22nd Annual Shareholders' Meeting

Agenda Item for FY 2023 Annual General Meeting of Shareholders

LG Electronics Inc.



22nd Annual Shareholders' Meeting and Agenda Items for Approval

□ Date and location

• Date : AM 9:00 March 26th (Tuesday), 2024

• Location : Connect Hall (B1), East Wing of LG Twin Towers

☐ Agenda Items for Approval (February 21st Resolution of Board of Directors)

Agenda 1 : Approval of Proposed FY 2023 Financial Statements	- Dividend per share : Common Stock 800 KRW, Preferred Stock 850 KRW
Agenda 2 : Approval of Amendment of Article of Incorporation	- To reflect the legislative revisions and improvements related to dividend record date, equal dividend, closing of shareholder register, relaxation of resolution requirements for the appointment of audit committee members.
Agenda 3 : Appointment of Directors	- Inside Director : Chang-Tae, Kim (New appointment)
Agenda 4 : Appointment of Outside Director as Audit Committee Member	- Outside Director : Soo-Jin, Kang (Re-appointment)
Agenda 5 : Approval of Compensation Limit for Directors	- Compensation Limit 8.0 Billion KRW (Previous Year : 9.0 Billion KRW)

Consolidated Statements of Income

Year Ended December 31, 2023 and 2022

	2022	2023	YoY
Net sales	83,467	84,228	761
Cost of Sales	63,231	64,425	
Gross profit	20,236	19,803	Δ433
(%)	24.2%	23.5%	0.7%p↓
Selling & Admin Expense	16,685	16,254	Δ431
Operating Income	3,551	3,549	Δ2
(%)	4.3%	4.2%	0.1%p↓
Financial expenses	Δ194	Δ140	
Gain(Loss) on equity method investment	Δ1,168	Δ1,045	
Other non-operating expenses	351	Δ494	
Net Income before tax	2,540	1,870	Δ670
Income tax	532	720	
Profit(loss) for the period from continuing operations	2,008	1,150	Δ858
Profit (loss) for the period from discontinued operations	Δ144	1	145
Net Income	1,863	1,151	Δ712
Earnings per share for profit attributable to the ordinary equity holders of the Parent Company (in KRW)	6,640	3,954	

Consolidated Statements of Comprehensive Income

Year Ended December 31, 2023 and 2022

	2022	2023	YoY
Profit for the year	1,863	1,151	Δ712
Other comprehensive income(loss), net of tax Items that will not be reclassified subsequently to profit or loss			
Actuarial profit(loss) on defined benefit liability	325	Δ257	
Shares of actuarial profit(loss) of associates	48	18	
Financial assets at fair value through other comprehensive income	Δ24	Δ2	
Items that will be reclassified subsequently to profit or loss			
Currency translation differences	322	369	
Cash flow hedges	101	Δ58	
Other comprehensive loss from associates and JV	Δ25	25	
Total comprehensive income for the year, net of tax	2,610	1,245	Δ1,365
Comprehensive income(loss) for the year, net of tax, attributable to			
Equity holders of the Parent Company	1,911	818	
Non-controlling interest	698	427	

Consolidated Statements of Financial Position

December 31, 2023 and 2022

(in billions of KRW)	2023 Beginning	2023 Ending	YoY
Assets			
Current assets	27,488	30,341	2,853
Cash and cash equivalents	6,322	8,488	
Trade receivables	8,217	9,265	
Inventories	9,389	9,125	
Other current assets	3,561	3,463	
Non-current assets	27,668	29,900	2,232
Investments in associates and joint ventures	3,964	3,005	
Tangible/intangible assets	18,287	19,686	
Other non-current assets	5,418	7,209	
	55,156	60,241	5,085
Liabilities			
Trade payables	8,212	9,427	
Borrowings	11,045	13,321	
Lease liabilities	1,096	1,193	
Provisions	1,769	1,377	
Other liabilities	10,541	11,424	
	32,664	36,742	4,078
Equity			
Paid in capital	3,992	3,992	
Retained earnings	15,834	16,201	
Accumulated other comprehensive loss	Δ750	Δ421	
Other components of equity	Δ85	Δ108	
Non controlling interest	3,500	3,834	
- -	22,492	23,499	1,007
Debt ratio	145.2%	156.4%	11.2%p↑

Consolidated Statements of Changes in Equity Year Ended December 31, 2023 and 2022

