■ Enforcement Rules of the Foreign Investment Promotion Act [Form No.1] <Amended Sep.22,2022>

담당	책임자

Foreign Investment by Acquisition of Stocks (or Contribution) [ ]Notification Form [ ]Application for Authorization

※ Please fill out this entire form except for the black boxes and mark √ in [ ] when applicable. (Page 1)

Number of Receipt	Date of Receipt	Date of Completion	Term of Completion	Notification: Immediate Authorization: 15 days

Foreign Investor	① Name or Trade Name (English) Individual ☐ Foreign company ☐ International economic cooperative organization ☐		② Nationality	
	③ Address		(Phone Number:)	
Foreign-invested enterprise (domestic company receiving investment)	④ Name or trade name	(Korean)	⑤ Business Registration No. (Headquarter)	
		(English)		
	⑥ Address (Current or future)	Headquarter	(Phone Number:)	
		Main factory (Main place of business)	(Phone Number:)	
		Investment location (for acquisition of newly issued stocks & contribution)	(Phone Number:)	
	⑦ Intended Business/Present business			
	※ Sub-Class of KSIC (Korea Standard Industry Code)			
	⑧ Capital (Contribution)	Where acquiring outstanding stocks	won	
		Others	Before acquisition (contribution) won	After acquisition (contribution) won
	⑨ Acquisition of manageria control [ ]	⑩ Whether domestic company to be invested in has possibility of falling under Article 5 (1) 2 (b) of the Enforcement Decree of the Act [ ]	Company producing defense materials defined under subparagraph 7 of Article 3 of the Defense Acquisition Program Act	☐
			Company producing goods, etc. or technologies subject to permission or approval for exportation under Article 19 of the Foreign Trade Act are likely to be used for military purposes	☐
			Company possessing contract classified as a State secret under Article 4 (1) 2 of the National Intelligence Service Act	☐
			Company possessing national core technology defined in subparagraph 2 of Article 2 of the Act on Prevention of Divulgence and Protection of Industrial Technology	☐
	※ If ⑨ ⑩ are both marked with [v], documents required to determine threats to national security should be submitted.			
Details of notification (application)	⑪ Type of Investment	[ ] Corporation ([ ] newly issued, [ ] outstanding) [ ] Establishing Private Enterprise [ ] Contribution to Non-Profit Corporation	⑫ Purpose of Investment	[ ] Establishment/expansion of factory [ ] Establishment/expansion of place of business [ ] Merger or Acquisition of foreign-invested company [ ] Merger or Acquisition of other company
	⑬ Seller of stocks or equivalents	Trade name or name (Korean or English) (Only when acquiring current outstanding stocks)	(Phone no. :)	
	⑭ Object of Investment	[ ] Cash, [ ] Capital Goods [ ] Stock, [ ] Real Estate, [ ] Bond [ ] Industrial Property Right	Cash Amount	won(USD)
			Capital Goods	won(USD)
			Other	won(USD)
	⑮ Foreign investment amount	Total acquisition :	won(USD)	
	⑯ Shares(stakes) (to be) acquired	Type	Par Value per Stock(B)	Acquisition Price per Stock(Share)(C)
		Quantity(A)	Total Par Value of All Stocks(AxB)	Total Acquisition Price(AxC)
	⑰ Total Amount and Percentage of the Investor After Acquisition	Acquisition Price : won(USD)		%
		Par Value of All Stocks : won		
	⑱ Number of Jobs to be Created	Persons		
	⑲ Basis of acquisition (Only when acquiring stocks or equivalents pursuant to Articles 5 (2) 2 through 6 of the Foreign Investment Promotion Act) [ ] Convertible Bonds, [ ] Preemptive Rights, [ ] Bond Issue, [ ] Dividend, [ ] Purchase/Inheritance /Bequest/Gift, [ ] Merger/Comprehensive exchange or transfer of stocks/Division, [ ] Other( )			

The above notification is made in accordance with the regulations stipulated in Article 5 (1) and (2) of the Foreign Investment Promotion Act or Article 2 (1) 1 (a) of the Enforcement Rules of the Act.

