# 23rd Annual Shareholders' Meeting

# Agenda Item for FY 2024 Annual General Meeting of Shareholders

March 2025 LG Electronics Inc.



# 23rd Annual Shareholders' Meeting and Agenda Items for Approval

#### **□** Date and Venue

• Date : AM 9:00 March 25th (Tuesday), 2025

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

## ☐ Agenda Items for Approval (February 18th Resolution of Board of Directors)

Agenda 1 : Approval of Proposed FY 2024 Financial Statements	- Year-end dividend per share : Common Stock 500 KRW, Preferred Stock 550 KRW (Total dividend per share including FY 2024 interim dividend : Common Stock 1,000 KRW, Preferred Stock 1,050 KRW)
Agenda 2 : Approval of Amendment of Article of Incorporation	- Amending the Articles of Incorporation regarding the record date of interim dividends.
Agenda 3 : Appointment of Directors	<ul> <li>- 3-1 : Non-Independent Non-Executive Director : Bong-Seok Kwon (Re-appointment)</li> <li>- 3-2 : Inside Director : Joo-Wan Cho (Re-appointment)</li> <li>- 3-3 : Outside Director : Choong-Yuel Yoo (Re-appointment)</li> <li>- 3-4 : Outside Director : Sung-Choon Kang (New appointment)</li> </ul>
Agenda 4 : Appointment of Audit Committee Member	- 4-1. Audit Committee Member : Choong-Yuel Yoo (Re-appointment) - 4-2. Audit Committee Member : Sung-Choon Kang (New appointment)
Agenda 5 : Approval of Compensation Limit for Directors	- Compensation Limit 8.0 Billion KRW (Previous Year : 8.0 Billion KRW)

#### **Consolidated Statements of Income**

Year Ended December 31, 2024 and 2023

	2023	2024	YoY
Net sales	82,263	87,728	5,465
Cost of Sales	62,461	66,349	
Gross profit	19,801	21,379	1,578
(%)	24.1%	24.4%	0.3%p↑
Selling & Admin Expense	16,148	17,960	1,812
Operating Income	3,653	3,420	Δ233
(%)	4.4%	3.9%	0.5%p↓
Financial expenses	Δ102	35	
Gain(Loss) on equity method investment	Δ1,045	Δ992	
Other non-operating expenses	Δ492	Δ1,127	
Net Income before tax	2,015	1,336	Δ679
Income tax	757	463	
Profit(loss) for the period from continuing operations	1,258	873	Δ385
Profit (loss) for the period from discontinued operations	Δ107	Δ282	Δ175
Net Income	1,151	591	Δ560
Earnings per share for profit attributable to the ordinary equity holders of the Parent Company (in KRW)	3,954	2,036	

#### **Consolidated Statements of Comprehensive Income**

Year Ended December 31, 2024 and 2023

	2023	2024	YoY
Profit for the year	1,151	591	Δ560
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	Δ257	114	
Shares of actuarial profit(loss) of associates	18	Δ49	
Financial assets at fair value through other comprehensive income	Δ2	1	
Items that will be reclassified subsequently to profit or loss			
Currency translation differences	369	1,159	
Cash flow hedges	Δ58	Δ17	
Other comprehensive loss from associates and JV	25	268	
Total comprehensive income for the year, net of tax	1,245	2,068	823
Comprehensive income(loss) for the year, net of tax, attributable to			
Equity holders of the Parent Company	818	1,620	
Non-controlling interest	427	448	

# **Consolidated Statements of Financial Position**

December 31, 2024 and 2023

(in billions of KRW)	2024 Beginning	2024 Ending	YoY
Assets			
Current assets	30,341	33,924	3,583
Cash and cash equivalents	8,488	7,573	
Trade receivables	9,265	10,536	
Inventories	9,125	10,729	
Other current assets	3,463	5,086	
Non-current assets	29,900	31,706	1,806
Investments in associates and joint ventures	3,005	2,776	
Tangible/intangible assets	19,686	20,594	
Other non-current assets	7,209	8,337	
	60,241	65,630	5,389
Liabilities			
Trade payables	9,427	9,885	
Borrowings	13,321	13,983	
Lease liabilities	1,193	1,260	
Provisions	1,377	1,760	
Other liabilities	11,424	13,531	
	36,742	40,418	3,676
Equity			
Paid in capital	3,992	3,992	
Retained earnings	16,201	16,353	
Accumulated other comprehensive loss	Δ421	813	
Other components of equity	Δ108	Δ163	
Non controlling interest	3,834	4,217	
, and the second	23,499	25,212	1,713
Debt ratio	156.4%	160.3%	3.9%p↑
A 123			

