B. In reviewing the qualifications of directors and appointing registered executives, including recommending outside directors, our Directors Nominating Committee nominates only those who meet the qualifications of directors required by the Commercial Act, and each director is appointed only from among those with extensive expertise and experience in the relevant field. In addition, the committee prepares criteria for review and recommendation of director candidates through Article 9-2 of the Regulations of the Directors Nominating Committee, to ensure that no one responsible for damage to corporate value or infringement of shareholder rights and interests is appointed as a director. Moreover, according to the candidate selection criteria consisting of 21 detailed items, including relevant laws such as Article 382, Paragraph 3 and Article 542-8, Paragraph 2 of the Commercial Act and recommendations on the appointment of outside directors related to corporate governance, the committee thoroughly assesses all director candidates.

In addition, when directors are appointed, all outside directors must fill out a letter of confirmation of qualifications for outside directors, and submit the status of their tenure of office and stock holdings of other companies in writing. By doing so, the committee receives written confirmation of any interest or the outside directors' responsibility in this regard. Through these procedures, we prevent the appointment of executives by those responsible for damage to corporate value or infringement of shareholder rights and interests.

C. There have been no previous cases in which a person who has ever been convicted for embezzlement, breach of trust, or an unfair transaction under the Financial Investment Services and Capital Markets Act has been appointed as an executive.

D. Whether to introduce an executive officer system

Currently, we do not use an executive officer system. In the executive officer system, the Board of Directors delegates business-related decision-making and execution authority to executive officers, and the Board of Directors only plays the role of supervising the decisions and execution of executive officers. Therefore, as shareholders are only involved in the attribution of business supervision rights, we have not introduced this system due to the concern that it may weaken shareholder rights. Instead of adopting the executive officer system, we comprehensively exercise important decision-making, supervision and execution authority through the Board of Directors and the Representative Director.

(Key Rule 5) Responsibilities of an outside director

An outside director shall be able to independently participate in important corporate management policy decisions, and as a member of the Board of Directors, be able to supervise and support the management.

(Detailed Rule 5-①) An outside director shall not have a material interest in the company, and the company shall check whether or not there is an interest in the company at the stage of appointment.

A. Independence of outside directors

(i) Outside directors are appointed from among candidates recommended by the Directors Nominating Committee pursuant to Article 542-8 of the Commercial Act. By carefully assessing candidates for outside director to be appointed at the general meeting of shareholders, the Directors Nominating Committee selects and recommends candidates who have no interests and possess both independence and expertise at the selection stage. Appointed outside directors independently participate in major decision-making and supervise and support the management with a responsible attitude. In addition, none of our outside directors has a material interest in our company. When outside directors are appointed, they must fill out a letter of confirmation of qualifications for outside directors, and submit the status of tenure of office and stock holdings of other companies in writing.

As of the date of submission of this Report, our outside directors have no previous experience with the Company, including past affiliates, and the relationship between the current outside directors and their companies and its affiliates is as follows.

(Table 5-①-1) Relationship between the current outside directors and the companies and its affiliates, as of the date of submission of this Report

Name	Contents of outside director's past service at Kakao or an affiliate		Transaction history between an outside director (or a company in which an outside director is the largest shareholder) and Kakao or affiliates		Transaction history between the company where an outside director is serving as an executive and employee and Kakao or affiliates	
	Kakao	Kakao's affiliate	Kakao	Kakao's affiliate	Kakao	Kakao's affiliate
KyuJin CHO	None	None	None	None	None	None
Seok YUN	None	None	None	None	None	None
Sejung CHOI	None	None	None	None	None	None
Saerom PARK	None	None	None	None	None	None

(ii) In the past three years, there has been no history of transactions by our outside directors, or the company in which the outside director is the largest shareholder, with Kakao or an affiliate.

(iii) In the past three business years, there also has been no history of transactions between Kakao or Kakao's affiliates and the companies in which our outside directors serve as executives or employees.

(iv) When the Directors Nominating Committee in the Board of Directors recommends candidates for outside directors, we prepare internal review standards to review the overall interests of outside directors and Kakao. In addition, the committee prepares criteria for review and recommendation of director candidates through Article 9-2 of the Regulations of the Directors Nominating Committee. The relevant internal review standards consist of 21 detailed items, including relevant laws such as Article 382 Paragraph 3 and Article 542-8 Paragraph 2 of the Commercial Act, and recommendations on the appointment of outside directors related to corporate governance. In addition, when directors are appointed, all outside directors must fill out documents confirming their understanding of and compliance with our independent director

qualifications, and submit data on other corporate positions they are currently holding outside Kakao as well as their stock ownership in writing. Thus, they also receive confirmation in writing of any interest or responsibility in this regard.

B. As of the date of submission of this Report, no outside director serving on our Board of Directors has served for more than 6 years (9 years if tenure at an affiliate is included). The tenure of each outside director currently serving in Kakao is as follows.

(Table 5-①-2) Tenure of each outside director in office as of the date of submission of this Report, and reasons for long-term tenure exceeding 6 years

Name	Kakao		Kakao and its affiliates	
	Tenure (period of employment)	If longer than 6 years, the reason	Tenure (period of employment)	If longer than 9 years, the reason
KyuJin CHO	5 years 2 months	-	5 years 2 months	-
Seok YUN	2 years 2 months	-	2 years 2 months	-
Sejung CHOI	2 years 2 months	-	2 years 2 months	-
Saerom PARK	2 years 2 months	-	2 years 2 months	-

As of January 12, 2021, “Article 5-2. Regulations on outside directors’ tenures” of the Regulation of the Board of Directors were newly established. Accordingly, we stipulated that an outside director cannot hold office for more than 6 years, and further stipulated that the total of tenure as an outside director at Kakao and its affiliated companies cannot exceed 9 years.

C. Therefore, to ensure that outside directors can independently participate in decision-making on important corporate management policies and faithfully fulfill their obligation to supervise the management as a member of the Board of Directors, when reviewing the qualifications of directors and appointing registered executives including recommending outside directors, our Directors Nominating Committee nominates only those who meet the qualifications required by the Commercial Act as directors, and each director is appointed only from among those with extensive expertise and experience in the relevant field. In addition, the company prepares and closely reviews internal review standards to ensure that no one responsible for damage to corporate value or infringement of shareholder rights and interests is appointed as a director.

Currently, none of our 4 outside directors has a material interest in our company. They have never been employed at Kakao, and have no history of transactions with Kakao or its affiliates.

(Detailed Rule 5-②) Outside directors shall invest sufficient time and effort to faithfully perform their duties.

A. Execution of outside directors’ duties

(i) As per Article 34, Paragraph 5, Item 3 of the Enforcement Decree of the Commercial Act, our outside directors can hold concurrent positions in up to two companies, including Kakao. However, we stipulate that directors must invest sufficient time and effort to perform their duties, by setting the matters related to “directors concurrently serving as an executive of another company” as a matter of resolution of the Board of Directors in accordance with Article 10 of the Regulation of the Board of Directors, and by restricting our outside directors from concurrently serving with other companies without prior approval from the Board of Directors.

(ii) The current status of concurrent positions of outside directors as of the date on which this Report was submitted is as follows.

(Table 5-②-1) Current status of concurrent positions of outside directors as of the date on which this Report was submitted

Name (Audit Committee Member)	Date appointed	End of term	Current job	Concurrent positions			
				Organization	Position	Period of employment	Listed on the stock market
KyuJin CHO (Audit Committee Member)	Mar. 17, 2017	Mar. 29, 2023	Seoul National University College of Engineering Professor of Mechanical Engineering	Director of Institute of Control, Robotics and Systems, Member of Council of Korean Society for Precision Engineering	Director, Member of Council (Unregistered Director)	Jan. 1, 2018 ~ Present Jan. 1, 2012 ~ Present	Not applicable
Seok YUN (Audit Committee Member)	Mar. 25, 2020	Mar. 29, 2023	CEO of Yun & Co.	Yun & Co.	Representative Director	Jan. 2, 2020 ~ Present	Not applicable
Sejung CHOI (Audit Committee Member)	Mar. 25, 2020	Mar. 29, 2023	Professor, Department of Media, Korea University	Outside director of GIIR Corporation	Outside Director	Mar. 19, 2021 ~ Present	A stock-listed corporation
Saerom PARK	Mar. 25, 2020	Mar. 29, 2023	Sungshin Women's University, Department of Convergence Security Engineering, Assistant Professor	Not applicable	Not applicable	Not applicable	Not applicable

B. We restrict our outside directors from concurrently serving with other companies without prior approval from the Board of Directors, by setting matters related to “directors concurrently serving as an executive of another company” as a matter of resolution of the Board of Directors in accordance with Article 10 of the Regulation of the Board of Directors. Currently, our outside directors are performing their duties with sufficient time and effort.

(Detailed Rule 5-③) The company shall provide sufficient information and resources necessary for its outside directors to perform their duties.

A. Execution of outside directors’ duties

(i) In order for outside directors to perform their duties smoothly, we actively provide the necessary information and resources on a regular and an irregular basis. In addition, Article 9 of the Regulation of the Board of Directors stipulates that, if necessary, outside directors can receive support from external experts at the company’s expense. Moreover, we send all agenda details and related materials at least 3 days before each Board meeting and 7 days before each committee meeting, including major management information, such as agenda items for the Board of Directors and the committees in the Board, providing support so that the outside directors can fully review the agenda in advance.

(ii) To handle all affairs of the Board of Directors, our Board of Directors has one Secretary in accordance with Article 15 of the Regulation of the Board of Directors. The head of the department in charge of the work of the Board of Directors serves as the Secretary. In addition, by operating a separate supporting organization under the Board of Directors, we support outside directors so that they can perform their professional duties in the Board and the committees therein. Also, for key management information, meetings with relevant organizations at the directors’ request are encouraged at any time in order that the Board of Directors can understand pending issues.

Current status of organizations supporting our outside directors

Department (team) name	No. of employees (people)	Position	Tenure (period of employment)	Main Activities
Financial Planning Office / Financial Planning Team	2	Head of Finance Planning Division	1 Head of Finance Planning Division (3 months)	Operation of the Board of Directors, general management of business support for outside directors
		Finance Planning Team Member	1 Finance Planning Team Member (4 years, 6 months)	Provision of data for BOD operation and agenda review

*The number of years of service (tenure) is based on the period engaged in the support work, as of the date on which this Report was submitted.

(iii) From the start of the business year immediately preceding the period subject to disclosure to the date on which this Report was submitted, apart from the Board meetings, there were no regular or special meetings in which only outside directors participated. However, when necessary, from time to time we encourage free and objective exchange of opinions by encouraging meetings of only outside directors, from which management is excluded. In addition, our outside directors recorded 100% attendance at Board meetings, and are performing their duties faithfully.

(Table 5-③-1) Meetings held only by outside directors, from the start of the year subject to disclosure to the date of submission of disclosure documents

No.	Regular / Special	Date held	Attendance outside directors /All outside directors	Meeting details	Remarks
-	-	-	-	-	-
-	-	-	-	-	-

* No meetings were held by outside directors during the aforementioned period.

B. By establishing separate support organizations under the Board of Directors as described above, we support outside directors in performing their professional duties on the Board of Directors and the committees under the Board in accordance with the related regulations, and provide sufficient information and resources necessary for performing their duties. In addition, in order for directors to broaden their understanding of the company and make rational decisions, we encourage meetings with related organizations at any time upon request from the directors so that they can understand the pending issues in detail.