(in billions of KRW) 2022	Owners equity	Non controlling interest	Total
Balance at the beginning of year	17,231	2,867	20,098
Changes in Equity			
Retained earnings	1,400	604	2,004
Accumulated other comprehensive income	357	16	374
Others	4	12	16
	1,762	633	2,394
Balance at the end of year	18,992	3,500	22,492
2023			
Balance at the beginning of year	18,992	3,500	22,492
Changes in Equity			
Retained earnings	367	304	671
Accumulated other comprehensive income	329	9	338
Others	Δ23	21	Δ2
	673	334	1,007
Balance at the end of year	19,665	3,834	23,499

Consolidated Statements of Cash Flows

Year Ended December 31, 2023 and 2022

	2022	2023
Cash flows from operating activities		
Cash generated from operations	4,343	7,052
Interest received	187	424
Dividends received	103	13
Interest paid	Δ375	Δ560
Income tax paid	Δ1,151	Δ1,015
	3,108	5,914
Cash flows from investing activities		
Increase in tangible/intangible assets	Δ3,753	Δ4,138
Others	525	Δ1,152
	Δ3,228	Δ5,290
Cash flows from financing activities		
Decrease in borrowings	1,004	2,041
Repayments of lease liabilities	Δ331	Δ361
Increase in non-controlling interests	15	64
Dividends paid	Δ240	Δ241
	448	1,503
Exchange losses on cash and cash equivalents	Δ116	38
Net increase in cash and cash equivalents	213	2,165
·		ŕ
Cash and cash equivalents at the beginning of year	6,052	6,322
Cash and cash equivalents reclassified to assets held for sale	58	-
Cash and cash equivalents at the end of year	6,322	8,488

Separate Statements of Income Year Ended December 31, 2023 and 2022

	2022	2023	YoY
Net sales	27,792	28,868	1,076
Cost of Sales	20,435	21,159	
Gross profit	7,357	7,709	352
(%)	26.5%	26.7%	0.2%p↑
Selling & Admin Expense	7,246	7,133	
Operating Income	111	577	466
(%)	0.4%	2.0%	1.6%p↑
Financial expenses	Δ195	Δ218	
Other non-operating expenses	1,116	846	
Net Income before tax	1,032	1,204	
Income tax	8	200	
Profit (loss) for the period from continuing operations	1,023	1,004	
Profit (loss) for the period from discontinued operations	Δ168	0	
Net Income	855	1,004	149
Earnings per share for profit attributable to the ordinary equity holders of the Parent Company(in KRW)	4,743	5,571	

Separate Statements of Comprehensive Income

Year Ended December 31, 2023 and 2022

	2022	2023	YoY
Profit for the year	855	1,004	149
Other comprehensive income(loss),net of tax Items that will not be reclassified subsequently to profit or loss:			
Actuarial loss on defined benefit liability	250	Δ202	
Financial assets at fair value through other comprehensive income	Δ23	1	
Items that will be reclassified subsequently to profit or loss			
Cash flow hedges	71	Δ50	
	298	Δ251	Δ549
Total comprehensive income for the year, net of tax	1,153	753	Δ400

Separate Statements of Financial Position

(in billions of KRW)	2022 Ending	2023 Ending	YoY
Assets			
Current assets	9,120	10,758	1,638
Cash and cash equivalents	1,942	2,350	
Trade receivables	3,972	5,393	
Inventories	1,523	1,370	
Other current assets	1,683	1,646	
Non-current assets	19,593	20,990	1,397
Investments in associates and joint ventures	9,005	8,391	
Tangible/intangible assets	7,723	8,128	
Other non-current assets	2,866	4,471	
	28,713	31,748	3,035
Liabilities			
Trade payables	5,428	5,809	
Borrowings	7,546	9,225	
Lease liabilities	117	156	
Provisions	1,147	681	
Other liabilities	4,586	5,362	
	18,824	21,232	2,408
Equity			
Paid in capital	3,992	3,992	
Retained earnings	5,891	6,566	
Accumulated other comprehensive loss	39	Δ10	
Other components of equity	Δ33	Δ33	
	9,889	10,516	627
Debt ratio	190.4%	201.9%	11.5%p↑

Separate Statements of Changes in Equity Year Ended December 31, 2023 and 2022

2022	Total
Balance at the beginning of year	8,890
Changes in Equity	
Retained earnings	1,105
Dividends	Δ154
Accumulated other comprehensive income	48
	999
Balance at the end of year	9,889
2023	
Balance at the beginning of year	9,889
Changes in Equity	
Retained earnings	802
Dividends	Δ127
Accumulated other comprehensive income	Δ49
'	627
Balance at the end of year	10,516