Year Month Day

Applicant or Reporting Person (or Power of Attorney) (Signature or Seal)

(Phone Number :)

For the **KEB HANA BANK**

For the **Applicant**

Notification No:

[ ] The above notification is confirmed. [ ] The above is authorized. (Condition :)

KEB HANA BANK Seal

Year Month Day

5-09-0484(4-1) (2022.09 개정)
(보존년한 : 등록말소 다음연도부터 5년간 보관)

하나은행

■ Enforcement Rules of the Foreign Investment Promotion Act [Form No.1] <Amended Sep.22,2022>

Customer

Foreign Investment by Acquisition of Stocks (or Contribution)
[ ]Notification Form [ ]Application for Authorization

※ Please fill out this entire form except for the black boxes and mark √ in [ ] when applicable. (Page 1)

Number of Receipt	Date of Receipt	Date of Completion	Term of Completion	Notification: Immediate Authorization: 15 days

Foreign Investor

① Name or Trade Name (English)
Individual ☐ Foreign company ☐
International economic cooperative organization ☐

② Nationality

③ Address (Phone Number:)

Foreign-invested enterprise (domestic company receiving investment)

④ Name or trade name: (Korean) / (English)

⑤ Business Registration No. (Headquarter)

⑥ Address (Current or future):
Headquarter (Phone Number:)
Main factory (Main place of business) (Phone Number:)
Investment location (for acquisition of newly issued stocks & contribution) (Phone Number:)

⑦ Intended Business/Present business

※ Sub-Class of KSIC (Korea Standard Industry Code)

⑧ Capital (Contribution):
Where acquiring outstanding stocks won
Others — Before acquisition (contribution) won / After acquisition (contribution) won

⑨ Acquisition of managerial control [ ]

⑩ Whether domestic company to be invested in has possibility of falling under Article 5 (1) 2 (b) of the Enforcement Decree of the Act [ ]

Company producing defense materials defined under subparagraph 7 of Article 3 of the Defense Acquisition Program Act	☐
Company producing goods, etc. or technologies subject to permission or approval for exportation under Article 19 of the Foreign Trade Act are likely to be used for military purposes	☐
Company possessing contract classified as a State secret under Article 4 (1) 2 of the National Intelligence Service Act	☐
Company possessing national core technology defined in subparagraph 2 of Article 2 of the Act on Prevention of Divulgence and Protection of Industrial Technology	☐

※ If ⑨ ⑩ are both marked with [v], documents required to determine threats to national security should be submitted.

Details of notification (application)

⑪ Type of Investment:
[ ] Corporation ([ ] newly issued, [ ] outstanding)
[ ] Establishing Private Enterprise
[ ] Contribution to Non-Profit Corporation

⑫ Purpose of Investment:
[ ] Establishment/expansion of factory
[ ] Establishment/expansion of place of business
[ ] Merger or Acquisition of foreign-invested company
[ ] Merger or Acquisition of other company

⑬ Seller of stocks or equivalents: Trade name or name (Korean or English) (Only when acquiring current outstanding stocks) (Phone no. :)

⑭ Object of Investment:
[ ] Cash, [ ] Capital Goods
[ ] Stock, [ ] Real Estate, [ ] Bond
[ ] Industrial Property Right

Cash Amount	won(USD)
Capital Goods	won(USD)
Other	won(USD)

⑮ Foreign investment amount: Total acquisition : won(USD)

⑯ Shares(stakes) (to be) acquired

Type	Par Value per Stock(B)	Acquisition Price per Stock(Share)(C)
Quantity(A)	Total Par Value of All Stocks(AxB)	Total Acquisition Price(AxC)

⑰ Total Amount and Percentage of the Investor After Acquisition:
Acquisition Price : won(USD) %
Par Value of All Stocks : won

⑱ Number of Jobs to be Created: Persons

⑲ Basis of acquisition (Only when acquiring stocks or equivalents pursuant to Articles 5 (2) 2 through 6 of the Foreign Investment Promotion Act)
[ ] Convertible Bonds, [ ] Preemptive Rights, [ ] Bond Issue, [ ] Dividend, [ ] Purchase/Inheritance /Bequest/Gift,
[ ] Merger/Comprehensive exchange or transfer of stocks/Division, [ ] Other( )

The above notification is made in accordance with the regulations stipulated in Article 5 (1) and (2) of the Foreign Investment Promotion Act or Article 2 (1) 1 (a) of the Enforcement Rules of the Act.