(Key Rule 6) Evaluation of outside directors' activities

In order to induce outside directors to actively perform their duties, their activities shall be evaluated fairly, and remuneration and reappointment decisions shall be made based on the results.

(Detailed Rule 6-①) Evaluation of outside directors shall be based on individual performance, and the evaluation results shall be reflected in the reappointment decision.

A. Evaluation of outside directors

(i) As the evaluation of individual outside directors may impair the independence of outside directors' activities, our Directors Nominating Committee currently does not perform such an evaluation. In the future, regarding whether or not to introduce individual evaluation of independent directors, we will closely review the internal situation of the company, the advantages and disadvantages of such evaluation, and the utilization of the results, and will decide on whether to introduce such evaluation after sufficient discussion at the Board of Directors. Yet, when the Directors Nominating Committee considers whether to reappoint a director whose term has expired, we comprehensively consider the outside directors' Board meeting and committee meeting attendance rates, faithfulness in job performance, professional knowledge, professional ethics, and proactiveness, and reflect these factors in the reappointment recommendation process.

(ii) To improve the efficiency of the Board of Directors, in February 2021, we conducted an assessment using the self-evaluation checklist for the Board of Directors and the Audit Committee, and all directors participated in the assessment. In February 2022, we conducted this assessment of the entire Board of Directors and all the committees. The assessment items consist of "Assessment of the performance of the Board of Directors," "Assessment of the operational efficiency evaluation of the Board of Directors" and "Assessment of the committee activities." The evaluation results were analyzed by the Compensation Committee to provide mutual feedback on the performance of the Board of Directors and committees. We discussed the evaluation results in the Compensation Committee and reported them to the Board of Directors.

(Detailed Rule 6-②) Remuneration for outside directors shall be determined at an appropriate level in consideration of the evaluation results and the responsibilities and risks of performing their duties.

A. Remuneration for outside directors

(i) The limit of remuneration for our directors is determined by a resolution of the general meeting of shareholders in accordance with Article 388 of the Commercial Act and Article 28 of our Articles of Incorporation. Directors' remuneration is executed within the limits approved at the general shareholders' meeting and is transparently disclosed through the regular report, etc. However, we make it a rule not to link the evaluation of outside directors with compensation, as we consider that linking the evaluation of outside directors with their compensation may impair their independence.

The remuneration of outside directors is included in the remuneration limit for directors approved at the general meeting of shareholders. This remuneration is paid in consideration of the work for which they are in charge, the company's business environment, and business performance. The remuneration payment criteria and calculation methods are in accordance with the regulations of the Compensation Committee in the Board of Directors.

(ii) Currently, we do not pay any additional remuneration other than the basic remuneration for outside directors, including bonuses and stock options. The limits of remuneration for executives approved at the general meeting of shareholders within the year subject to disclosure and the total amount of remuneration for outside directors actually paid are as follows.

Remuneration limits for executives approved at the general meeting of shareholders

(Unit: one million Korean won)

Category	Number of persons	Amount approved by general meeting of shareholders
Registered executive	7	12,000

Remuneration of executives during the business year subject to disclosure

(Unit: million Korean won)

Category	Number of persons	Total remuneration	Average remuneration per person
Registered director (Excluding Outside Directors and Audit Committee Members)	3	8,336	2,779
Outside director (Excluding Audit Committee Members)	1	48	48
Audit Committee Member	3	144	48
Auditor	-	-	-

Note 1) The above total remuneration includes allowances such as bonuses in addition to salaries directly paid by the company.

(Outside directors are only paid their basic salaries.)

Note 2) The average remuneration per person was calculated by simply dividing the total remuneration by the number of persons.

B. The remuneration of our outside directors is included in the remuneration limit for directors approved at the general meeting of shareholders. This remuneration is paid in consideration of the work for which they are in charge, the company's business environment, and business performance. The remuneration payment criteria and calculation methods are in accordance with the regulations of the Compensation Committee in the Board of Directors. Based on the responsibilities and risks of job performance, the time invested, and the average remuneration of outside directors in the same industry, the current remuneration of our outside directors is judged to be at an appropriate level.

(Key Rule 7) Operating the Board of Directors

The Board of Directors shall be operated efficiently and rationally so that it can determine the best management decision for the benefit of the company and its shareholders.

(Detailed Rule 7-①) As a rule, the Board of Directors shall be held on a regular basis, and the Board of Directors operation regulations that specifically stipulate the authority, responsibilities, and operating procedures of the Board of Directors shall be prepared.

A. Operating the Board of Directors, and convocation of Board meetings

(i) In order to provide a more prompt and more flexible decision-making environment that is appropriate given the rapidly changing nature of the IT business environment, until 2019, Kakao operated the Board of Directors without specifying separate related regulations regarding the regular/extraordinary holding period in our Articles of Incorporation and the Regulation of the Board of Directors. However, to help Board members perform their duties more efficiently, we newly enacted Article 6 of the Regulation of the Board of Directors through a resolution of the Board of Directors on February 25, 2020. Regular Board meetings are held by setting a quarterly meeting schedule, and other extraordinary Board meetings are held as necessary.

In accordance with Article 30 of our Articles of Incorporation, our Board meetings are convened by the person who has the right to convene Board meetings. A notice is sent to each director at least 3 days prior to the date of the Board meeting, detailing the agenda and items. However, in accordance with Article 8 of the Regulation of the Board of Directors, a meeting may be held at any time with the consent of all directors. If it is deemed necessary for the performance of business, any director, by stating the agenda and reasons, may request the convocation of a Board meeting by the person authorized to convene Board meetings. If the person authorized to convene refuses to convene the Board meeting without justifiable reasons, the director concerned may convene the Board meeting directly.

In accordance with Article 32 of our Articles of Incorporation and Article 9 of the Regulation of the Board of Directors, except as otherwise provided in the relevant laws and regulations, the Board of Directors can pass a resolution with the attendance of a majority of directors, and the votes of a majority of the directors present at the Board meeting. According to Article 391 of the Commercial Act, all directors may also make a decision using a remote communication method that transmits and receives voices at the same time, allowing all or some of the directors not to attend the meeting in person. Directors who participate in meetings in this way shall be deemed to have directly attended the Board meeting. In accordance with Article 9 of the Regulation of the Board of Directors, directors who have a special interest in an agenda item are restricted from exercising their voting rights on that particular item, systematically blocking possible conflicts of interest.

Regarding the proceedings of the Board of Directors, the main contents of the progress of the agenda, the results, the objectors and the reasons for the objections are recorded in the minutes. All the directors present write their names and sign the minutes, and then the minutes are distributed to all directors, to clarify the decision-making results. The contents of the Board meeting, the attendance rate of directors, and whether or not the agenda item passed or not, are the same as the contents of the Board meeting status below. Further details are regularly disclosed through the business report, quarterly and semi-annual reports on the electronic disclosure system of the Financial Supervisory Service.

(ii) From the start of the year subject to disclosure to the date of submission of disclosure documents, we held a total of 23 Board meetings. We record and preserve all major discussions and resolutions on each agenda item in writing, and, if necessary, describe them in detail and clearly for each director. From the start of the year subject to disclosure to the present, the attendance rate of Board members was 100%, allowing practical deliberation and resolution on agenda items.

(iii) Kakao notifies directors of the convocation of the Board meeting with sufficient time so that the directors can fully understand and review the agenda before the Board meeting. As of the date of submission of this Report, the company sends a notice detailing the date of the Board meeting and all agenda items to each director no later than three days before the Board meeting, in accordance with Article 30 of the Articles of Incorporation and Article 8 of the Regulations of the Board of Directors.

(Table 7-①-1) History of Board meetings, from the start of the year subject to disclosure to the date of submission of disclosure documents

[History of Board meetings for 2022]

No. (for 2022)	Agenda		Passed or not	Regular / Special	Date held	Date of notice of agenda	Attended/ Total
	Category	Details					
1	Resolutions	1. Approving the business performance report for 2021 4Q and annual financial statements	Passed	Regular	Feb. 10, 2022	Feb. 4, 2022	7/7
		2. Kakao's mid- to long-term shareholder return policy (plan)	Passed				
		3. Cash dividend (plan)	Passed				
		4. Participation in Kakao G capital increase	Passed				
		5. Disposal of treasury shares to pay employee incentives	Passed				
		6. Cancellation of the granting of stock options	Passed				
		7. Approval of safety and health plans	Passed				
	Report item	8. Regular Board meeting for 2022 (plan)	Reported				
2	Resolutions	1. Approval of the convening of a regular general meeting of shareholders	Passed	Regular	Feb. 24, 2022	Feb. 18, 2022	7/7
		2. Approval of the purpose of the regular general meeting of shareholders	Passed				
		3. Enactment of risk management regulations	Passed				
		4. Revision of Board and Committee Regulations and Corporate Governance Charter	Passed				
		5. Disposal of treasury shares to pay employee incentives	Passed				
		6. Case of additional appointment of a compliance officer	Passed				
		7. Enacting of regulations prohibiting the sale of stocks by executives	Passed				
		8. Approval of CEO succession plan	Passed				
	Report items	1. Report on the operating status of the internal accounting control system in 2021	Reported				
		2. Report on the evaluation of the operation status of the internal accounting control system in 2021	Reported				
		3. Report on the evaluation of the Board of Directors and Committees in 2021	Reported				
3	Resolution	1. Addition of agenda to the 27 th regular general meeting of shareholders	Passed	Special	Mar. 14, 2022	Mar. 11, 2022	7/7
4	Resolutions	1. Election of the Chairperson of the Board of Directors	Passed	Special	Mar. 29, 2022	Mar. 23, 2022	7/7
		2. Appointment of the Representative Director	Passed				

		3. Appointment of risk management officer	Passed				
		4. Election of committee members within the Board of Directors	Passed				
		5. Concurrent positions of directors as executives of other companies	Passed				
		6. Disposal of treasury shares to pay employee incentives	Passed				
5	Resolutions	1. Participation in Kakao Healthcare's capital increase	Passed	Special	Apr. 21, 2022	Apr. 15, 2022	7/7
		2. Participation in Kakao Brain capital increase	Passed				
		3. Changes to the stock option contract	Passed				
		4. Approving transactions with specially related persons	Passed				
6	Resolutions	1. Participation in Kakao Enterprise's capital increase	Passed	Regular	May 12, 2022	May 09, 2022	7/7
		2. Signing of a rental contract with Kakao Ventures					
		3. Approving transactions with specially related persons					
		4. Disposal of treasury shares to pay employee incentives					
	5. Cancellation of the granting of stock options						
Report item	1. Report on business performance in the first quarter of 2022	Reported					

[History of Board meetings for 2021]