Separate Statements of Cash Flows

Year Ended December 31, 2023 and 2022

	2022	2023
Cash flows from operating activities		
Cash generated from operations	76	Δ29
Interest received	36	124
Dividends received	714	1,788
Interest paid	Δ221	Δ294
Income tax paid	Δ221	Δ282
	383	1,308
Cash flows from investing activities		
Increase in tangible/intangible assets	Δ1,021	Δ1,215
Others	934	Δ1,085
	Δ87	Δ2,300
Cash flows from financing activities		
Decrease in borrowings	Δ122	1,611
Repayments of lease liabilities	Δ82	Δ74
Dividends paid	Δ154	Δ127
	Δ358	1,410
Exchange losses on cash and cash equivalents	Δ9	Δ10
Net increase in cash and cash equivalents	Δ71	408
Cash and cash equivalents at the beginning of year	2,012	1,942
Cash and cash equivalents at the end of year	1,942	2,350

Statements of Appropriation of Retained Earnings

Year Ended December 31, 2023 and 2022

	2022	2023
Unappropriated retained earnings(deficit)		
Retained earnings carried forward	0.1	0.1
Remeasurements of the net defined benefit liability	250	Δ202
Profit(loss) for the year	855	1,004
	1,105	802
Fransfer from voluntary reserve		
Reserve for research and human resource development	4,540	5,504
Total	5,644	6,307
Appropriations of retained earnings		
Earned surplus reserve	13	14
Reserve for research and human resource development	5,504	6,147
Dividends	127	145
	5,644	6,307
Unappropriated Retained Earnings	0.1	0.1

Agenda 2 : Approval of Amendment of Article of Incorporation

Pursuant to Article 433 of the Commercial Act and Article 14 of the Regulations of the Board of Directors, Approval of Amendment of Article of Incorporation is submitted as an Agenda Item for Shareholder's Meeting.

1. Background

• To reflect the legislative revisions and improvements related to dividend record date, equal dividend, closing of shareholder register, relaxation of resolution requirements for the appointment of audit committee members.

2. Major Amendments

Item	Amendments
Dividend Record Date	The current Article of Incorporation, which sets the dividend record date as the last day of December, is amended to allow the Board of Directors to determine the dividend record date.
Equal Dividend	The current Article of Incorporation, which sets the dividend record date for new shares as the last day of December of the previous fiscal year, is amended so that all kinds of outstanding shares (regardless of whether they are new or old shares) are equally distributed.
Closing of Shareholder Register	 A clause related to suspension of entries in the register of shareholders is deleted to reflect the changes following the introduction of Electronic Registration of Stocks And Bonds.
Resolution Requirement for the Appointment of Audit Committee Members	■ A clause is added in order to incorporate the 2020 Amendment to the Commercial Act, which exempts companies that have introduced electronic voting from ¼ quorum requirement when electing an audit committee member.

3. Item for Approval

Current Article of Incorporation and Amendment Proposal Comparison

Agenda 2 : Approval of Amendment of Articles of Incorporation

Current Articles of Incorporation and Amendment Proposal Comparison

Current	Amendment Proposal	Remark
Article 11. (Record Date for Calculating the Dividend for New Shares) Where the Company issues new shares for a capital increase by a rights or bonus issued by share dividends, such new shares shall be deemed, for the purpose of paying dividends for such shares, to be issued at the end of the fiscal year immediately preceding the fiscal year during which the new shares were issued; provided, however, that dividends payable on redeemable preferred shares may be calculated only on the basis of the actual number of days such shares were outstanding in any given fiscal year.	shares (including converted shares) as of the dividend record date,	Paragraph 3 of the Commercial Act and the 2024 amendment to Article 44 of Articles of Incorporation (The Company shall distribute dividends equally to all kinds of outstanding
Article 13. (Issuance of Convertible Bonds) 1. ~ 4. (Omitted) 5. For the purpose of distributing dividends or interest on the shares issued upon conversion of convertible bonds as provided in paragraph 1 of this Article, conversion shall be deemed to have been effected on the last day of the fiscal year immediately preceding the fiscal year in which such request for conversion was made.	·	
Article 14. (Issuance of Bonds with Warrants) 1. ~ 4. (Omitted) 5. For the purpose of distributing dividends or interest on the shares issued upon the exercise of the warrants as set forth in paragraph 1 of this Article, the shares shall be deemed to have been issued on the last day of the fiscal year immediately preceding the fiscal year in which payment for the new shares was effected.	Article 14. (Issuance of Bonds with Warrants) 1. ~ 4. (Same as current) 5. (Deleted)	
Article 21. (Closing of Shareholder Register) 1. The Company may suspend entries in the register of shareholders regarding any changes in the rights of shareholders from the day immediately following the last day of each fiscal year to January 31 of the following fiscal year. 2. The Company shall cause the shareholders listed in the final register of shareholders as of the last day of each fiscal year to exercise their rights at the general meeting of shareholders for the settlement of accounts for that fiscal year. 3. The Company may close the register of shareholders for a specified period of time not exceeding three (3) months or designate a record date for the closing of the register of shareholders in order to determine the shareholders who may exercise their rights at the general meeting of shareholders, when convening an extraordinary general meeting of shareholders or as otherwise necessary, by a resolution of the Board of Directors, and in the event the Board of Directors deems it necessary, the Company may close the register of shareholders and at the same time designate a record date. In such case, the Company shall provide a public notice at least two (2) weeks before the close of the register of shareholders and/or the designation of the record date.	2> 1. The Company shall cause the shareholders listed in the final register of shareholders as of the last day of each fiscal year to exercise their rights at the general meeting of shareholders for the settlement of accounts for that fiscal year. 3> 2. The Company may, at the convening of an extraordinary general meeting or at any other necessary time, designate shareholders listed in the shareholder register on the date determined by a resolution of the board of directors as shareholders entitled to exercise their rights, and the Company shall make public notification of the contents thereof at least two weeks prior	Bonds according to the 2019 Enactment of Enforcement Decree Of The Act On Electronic Registration Of Stocks And