#### **Consolidated Statements of Changes in Equity**

(in billions of KRW)	Owners	Non controlling	Total
2023	equity equity	interest	Total
Balance at the beginning of year	18,992	3,500	22,492
Changes in Equity			
Retained earnings	367	304	67′
Accumulated other comprehensive income	329	9	338
Others	Δ23	21	Δ
	673	334	1,00
Balance at the end of year	19,665	3,834	23,49
2024			
Balance at the beginning of year	19,665	3,834	23,49
Changes in Equity			
Retained earnings	151	182	33
Accumulated other comprehensive income	1,233	185	1,41
Others	Δ55	17	Δ3
	1,330	383	1,71

#### **Consolidated Statements of Cash Flows**

Year Ended December 31, 2024 and 2023

	2023	2024
Cash flows from operating activities		
Cash generated from operations	7,052	4,935
Interest received	424	488
Dividends received	13	23
Interest paid	Δ560	Δ623
Income tax paid	Δ1,015	Δ980
	5,914	3,843
Cash flows from investing activities		
Increase in tangible/intangible assets	Δ4,138	Δ3,668
Others	Δ1,152	Δ544
	Δ5,290	Δ4,212
Cash flows from financing activities		
Decrease in borrowings	2,041	216
Repayments of lease liabilities	Δ361	Δ380
Dividends paid, Etc.	Δ177	Δ541
	1,503	Δ705
Exchange losses on cash and cash equivalents	38	159
Net increase in cash and cash equivalents	2,165	Δ915
Cash and cash equivalents at the beginning of year	6,322	8,488
Cash and cash equivalents reclassified to assets held for sale	•	
Cash and cash equivalents at the end of year	8,488	7,573

# <u>Separate Statements of Income</u> Year Ended December 31, 2024 and 2023

	2023	2024	YoY
Net sales	28,868	30,763	1,895
Cost of Sales	21,157	22,360	
Gross profit	7,712	8,403	691
(%)	26.7%	27.3%	0.6%p↑
Selling & Admin Expense	7,025	7,844	
Operating Income	687	559	Δ128
(%)	2.4%	1.8%	0.6%p↓
Financial expenses	Δ178	Δ48	
Other non-operating expenses	852	598	
Net Income before tax	1,361	1,109	
Income tax	240	Δ312	
Profit (loss) for the period from continuing operations	1,121	1,421	
Profit (loss) for the period from discontinued operations	Δ117	Δ284	
Net Income	1,004	1,137	133
Earnings per share for profit attributable to the ordinary equity holders of the Parent Company(in KRW)	5,577	6,309	

#### **Separate Statements of Comprehensive Income**

Year Ended December 31, 2024 and 2023

	2023	2024	YoY
Profit for the year	1,004	1,137	133
Other comprehensive income(loss),net of tax Items that will not be reclassified subsequently to profit or loss :			
Actuarial loss on defined benefit liability	Δ202	71	
Financial assets at fair value through other comprehensive income	1	1	
Items that will be reclassified subsequently to profit or loss			
Cash flow hedges	Δ50	Δ12	
	Δ251	60	311
Total comprehensive income for the year, net of tax	753	1,197	444

#### **Separate Statements of Financial Position**

December 31, 2024 and 2023

(in billions of KRW)	2023 Ending	2024 Ending	YoY
Assets			
Current assets	10,758	11,937	1,179
Cash and cash equivalents	2,350	1,204	
Trade receivables	5,393	6,276	
Inventories	1,370	1,465	
Other current assets	1,646	2,992	
Non-current assets	20,990	22,962	1,972
Investments in associates and joint ventures	8,391	8,642	
Tangible/intangible assets	8,128	8,906	
Other non-current assets	4,471	5,413	
	31,748	34,899	3,151
Liabilities			
Trade payables	5,809	6,787	
Borrowings	9,225	9,363	
Lease liabilities	156	128	
Provisions	681	1,131	
Other liabilities	5,362	6,012	
	21,232	23,421	2,189
Equity			
Paid in capital	3,992	3,992	
Retained earnings	6,566	7,539	
Accumulated other comprehensive loss	Δ10	Δ22	
Other components of equity	Δ33	Δ33	
	10,516	11,477	961
Debt ratio	201.9%	204.1%	2.2%p↑