No. (for 2021)	Agenda		Passed or not	Regular / Special	Date held	Date of notice of agenda	Attended/ Total
	Category	Details					
1	Resolution	1. Approval of corporate governance charter	Passed	Special	Jan. 12, 2021	Jan. 6, 2021	7/7
	Resolution	2. Establishment of the ESG Committee and Approval of the Committee Regulations	Passed				
	Resolution	3. Partial changes to the Regulations of the Board of Directors	Passed				
	Resolution	4. Changes to some regulations of the Director Nominating Committee	Passed				
	Resolution	5. Approving transactions with specially related persons	Passed				
	Report item	1. Report on Kakao ESG Evaluation Results in 2020	Reported				
	Report item	2. Report on the 2021 Sustainability Management Plan	Reported				
	Report item	3. Establishment of the BOD performance evaluation process	Reported				
Report item	4. 2021 regular Board meeting plan	Reported					
2	Resolution	1. Disposal of treasury shares to pay employee incentives	Passed	Special	Feb. 8, 2021	Feb. 5, 2021	7/7
3	Resolution	1. Approval of the convening of the 26 th regular general meeting of shareholders	Passed	Regular	Feb. 25, 2022	Feb. 19, 2021	7/7
	Resolution	2. Approval of the purpose of the 26 th regular general meeting of shareholders	Passed				
	Resolution	3. Cancellation of the granting of stock options	Passed				
	Resolution	4. Concurrent positions of directors as executives of other companies	Passed				
	Resolution	5. Share splits	Passed				

	Resolution	6. Approval of safety and health plans	Passed				
	Report item	1. Report on the current status of anti-money laundering related work	Reported				
	Report item	2. Report on the operating status of the internal accounting control system in 2020	Reported				
	Report item	3. Report on the evaluation of the operation status of the internal accounting control system in 2020	Reported				
	Report item	4. Report on the 2020 Board of Directors and Committee Evaluation	Reported				
4	Resolution	1. Approving the split-off plan	Passed	Special	Mar. 12, 2021	Mar. 8, 2021	7/7
	Resolution	2. Addition of items to the agenda of the 26 th regular general meeting of shareholders	Passed				
	Resolution	3. Approval of Kakao Data Center (IDC) Construction	Passed				
5	Resolution	1. Election of committee members within the Board of Directors	Passed	Special	Mar. 29, 2021	Mar. 23, 2021	7/7
6	Resolution	1. Participation in Kakao Space capital increase	Passed	Special	Apr. 14, 2021	Apr. 8, 2021	7/7
7	Report item	1. Report on business performance in the first quarter of 2021	Reported	Regular	May 4, 2021	Apr. 28, 2021	7/7
	Resolution	1. Granting of stock options	Passed				
	Resolution	2. Cancellation of the granting of stock options	Passed				
8	Resolution	1. Participation in Kakao Brain's capital increase	Passed	Special	May 27, 2021	May 21, 2021	7/7
		2. Changes to the split-off plan	Passed				
9	Resolution	1. Conclusion of a merger contract	Passed	Special	Jun. 22, 2021	Jun. 16, 2021	7/7
	Resolution	2. Case of setting the base date for shareholder confirmation	Passed				
	Resolution	3. Conclusion of a stock purchase contract	Passed				
	Resolution	4. Changes to stock option conditions	Passed				
	Resolution	5. Concurrent positions of directors as executives of other companies	Passed				
10	Resolution	1. Announcement of the completion of split-off report	Passed	Special	Jul. 1, 2021	Jun. 28, 2021	7/7
11	Resolution	1. Merger approval (Kakao-Kakao Commerce)	Passed	Special	Jul. 23, 2021	Jul. 19, 2021	7/7
12	Report item	1. Report on business performance in the first half of 2021	Reported	Regular	Aug. 4, 2021	Jul. 29, 2021	7/7
	Report item	2. Report on AML (Anti-Money Laundering) related business status	Reported				
	Resolution	1. Cancellation of the granting of stock options	Passed				
13	Resolution	1. Merger completion report and announcement	Passed	Special	Sep. 1, 2021	Aug. 27, 2021	7/7
	Resolution	2. Granting of stock options	Passed				
	Resolution	3. Lease for securing work space	Passed				
	Resolution	4. Approving transactions with specially related persons	Passed				
14	Report item	1. Proposal of measures to strengthen Kakao's social responsibility	Reported	Special	Sep. 30, 2021	Sep. 24, 2021	7/7
15	Report item	1. Report on business performance for the 3 rd quarter of 2021	Reported	Regular	Nov. 3, 2021	Oct. 29, 2021	7/7
	Resolution	1. Granting of stock options	Passed				

	Resolution	2. Disposal of treasury shares to pay employee incentives	Passed				
	Resolution	3. Cancellation of the granting of stock options	Passed				
16	Report item	1. Reporting on new inside director candidates	Reported	Special	Nov. 25, 2021	Nov. 24, 2021	7/7
17	Resolution	1. Disposal of treasury shares to pay employee incentives	Passed	Special	Dec. 15, 2021	Dec. 9, 2021	7/7
	Resolution	2. Disposal of treasury shares to pay employee incentives	Passed				
	Resolution	3. Cancellation of the granting of stock options	Passed				
	Resolution	4. Approving transactions with specially related persons	Passed				
	Resolution	5. Participation in Kakao Space capital increase	Passed				
	Resolution	6. Case of cancellation of transaction with a specially related person (Block 6-2)	Passed				
	Resolution	7. Approving transactions with specially related persons (Block 6-2)	Passed				
	Resolution	8. Approval of the limit on the total amount of transactions with specially related parties	Passed				
	Resolution	9. Concurrent positions of directors as executives of other companies	Passed				

B. In accordance with Article 6 of the Regulation of the Board of Directors, our Board of Directors holds regular Board meetings by setting a quarterly meeting schedule, and other extraordinary Board meetings are held throughout the year as needed. From the start of the year subject to disclosure to the date of submission of disclosure documents, we held a total of 23 Board meetings. By holding the Board of Directors regularly, Kakao will continue to work to ensure that our Board of Directors can make the best management decisions for the benefit of the company and its shareholders. In addition, we have prepared the Regulations for the operation of the Board of Directors. Considering this, on an annual basis, we continuously address policy deficiencies in items such as the Regulation of the Board of Directors and committee regulations that regulate the authority, responsibility, and operating procedures of the Board of Directors, making improvements by reflecting the requirements of external corporate governance evaluation. In doing so, we increase the efficiency and rationality of our Board of Directors.

(Detailed Rule 7-②) The Board of Directors shall prepare the minutes of each meeting in detail, and disclose the details of activities such as the Board meeting attendance rates of individual directors and whether or not they disagree with agenda items.

A. The Board minutes

Regarding the proceedings of our Board of Directors, the main contents of the progress of the agenda, the results, the objectors and the reasons for the objections are recorded in the minutes. All the directors present write their names and sign the minutes. If necessary, we also record and preserve depositions.

B. Attendance history of individual directors

In addition, the contents of each Board meeting, the attendance rate of directors, and votes in favor or against each agenda item are disclosed through the regular report. Regarding the main discussions and resolutions, we currently keep detailed records of individual directors in separate minutes in addition to the Board minutes. The details of Board meeting attendance of individual directors who have served or are currently serving from the start of the year subject to disclosure to the date of submission of disclosure documents, and the attendance rate and the approval rate of individual directors who have served for the last 3 years are as follows.

(Table 7-②-1) Details of Board meeting attendance of individual directors, from the start of the year subject to disclosure to the date of submission of disclosure documents

[Details of attendance of individual directors in 2022]

Category	No.	1	2	3	4	5	6	Remarks
	Date held	Feb. 10, 2022	Feb. 24, 2022	Mar. 14, 2022	Mar. 29, 2022	Apr. 21, 2022	May 12, 2022	
Inside directors	Beom-su KIM	Present	Present	Present	Not applicable	Not applicable	Not applicable	Resigned from the 4th meeting
	Minsoo YEO	Present	Present	Present	Not applicable	Not applicable	Not applicable	Resigned from the 4th meeting
	Sooyong CHO	Present	Present	Present	Not applicable	Not applicable	Not applicable	Resigned from the 4th meeting
	Sung-su KIM	Not applicable	Not applicable	Not applicable	Present	Present	Present	Appointed from the 4th meeting
	Whon NAMKOONG	Not applicable	Not applicable	Not applicable	Present	Present	Present	Appointed from the 4th meeting
	Euntaek HONG	Not applicable	Not applicable	Not applicable	Present	Present	Present	Appointed from the 4th meeting
Outside directors	KyuJin CHO	Present	Present	Present	Present	Present	Present	
	Seok YUN	Present	Present	Present	Present	Present	Present	
	Sejung CHOI	Present	Present	Present	Present	Present	Present	
	Saerom PARK	Present	Present	Present	Present	Present	Present	

[Details of attendance of individual directors in 2021]

Category	No.	1	2	3	4	5	Remarks
	Date held	Jan. 12, 2021	Feb. 8, 2021	Feb. 25, 2022	Mar. 12, 2021	Mar. 29, 2021	
Inside directors	Beom-su KIM	Present	Present	Present	Present	Present	
	Minsoo YEO	Present	Present	Present	Present	Present	
	Sooyong CHO	Present	Present	Present	Present	Present	
Outside directors	KyuJin CHO	Present	Present	Present	Present	Present	
	Seok YUN	Present	Present	Present	Present	Present	
	Sejung CHOI	Present	Present	Present	Present	Present	
	Saerom PARK	Present	Present	Present	Present	Present	
Category	No.	6	7	8	9	10	Remarks
	Date held	Apr. 14, 2021	May 4, 2021	May 27, 2021	Jun. 22, 2021	Jul. 1, 2021	

Inside directors	Beom-su KIM	Present	Present	Present	Present	Present	
	Minsoo YEO	Present	Present	Present	Present	Present	
	Sooyong CHO	Present	Present	Present	Present	Present	
Outside directors	KyuJin CHO	Present	Present	Present	Present	Present	
	Seok YUN	Present	Present	Present	Present	Present	
	Sejung CHOI	Present	Present	Present	Present	Present	
	Saerom PARK	Present	Present	Present	Present	Present	
Category	No.	11	12	13	14	15	Remarks
	Date held	Jul. 23, 2021	Aug. 4, 2021	Sep. 1, 2021	Sep. 30, 2021	Nov. 3, 2021	
Inside directors	Beom-su KIM	Present	Present	Present	Present	Present	
	Minsoo YEO	Present	Present	Present	Present	Present	
	Sooyong CHO	Present	Present	Present	Present	Present	
Outside directors	KyuJin CHO	Present	Present	Present	Present	Present	
	Seok YUN	Present	Present	Present	Present	Present	
	Sejung CHOI	Present	Present	Present	Present	Present	
	Saerom PARK	Present	Present	Present	Present	Present	
Category	No.	16	17	Remarks			
	Date held	Nov. 25, 2021	Dec. 15, 2021				
Inside directors	Beom-su KIM	Present	Present				
	Minsoo YEO	Present	Present				
	Sooyong CHO	Present	Present				
Outside directors	KyuJin CHO	Present	Present				
	Seok YUN	Present	Present				
	Sejung CHOI	Present	Present				
	Saerom PARK	Present	Present				

(Table 7-②-2) Attendance rate and approval rate of individual directors who have served for the last 3 business years

Name	Category	Board tenure	Attendance rate(%)				Approval rate (%)			
			Average for the last 3 years	Last 3 years			Average for the last 3 years	Last 3 years		
				2021	2020	2019		2021	2020	2019
Beom-su KIM	Inside	Oct. 2007~Mar. 2022	100%	100%	100%	100%	100%	100%	100%	100%
Jiho SONG	Inside	Jul. 2009~Mar. 2019	100%	-	-	100%	100%	-	-	100%
Minsoo YEO	Inside	Mar. 2018~Mar. 2022	100%	100%	100%	100%	100%	100%	100%	100%
Sooyong CHO	Inside	Mar. 2018~Mar. 2022	100%	100%	100%	100%	100%	100%	100%	100%
Minsik CHO	Outside	Mar. 2014~Mar. 2020	100%	100%	100%	100%	100%	100%	100%	100%
Jaehong CHOI	Outside	Mar. 2014~Mar. 2020	100%	100%	100%	100%	100%	100%	100%	100%
Yanli PIAO	Outside	Apr. 2012~Mar. 2020	94%	-	100%	89%	100%	-	100%	100%
KyuJin CHO	Outside	Mar. 2017~Present	100%	100%	100%	100%	100%	100%	100%	100%
Seok YUN	Outside	Mar. 2020~Present	100%	100%	100%	-	100%	100%	100%	-
Sejung CHOI	Outside	Mar. 2020~Present	100%	100%	100%	-	100%	100%	100%	-
Saerom PARK	Outside	Mar. 2020~Present	100%	100%	100%	-	100%	100%	100%	-

(Key Rule 8) Committees under the Board of Directors

The Board of Directors shall establish committees that perform specific functions and roles therein for efficient operation.