Year Month Day

Applicant or Reporting Person (or Power of Attorney) (Signature or Seal)

(Phone Number :)

For the **KEB HANA BANK**

For the **Applicant**

Notification No:

[ ] The above notification is confirmed. [ ] The above is authorized. (Condition :)

KEB HANA BANK Seal

Year Month Day

5-09-0484(4-2) (2022.09 개정)
(보존년한 : 등록말소 다음연도부터 5년간 보관)

하나은행

Required Documents	1. A copy of a document certifying the nationality of the foreign investor intending to acquire stocks, etc. pursuant to Article 2 (1) 4 (a) of the Foreign Investment Promotion Act or contribute to a non-profit corporation under Article 2 (1) 4 items c or e of the same Act (Only necessary in case of first time foreign investments) 2. A copy of documents confirming the dispatch or appointment of executives pursuant to Article 2 (2) 2 of the Enforcement Decree of the Foreign Investment Promotion Act (Only necessary if Article 2 (2) 2 of the Enforcement Decree of the Foreign Investment Promotion Act applies) 3. A copy of a document certifying the relationship between transferees in the event that the stock is being transferred between two or more parties according to Article 2 (1) 4 (a) ii of the Foreign Investment Promotion Act 4. A copy of a document providing proof that the non-profit corporation meets all of the requirements of the items of Article 2 (6) of the Enforcement Decree of the Foreign Investment Promotion Act (Only necessary if Article 2 (1) 4 (c) of the Foreign Investment Promotion Act applies) 5. A copy of a document providing proof that the non-profit corporation falls under any of the items under Article 2 (8) of the Enforcement Decree of the Foreign Investment Promotion Act (Only necessary if Article 2 (1) 4 (e) of the Foreign Investment Promotion Act applies) 6. A copy of a document certifying the acquisition of stocks, etc. (Only necessary if each item of Article 5 (2) of the Foreign Investment Promotion Act applies) 7. A copy of a document certifying the monetary value of an intellectual property right issued by a technology evaluation authority as stipulated under Article 39 (2) of the Enforcement Decree of the Foreign Investment Promotion Act (Only necessary when investing in or contributing the objects of investment specified under Article 2 (1) 8 (d) of the Foreign Investment Promotion Act) 8. A copy of a document certifying the assets remaining after liquidation of a branch, office or corporation (Only necessary if investing in the objects of investment specified under Article 2 (1) 8 (e) of the Foreign Investment ₩ Promotion Act) 9. A copy of a document certifying the that the investment is a repayment of loans introduced under the Foreign Investment Promotion Act or other borrowings from overseas (Only necessary if investing in or contributing the objects of investment specified under Article 2 (1) 8 (f) of the Foreign Investment Promotion Act) 10. A copy of a document providing proof that the stocks in question fall under the stocks under the subparagraphs of Article 2 (11) of the Enforcement Decree of the Foreign Investment Promotion Act (Only necessary if investing in or contributing the objects of investment specified under Article 2 (1) 8 (g) of the Foreign Investment Promotion Act), a copy of a document certifying the valuation of stocks issued by a certified domestic organization where investing or contributing domestic unlisted stocks, and a copy of a stock purchase (sale) contract stipulating the terms and conditions of the exchange, including the value and rate of exchange of the existing stocks to be invested and acquired. 11. A copy of a document providing proof that the investor has duly registered all capital transactions involving the real estate to be invested or contributed, pursuant to Article 18 of the Foreign Exchange Transactions Act (Only necessary if the objects of investment specified under Article 2 (1) 8 (h) of the Foreign Investment Promotion Act are invested or contributed) 12. A copy of a document certifying the amount that is received through the sale of stocks, etc. or real estate (Only necessary if investing in or contributing the objects of investment specified under Article 2 (1) 8 (i) of the Foreign Investment Promotion Act and Article 2 (12) of the Enforcement Decree of the Act) 13. IF ⑨ ⑩ are both marked with [v], the additional documents to be submitted to determine the threat to national security shall include the information outlined below. Additional documents may be requested for a national security review if necessary. a. Information regarding the Foreign Investor 1) Internal regulations (articles of incorporation, etc.) stating the rights to control, determine, direct, or decide important matters affecting the Foreign Investor, ownership and control details of the Foreign Investor(including holding entities), such as identities and country of origin and percentage of investors or shareholders with structure diagrams. 2) Audited financial statements or, if unavailable, the latest financial records or unaudited financial statements of the applicant. 3) Business report (Description of business activities, manufacturing production, technologies, research personnel, including details and state of production and technologies, production processes, etc.) 4) Stakes owned by foreign governments (including sovereign funds or state-owned enterprises), details of direct or indirect rights possessed by foreign governments b. Information regarding the foreign-invested company(domestic company) 1) Internal regulations (articles of incorporation, etc.) including the rights to control, determine, direct, or decide ₩ important matters affecting the applicant, ownership and control details of the applicant(including holding entities), such as identities and country of origin as well as percentage of investors or shareholders with structure diagrams 2) Audited financial statements or, if unavailable, the latest financial records or unaudited financial statements of the applicant 3) Business report (Overview Description of business activities, size of the relevant market and the company's competitiveness, manufacturing production, technologies, research personnel, including brief description on the state of production and technologies, production process, etc.) 4) Documents to prove the production of defense materials pursuant to subparagraph 7 of Article of the Defense Acquisition Program Act, production of goods subject to approval under Article 19 of the Foreign Trade Act, existence of contracts that are nationally confidential pursuant to Article 4 (1) 2 of the National Intelligence Service Korea Act, possession of national core technology pursuant to subparagraph 2 of Article 2 of the Act on Prevention of Divulgence and Protection of Industrial Technology. c. Investment details 1) Agreement or Plan of Merger or Acquisition, details of post-implementation structural changes, including governance structure, scope and details of rights acquired by foreign investor),description of the source of fund(including debt) and its supporting documents 2) Conditions and means of transferring technologies, goods, services, etc. pursuant to the Agreement or Plan, description of technology protection measures and cybersecurity measures d. Other documents deemed necessary by the entrusted or designated agency receiving reports regarding national security threats related to foreign investment.	Processing Fee Exempt

