

TRANSLATION OF KOREAN ORIGINAL

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February 9, 2026

VIA CERTIFIED CONTENTS MAIL

SHAREHOLDER PROPOSAL

To **LG CHEM, LTD.** (Board of Directors) (the “**Company**”)
LG Twin Tower, 128, Yeoui-daero,
Yongdeungpo-gu, Seoul
Representative Director and Chairman of the Board of Directors

From **Nexus Law**
39 Juheung 6-gil, Seocho-gu, Seoul (Banpo-dong, Nexus Building)
Responsible Attorneys: Young-Ik Choi, Jae-Woo Lee, Jong-Eun Lee, Jinah Lee, Dong Hoon Han
Proposing Shareholders: Palliser Capital Master Fund Ltd, Palliser Capital Centenary Fund I (the
“**Shareholders**”)

1. We wish the Company and the directors continued success.
2. We are sending this shareholder proposal on behalf of the above Shareholders of the Company. The Shareholders have held a total of 365,984 shares (0.5% of the total issued and outstanding shares of the Company) for six (6) consecutive months, equivalent to at least 0.5% of the total issued and outstanding voting shares of the Company as of the date of this proposal (*see attached Copy of Certificate of Ownership of each Shareholder*).
3. In consideration of the development of the Company and the interests of shareholders, the Shareholders request that each of the proposed agenda items under Appendix I be included in the agenda for the 2026 25th Annual General Meeting of Shareholders of the Company pursuant to Article 542-6, Paragraph (2) and Article 363-2, Paragraphs (1) and (2) of the Korean Commercial Code. The Shareholders request that the Board of Directors include the proposed agenda items for resolution at the 2026 25th Annual General Meeting of Shareholders without delay and undertake the necessary procedures to include these items, including the summary of

the agenda items as written by the Shareholders in the convocation notice and the public announcement of the 2026 25th Annual General Meeting of Shareholders. In addition, the Shareholders request that the Board of Directors provide an opportunity for the Shareholders to explain each of the proposed agenda items at the 2026 25th Annual General Meeting of Shareholders.

4. In addition, in order to facilitate the Shareholders' effective exercise of shareholder rights, we respectfully request that the Company provide a copy of the shareholders' register as of the record date of December 31, 2025, including the relevant shareholders' email addresses, pursuant to Article 396, Paragraph 2 of the Korean Commercial Code.

5. We respectfully request that the Company respond to this letter in writing to the above referenced responsible attorneys confirming the inclusion of Shareholders' proposed agenda items for resolution at the 2026 25th Annual General Meeting of Shareholders no later than the earlier of the date of the notice convening the 2026 25th Annual General Meeting of Shareholders, or 6:00pm February 19, 2026 and providing a timetable for delivering the shareholders register.

Attachment

1. Appendix I. Agenda Items
2. Appendix II. Background and Necessity for Shareholder Proposal
3. Power of Attorney of Shareholders
4. Copy of Certificate of Ownership of Shareholders

Very truly yours,

Nexus Law

Young-Ik Choi

Jae-Woo Lee

Jong-Eun Lee

Jinah Lee

Dong Hoon Han

Appendix I.

Agenda Items

Agenda 1-1: Amendments to the Articles of Incorporation (Introduction of Advisory Proposal)

	Before Amendment	After Amendment
Chapter 3. General Meeting of Shareholders Article 14-3 (Advisory Proposal)		<p><i>(newly inserted provision)</i></p> <p>(1) Any shareholder who has held not less than 5/1,000 of the total issued and outstanding shares of the Company, excluding non-voting shares, for six (6) consecutive months shall have the right to propose certain agendas relating to the protection of interests of the shareholders or the Company, including but not limited to corporate governance, capital allocation policies, executive compensation policies and shareholder return policies (“Advisory Proposals”), in writing or electronic document to the director for inclusion as agenda items of the General Meeting of Shareholders whether or not the matter is reserved for resolution by the General Meeting of Shareholders under the laws and regulations or the Articles of Incorporation of the Company, at least six (6) weeks prior to the date of the General Meeting of Shareholders (the day and month of the previous fiscal year’s Annual General Meeting of Shareholders in the case of an Annual General Meeting of Shareholders).</p> <p>(2) The shareholder under paragraph (1) may request in writing or electronic document for the director to include the proposed agenda items in a notice prescribed under Article 363 of the Commercial Code in addition to the agenda for the meeting, at least six (6) weeks prior to the date set for the General Meeting of Shareholders.</p> <p>(3) A director shall report the Advisory Proposal to the Board of Directors, and the Board of Directors shall include it as an agenda item of the General Meeting of Shareholders except where the proposed content violates or is incompatible with the</p>