(Detailed Rule 8-①) Outside directors shall form majorities on all committees under the Board of Directors, while the Audit Committee and compensation (remuneration) committee shall be fully composed of outside directors.

A. As of the date of submission of this Report, a total of 4 specialized committees have been established within the Board of Directors and are in operation. These committees are the Audit Committee, the Compensation Committee, the Directors Nominating Committee, and the ESG Committee. For the efficient operation of each committee, we stipulate the purpose of establishing the committees, and these committees' authority and responsibility, composition, etc., in our Articles of Incorporation and in the Regulation of the Board of Directors. The current status of the committees' establishment, major roles, and composition are described in Detailed Rule 4-①.

B. As of December 2021, all the committees under the Board of Directors included outside directors; notably, the Audit Committee and Compensation Committee were composed entirely of outside directors. As of February 2022, to guarantee the independence of the committees and their free expression of opinions, all the committees are chaired by outside directors.

Composition of the committees in the Board of Directors (Summary)

(Base date: End of the year subject to disclosure)

Internal bodies	Composition (No. of Outside Directors/Number of Members)	Committee Chairperson (Whether it is an inside or outside director)	Major roles
Audit Committee	3/3 (All)	Seok YUN (Outside director)	Audits the financial statements, checks and approves audit activities, and selects external auditors.
Directors Nominating Committee	2/3 (Majority)	Sejung CHOI (Outside director)	Appoints directors and deliberates on whether to reappoint directors.
Compensation Committee	3/3 (All)	KyuJin CHO (Outside director)	Sets remuneration amounts for directors, executives and employees.
ESG Committee	2/3 (Majority)	Beom-su KIM (Inside director)	Inspects and approves sustainability management strategies and directions, and manages and supervises performance and problems.

Note: After the base date (Dec. 31, 2021), outside director Sejung CHOI was appointed as the ESG Committee Chairperson.

(Detailed Rule 8-②) The organization, operation and authority of all committees shall be stipulated in writing, and the committees shall report their resolutions to the Board of Directors.

A. Organization, operation and authority of committees in the Board of Directors

Regarding matters related to the operation of each committee, such as the purpose of establishment, scope of application, composition, organization, and authority of each committee, we have stipulated the Audit Committee Regulation, the Compensation Committee Regulation, the Regulations of the Directors Nominating Committee, and the ESG Committee Regulation. Each committee under the Board of Directors is composed of three or more directors, and it is clearly stipulated that directors may be appointed or dismissed by the Board of Directors. The fact that all our committees are obligated to report their resolutions to the Board of Directors is also stipulated in the Regulation of the Board of Directors and in the Committee

Regulations. All committee resolutions are reported to the Board of Directors in a timely and faithful manner.

(i) The Audit Committee

The Audit Committee under our Board of Directors audits financial statements, inspects and approves audit activities, and appoints external auditors. It consists of three independent directors: Seok YUN (Chairperson), KyuJin CHO and Sejung CHOI. The Audit Committee passed the agenda item for auditing financial statements, checking and approving audit activities during the period subject to disclosure.

Within our Audit Committee Regulation, the details regarding appointment of members, composition and authority are as follows.

1) Appointment and composition (Article 7):

- 1 Audit Committee members shall be appointed at the general meeting of shareholders.
- 2 The Committee shall be composed of at least three directors, and at least two-thirds of the Audit Committee members shall be outside directors.
- 3 At least one of the Audit Committee members shall be an expert in accounting or finance as stipulated in Article 542-11, Paragraph 2 of the Commercial Act. Audit Committee members who are not outside directors shall meet the requirements of Article 542-11, Paragraph 3 of the Commercial Act.
- 4 In the event that the composition ratio of outside directors under Paragraph 2 or the composition requirements of the Committee under Paragraph 3 are not met due to reasons such as the resignation or death of an Audit Committee member who is an outside director, the committee's composition shall be made to conform to the composition requirements of the committee at the general meeting of shareholders convened for the first time after the occurrence of such cause.

2) Authorities (Article 5):

① The committee may exercise each of the following authorities.

1. To request the directors to report on the business operations and investigate the conditions of the Company's business and assets;
2. To request the subsidiaries to report on their business operations and investigate the conditions of their businesses and assets;
3. To request the convening of an extraordinary general meeting of shareholders;
4. To receive experts' support at the Company's expense;
5. To receive a report from the directors;
6. To file a petition for an injunction against any illegal activity carried out by a director;
7. To represent the Company in a litigation between a director and the Company;
8. To approve the enactment and amendment to the Internal Audit Management Regulations and evaluate the current status of the implementation thereof; and
9. To request the appointment or removal of an external auditor.

② The Committee may make any of the following requests, and the person who has received any of such requests shall comply therewith unless there is any special reason:

1. Matters related to all the documents, information, and costs of the Company necessary to perform its duties;
2. Attendance and provision of responses by the responsible employees;
3. Matters related to the storage, safes, books, and related documents, evidence, and items; and
4. Any other matters necessary to perform the auditor's duties.

- ③ The Committee may request the head of each division to promptly report any misconduct or gross negligence by executives or employees, if any. In such case, the Committee shall promptly conduct a special audit.
- ④ In addition to the authorities set forth in Paragraphs 1 and 2 above, the Committee shall exercise other authorities that have been granted to it by applicable laws, the Articles of Incorporation, and the Resolutions of the Board of Directors.

(ii) The Directors Nominating Committee

The Directors Nominating Committee deliberates on the appointment and reappointment of directors. The committee consists of a total of 3 persons, including two outside directors Sejung CHOI (Chairperson) and KyuJin CHO, and one inside director Beom-su KIM. In March 2022, Inside Director Beom-su KIM resigned and Sung-su KIM was appointed as an inside director. During the period subject to disclosure, the appointment of directors was approved, and in February 2022, a bill for approval of some changes to the Regulations of the Directors Nominating Committee (Articles 3, 9-2 and 9-3) was passed.

The contents and changes to the composition, duties and authority of our Regulations of the Directors Nominating Committee are as follows.

1) Organization (Article 4):

- ① Members of the Committee (the “Member(s)”) will be appointed and removed by the Board of Directors.
- ② The Committee will be composed of two (2) or more directors, and the majority of the Members will be outside directors.
- ③ The term of office of the Member will be the term of office of the director.
- ④ If the number of the Members specified in Paragraph 2 above does not meet the composition requirement due to a resignation of a Member or any other cause, such requirement will be satisfied at the first meeting of the Board of Directors which will be convened after the occurrence of such cause.

2) The authority (Article 3):

The Committee will recommend candidates for outside directors and review the candidates for inside directors in advance.

3) Addenda to Be Submitted(Article 9):

The following matters will be submitted as addenda to the Committee:

- ① Recommendation of candidates for outside directors;
- ② Review of candidates for inside directors in advance; and
- ③ Other matters required for recommendation of candidates for outside directors.

4) Selection of candidates for directors (Article 9-2):

The Committee will take the following into consideration in selecting the candidates for directors:

- ① Expertise and diversity of the Board of Directors (such as gender, age, religion, nationality, race, ethnic group, cultural background or other various factors);
- ② Independence in operating the Board of Directors (the ratio of composition of outside directors);
- ③ Risks of damaging the corporate value or violating the shareholders’ rights and interest (whether the candidate has been subject to a final judgement due to one’s embezzlement or breach of trust for the past 5 years, or whether the candidate is liable for damaging the corporate value and violating the shareholders’ rights, interest, etc.); and

- ④ For an outside director, whether the candidate satisfies the qualification prescribed by the applicable laws and regulations, including Article 382 and Article 542-8 of the Commercial Act. Article 9-3.

5) Selection of candidates for Audit Committee members (Article 9-3):

The Committee will select candidates for members of the Audit Committee among the directors or director candidates in consideration of the matters prescribed by the applicable laws and regulations, including Article 542-11, Article 542-12, etc., of the Commercial Act.

(iii) The Compensation Committee

Our Compensation Committee is engaged in the process of setting the amount of remuneration for directors and employees, and is composed of three outside directors: KyuJin CHO (Chairperson), Seok YUN and Saerom PARK. The committee passed a bill on determining the amount of remuneration for directors and employees during the period subject to disclosure.

In our Compensation Committee Regulation, the contents and changes to the composition, duties and authority are as follows.

1) Organization (Article 4):

1. Members of the Committee (the “Member(s)”) will be appointed and removed by the Board of Directors.
2. The Committee will be composed of two (2) or more directors, and the majority of the Members will be outside directors.
3. The term of office of the Member will be the term of office of the director.
4. If the number of the Members specified in Paragraph (2) above does not meet the composition requirement due to a resignation of a Member or any other cause, such requirement will be satisfied at the first meeting of the Board of Directors which will be convened after the occurrence of such cause.

2) Duties and authority (Article 3):

The committee shall have the authority to perform the following duties as delegated by the Board of Directors.

1. Determining the compensation policy for executives
2. Checking the appropriateness of the compensation system for executives, and checking whether executives are being compensated effectively by internally equitable and externally competitive compensation means
3. Other matters delegated by the Board of Directors in relation to compensation for executives

(iv) The ESG Committee

The ESG Committee, established in January 2021, checks the direction of our ESG strategies and manages and supervises performance and problems. The committee consists of a total of 3 persons, including two outside directors Sejung CHOI (Chairperson) and KyuJin CHO, and one inside director Beom-su KIM. In March 2022, inside director Beom-su KIM resigned and Euntaek HONG was appointed as an inside director. During the period subject to disclosure, the committee passed a bill on the approval of the Main ESG Task Implementation Plan.

The contents and changes to the composition, duties and authority of our ESG Committee Regulation are as follows.

1) Organization (Article 4):

- ① Members of the Committee (the “Member(s)”) will be appointed and removed by the Board of Directors.
- ② The Committee will be composed of two (2) or more directors, and the majority of the Members will be outside directors.
- ③ The term of office of the Member will be the term of office of the director.
- ④ If the number of the Members specified in Paragraph (2) above does not meet the composition requirement due to a resignation of a Member or any other cause, such requirement will be satisfied at the first meeting of the Board of Directors which will be convened after the occurrence of such cause.