Agenda 2 : Approval of Amendment of Articles of Incorporation

Current Articles of Incorporation and Amendment Proposal Comparison

Current	Amendment Proposal	Remark
Article 38. (Audit Committee) 1. The Company shall have the Audit Committee consisting of three (3) or more directors in lieu of the statutory auditor; provided, that the outside directors shall constitute two-thirds (2/3) or more of the members of the Audit Committee. 2. Members of the Audit Committee shall be appointed from the directors appointed at a general meeting of shareholders; provided that, one member of the Audit Committee shall be elected as a director who will also take the role of an Audit Committee member by a resolution of the general meeting of shareholders, separately from other directors. 3. When electing or dismissing a member of the Audit Committee, any shareholder (in the case of the largest shareholder, combine the shares of specially related persons and other persons determined by the Enforcement Decree of the Korean Commercial Code when electing or dismissing a member of the Audit Committee who is not an outside director) holding shares in excess of three one hundredths (3/100) of the total issued and outstanding shares of the Company, excluding the shares without voting rights, shall not exercise the voting rights with respect to the shares in excess of such ratio. 4. The Audit Committee shall by its resolution select a person or persons to represent the Audit Committee; provided that the chairman of the Audit Committee shall be an outside director. 5. (New)	5. The appointment of audit committee members shall be decided by a majority vote of the attending shareholders; provided however that it shall constitute at least one-fourth of the total issued shares. However, in cases where electronic means are allowed for exercising voting rights in accordance with Article 368-4, Paragraph 1 of the Commercial Act, the appointment of audit committee members may be resolved by a majority vote of the attending shareholders	appoint an auditor/audit committee member
Article 44. (Dividends) 1. Dividends shall be paid to the shareholders or pledgees who are registered on the register of shareholders as of the last day of each fiscal year. 2. Dividends payable pursuant to paragraph 1 of this Article may be paid in cash or in shares. Provided, that if distributions of profits shall be made in shares and the Company shall issue different classes of shares, such profits may be paid by different kinds of shares by a resolution of a general meeting of shareholders. 3. (Omitted)	2> 1. Dividends payable may be paid in cash or in shares. Provided, that if distributions of profits shall be made in shares and the Company shall issue different classes of shares, such	Reflecting streamlined regulations and statutory interpretation on a dividend record date (2020 amendment to the Commercial Act and 2023 statutory interpretation by Ministry of justice
Article 45. (Interim Dividends) 1. ~ 2. (Omitted) 3. If the Company issues new shares (including those shares issued by way of rights issue, bonus issue, share dividends, request of conversion of convertible shares or convertible bonds, exercise of the bonds with warrants, or exercise of the stock options) prior to the date set forth in paragraph 1 above but after the commencement date of the fiscal year concerned, the new shares shall be deemed to have been issued at the end of the fiscal year immediately prior to the fiscal year concerned for the purpose of interim dividends; provided, that for redeemable preferred shares, the dividend payment may be made on a day-count basis based on the term of the redeemable preferred shares.		Reflecting the 2020 amendment to Article 350 Paragraph 3 of the Commercial Act and the 202 amendment to Article 44 of Articles of Incorporation (The Company shall distribute dividends equally to all kinds of outstanding shares as of the dividend record date)
(New)	[Addenda] (2024. 3. 26.) This Articles of Incorporation shall be effective on and after March 26, 2024.	Effective date of the 2024 amendment to Articles of Incorporation

Agenda 3 : Appointment of Directors

1. Background

 Appointment of Directors has been set in accordance with Article 382 of the Korean Commercial Code and Article 28 of the Articles of Incorporation.