		<p>applicable laws and regulations or the Articles of Incorporation of the Company. If a request is made by the proposing shareholder, an opportunity shall be provided to explain the proposal at the General Meeting of Shareholders.</p> <p>(4) The method of adopting a resolution of an Advisory Proposal shall be as prescribed under Article 18, but the outcome shall not be binding on the Company.</p> <p>(5) If the Advisory Proposal is approved by shareholders pursuant to the method prescribed under paragraph (4), the Company shall make a report at the General Meeting of Shareholders immediately succeeding the meeting at which the agenda was approved, to confirm whether or not the approved matter has been executed, the details of execution and the reasons thereof in case of non-execution.</p>
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Agenda 1-2: Disclosure of Discount to Net Asset Value (“NAV”) as a Major Financial Indicator in the Corporate Value-Up Plan (Subject to approval of Agenda 1-1)

A. Agenda Title

Disclosure of Discount to NAV as a Major Financial Indicator in the Corporate Value-Up Plan

B. Agenda Summary

Proposal that the Company include the NAV discount as a key financial metric in its Corporate Value-Up Plan, and review and publicly disclose, on a quarterly basis, the Company’s calculated discount to NAV.

Agenda 1-3: Review by Compensation Committee of the Introduction of a Share-based Component and Incorporation of Additional Key Performance Indicators (“KPIs”), such as NAV Discount and Return on Equity (“ROE”), into the Existing Executive Compensation Plan (Subject to approval of Agenda 1-1)

A. Agenda Title

Review by the Compensation Committee of the Introduction of a Share-based Component and Incorporation of Additional KPIs, such as NAV Discount and ROE, into the Existing Executive Compensation Plan

B. Agenda Summary

Proposal that the Company's Compensation Committee review the incorporation of shareholder-aligning executive compensation measures through (i) introduction of share-based compensation under which a portion of executive compensation is paid in shares and (ii) supplementing current executive compensation KPIs with NAV discount and ROE and disclose the findings of its review by December 31, 2026.

Agenda 1-4: Update to the Current Shareholder Return Policy to Further Increase the Monetization of LG Chem's LG Energy Solution Co., Ltd. ("LGES") Stake With Additional Proceeds to be Used for Treasury Share Buybacks and Cancellation (Subject to approval of Agenda 1-1)

A. Agenda Title

Update to the Current Shareholder Return Policy to Further Increase the Monetization of LGES Stake With Additional Proceeds to be Used for Treasury Share Buybacks and Cancellation

B. Agenda Summary

Proposal that the Company update its shareholder return policy disclosed on January 29, 2026 to further reduce the Company's ownership stake in LGES to below the announced 70% target and use the additional proceeds to conduct treasury share buybacks and cancellation and announce its plan in this regard by December 31, 2026.

Agenda 2: Amendments to the Articles of Incorporation (Appointment of a Lead Independent Director)

	Before Amendment	After Amendment
Article 23-1 (Lead Independent Director)	(newly added)	① The Board of Directors may appoint one independent director (<i>the reference to an independent director in this Article shall have the same meaning as that ascribed to an outside director in the Articles. Hereinafter the same shall apply</i>) to represent the independent directors (the " Lead Independent Director "), provided that the Lead Independent Director shall be selected from among the members of

		<p>the Audit Committee who are independent directors appointed in accordance with the proviso to Article 29 Paragraph (3).</p> <p>② The term of office of the Lead Independent Director shall be the same as that of the independent director concerned.</p> <p>③ The Lead Independent Director shall perform the following duties:</p> <ol style="list-style-type: none"> 1. Convening and presiding over meetings of the independent Board of Directors comprised entirely of independent directors, gathering opinions from independent directors, and communicating them to the Board of Directors and management. 2. Facilitating Board operation related matters, including suggesting the addition of items to the meetings of the Board of Directors, etc. 3. Facilitating communications between shareholders, the Board of Directors, and management. 4. Conducting shareholder interviews and meetings to protect shareholder rights and interests and conveying shareholder opinions to the Board of Directors and management. 5. Providing general support, including facilitation of proper information flow, for the efficient performance of the independent directors' duties. <p>④ The Company shall actively cooperate with the Lead Independent Director to enable the performance of duties set forth in Paragraph ③ above.</p>
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Appendix II.