2) The authority (Article 3):

- ① The Committee will manage the sectors of environment, society and corporate governance of the Company. strategically and systematically to ensure that the Company can achieve long-term sustainable growth by enhancing the Company's soundness through transparent corporate governance, and by eliciting positive effects through analysis of the influence the Company may have on the environment and society.
- ② The Committee will find and identify various subjects and issues related to the Company's ESG operation, and examine its sustainable business strategy and direction, and continue to assess and review the related performance and problems.
- ③ The Committee will oversee the non-financial risk management works, such as the review, supervision, and policy making of company-wide non-financial risk factors including ESG risk, in accordance with the Risk Management Provision.
- ④ The Committee will assist the Board of Directors with respect to non-financial risk management.

3) Addenda to be Submitted (Article 9):

The following matters will be submitted as addenda to the Committee:

- ① The company's ESG strategy and direction;
- ② Results of the performance of the ESG tasks for the previous year and an implementation plan for this year;
- ③ Major non-financial issues related to the environment and society and countermeasures;
- ④ Matters related to non-financial risk management under the Risk Management Provision;
- ⑤ Matters related to communications from/to related parties, such as domestic and foreign significant ESG. evaluation and analysis, etc.;
- ⑥ Matters required to support ESG competence development and internalization; and
- ⑦ Other matters related to the environment and society as may be submitted by the chairperson.

(v) Performance evaluation of the committees within the Board of Directors

We are improving the operational efficiency of the Board of Directors and of its committees by establishing an evaluation system for the Board and the committees. We conduct regular self-evaluation once a year on the activities of the Board and the committees. The assessment items consist of "Assessment of the performance of the Board of Directors," "Assessment of the operational efficiency evaluation of the Board of Directors" and "Assessment of the committee activities." The evaluation results were analyzed by the Compensation Committee to provide feedback on the performance of the Board of Directors and committees. In February 2021, an assessment was conducted on the Board of Directors and the Audit Committee using the self-evaluation checklist, and all directors participated. The evaluation results were discussed by the Compensation Committee, and were reported to the Board of Directors. In February 2022, an assessment was conducted on the Board of Directors and all the committees in the Board. Through this assessment, we are improving the operation of the Board of Directors by improving the contact-free meeting methods and by discussing internal and external issues on a regular basis, and evaluating the appropriateness of the operation and composition of the Board of Directors and its committees, utilizing it to improve the efficiency.

B. Reporting to the Board of Directors on the resolutions of the committee

For matters that need to be reported to the Board of Directors in relation to the agendas that have been proposed by each expert committee and have been resolved, the Board of Directors reports the gist of the agenda and the results of the resolution in a timely manner.

C. Details of meetings of each committee, and meeting attendance rates of individual directors

The details of the meetings of each committee from the start of the business year subject to disclosure to the date on which this Report was submitted are provided below, together with the meeting attendance rates of individual directors for the last 3 business years. However, for the Audit Committee, these details were recorded as per Detailed Rule 9-② and are listed below accordingly.

(Table 8-②-1) Details of meetings of committees in the Board of Directors

(For the Audit Committee, these details were recorded as per Detailed Rule 9-② and are listed below.)

(1) The Compensation Committee

(i) Details of meetings from the start of the business year subject to disclosure to the date on which this Report was submitted

[The Compensation Committee (2022)]

No.	Date held	Attending/ Total	Agenda		Passed or not
			Category	Details	
1 (for 2022)	Feb. 23, 2022	3/3	Resolution	1. Approval of standards and amount for bonus payment to executive directors in 2021	Passed
				2. Deliberation on the limit of remuneration for directors	Passed
				3. Approval of amendments to the regulations on the payment of severance pay for directors	Passed
				4. Approval of CEO succession rules	Passed
			Report item	1. Report on the evaluation of the Board of Directors and Committees	Reported

[The Compensation Committee (2021)]

No.	Date held	Attending/ Total	Agenda		Passed or not
			Category	Details	
1 (for 2021)	Feb. 25, 2021	3/3	Resolution	1. Approval of the 2021 director remuneration payment plan - Suggestion of payment plan and salary payment plan for directors' salaries and bonuses	Passed
			Resolution	2. Deliberation on the limit of remuneration for directors in 2021 - Limit of remuneration for directors in 2021: KRW 12 billion (KRW 8 billion in 2020)	Passed
			Report item	3. 2020 Board of Directors and Committee Evaluation Report - Sharing the results of self-evaluation of the Board of Directors and committees in 2020	Reported
2 (for 2021)	Mar. 29, 2021	3/3	Resolution	- Election of the Chairperson of the Compensation Committee (Chairperson: KyuJin CHO)	Passed
3 (for 2021)	Dec. 15, 2021	3/3	Resolution	- Approval of executive remuneration regulations	Passed

(ii) Meeting attendance rates of individual directors for the last 3 business years

Category	Name	Attendance rate			
		Average for the last 3 years	Last 3 years		
			2021	2020	2019
Inside director	Beom-su KIM	100%	100%	100%	100%
Outside director	Minsik CHO	100%	Not applicable	100%	100%
	KyuJin CHO	100%	100%	100%	100%
	Seok YUN	100%	100%	100%	100%
	Saerom PARK	100%	100%	Not applicable	Not applicable

Note: In March 2020, Minsik CHO, an outside director, resigned after the expiration of his term. In March 2020, KyuJin CHO was reappointed as an outside director and Seok YUN was newly appointed as an outside director, and they have been acting as Compensation Committee members since then. In March 2021, Saerom PARK was appointed as an outside director. The committee is made up entirely of outside directors.

(2) The Directors Nominating Committee

(i) Details of meetings, from the start of the business year subject to disclosure to the date on which this Report was submitted

[The Directors Nominating Committee (2022)]

No.	Date held	Attending /Total	Agenda		Passed or not
			Category	Details	
1 (for 2022)	Jan. 20, 2022	3/3	Report item	- Review of new inside director candidates (Whon NAMKOONG)	Reported
2 (for 2022)	Feb. 24, 2022	3/3	Report item	- Review of new inside director candidates (Sung-su KIM)	Reported
3 (for 2022)	Mar. 14, 2022	3/3	Report item	- Review of new inside director candidates (Euntaek HONG)	Reported

[The Directors Nominating Committee (2021)]

No.	Date held	Attending /Total	Agenda		Passed or not
			Category	Details	
1 (for 2021)	Feb. 25, 2022	3/3	Resolution	- Appointment of directors in 2021 (Seok YUN, Sejung CHOI, KyuJin CHO, Saerom PARK (Term of office: 2 years)]	Passed
2 (for 2021)	Mar. 29, 2021	3/3	Resolution	- Appointment of the chairperson of the Directors Nominating Committee (Chairperson: Sejung CHOI)	Passed
3 (for 2021)	Nov. 25, 2021	3/3	Report item	- Review of new inside director candidates (Minsoo YEO, Youngjun RYU)	Reported

(ii) Meeting attendance rates of individual directors for the last 3 business years

Category	Name	Attendance rate			
		Average for the last 3 years	Last 3 years		
			2021	2020	2019
Inside director	Beom-su KIM	100%	100%	100%	100%
Outside director	Jaehong CHOI	100%	Not applicable	100%	100%
	Minsik CHO	100%	Not applicable	100%	100%
	KyuJin CHO	100%	100%	100%	100%
	Sejung CHOI	100%	100%	100%	Not applicable

Note: In March 2020, Jaehong CHOI and Minsik CHO, outside directors, resigned after the expiration of their terms. In March 2020, KyuJin CHO was reappointed as an outside director and Sejung CHOI was newly appointed as an outside director, and they have been acting as Directors Nominating Committee members since then. In March 2022, Inside Director Beom-su KIM resigned and Sung-su KIM was appointed as an inside director.

(3) The ESG Committee

(i) Details of meetings from the start of the business year subject to disclosure to the date on which this Report was submitted

[The ESG Committee (2022)]

No.	Date held	Attending/ Total	Agenda		Passed or not
			Category	Details	
1 (for 2022)	Mar. 29, 2022	3/3	Resolution	- Appointment of the Chairperson of the Directors Nominating Committee (Chairperson: Sejung CHOI)	Passed
2 (for 2022)	Apr. 21, 2022	3/3	Report item	- Report on Kakao and communities' win-win plan	Reported
				- Report on Kakao's ESG report publication plan	
			Resolution	- Approval of Kakao Net Zero Declaration	Passed

[The ESG Committee (2021)]

No.	Date held	Attending/ Total	Agenda		Passed or not
			Category	Details	
1 (for 2021)	Jan. 12, 2021	3/3	Resolution	- Appointment of the Chairperson of the ESG Committee (Chairperson: Beom-su KIM)	Passed
2 (for 2021)	Mar. 29, 2021	3/3	Resolution	- Appointment of the Chairperson of the ESG Committee (Chairperson: Beom-su KIM)	Passed
3 (for 2021)	May 4, 2021	3/3	Resolution	- Approval of ESG major project implementation plan	Passed
4 (for 2021)	Nov. 3, 2021	3/3	Report item	- Report on Kakao ESG evaluation results in 2021	Reported

(ii) Meeting attendance rates of individual directors for the last 3 business years

Category	Name	Attendance rate			
		Average for the last 3 years	Last 3 years		
			2021	2020	2019
Inside director	Beom-su KIM	100%	100%	Not applicable	Not applicable
	Euntaek HONG	100%	Not applicable	Not applicable	Not applicable
Outside director	Sejung CHOI	100%	100%	Not applicable	Not applicable
	Saerom PARK	100%	100%	Not applicable	Not applicable

Note: The ESG Committee was newly established on January 1, 2021. In March 2022, Inside Director Beom-su KIM resigned and Euntaek HONG was appointed as an inside director.

*For the Audit Committee, the meeting details were recorded as per Detailed Rule 9-② and are listed below.

4. The audit body

(Key Rule 9) The internal audit body

The internal audit body, such as the Audit Committee and auditors, shall conduct audits in good faith and independently from management and controlling shareholders, and the main activities of the internal audit body shall be disclosed.

(Detailed Rule 9-①) The internal audit body, such as the Audit Committee and auditors, shall secure independence and professionalism.

A. Composition of the internal audit body

(i) Our Audit Committee was established in accordance with Articles 415-2 and 542-11 of the Commercial Act, Article 27 of the Articles of Incorporation, and Article 11 of the Regulations of the Board of Directors. The Audit Committee is composed of a total of three directors in accordance with the relevant clauses in our Articles of Incorporation and the Regulations of the Board of Directors. Currently, we guarantee the independence of the Audit Committee by appointing outside directors as all of its members. These members include experts in finance and accounting as stipulated in Article 542-11, Paragraph 2 of the Commercial Act.

Director Seok YUN, who is the Chairperson of our Audit Committee, is a certified public accountant in accordance with Article 37, Paragraph 2, Item 1 of the Enforcement Decree of the Commercial Act. He has more than 5 years of experience in work related to the qualification, and as an expert in finance, has developed a high level of professionalism and rich experience in the financial market while working at Samsung Securities and Samsung Active Asset Management. He was appointed as the Chairperson of the committee in consideration of the fact that he could contribute to making management decisions more transparent and taking the capital market into consideration.

From the start of the year subject to disclosure to the date of submission of disclosure documents, the composition of our Audit Committee is as follows.