# <u>Separate Statements of Changes in Equity</u> Year Ended December 31, 2024 and 2023

2023	Total
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
2024	
Balance at the beginning of year	10,516
Changes in Equity	
Retained earnings	1,208
Dividends	Δ235
Accumulated other comprehensive income	Δ11
	962
Balance at the end of year	11,477

#### **Separate Statements of Cash Flows**

Year Ended December 31, 2024 and 2023

	2023	2024
Cash flows from operating activities		
Cash generated from operations	Δ29	933
Interest received	124	144
Dividends received	1,788	1,281
Interest paid	Δ294	Δ328
Income tax paid	Δ282	Δ163
	1,308	1,866
Cash flows from investing activities		
Increase in tangible/intangible assets	Δ1,215	Δ1,872
Others	Δ1,085	Δ686
	Δ2,300	Δ2,558
Cash flows from financing activities		
Decrease in borrowings	1,611	Δ143
Repayments of lease liabilities	Δ74	Δ76
Dividends paid	Δ127	Δ235
·	1,410	Δ454
Exchange losses on cash and cash equivalents	Δ10	-
Net increase in cash and cash equivalents	408	Δ1,146
Cash and cash equivalents at the beginning of year	1,942	2,350
Cash and cash equivalents at the end of year	2,350	1,204

#### **Statements of Appropriation of Retained Earnings**

Year Ended December 31, 2024 and 2023

	2023	2024
Unappropriated retained earnings(deficit)		
Retained earnings carried forward	0.1	0.1
Remeasurements of the net defined benefit liability	Δ202	71
Profit(loss) for the year	1,004	1,137
	802	1,208
Transfer from voluntary reserve		
Reserve for research and human resource development	5,504	6,147
Total	6,307	7,355
Appropriations of retained earnings		
Earned surplus reserve	14	18
Reserve for research and human resource development	6,147	7,156
Dividends	145	181
	6,307	7,355
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

- In accordance of the amendment of the Commercial Act and the statutory interpretation issued by the Ministry of justice in 2023, the Company amended its Articles of Incorporation regarding the year-end dividends through the general shareholders' meeting held in 2024.
- Similarly as the provision regarding dividends under the Financial Investment Services and Capital Markets Act has been amended this
  year, the Company aims to revise the Articles of Incorporation regarding interim dividends.

#### 2. Major Amendments

Item	Amendments			
Dividend Record Date	Amending the Articles of Incorporation regarding the record date of interim dividends.			

#### 3. Item for Approval

Current Article of Incorporation and Amendment Proposal Comparison

# **Agenda 2 : Approval of Amendment of Article of Incorporation**

# Current Articles of Incorporation and Amendment Proposal Comparison

Category	Current	Amendment Proposal
Article 45. (Interim Dividends)	registered pledgees on the shareholders' register as of 00:00 on July 1 in accordance with the Article 165-12 of the FISCMA, limited to one (1) time each year. Interim dividends shall be distributed in cash. 2. The interim dividends under the preceding Paragraph 1 shall be decided by the resolution of the board of directors, which resolution	2. The board of directors may set up a record date to determine shareholders eligible to receive dividends under paragraph 1, and in such cases, notice shall
Addenda	(New)	[Addenda] (2025. 3. 25.) This Articles of Incorporation shall be effective on and after March 25, 2025.

# **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 30 of the Articles of Incorporation.

#### 2. Item for Approval

 Appointment of Bong-Seok Kwon as a Non-Independent Non-Executive Director and Joo-Wan Cho as an Inside Director and Choong-Yuel Yoo / Sung-Choon Kang as an Outside Directors