Background and Necessity for Shareholder Proposal

A. Agenda 1-1: Amendments to the Articles of Incorporation (Introduction of Advisory Proposal)

The Shareholders have engaged privately with the company over a significant period of time through multiple channels with the shared goal of enhancing corporate value and restoring market confidence. During this process, the Shareholders have repeatedly presented detailed analysis and reasonable and convincing proposals to directly address the Company's valuation discount and unlock substantial value for all shareholders.

Interactions with numerous institutional investors make clear that the Company's structural undervaluation and shortcomings in capital allocation and governance are issues identified not by certain specific shareholders only, but a prevalent sentiment shared among many shareholders who see the need for change. Meanwhile, the Company's announcement of the Progress Update on the Corporate Value-Up Plan failed to make any tangible progress and the market disappointment was clear.

Nevertheless, the Company has not formally acknowledged the clearly established, collective concern among investors regarding the Company's undervaluation. Nor has the Company provided transparent disclosure as to how the issues raised by the Shareholders were reviewed or how such review informed the Company's decision-making. Despite numerous attempts to communicate directly with independent members of the Board, no opportunity for such engagement was provided. Furthermore, the Company declined the Shareholders' requests for the Board to include various value-enhancing measures as agenda items at a general meeting of shareholders in order to ascertain the collective will of all shareholders and reflect such will in its decision-making. As a result, the Shareholders have concluded that private and one-on-one communications are no longer sufficient to clearly convey shareholders' views to either the Board or the market. Accordingly, the Shareholders have determined that it is necessary to revise and further develop the previously presented proposals and to seek confirmation of the collective will of all shareholders with respect to the Shareholders' proposals.

Following the codification of the fiduciary duty of the directors to shareholders pursuant to the

amendments to the Commercial Code in 2025, the directors should perform their duties in line with the interests of not only the company but also all shareholders and are legally and ethically obliged to faithfully consider the reasonable expectations and opinion of the shareholders. Nevertheless, many shareholders remain dissatisfied with management's lack of initiative in addressing share price performance and its insufficient communication with shareholders. Accordingly, the Shareholders believe that a formal framework is required to allow shareholders to publicly express their views on matters where the Board's decision-making is perceived to diverge from shareholders' interests.

Therefore, by amending the Articles of Incorporation to allow certain qualified shareholders satisfying the minimum shareholding requirement¹ to submit advisory proposals, the Shareholders propose the establishment of an official channel of communication to enable the Board of Directors to gather sound suggestions and opinions of the shareholders and to provide a clear response on the position of the Company through a formal process. Through the adoption of this mechanism, the Shareholders seek to address the accumulated disappointment among investors and the existing communication gap, and to promote the restoration of a constructive relationship between shareholders and the Board of Directors.

B. Agenda 1-2: Disclosure of Discount to NAV as a Major Financial Indicator in the Corporate Value-Up Plan (Subject to approval of Agenda 1-1)

The Shareholders propose that the Company voluntarily disclose the NAV discount as a key financial indicator under the Current Status Analysis section of its Corporate Value-Up Plan to demonstrate its efforts to protect shareholder interests. In addition, the Shareholders propose that the Company disclose, on a quarterly basis, the status of its implementation of the Corporate Value-Up Plan by conducting periodic assessments of relevant financial metrics including the NAV discount. The Company's disclosure should include the methodology used to calculate the NAV discount and the key indicators required for the calculation, ensuring objectivity to enable cross-validation in the market.

As you well know, the Company is currently trading at an unprecedented level of discount and

¹ The Shareholders propose that any shareholder submitting an advisory proposal be required to satisfy the same shareholding threshold applicable to the exercise of shareholder proposal rights under the Commercial Code, thereby preventing the misuse of precatory shareholder proposals and affording the fullest respect to the Board's managerial authority.

exhibits the largest value gap among major domestic conglomerates. The discount to NAV serves as a comprehensive indicator of how fairly the economic value of the Company's core assets is recognized by the market, and is widely regarded by analysts and the investor community as a key benchmark for assessing market confidence and the quality of corporate governance.

Nevertheless, the Company's passive response to the issue of its value gap, together with the apparent lack of awareness by management and the Board of Directors regarding the significance of the discount to NAV, risk undermining market confidence in the Company's governance and perpetuating its structural undervaluation. The Progress Update on the Corporate Value-Up Plan announced by the Company on November 28, 2025 failed to address investors' core concerns, including the significant size of the discount to NAV, and has been assessed as falling far short of demonstrating a clear commitment to addressing this issue by closing the Company's value gap. These concerns have since been reflected in the Company's subsequent share price performance.