(Table 9-①-1) Composition of the internal audit body

Composition			Audit-related Professional & Educational Background	Remarks
Position	Category	Name		
Chairperson	Outside director	Seok YUN	<ul style="list-style-type: none"> - KPMG New York, Audit Manager - Credit Suisse Securities (Korea) MD / Research Center Director - Executive Vice President of Samsung Securities, Head of Wholesale Division / Head of Research Center - Vice President of Samsung Asset Management, Head of Active Management - Samsung Active Asset Management (Vice President) CEO - Part-time advisor to Samsung Active Asset Management - (Current) CEO of Yoon & Co. 	<ul style="list-style-type: none"> - Finance expert - Re-elected in March 2021
Member	Outside director	KyuJin CHO	<ul style="list-style-type: none"> - PhD in Mechanical Engineering, MIT - MIT (Post-Doc.) - Harvard Microrobotics Lab (Post-Doc.) - Assistant Professor, Seoul National University - (Current) Professor, Department of Mechanical Engineering, College of Engineering, Seoul National University - (Current) Director of Human-Centered Soft Robot Technology Research Center, Seoul National University 	<ul style="list-style-type: none"> - Re-elected in March 2021

Member	Outside director	Sejung CHOI	<ul style="list-style-type: none"> - PhD in Mass Media (Advertising), Michigan State University - University of Texas at Austin, Assistant Professor, Associate Professor, Department of Advertising - Outside director of JTBC Mediacom - President, Korea Media Management Association - Editor-in-Chief of Korea Advertising and Public Relations Journal - (Current) Professor, Department of Media, Korea University - (Current) Outside Director of GTOR Co., Ltd. 	- Re-elected in March 2021
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(ii) In accordance with Article 9-3 of the Regulations of the Directors Nominating Committee, our Audit Committee carefully selected candidates with independence and expertise. In addition, the committee fully satisfies the current Audit Committee Regulation (Article 10) and the selection criteria based on laws and regulations.

The selection criteria for our Audit Committee members are as follows.

Main contents of the selection criteria	Whether the selection criteria are met	Related laws, etc.
Consists of 3 or more directors	Satisfied (3 people)	Article 415-2, Paragraph 2 of the Commercial Act
Outside directors represent at least 2/3 of the members	Satisfied (All are outside directors.)	
At least one of the members is an accounting or finance expert	Satisfied (1 person*)	Article 542-11, Paragraph 2 of the Commercial Act
Representative of the Audit Committee is an outside director	Satisfied	
Appointment of members of the Audit Committee by resolution at the general meeting of shareholders	Satisfied (Appointed through a general meeting of shareholders)	Article 542-12, Paragraph 2 of the Commercial Act
Other disqualification requirements (specially related parties of the largest shareholder, etc.)	Satisfied (Not applicable)	Article 542-11, Paragraph 3 of the Commercial Act

*Financial expert (1 person): Seok YUN (Mar. 2020 ~ Present)

B. Operation of the internal audit body

(i) To regulate the operational goals, organization, authority and responsibilities of the Audit Committee, and to perform audit tasks appropriately and effectively, we have prepared the Audit Committee Regulation. The Audit Committee Regulation stipulates the operational matters of the committee, which are not otherwise stipulated in laws, Articles of Incorporation, etc., and can be applied even when the committee audits subsidiaries.

(ii) We provide the training necessary for the performance of the Audit Committee's duties. All three Audit Committee members participated in the Audit Committee forum for corporations in 2021, and completed training on conflicts of interest within the company, the roles of the Board of Directors and of the Audit Committee, and supervision of financial reporting by the Audit Committee. This training also conforms to the implementation of the training plan in accordance with the Internal Accounting Control Regulation.

As of the date of submission of this Report, Chairperson Seok YUN, and Audit Committee members KyuJin CHO and Sejung CHOI, plan to attend the Audit Committee forums in April, July and November 2022 to conduct auditing-related training.

In addition, members of our Audit Committee have the right to receive professional assistance at the company's expense in accordance with Article 6-2, Paragraph 4 of the Audit Committee Regulation.

Training date	Training provided by	Attending Audit Committee member	Reason for non-attendance	Main contents of the training
Jul. 15, 2021	Audit Committee Forum	Seok YUN(Online) Sejung CHOI(Online)	KyuJin CHO : Attended on a separate schedule.	- Importance of the internal accounting control system and the role of the Audit Committee
Apr. 30, 2021	Incorporation Committee Forum	KyuJin CHO(Online)	Seok YUN : Attended on a separate schedule. Sejung CHOI : Attended on a separate schedule.	- The COVID-19 Era and ESG - ESG-related reporting and the role of the Audit Committee

(iii) In the event of corporate misconduct, we may immediately request an investigation report from the directors and management or directly investigate in accordance with Article 20 of the Audit Committee Regulation. In such event our Audit Committee will monitor and verify the response of directors and management, etc. according to the results of a thorough investigation regarding the facts of the misconduct, identification of the cause, prevention of damage expansion, early recovery, prevention of recurrence, and external disclosure, etc. If the response of directors and management is inappropriate from the standpoint of independence, objectivity and transparency, the Audit Committee may take appropriate action, such as seeking the help of external experts at the company's expense.

(iv) For the smooth functioning of the Audit Committee, we operate support organizations to assist in the committee's work, as specified in Article 21 of the Audit Committee Regulation. These support organizations are composed of those in charge of the current Business Planning Team Leader and the Ethical Management Team Leader. The ethical management team is composed of members with the qualifications and professional knowledge and experience required for internal audit work. In addition, although we internally encourage the Audit Committee's support organizations to support the Audit Committee independently from management, we plan to further strengthen its independence in the future by enacting separate standards. The details of the Audit Committee's support organizations as of the date of disclosure and the date of submission of this Report are as follows.

Details of our Audit Committee's support organizations

(Base date: Last date of the year subject to disclosure)

Department (team) name	No. of members	Position (years of service)	Main activities
Management Planning Team	2	1 manager of the Management Planning Team (3 years, 1 month)	Financial Year Audit Committee Accounting/Business Audit Support Support for evaluation of internal accounting control system operation status Support for other Audit Committee duties
		1 member of the Management Planning Team (3 years, 1 month)	
Ethical Management Team	3	1 Ethical Management Team Leader (3 years, 2 months)	Conduct ethical management activities (prevention/check/healing) Accounting fraud prevention and detection process inspection Standing Ethics Committee Support
		2 members of the Ethical Management Team (Average: 2 years, 1 month)	

*The number of years of service (tenure) is based on the period engaged in the support work, as of the date on which this Report was submitted.

(Base date: date of submission of this Report)

Department (team) name	No. of members	Position (years of service)	Main activities
Finance Planning Team	2	1 manager of the Finance Planning Team (3 months)	Financial Year Audit Committee Accounting/Business Audit Support
		1 member of the Finance Planning Team (4 years, 6 months)	Support for evaluation of internal accounting control system operation status Support for other Audit Committee duties
Ethical Management Team	5	1 Ethical Management Team Leader (3 years, 7 months)	Conduct ethical management activities (prevention/check/healing)
		4 members of the Ethical Management Team (Average: 1 years, 6 month)	Accounting fraud prevention and detection process inspection Standing Ethics Committee Support

*The number of years of service (tenure) is based on the period engaged in the support work, as of the date on which this Report was submitted.

(v) The Company supports the Audit Committee in achieving its audit objectives by utilizing the internal audit department's audit plans, procedures, audit results and maintaining a close cooperative relationship with the Compliance Officers. The committee may request the internal audit department to report the audit results or to investigate specific matters. If necessary, the Audit Committee may request: ① all information within the company ② attendance and answers of related parties ③ information on matters related to warehouses, safes, books and related documents, evidence, and goods ④ information on other matters necessary for conducting audits. In addition, the company has established regulations compelling those who are given such request to comply with it unless there is a special reason.

The details of our Compliance Officers and Compliance Officer support organizations and their major activities are as follows. On February 25, 2020, the Board of Directors appointed Taesung CHUNG as a new Compliance Officer. Afterwards, we established the Community Compliance Management Office under the CAC Center, and in February 2022, the Board of Directors additionally appointed Seokyoung CHO, Director of the Community Compliance Management Office, as a Compliance Officer to reorganize the related systems.

Details of Compliance Officers

Name	Gender	Date of birth	Responsibilities	Major career	Board resolution date and appointment period
Seokyoung CHO	Male	Mar. 1971	Head of the Community Compliance Management Office	- Seoul National University, Department of Business Administration - 40 bar exams / 30 Judicial Research and Training Institute - Chief Prosecutor, Seoul Central District Prosecutors' Office - Present. Head of Kakao Community Compliance Management Office	Feb. 24, 2022 ~ Present
Taesung CHUNG	Male	Mar. 1975	Head of the Compliance Management Office	- Seoul National University College of Engineering - Attorney at law firm Sejong - Present. Head of Kakao Compliance Support Office	Feb. 25, 2020 ~ Present

Status of Compliance Officer support organizations

(Base date: Last date of the year subject to disclosure)

Department (team) name	No. of members	Position (years of service*)	Main responsibilities
Legal team	7	1 Legal Team Leader (8 years and 6 months) 6 Legal Team members (Average: 4 years, 11 months)	- Support for compliance control related work - Legal advice and review
AML Part	3	1 AML Part Leader (4 months) 2 AML part members (Average: 1 year, 5 months)	- Internal control policy and monitoring - AML/CFT duties

*The number of years of service (tenure) is based on the period engaged in the support work.

*There is one member with a concurrent position among the above support organizations, and there are a total of 9 employees in the Compliance Officer support organizations excluding the member with a concurrent position.

(Base date: Date of submission of this Report)

Department (team) name	No. of members	Position (years of service*)	Main responsibilities
Compliance Part	6	1 Compliance Part Leader (10 months) 5 Compliance Part members (Average: 8 months)	- Support for compliance control related work - Community transaction legal advice and review
AML Part	6	1 AML Part Leader (9 months) 5 AML part members (Average: 1 year, 7 months)	- Internal control policy and monitoring - RBA-based AML/CFT duties

*The number of years of service (tenure) is based on the period engaged in the support work.

C. Remuneration of Audit Committee members

(i) Considering the importance and responsibility of job performance and the average remuneration in the same industry, we operate our remuneration policy for Audit Committee members by setting Audit Committee members' remuneration levels at appropriate levels. As of the date of submission of this Report, out of 4 outside directors, there are a total of 3 outside directors who are Audit Committee members, and 1 who is not. Remuneration for outside directors is included in the remuneration limit for directors approved at the general shareholders' meeting, and is paid in consideration of the duties for which they are in charge, the company's business environment, and business performance. In addition, the compensation standards and calculation methods for outside directors are in accordance with the Compensation Committee Regulation.

Since March 2020, the remuneration of outside directors who are Audit Committee members and outside directors who are not auditors has been kept the same, at an annual rate of 48 million Korean won. The total remuneration we paid to the Audit Committee members from the start of the year subject to disclosure to the date of submission of disclosure documents is as follows.

[As of March 31, 2022]

(Unit: one million Korean won)

Category	No. of persons	Total remuneration	Average remuneration per person
Outside Directors (excluding members of the Audit Committee)	1	12	12
Members of the Audit Committee	3	36	12

[For 2021]

(Unit: million Korean won)

Category	No. of persons	Total remuneration	Average remuneration per person
Outside Directors (excluding members of the Audit Committee)	1	48	48
Members of the Audit Committee	3	144	48

D. Independence and professionalism of the internal audit body

As mentioned above, we have established our Audit Committee composed entirely of outside directors, and one of the Audit Committee members is a finance and accounting expert as stipulated in Article 542-11, Paragraph 2 of the Commercial Act. In addition, we have sufficiently secured the independence and expertise of the internal audit body through the Audit Committee Regulation.