2. Item for Approval

Appointment of Chang Tae Kim as an Inside Director

Items	Name	Year of Birth	Career	Terms	Notes
Inside Director	Chang Tae Kim	1967	 (Present) CFO & CRO, LG Electronics (Former) CFO, LG Innotek (Former) Audit Division Leader, LG Management Development Institute (Former) Corporate Business Audit Division Leader/Finance and Management Department Leader, LG Innotek (Former) Corporate Audit TFT/Finance and Management Team, LG 	3 Years	New Appointment

Agenda 3 : Appointment of Directors

1. Profile



Name: Chang Tae Kim

• Title: CFO & CRO, Executive Vice President at LG Electronics

• Year of Birth: 1967

2. Career

- 1995 Management Planning Team, LG Electronics
- 2003 Corporate Audit TFT, LG
- 2007 Finance and Management Department Leader, LG Innotek
- 2011 Business Planning Division Leader of Display Network, LG Innotek
- 2014 Vice President, Corporate Business Audit Division Leader, LG Innotek
- 2016 Vice President, Audit Division Leader, LG Management Development Institute
- 2019 CFO, Vice President/Senior Vice President at LG Innotek
- 2024 (Present) CFO & CRO, Executive Vice President at LG Electronics

Agenda 4 : Appointment of Outside Director as Audit Committee Member

1. Background

 Appoint an outside director as a Audit Committee Member in accordance with Article 542-12 of the Korean Commercial Code and Article 28 of the Articles of Incorporation

2. Item for Approval

Appointment of Soo Jin Kang for an Outside Director as Audit Committee Member

Items	Name	Year of Birth	Career	Terms	Notes
Outside Director	Soo Jin Kang	1971	 (Present) Professor, Korea University School of Law (Present) Member of Sentencing commission (Former) Attorneys at Law, Yulchon LLC/Logos Law LLC (Former) Director of Litigation office, Korea Fair Trade Commission (Former) Public prosecutor, Seoul Central District Prosecutor's Office Daejeon District Prosecutor's Office Seongnam Branch, Suwon District Prosecutor's Office 	3 Years	Re- Appointment

Agenda 4 : Appointment of Outside Director as Audit Committee Member

1. Profile



• Name : Soo Jin Kang

• Title: Professor, Korea University School of Law

• Year of Birth: 1971

2. Career

- 1992 Admitted to the bar, Korea
- 1995 Public prosecutor, Seoul Central District Prosecutor's Office
- 1997 Public prosecutor, Seongnam Branch, Suwon District Prosecutor's Office
- 2001 Public prosecutor, Daejeon District Prosecutor's Office
- 2005 Attorney, Logos Law LLC
- 2009 Director of Litigation office, Korea Fair Trade Commission
- 2010 Partner, Yulchon LLC, Attorneys at Law
- 2011 (Present) Professor, Korea University School of Law
- 2011 (Present) Member of Sentencing commission

Agenda 5 : Approval of Compensation Limit for Directors

1. Background

To set the compensation limit for Directors in accordance with Article 388 of the Korean Commercial Code and Article 39 of the Articles
of Incorporation

2. Item for Approval

- 2024 compensation limit: 8.0 billion KRW (2023 : 9.0 billion)
- Compensation of directors: Fixed annual income (basic income + income based on role) and bonus

ltom	2023		2024 Plan	Notes	
Item	Approved Limit	Actual Payroll	2024 Plan	Notes	
Compensation Limit	9.0 billion KRW	3.55billion KRW	8.0 billion KRW	To enhance the transparency of compensation for directors,	
Number of Directors	7 Directors		7 Directors	suggest a compensation limit for directors base on management performance & compensation for directors	

3. References

- For directors, excluding external directors, compensation is calculated and paid based on both quantitative and qualitative indicators. Quantitative indicators include objective achievements such as the company's financial performance and the attainment of management goals. Qualitative indicators consider the enhancement of a growth-focused portfolio, the concretization of future growth engines and the acquisition of leading technologies, and the acceleration of innovation through Digital Transformation (DX).
- The compensation limit for directors for the 23rd term has been set at 8 billion won, a reduction of 1 billion won from the previous year, taking into account the volatility in the company's performance due to an unstable management environment and the potential variability in the actual payment amounts of director compensation. This decision was made through an objective and transparent review by the board of directors.