Notice

This notification (or authorization) does not confirm the arrival of foreign investment funds. When any authorization, approval or notification is required by another law, the applicant must meet the requirements prescribed under that law. Regarding notifications or applications, applicants may be disadvantaged under the Foreign Investment Promotion Act if they fail to submit required documents, submit false documents or omission/errors are found in the submitted documents.

Procedure

Notification	→	Submission	→	Review and Confirmation	→	Issuance of Certification	→	Receipt
Applicant		Delegated Authority		Delegated Authority		Delegated Authority		Applicant

Instructions

①~③ A 'Foreign Investor' is a foreign citizen (individual or corporation) who intends to acquire stocks, etc. in accordance with the Foreign Investment Promotion Act. Please write the foreign investor's name and address in English. If there are multiple foreign investors, please fill out the details of all investors. In the case of international economic cooperative organizations under Article 2 (1) of the Enforcement Decree of the Foreign Investment Promotion Act, leave 'Nationality' blank.

Instructions

④ · ⑤ Please write the name of the company in which the foreign investor intends to invest (or contribute) (including the company currently being established) or the name of the domestic company whose stocks, etc, will be purchased. In addition, provide the business registration number of the company's headquarters (if the company is currently being established, just write N.A.).

⑥ Please specify the address of both the headquarters and the main factory (or main place of business). If the company is in the manufacturing business, the applicant must provide the address of the main factory. If the company is in a business other than manufacturing, please specify the main place of business (or research center). In addition, specify the address of the location of investment if the investor acquires newly issued stocks or shares. Please specify the "Road Name" or "Name of Town(Eup, Myun, Dong)"of the specific location of investment. (If there is no specific location of investment, just write the address of the headquarters.)

⑦ Please specify the intended business of the foreign-invested company (or the current business of the company issuing the stocks, etc.). If there are multiple businesses, please list the main businesses up to a maximum of four.

⑧ Please write in Korean won the total par value of all stocks, etc. in the foreign-invested company (or the total amount he or she has contributed), both before and after the foreign investment in Korean won up to the last digit. If the paid-in capital of the company issuing stocks does not match the total par value of all stocks (number of shares x par value per share (stock)), write down the latter and additionally record the former.

⑨ · ⑩ Please mark only when the selected item for ⑪(type of investment) is 'Establishing corporation (outstanding)'

⑨ Acquisition of Managerial Control' refers to any of the following cases listed below. Where it satisfies any of the followings, please mark [v].