(Detailed Rule 9-②) The internal audit body shall faithfully perform audit-related tasks, such as holding regular meetings, and shall disclose the details of its activities in a transparent manner.

A. Activities such as the status of regular meetings held by the internal audit body

(i) From 2021, the year subject to disclosure, until the date of submission of this Report, a total of 8 Audit Committee meetings were held (5 meetings in 2021, and 3 meetings in 2022), and all Audit Committee members attended these meetings. Audit Committee meetings may either be convened by the committee's chairperson, or any Audit Committee member may request to convoke a meeting by reporting the agenda and the reasons to the chairperson. When convening an Audit Committee meeting, the date, time and place of the meeting are first determined in accordance with Article 14 of the Audit Committee Regulation. Then, 7 days prior to the meeting, each member of the committee is notified of the meeting by a document, electronic document, facsimile transmission method, or other method that can allow the sender to confirm the message has been sent or received. However, the committee may hold a meeting at any time without prior notice with the consent of all Audit Committee members.

In accordance with Article 11, Paragraphs 1 and 2 of the Act on External Audit of Stock Companies, etc., Article 17 of the Enforcement Decree of the Act on External Audit of Stock Companies, etc., and Article 10 and Article 15, Paragraph 1 of the Regulations on External Audit and Accounting, on November 12, 2019, we were notified by the Financial Supervisory Service that KPMG Samjong Accounting Corp. was designated as a designated auditor. KPMG Samjong Accounting Corp. was appointed as an external auditor through the audit contract between the two companies on November 29, 2019 after going

through the Audit Committee reporting process within two weeks after notification to the Audit Committee. As of the date on which this Report was written, we are engaged in a 3-year audit commitment contract with KPMG Samjong Accounting Corp..

We reported the details of the designated audit to the Audit Committee in writing, and the Audit Committee documented the audit hours, manpower, and remuneration. We will check whether the designated auditor has complied with the matters set forth in the document after submitting the audit report.

Furthermore, by evaluating the operating status of our internal accounting control system from a standpoint independent of the management and rectifying weaknesses, our Audit Committee plays a role in ensuring the smooth operation of the internal accounting control system. Our Audit Committee receives a report on the operating status of the internal accounting control system every year. Then, the Audit Committee reports the results of the evaluation of the internal accounting control system's operation face-to-face to the Board of Directors, and the results are disclosed in the business report. The details of the evaluation are as follows.

Evaluation of the operation status of the internal accounting control system

[For 2022]

Date held	Main details	Inspection result
Feb. 24, 2022	Reporting of the operation status by the internal accounting manager to the Board of Directors and Audit Committee, in accordance with the Internal Accounting Management Regulation.	The company's Internal accounting control system has been designed and is operated in accordance with the best standards for Internal accounting control systems.
	: Reporting of the operation status of the Internal accounting control system from Jan. 1, 2021 to Dec. 31, 2021 in accordance with Article 8, Paragraph 4 of the Act on External Audit of Stock Companies	
Feb. 24, 2022	Reporting of the operational status assessment to the Board of Directors by the Audit Committee in accordance with the Internal Accounting Management Regulation	The company's Internal accounting control system has been designed and is operated in accordance with the best standards for Internal accounting control systems.
	: Reporting of the operation status of the company's Internal accounting control system from Jan. 1, 2021 to Dec. 31, 2021 in accordance with Article 8, Paragraph 5 of the Act on External Audit of Stock Companies	

[For 2021]

Date held	Main details	Inspection result
Feb. 25, 2021	Reporting of the operation status by the internal accounting manager to the Board of Directors and Audit Committee, in accordance with the Internal Accounting Management Regulation.	The company's Internal accounting control system has been designed and is operated in accordance with the best standards for Internal accounting control systems.
	: Reporting of the operation status of the Internal accounting control system from Jan. 1, 2020 to Dec. 31, 2020 in accordance with Article 8, Paragraph 4 of the Act on External Audit of Stock Companies	

Feb. 25, 2021	Reporting of the operational status assessment to the Board of Directors by the Audit Committee in accordance with the Internal Accounting Management Regulation	The company's Internal accounting control system has been designed and is operated in accordance with the best standards for Internal accounting control systems.
	: Reporting of the operation status of the company's Internal accounting control system from Jan. 1, 2020 to Dec. 31, 2020 in accordance with Article 8, Paragraph 5 of the Act on External Audit of Stock Companies	

ii) From the start of the year subject to disclosure to the date of submission of disclosure documents, the details of meetings of our Audit Committee, and meeting attendance rates of individual directors for the last 3 business years, are as follows.

(Table 9-②-1) Details of meetings of our Audit Committee, and meeting attendance rates of individual directors, from the start of the year subject to disclosure to the date of submission of disclosure documents

1. Details of meetings of our Audit Committee

[For 2022]

No.	Date held	Attended/ Total	Agenda		Passed or not
			Category	Details	
1	Feb. 9, 2022	3/3	Report item	- Reporting of financial statements and business reports for 2021 (27 th period)	Reported
			Report item	- Report on the financial performance of 4 th quarter of 2021	Reported
2	Feb. 24, 2022	3/3	Report item	- Report on the operation status of the internal accounting control system in 2021	Reported
			Resolution	- Approval of non-audit work contract with auditor	Passed
3	May 10, 2022	3/3	Report item	- Report on audit progress in the first quarter of 2022	Reported
			Resolution	- Approval of non-audit work contract with auditor	Passed

[For 2021]

No.	Date held	Attended/ Total	Agenda		Passed or not
			Category	Details	
1	Feb. 25, 2022	3/3	Resolution	- Approval of the 26 th consolidated financial statements and separate financial statements	Passed
			Report item	- 2020 internal accounting control system evaluation report	Reported
			Report item	- Report on the progress of audit work	Reported
2	Mar. 29, 2021	3/3	Resolution	- Appointment of chairperson of the Audit Committee (Chairperson: Seok YUN)	Passed
3	May 4, 2021	3/3	Report item	- External auditor's report on audit progress in the first quarter of 2021	Reported
			Report item	- 2021 audit fee report	Reported
4	Aug. 4, 2021	3/3	Report item	- External auditor's report on audit progress in the second quarter of 2021	Reported
5	Nov. 2, 2021	3/3	Report item	- External auditor's report on audit progress in the third quarter of 2019	Reported

2 Audit Committee meeting attendance rates of individual directors

[For 2022]

Category	No.	1	2	3	Remarks
	Date held	Feb. 9, 2022	Feb. 24, 2022	May 10, 2022	
	KyuJin CHO	Present	Present	Present	
	Seok YUN	Present	Present	Present	
	Sejung CHOI	Present	Present	Present	

[For 2021]

Category	No.	1	2	3	4	5	Remarks
	Date held	Feb. 25, 2021	Mar. 29, 2021	May 4, 2021	Aug. 4, 2021	Nov. 2, 2021	
	KyuJin CHO	Present	Present	Present	Present	Present	Reappointed on Mar. 29, 2021
	Seok YUN	Present	Present	Present	Present	Present	Reappointed on Mar. 29, 2021
	Sejung CHOI	Present	Present	Present	Present	Present	Reappointed on Mar. 29, 2021

③ Audit Committee meeting attendance rates of individual directors for the last 3 business years

Category	Name	Attendance rate(%)			
		Average for the last 3 years	Last 3 years		
			2021	2020	2019
	Jaehong CHOI	100%	-	100%	100%
	Minsik CHO	100%	-	100%	100%
	KyuJin CHO	100%	100%	100%	100%
	Seok YUN	100%	100%	100%	-
	Sejung CHOI	100%	100%	100%	-

(iii) Our Audit Committee members perform their duties with a recognition that they are monitoring management as a person in charge of the company (Article 4 of the Audit Committee Regulation). In addition, they are abiding by the audit procedures (Article 23) and reporting to the general meeting of shareholders (Article 41) in accordance with the stipulated Audit Committee Regulation, and write and preserve the meeting minutes (Article 17) and the Audit Minutes (Article 39).

B. As explained above, the Audit Committee faithfully performs overall audit-related tasks such as activities through regular meetings, appointment of external auditors, and evaluation of the operation status of the internal accounting control system. The attendance rates of the Audit Committee members for the past three years were 100%, reflecting the fact that they are actively participating in their work. In addition, by preserving the records of meeting minutes and the Audit Minutes with the

names or signatures written, in accordance with the duties of the Audit Committee, the Audit Committee faithfully reports the audit results through internal regulations related to the reporting procedure at the general meeting of shareholders. The Audit Committee is engaged in its duties for the sound management of the company and protection of the rights and interests of shareholders.

(Key Rule 10) External auditors

In order for the company's accounting information to be trusted by its users, such as shareholders, external auditors shall conduct audits fairly and independently from the company subject to the audit, its management and controlling shareholders.

(Detailed Rule 10-①) The internal audit body shall establish and operate a policy to secure independence and professionalism when appointing external auditors.

A. Policy on appointment and operation of external auditors

(i) We are classified as a company for which external auditors determined by the Financial Supervisory Service have been appointed. The contract period with Samil PwC, which was our external auditor, expired at the end of the business year 2019 (25th). In accordance with Article 11, Paragraphs 1 and 2 of the Act on External Audit of Stock Companies, etc., Article 17 of the Enforcement Decree of the Act on External Audit of Stock Companies, etc., and Article 10 and Article 15, Paragraph 1 of the Regulations on External Audit and Accounting, on November 12, 2019, we were notified by the Financial Supervisory Service that KPMG Samjong Accounting Corp. was the designated auditor. KPMG Samjong Accounting Corp. was appointed as an external auditor through the audit contract between the two companies on November 29, 2019 after going through the Audit Committee reporting process within two weeks after notification by the Audit Committee. Unless there are special circumstances, the appointed external auditor will conduct the audit for the next three business years. As of the date on which this Report was written, we are engaged in a 3-year audit commitment contract with KPMG Samjong Accounting Corp..

In relation to Article 36 (approval of appointment of an external auditor, etc.) of the Audit Committee Regulation, the Audit Committee may approve the appointment of external auditors. In accordance with Article 4-5 of the Enforcement Decree of the External Audit Act, the opinions of previous external auditors and external auditors who are to be dismissed are received orally or in writing by setting a period of not less than 10 days, and are used in the decision-making regarding appointment or dismissal.

In addition, in accordance with Article 37 (Independence of external auditors) of the aforementioned regulation, the committee has introduced a policy to strengthen the independence of external auditors and the fairness of the appointment process by allowing external auditors to review important matters related to the company, matters that may affect the independence of external auditors, and tasks with high potential for conflicts of interest, and then present their opinions to the Board of Directors.

The committee maintains a close relationship with external auditors as per Article 35 (Cooperation with external auditors) of the aforementioned regulation. The committee coordinates opinions on the audit plan and discusses matters to be audited. In addition, the Committee reports any violation of the accounting standards, as well as misconduct related to the performance of the company's director duties, and material facts that are in violation of the laws and regulations or our Articles of Incorporation, directly to the Audit Committee in accordance with the Audit Committee Regulation. The committee also notifies the external auditor when it discovers the same.

The Audit Committee reviews the external auditors' financial statements audit plans for each business year, quarterly and semi-annual reviews and audit results, the internal accounting control system's semi-annual review results and annual evaluation results, financial statements written in English, and details of other audit tasks, etc. In addition, the committee assesses the independence and professionalism of external auditors in their audit work.