Items	Category	Name	Year of Birth	Career	Terms	Notes
Agenda 3-1	Non-Independent Non-Executive Director	Bong-Seok Kwon	1963	<ul> <li>(Present) COO &amp; Vice Chairman of LG Corp.</li> <li>(Former) CEO &amp; President of LG Electronics</li> <li>(Former) President of MC Company</li> <li>(Former) President of HE Company</li> </ul>	3 Years (`25.3 ~ `28.3)	Re- Appointment
Agenda 3-2	Inside Director	Joo-Wan Cho	1962	<ul> <li>(Present) CEO &amp; President of LG Electronics</li> <li>(Former) Executive Vice President &amp; CSO of LG Electronics</li> <li>(Former) Senior Vice President of NA Region Representative &amp; LG Electronics USA</li> <li>(Former) Vice President of LG Electronics RAC business</li> </ul>	2 Years (`25.3 ~ `27.3)	Re- Appointment
Agenda 3-3	Outside Director	Choong-Yuel Yoo	1971	<ul> <li>(Present) Professor of KAIST College of Business</li> <li>(Present) Director of Korean Association of Fair Economy</li> <li>(Present) Advisory Council Member of Korea Deposit Insurance Corporation</li> <li>(Present) Chairman of Special committee         <ul> <li>for financial disclosure improvement, the Korea Accounting Institute</li> </ul> </li> </ul>	3 Years (`25.3 ~ `28.3)	Re- Appointment
Agenda 3-4	Outside Director	Sung-Choon Kang	1970	<ul> <li>(Present) Professor of Seoul National University Business School</li> <li>(Present) Member of Win-win Wage Commission, the Ministry of Labor</li> <li>(Present) Vice president of Korean Academy of Organization and Management</li> <li>(Former) Vice president of Korean Academy of Management</li> <li>(Former) National Labor Relations Commission Public interest member</li> </ul>	3 Years (`25.3 ~ `28.3)	New Appointment



Name: Bong-Seok Kwon

• Title: COO & Vice Chairman of LG Corp.

• Year of Birth: 1963

#### 2. Career

- `08.01 ~ `11.12 : Vice President of HE Monitor Business & Media Business
- `12.01 ~ `13.11 : Senior Vice President of MC Product Planning Group
- `13.12 ~ `14.12 : Senior Vice President, Synergy Team leader of LG Corp.
- `15.01 ~ `18.11 : Executive Vice president of HE Company
- `18.12 ~ `19.11 : President of HE & MC Company
- `19.12 ~ `21.11 : CEO & President of LG Electronics
- `21.12 ~ Present : COO & Vice Chairman of LG Corp.



Name: Joo-Wan Cho

• Title: CEO & President of LG Electronics

• Year of Birth: 1962

#### 2. Career

- `06.01 ~ `09.12 : Vice President of LG Electronics Canada
- `10.01 ~ `11.11 : Vice President of LG Electronics Australia
- `11.12 ~ `13.11 : Vice President of LG Electronics RAC business
- `13.12 ~ `16.11 : Vice President of LG Electronics USA
- `16.12 ~ `19.11 : Senior Vice President of NA Region Representative &LG Electronics USA
- `19.12 ~ `21.11 : Executive Vice President & CSO of LG Electronics
- `21.12 ~ Present : CEO & President of LG Electronics



• Name: Choong-Yuel Yoo

• Title: Professor at College of Business, KAIST

• Year of Birth: 1971

#### 2. Career

- '09 ~ Present : Professor at College of Business, KAIST

- `15 ~ Present : Chairperson of Korea Accounting Standards Board (KASB) Special Committee on Financial Disclosure Initiative

- `19 ~ Present : Advisory Council Member of Korea Deposit Insurance Corporation (KDIC)

- `19 ~ Present : Director of Korean Association of Fair Economy

- `24 ~ Present : Outside director of Daehan Synthetic Fiber Co. Ltd

- `24 ~ Present : Standing director of Korea Accounting Association



• Name: Sung-Choon Kang

• Title: Professor at Seoul National University Business School

• Year of Birth: 1970

#### 2. Career

- `08 ~ Present : Professor of Seoul National University Business School

- `17 ~ `21 : Public interest member of National Labor Relations Commission

- `23 ~ Present : Member of Win-win Wage Commission, the Ministry of Labor

- `23 ~ `24 : Vice president of Korean Academy of Management

- `23 ~ Present : Vice president of Korean Academy of Organization and Management

# **Agenda 4 : Appointment of 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 38 of the Articles of Incorporation

#### 2. Item for Approval

Appointment of Choong-Yuel Yoo / Sung-Choon Kang for an Outside Director as Audit Committee Member