1. Where a foreigner intends to acquire a company (including in cases where he/she intends to establish a new corporation by separating a specific part of business of a company; the same shall apply in this Article) through the trade of stocks, etc., an exchange or merger between companies, exercise of security rights, receipt of payment in kind, or any other method and he/she intends to own solely or jointly at least 50/100 of the stocks, etc. of the company with any of the following persons (including in cases where a foreigner becomes the largest holder of stocks, etc. with less than 50/100 thereof and is able to exercise dominance over the appointment of directors or management of the company whether directly or through a related party):
   (a) The spouse and lineal ascendants and descendants (including lineal ascendants and descendants of the spouse) of the relevant foreigner;
   (b) A foreign corporation, at least 50/100 of the total number of issued stocks or the total amount invested which is owned by the relevant foreigner jointly with the persons in a relationship prescribed in items (a) or (c) or under their de facto dominance;
   (c) The relevant foreigner and an employee of a person prescribed in item (b) or (d) (In the case of a corporation, this refers to an executive, a commercial employee or an employee under an employment contract, and in the case of an individual, this refers to a person who earns a living through the money or property of an individual);
   (d) A foreign corporation which owns at least 50/100 of the total number of issued stocks or the total invested amount jointly with the corporation prescribed in item (b), the relevant foreigner and persons prescribed in items (a) and (c);
   (e) A foreigner who has agreed, by means of an agreement, contract, etc., to acquire or dispose of stocks, etc. or exercise voting rights (including the authority to direct the exercise of the voting rights) jointly with the relevant foreigner;
2. Where a foreigner intends to take over or lease all or a major part of the business of a company or operate de facto the relevant company by being entrusted with the management of the company, whether solely or jointly with a related party. In ⑩ 'Whether domestic company to be invested in falls under Article 5 (1) 2 of the Enforcement Decree of the Foreign Investment Promotion Act', mark [v] where the company: produces defense materials under the Defense Acquisition Program Act, produces strategic items pursuant to the Foreign Trade Act, possesses confidential national contract pursuant to the National Intelligence Service Korea Act, possesses national core technology pursuant to the Act on Prevention of Divulgence and Protection of Industrial Technology.

⑪ Select one item for main 'type of investment"

- Establishing corporation (newly issued): A foreign investor participates in the establishment or capital increase of a domestic corporation
- Establishing corporation (outstanding): A foreign investor acquires outstanding stocks or shares of a domestic corporation
- Establishing private enterprise: A foreign investor invests in an unincorporated private enterprise
- Contribution to non-profit corporation: A foreign investor participates in a contribution to a non-profit corporation.

⑫ Select one item for main 'investment purpose'

- Establishment/expansion of a factory: A foreign-invested company in the manufacturing business(or a company that operates both manufacturing and non-manufacturing businesses) will use foreign investment funds for the capital investment or operation of a business.
- Establishment/expansion of a place of business: A foreign-invested company in a non-manufacturing business will use foreign investment funds to operate or expand its non-manufacturing business.
- Merger or Acquisition of a foreign-invested company: Intending to acquire the stakes or equivalents of an investment recipient company (the company the foreign investor intends to invest in (or contribute to) stipulated in ④) with foreign investment funds to secure managerial rights
- Merger or Acquisition of another company: Intending to acquire the stakes or equivalents of a company other than one that is a recipient of investment with foreign investment funds to secure managerial rights In ⑬ Seller of Stocks, etc. (individual or corporation), fill in only when the foreign investor makes a foreign investment through the acquisition of existing stocks, etc. State the trade name or name in Korean (or English), and if there are two or more sellers, state the primary seller in terms of size of sale and the total number of sellers (e.g. Hong Kil-dong and 2 additional persons). In ⑭, write down the acquisition price of each object of investment (or contribution) classified by type of object of investment (or contribution). In the case of stocks, real estate, industrial property rights, etc., check [v] where relevant and write down the acquisition amount in 'Other'.

※ Note: Among the objects of investment, bonds only refer to investment in the types of borrowings pursuant to Article 2 (1) 8 (f) of the Foreign Investment Promotion Act or bonds equivalent to the amount of redemption of overseas borrowings.

In ⑮, write down the total value of the investment (or contribution) by the foreign investor in Korean won and the equivalent amount in USD (for USD, the currency exchange rate at the time of investment notification shall apply). If there are two or more foreign investors, write down the amount for each investor.

In ⑯, provide all relevant information about the stocks or shares that will be acquired by the foreign investor specified in ① (except when investing in non-profit corporations). The total acquisition price must be consistent with the acquisition price specified in ⑮. Foreign currency must be converted into Korean won. If there are multiple foreign investors, specify the necessary information for each investor.

In ⑰, write down the amount and percentage ratio of foreign investment of the foreign investor ① in the foreign-invested company (or issuer or stocks, etc.) ④. In 'Total Acquisition Price', write down the sum of the existing acquisition amount invested by the foreign investor in ① and the par value of all stocks in ⑯. Please express as a percentage the total value of all stocks, etc. owned by the foreign investor in ① (or the percentage of the foreign investor's contribution) relative to the total value of all stocks, etc. of the company (or total contributions). If there are multiple foreign investors, specify the relevant information for each investor.

⑱ Please specify the number of full-time jobs expected to be created by the investment.

In⑲ , write down the reason for the acquisition of stocks, etc. where Articles 5 (2) 2 through 6 of the Foreign Investment Promotion Act apply.

※ Note: Attach separate pieces of paper if necessary.