(ii) We do not have a full-time auditor, but instead operate an Audit Committee composed entirely of outside directors.

(iii) We have appointed the same external auditor from 2020 to 2022 (the 28th term). We are classified as a company for which

external auditors determined by the Financial Supervisory Service have been appointed (hereinafter, “periodically designated”). On November 12, 2019, we were notified by the Financial Supervisory Service that KPMG Samjong Accounting Corp. was the designated auditor. KPMG Samjong Accounting Corp. was appointed as an external auditor through the audit contract between the two companies on November 29, 2019 after going through the Audit Committee reporting process within two weeks after notification to the Audit Committee. In addition, regarding the audit process, we discussed in detail the audit plan, audit time, and audit remuneration through communication including face-to-face and video conferences between working-level employees, and made a decision.

(iv) To faithfully achieve the audit purpose by utilizing the audit plan, procedures and results of the external auditor, our Audit Committee frequently discusses the audit situation. In addition, while the Audit Committee does not conduct a stipulated evaluation of audit activities after the completion of the external audit, by holding separate meetings for inspection the Committee reviews and supervises whether the external auditor faithfully implements the audit plan, whether the external audit director actively participated in the audit, and whether unnecessary data was requested.

(v) We do not receive non-audit services such as management advice through subsidiaries of external auditors. The status of the audit and non-audit service contracts between the company and the external auditors Samil PwC and KPMG Samjong Accounting Corp. from 2019 to 2021 (the 27th term) is as follows.

The audit service contract status

(Units: one Million Korean won; Total hours for all persons)

Business year	Auditor	Details	Remuneration	Total time taken
27 th (2021)	KPMG Samjong Accounting Corp.	Review of separate and consolidated financial statements	1,870	14,678

*The above amounts include the remuneration for audits of our external auditors for the entire business year and remuneration for internal accounting system audits.

Non-audit service contract status

(Unit: one million Korean won)

Business year	Contract date	Service details	Service performance period	Service fee
27 th (2021)	2021	Not applicable	-	-

B. Policies to secure independence and professionalism when appointing external auditors

Based on the above, we have policies related to appointing, such as linking with external auditors in Article 6 of the Audit Committee Regulation, which secures independence when appointing external auditors. Furthermore, in order to complement not only independence but also professionalism when appointing external auditors, we plan to prepare stipulated regulations through an in-depth review of the relevant standards and policy details as soon as possible, and to further improve the processes related to the appointment of external auditors and evaluation of audit activities.

(Detailed Rule 10-②) The internal audit body shall communicate regularly with the external auditor at all stages, including conducting external audits and reporting audit results.

1. Communication between the internal audit body and the external auditor

(i) Our internal audit body, the Audit Committee, maintains a close relationship with external auditors. In addition, the Audit Committee discusses major matters regarding the audit plan, procedures and results of external auditors through face-to-face meetings or video conferences at least once a quarter without management participation.

(ii) The main contents of consultation include the annual audit plan, the main audit and review procedures, the independence of the external auditor, and matters to be noted in the financial statements or overall management, in relation to the external audit. Please refer to the table below for the main contents.

The details of the meetings held by our Audit Committee with external auditors in relation to external audits as of the date of submission of the disclosure documents, from the start of the year subject to disclosure to the date of submission of disclosure documents, are as follows.

Date	Participants	Method	Main topics discussed
Mar. 10, 2021	Company: 3 Audit Committee members External Auditors: executive director(s) and accountant(s) in charge (2 persons)	Video conference	1) Audit results in 2021 2) Audit results for key audit items 3) Internal accounting control system audit results 4) Other matters to be agreed on
May 4, 2021	Company: 3 Audit Committee members External Auditors: executive director(s) and accountant(s) in charge (2 persons)	Video conference	1) 2021 annual audit performance plan 2) Internal accounting control system audit plan 3) Other matters to be agreed on
Apr. 4, 2021	Company: 3 Audit Committee members External Auditors: executive director(s) and accountant(s) in charge (3 persons)	Video conference	1) Audit progress and annual plan for 2021 2) Introduction and discussion of key audit items 3) Progress of the internal accounting control system 4) Division of responsibility, and other matters to be agreed on
Nov. 2, 2021	Company: 3 Audit Committee members External Auditors: executive director(s) and accountant(s) in charge (3 persons)	Video conference	1) Progress of the year-end audit for 2021 2) Audit progress of key audit items 3) Other matters to be agreed on
Feb. 9, 2022	Company: 3 Audit Committee members External Auditors: executive director(s) and accountant(s) in charge (3 persons)	Video conference	1) Progress of the year-end audit for 2021 2) Audit progress of key audit items 3) Internal accounting control system's audit progress 4) Other matters to be agreed on
Feb. 24, 2022	Company: 3 Audit Committee members External Auditors: executive director(s) and accountant(s) in charge (3 persons)	Video conference	1) Progress of the year-end audit for 2021 2) Audit progress of key audit items 3) Internal accounting control system's audit progress 4) Other matters to be agreed on
May 10, 2022	Company: 3 Audit Committee members External Auditors: executive director(s) and accountant(s) in charge (3 persons)	Face-to-face meeting	1) 2022 Annual Accounting Audit Performance Plan 2) Internal accounting control system audit plan 3) Other matters to be agreed on

(iii) When the external auditor reports on material matters, our Audit Committee immediately requests an investigation report from directors and management, or conducts an investigation directly. If necessary, the Audit Committee may request the accounting firm to review the books and related documents related to accounting and receive a report on the results.

In addition, the external auditor reports any violation of the accounting standards, as well as misconduct related to the performance of the company's director duties, and material facts that are in violation of the laws and regulations or our Articles of Incorporation, directly to the Audit Committee.

(iv) In accordance with Article 6, Paragraphs 2 and 3 of the Act on External Audit of Stock Companies and Articles 6 and 8 of the Enforcement Decree of the same, we submit a pre-audit financial statement and a consolidated pre-audit financial statement to our external auditor 6 weeks and 4 weeks prior to the regular general meeting of shareholders, respectively. Before submitting these to the external auditor, we submit our pre-audit financial statements and consolidated pre-audit financial statements to the Securities and Futures Commission through the KIND Submission System of the Korea Exchange. The details of the pre-audit financial statements we submitted to the external auditor on a consolidated basis from the beginning of the fiscal year to the date of submission of the disclosure documents for the period subject to disclosure are as follows.

Submission of pre-audit financial statements

[For 2022]

Date of the 27th General Meeting of Shareholders: March 29, 2022

- 6 weeks before: February 14, 2022
- 4 weeks before: February 28, 2022

Submission of pre-audit financial statements

External auditor's name	Documents submitted	Submission dates
KPMG Samjong Accounting Corp.	(Before the external audit) Submitted financial statements. - Statement of financial position, (comprehensive) statement of income, statement of changes in equity, statement of cash flow - Notes	Feb. 8, 2022 Feb. 10, 2022
KPMG Samjong Accounting Corp.	(Before the external audit) Submitted consolidated financial statements. -Statement of financial position, (comprehensive) statement of income, statement of changes in equity, statement of cash flow - Notes	Feb. 11, 2022 Feb. 14, 2022

[For 2021]

Date of the 26th General Meeting of Shareholders: March 29, 2021

- 6 weeks before: February 14, 2021
- 4 weeks before: February 28, 2021

Submission of pre-audit financial statements

External auditor's name	Documents submitted	Submission dates
KPMG Samjong Accounting Corp.	(Before the external audit) Submitted financial statements. - Statement of financial position, (comprehensive) statement of income, statement of changes in equity, statement of cash flow, notes	Feb. 1, 2021 Feb. 3, 2021
KPMG Samjong Accounting Corp.	(Before the external audit) Submitted consolidated financial statements. - Statement of financial position, (comprehensive) statement of income, statement of changes in equity, statement of cash flow, notes	Feb. 9, 2021

B. Based on the above information, the Audit Committee, our internal auditing body, is discussing in detail the annual audit plan, the main audit and review procedures, the independence of the external auditor and major issues such as matters to keep in mind throughout the financial statements or management in relation to the external audit, through face-to-face or written meetings with external auditors at least once a quarter. Considering this, we believe that our Audit Committee maintains a close relationship with external auditors and that we are faithfully implementing our efforts to communicate regularly.

Attachment A

Compliance Status of Core Indicators for Corporate Governance

Category	Key indicators	(Period of disclosure) Compliance		Detailed explanation of compliance labeling	(Period subject to disclosure immediately before) Compliance		Remarks
		○	X		○	X	
Shareholders	① Announcement of convening 4 weeks prior to the general meeting of shareholders*	○		Notice of convening 4 weeks prior to the general meeting of shareholders	○		
	② Implementing the electronic voting system*	○		Introduction and use of electronic voting from the 2015 regular general meeting of shareholders	○		
	③ General meeting of shareholders held on a day other than the “most concentrated dates” for general meetings of shareholders	○		Participation in the voluntary compliance program to disperse general meetings of shareholders from 2018 and held on a day other than the “most concentrated dates” for general meetings of shareholders	○		
	④ Notify shareholders of dividend policy and dividend implementation plan at least once a year**		X	In February 2022, the Board of Directors established a mid- to long-term shareholder return policy. The total shareholder return period is three years, and we plan to return 15 to 30% of free cash flow (FCF) on a separate annual basis for each of the business years 2021 to 2023.		X	Improvement completed in 2022
Board of Directors	⑤ Establishment and operation of CEO succession policy (including emergency appointment policy)	○		Has a stipulated policy on CEO succession	○		
	⑥ Establishment and operation of internal control policy	○		On March 29, 2022, the Board of Directors approved a stipulated risk management policy covering the entire company and appointed a risk management manager.		X	
	⑦ Separation of the chairperson of the Board of Directors and the Representative Director		X	An inside director who is not the Representative Director is the Chairperson of the board		X	
	⑧ Adoption of concentrated voting system		X	According to the Articles of Incorporation, the concentrated voting system has not been adopted.		X	
	⑨ Whether or not policies are established to prevent the appointment of executives by those responsible for	○		Established and comply with relevant policies.	○		

	damage to corporate value or infringement of shareholder rights						
	⑩ Whether there are any outside directors who have served for more than 6 years	<input type="radio"/>		No outside directors with long-term tenure of more than 6 years	<input type="radio"/>		
Audit bodies	⑪ Providing training for internal auditing organizations at least once a year**	<input type="radio"/>		Training is provided for internal audit organizations at least once a year.	<input type="radio"/>		
	⑫ Establishment of an independent internal audit department (organization supporting internal audit work)		X	The Audit Committee support organization under the Finance Planning Division and Ethical Management Team is in place.		X	
	⑬ Whether there are accounting or finance experts in the internal audit body	<input type="radio"/>		The Audit Committee chairperson is an accounting/financial expert.	<input type="radio"/>		
	⑭ Whether the internal auditing body holds meetings with external auditors at least once a quarter without management participation**	<input type="radio"/>		Meetings are held at least once every quarter.	<input type="radio"/>		
	⑮ Whether procedures are in place for the internal audit body to access material management-related information	<input type="radio"/>		Procedures are established in accordance with the Audit Committee Regulation	<input type="radio"/>		

- The date of preparation is as of the report submission date (* Items are based on the regular general meeting of shareholders immediately before the report submission date / ** items are to determine whether the relevant contents have been fulfilled within the period subject to disclosure)