Accordingly, the Shareholders believe that it is necessary for the Company to incorporate the discount to NAV as a key financial metric within its Corporate Value-Up Plan and to disclose the status of its implementation on a quarterly basis, in order to clearly communicate to the market that the Company is directly acknowledging this issue and making substantive efforts to narrow the value gap and protect shareholder interests.

C. Agenda 1-3: Review by the Compensation Committee of the Introduction of a Share-based Component and Incorporation of Additional KPIs, such as NAV Discount and ROE, into the Existing Executive Compensation Plan (Subject to approval of Agenda 1-1)

The Company recently announced the establishment of a Compensation Committee to ensure objectivity and transparency in director compensation with a mandate to review the appropriateness of the compensation structure and other aspects of compensation of registered directors.² The Shareholders anticipate that the Committee will proactively review and re-establish the executive compensation structure to additionally link compensation with clear performance metrics tied to contributions in enhancing corporate value and strengthening alignment with shareholders.

² Reference is made to the LG Chem Progress Update on the Corporate Value-Up Plan of November 2025.

Accordingly, the Shareholders propose, on an advisory basis, that the Committee conduct a review of incorporating shareholder-aligning executive compensation measures through (i) the introduction of a share-based component under which a portion of executive compensation is paid in shares and (ii) supplementing current executive compensation KPIs with NAV discount and ROE targets, thereby directly aligning executive compensation with shareholder interests, and to disclose the findings of its review by December 31, 2026.

The Company's longstanding structural undervaluation is, in the Shareholders' view, attributable in part to a compensation structure in which management has limited direct economic exposure to the Company's share value, resulting in a lack of alignment of interests between management and shareholders. In major global capital markets, it has become a generally accepted standard for large publicly listed companies to structure a significant portion of executive compensation as equity-based remuneration, thereby encouraging management to focus on corporate value and shareholder returns from a shareholder-aligned perspective. This compensation structure is significant in that it goes beyond mere alignment of interests and serves as a key incentive mechanism that promotes more efficient capital utilization across all capital allocation decisions, including investments, dividends, and share buybacks.

The shareholder-aligning compensation framework proposed by the Shareholders is consistent with the government's policy objectives of advancing the capital markets and enhancing shareholder value. Moreover, the establishment of such a framework would provide management with a specific and real motive to perform their duties to enhance long-term value and improve market valuation which will effectively align the interests of management and shareholders.

D. Agenda 1-4: Update to the Current Shareholder Return Policy to Further Increase the Monetization of LG Chem's LGES Stake With Additional Proceeds to be Used for Treasury Share Buybacks and Cancellation (Subject to approval of Agenda 1-1)

The Shareholders believe that, in order for the Company to fundamentally address its structural undervaluation, it is necessary to establish a systematic and ongoing discount management program with clearly defined criteria, together with a capital allocation framework that balances growth-oriented investment strategies with disciplined shareholder returns.

On January 29, 2026, the Company announced a shareholder return policy linked to the monetization of its LGES stake involving a reduction of its ownership to approximately 70% over

the next five years and to use approximately 90% of the proceeds for growth investments and balance sheet management, while the remaining 10% of the proceeds to fund shareholder returns through a flexible combination of dividends, share buybacks and cancellation.

However, investors have raised concerns that the Company's plan to monetize its stake in LGES remains highly limited relative to the size of its total shareholding. As a result, an excessive ownership concentration in LGES is expected to persist, giving rise to a risk that a substantial amount of capital will continue to be inefficiently tied up. Investors have also expressed disappointment regarding the extended timeframe over which the share disposals are to be carried out, the fact that only 10% of the sale proceeds are allocated to shareholder returns, and the lack of sufficiently detailed information—particularly with respect to expected returns—regarding the growth investments to be funded with the remaining proceeds.

In particular, investors question whether sufficient justification has been provided for prioritizing dividends as the principal form of shareholder return from the sale proceeds, while share buybacks appear to be employed more conservatively. Given the severe discount to NAV and intrinsic value at which the Company trades, it is evident that dividend returns to shareholders are not a fundamental solution. Unlike dividends, which result in a one-time transfer of value, share buybacks have the effect of improving earnings per share (EPS), book value per share (BPS), see-through ownership of LGES per LG Chem share, and could contribute to a meaningful reduction in the NAV discount³. In this respect, share buybacks are regarded as a more meaningful form of shareholder return, as they contribute to long-term and cumulative value enhancement.

