

Guidelines on the Independence of Non-Executive Directors

Hanmi Pharm aims to secure directors and non-executive directors with excellent qualifications and a strong sense of ethics to ensure that the board of directors performs its role of providing checks and balances; carries out R&D management that reflects the characteristics of the pharmaceutical industry; and pursues efficient business management activities centered on the BoD. As such, we have prepared the following guidelines by reflecting the characteristics of the domestic pharmaceutical industry based on the relevant laws and global standards to guarantee the qualifications and independence required to perform the duties of a director.

- 1. Persons with no grounds for disqualification as a director according to the related laws.**
- 2. Persons who have no history of damaging corporate values or infringing shareholders' rights.**
- 3. Persons equipped with the wide-ranging experience and professional expertise needed to perform the duties of a director.**
- 4. Persons who have not served as an executive or employee of the company or its affiliates (including nonprofit corporations) within the past five years.**
- 5. Persons who have not served as a full-time executive or employee of an individual or corporation having interests, such as important business relations or cooperative ties, with the company, its largest shareholder or affiliates within the past five years.**
- 6. Persons who have not performed auditing or related duties as an employee or interested party of the company's external auditor, or an affiliated corporation, in the previous five years.**
- 7. Persons who have not compromised their independence as a non-executive director due to their interests with the company within the previous three years, such as by having signed an advisory agreement such as other legal and management advisory services, etc.**