

Management Committee Regulations



TYM Corporation

Article 1 (Purpose) The purpose of this policy is to prescribe matters necessary for the efficient operation of management committee (the 'Committee') under Article 39.2 and Article 11 of the Regulations of the Board of Directors.

Article 2 (Authority) ① The Committee deliberates and decides on matters delegated by the Board of Directors and other daily business matters.

② The Board of Directors supervises the execution of duties of the directors.

Article 3 (Composition) The Committee is composed of all full-time directors (excluding external directors and non-executive directors).

Article 4 (Chairperson) ① The Chairperson of the Committee shall be the Chief Executive Officer (the 'CEO').

② In the event that the CEO is unable to perform his/her duties due to an accident, the Committee will be chaired by one of the directors, in the order designated in Article 5.2 of the Rules of the Board of Directors.

Article 5 (Types of meetings) ① The Committee shall have ordinary meeting and extra-ordinary meetings

② Ordinary meetings shall be held on the third Monday of every month. The Chairperson may change the dates if necessary.

③ Extra-ordinary meetings shall be held as often as necessary.

Article 6 (Convening Right Holder) ① The Committee is convened by the Chairperson. However, if the Chairperson is unable to perform his/her duties due to an accident, the Committee will be chaired by one of the directors, in the order designated in Article 5.2 of the Rules of the Board of Directors.

② Each member of the Committee may request the convening of the Committee by stating the agenda and the reasons to the Chairperson. If the Chairperson, who has the right to convene, fails to convene the Committee without reasonable grounds, the member who made the request is allowed to convene the committee.

Article 7 (Convening Procedures) ① When convening a Committee, a meeting date must be set and each member and auditor must be notified of the date in writing - electronically or verbally - one day before the meeting date.

② The Committee may hold a meeting at any time regardless of Clause 1, if mutual consent from all members and auditors pertains.

Article 8 (Quorum and adoption of resolutions) ① The resolution of the Committee can be made with the majority of the members attending and by gaining the favor of the majority of the members

present.

② The Committee may allow all or a part of the members who are not physically present in the meeting to participate in the resolution by means of both video and vocal communication transmitted and received by all members at the same time, and in such cases, the relevant member shall be deemed to have attended the Committee.

③ Members who have a special interest in the resolution of the Committee shall not exercise their voting rights.

④ The number of members who are unable to exercise their voting rights pursuant to Clause 3 shall not be counted in the number of attending members .

Article 9 (Attendance of Auditor) The auditor may attend the Committee and state his/her opinion.

Article 10 (Hearing of Opinions of Related Persons) If deemed necessary, the Chairperson may invite related executives, employees, or external persons to attend and state their opinions.

Article 11 (Disclaimer) ① Matters of the Committee shall be referred from the matters delegated by the Board of Directors, excluding the following matters among the resolutions of the Board of Directors.

1. Proposal of matters requiring approval of the general meeting of shareholders
2. Appointment and dismissal of the CEO
3. Establishment of the Committee and the appointment and dismissal of its members
4. Matters stipulated in the articles of incorporation

② The matters delegated to the Committee by the Board of Directors under Clause 1, shall be the following matters among the matters to be referred to by the Board of Directors prescribed in Article 10 of the Regulations of the Board of Directors:

1. Matters related to management
 - (1) Determination and change of the basic policy of company management
 - (2) Development of new business or new products
 - (3) Fund planning and budget management
 - (4) Appointment and dismissal of the president, vice president, senior managing director, and managing director
 - (5) Determination on the assistance of directors' field of expertise
 - (6) Appointment and dismissal of managers
 - (7) Basic policy of employee recruitment plan and training
 - (8) Salary structure, bonus and welfare system
 - (9) Important matters regarding labor union policy
 - (10) Establishment and opening and closing of the basic organization

- (11) Alteration and abolition of important company rules and regulations
- (12) Establishment, relocation, or abolition of branch offices, factories, offices, and workplaces
- 2. Matters related to finance
 - (1) Matters related to investment
 - (2) Conclusion of important contracts
 - (3) Acquisition and disposition of important property
 - (4) Opening or abolition of important facilities
 - (5) Introduction of large sums of funds and guarantees
 - (6) Establishment of mortgages and pledges on important property
- 3. Other
 - (1) the filing of important lawsuits;
 - (2) Other matters related to general management

Article 12 (Coordination with the Board of Directors) The Board of Directors may decide again on matters deliberated and resolved by the Committee.

Article 13 (Notice) The Chairperson shall notify each director of the matters resolved by the Committee. In this case, each director notified may request the convening of the Board of Directors.

Article 14 (Minutes) ① The corresponding minutes from the meetings shall be prepared.

② The minutes shall document the record of the agenda of the meeting, progress rules, results, the objector and the reason for the objection, and the members and auditors present in the meeting shall sign or affix the seal

③ Shareholders may request perusal or copy of the minutes of the Committee within business hours.

④ The company may reject the request under Clause 3 with reasons given. In this case, the shareholder may peruse or copy the minutes of the Committee with the permission of the court.

Article 15 (Secretary) ① The Committee shall appoint a secretary.

② The secretary shall be in charge of the accounting or finance team and shall carry out the affairs of the Committee in accordance with the directions from the Chairperson.

Article 16 (Alteration/abolition of regulation) The alteration or abolition of this regulation shall be determined by the resolution of the Board of Directors.

ADDENDUM

This regulation is effective from March 16, 2007.