As widely recognized, the separation of LGES in 2020 and subsequent listing in 2022 resulted in minority shareholders experiencing value erosion comparable to a holding company discount. Through the spin-off, minority shareholders shifted from directly holding the Company's assets to holding only an indirect interest in the subsidiary, while decision-making and disposal authority over LGES was effectively transferred to the Company's Board and controlling shareholder, resulting in a loss of minority shareholder influence. This structural shift was reflected in the market, with a sharp decline in the Company's share price and a significant widening of the valuation discount.

³ As evidenced by investor polls conducted by J.P. Morgan and Metrica Partners, investors also have a clear preference for meaningful and sustained share buybacks (funded through LGES share disposals) as one of the most effective ways for the Company to "value-up" (i.e. improve its share price through a reduction in NAV discount and increase in intrinsic value per share) for the benefit of all shareholders.

While the Company's spin-off and listing were met with widespread criticism in the capital market and now serves as a representative case study for the "Korea Discount", minority shareholders have long exercised patience in anticipation that the Company's stated commitment to medium- to long-term value enhancement would translate into tangible results. Despite the Company's successful incubation of LGES into a leading EV battery company with a top-tier KOSPI market capitalization, the benefits of that success have not been sufficiently reflected in value for the Company's minority shareholders, and the Company's value gap has continued to deepen.

Against this backdrop, treasury share buybacks and cancellations are meaningful not merely as a form of shareholder return, but also as a mechanism to partially recover the value dilution experienced by existing shareholders following the spin-off and subsidiary listing. By repurchasing shares at a discount to NAV, the Company effectively increases shareholders' see-through economic ownership of the subsidiary, allowing them to more fully participate in the subsidiary's value growth, dividends, and other returns, and thereby gradually address the weakened value attribution structure created by the spin-off.

Accordingly, the Shareholders request that the Company strengthen its shareholder return policy disclosed on January 29, 2026, by monetizing additional ownership in LGES to below the publicly announced level of 70% and to conduct treasury share buybacks and cancellation with the additional proceeds, all while maintaining the funds the Company has disclosed is required for its growth investments and balance sheet management.⁴ Such share buybacks may be implemented using proceeds from the sale of the LGES stake, by providing LGES shares as consideration for the buyback, or through any other reasonable means as the Company may determine. The Shareholders propose that the Company announce its updated plan in this regard by December 31, 2026.

E. Agenda 2: Amendments to the Articles of Incorporation (Appointment of a Lead Independent Director)

⁴ The Shareholders' review request is not intended to restrict or alter the resources previously allocated by the Company for its announced growth investments or for the enhancement of financial soundness, including debt reduction and credit profile protection, and it is made clear that the Company's existing capital deployment plans for such purposes are fully respected. Rather, the proposal seeks, on a separate basis, a review of the potential to further enhance shareholder value by more actively pairing share buybacks with the use of incremental liquidity secured through additional asset disposals or within the scope of the Company's overall capital allocation framework.

During its engagement with the Company, the Shareholders have consistently experienced structural limitations that make it difficult to verify how shareholder opinions (regarding issues including but not limited to capital allocation and corporate value enhancement) are shared and discussed at the Board level. While the Shareholders have repeatedly requested meetings with the Board or independent directors, to date, the Shareholders have not been granted a formal channel of communication to directly exchange opinions with directors. Consequently, communication between Shareholders and the Board has largely relied on indirect channels centered around the IR team and management.

The Lead Independent Director system designates one independent director as a representative that is responsible for such shareholder engagement, as well as holding the ability to convene and preside over meetings of independent Board directors, collect and communicate the independent directors' opinions, suggest items for inclusion in meeting agendas of the Board of Directors, and ensure adequate and timely information flow to support independent directors in their duties.

The Shareholders anticipate that the introduction of a Lead Independent Director system will allow the designated director to serve as a bridge between the Board of Directors and the wider shareholder base of the Company, while also allowing the independent directors' collective judgment and critical awareness to be more effectively reflected in Board discussions. Furthermore, this will contribute to the establishment of a Board operating system that not only aligns with best practices adopted by global peers, but also reflects developments in the Commercial Code and the expectations of global investors.