Items	Category	Name	Year of Birth	Career	Terms	Notes
Agenda 4-1	Audit Committee Member	Choong-Yuel Yoo	1971	<ul> <li>(Present) Professor of KAIST College of Business</li> <li>(Present) Director of Korean Association of Fair Economy</li> <li>(Present) Advisory Council Member of Korea Deposit Insurance Corporation</li> <li>(Present) Chairman of Special committee         <ul> <li>for financial disclosure improvement, the Korea Accounting Institute</li> </ul> </li> </ul>	3 Years (`25.3 ~ `28.3)	Re- Appointment
Agenda 4-2	Audit Committee Member	Sung-Choon Kang	1970	<ul> <li>(Present) Professor of Seoul National University Business School</li> <li>(Present) Member of Win-win Wage Commission, the Ministry of Labor</li> <li>(Present) Vice president of Korean Academy of Organization and Management</li> <li>(Former) Vice president of Korean Academy of Management</li> <li>(Former) National Labor Relations Commission Public interest member</li> </ul>	3 Years (`25.3 ~ `28.3)	New Appointment



• Name: Choong-Yuel Yoo

Title: Professor at College of Business, KAIST

• Year of Birth: 1971

#### 2. Career

- `09 ~ Present : Professor at College of Business, KAIST

- `15 ~ Present : Chairperson of Korea Accounting Standards Board (KASB) Special Committee on Financial Disclosure Initiative

- `19 ~ Present : Advisory Council Member of Korea Deposit Insurance Corporation (KDIC)

- `19 ~ Present : Director of Korean Association of Fair Economy

- `24 ~ Present : Outside director of Daehan Synthetic Fiber Co. Ltd

- `24 ~ Present : Standing director of Korea Accounting Association



Name: Sung-Choon Kang

• Title: Professor of Seoul National University Business School

• Year of Birth: 1970

#### 2. Career

- `08 ~ Present : Professor of Seoul National University Business School

- `17 ~ `21 : Public interest member of the National Labor Relations Commission

- `23 ~ Present : Member of Win-win Wage Commission, the Ministry of Labor

- `23 ~ `24 : Vice president of Korean Academy of Management

- `23 ~ Present : Vice president of Korean Academy of Organization and Management

## **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

- 2025 compensation limit: 8.0 billion KRW (2024 : 8.0 billion)
- Compensation of directors: Fixed annual income (basic income + income based on role) and bonus

ltom	FYZ	2024	EV2025 Dlan	Notes		
Item	Approved Limit	Actual Payroll	FY2025 Plan	Notes		
Compensation Limit	8.0 billion KRW	8.0 billion KRW 4.0billion KRW		The come level on proving your		
Number of Directors	7 Dir	ectors	7 Directors	The same level as previous year		

#### 3. References

- The compensation limit of directors for the 23rd General Meeting of Shareholders is set at 8 billion won. This amount is based on the estimates of fixed annual salaries (base and role-based pay), performance incentives, and other benefits for inside directors, and fixed annual salaries of outside directors, all of which were reviewed by the Board of Directors. Compensation for inside directors is paid in the form of annual base salary, role-based pay, and performance incentive in accordance with the Executive Directors Personnel Management Rules established by the Board. Annual base salary is determined based on the Executive Remuneration Rules set by the Board of Directors, taking into account inflation and business circumstances. Role-based pay is calculated in consideration of job position, the volume of business, and strategic importance as outlined in the relevant rules. Performance incentive is calculated based on quantitative (achievements of sales/operating income targets) and non-quantitative indicators (future preparation from a long-term perspective, strategic initiatives, customer value innovation, talent development, improvement of organizational capabilities, etc.) in accordance with the relevant rules of the Executive Remuneration Rules established by the Board of Directors.
- Compensation evaluation criteria
  - Base salary is determined in consideration of factors such as inflation, business environment, scope of responsibility, difficulty in management, productivity, etc.
  - Role-based pay is calculated considering job/position, strategic importance, intensity of business competition, difficulty in securing capabilities, volume of business, etc.
  - Performance incentive is determined based on financial performance (achievements of sales/operating income targets, competitive standing), future preparation from a long-term perspective (strategic initiatives, customer value innovation, etc.), and talent development (enhancing organizational capabilities, nurturing talents, etc.).