

<p>DHQ-GS-004-1</p> <p>Committee Charter</p> <p>for recommending candidates</p> <p>for outside directors</p>	
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Date	Amendment Reason	Writer	Reviewer	Approver
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2016.06.13	Newly Established			
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CHAPTER I. GENERAL PROVISIONS

Article 1 (Objective) The objective of this Doosan Bobcat Inc. Committee Charter for recommending candidates for outside directors ("Charter") is to provide for the matters regarding the efficient operation of the Committee for recommending candidates for outside directors("Committee") of Doosan Bobcat Inc. ("Company").

Article 2 (Scope of Application) All the matters related to Committee shall be subject to this Charter, unless otherwise provided in relevant laws and regulations or the Articles of Incorporation or the Regulation of the board of directors.

Article 3 (Duty and Power)

- ① Committee has an authority to recommend outside directors to be appointed at a general meeting of shareholders.
- ② When the committee recommends candidates for outside directors, committee shall include the candidates recommended by shareholder(s) who is eligible to exercise the rights provided for in Article 363-2 (1), 542-6 (1) of Commercial Code of Korea.
- ③ Committee shall review the articles of the Charter and the performance of the Committee annually and suggest amendment of it, if necessary, to the board of directors.
- ④ Committee shall handle the matters prescribed by laws, regulations, and bylaw and the matters delegated by the board of directors.

CHAPTER II. COMPOSITION

Article 4 (Composition and Tenure)

- ① Appointment or dismissal of Committee member shall follow the resolution of the board of directors.
- ② Committee shall be made up of at least three (3) outside directors.
- ③ The tenure of a Committee member shall be by the time his or her tenure of director is terminated.

Article 5 (Chairperson)

- ① Committee shall appoint the Committee chairperson (the Chairperson") following the resolution in accordance with Article 8 of this Charter.
- ② The Chairperson shall represent Committee and be the chair of the Committee meeting.
- ③ The Chairperson shall control the business affairs of Committee and can assign duties to Committee members

for the efficient operation of Committee.

④ If necessary, the Chairperson shall report the summary of the contents of activity of Committee to the board of directors.

⑤ If the Chairperson is absent or unable to execute his or her duties, other Committee members shall act as a chairperson (“Acting principal”) in accordance with the order of the Committee member designated by the Chairperson and the Committee member appointed by the resolution in accordance with Article 8 of this Charter. If the Chairperson cannot preside the process to appoint Acting principal, the most senior member of Committee shall preside the process to appoint Acting principal.

CHAPTER III. MEETING

Article 6 (Person Authorized to convene Meeting)

① Committee meetings shall be convened by the Chairperson. If the Chairperson is absent or unable to execute his or her duties, other Committee members shall act as a Chairperson in accordance with the order mentioned in Article 5⑤ of this Charter.

② Each Committee member may request to convene Committee meeting clarifying the agenda and reason for the meeting. In the event the Chairperson does not convene Committee meeting more than two (2) weeks after the request, the Committee member who has made the request may convene Committee meeting.

Article 7 (Procedure of convening Meeting)

① The Chairperson shall notify each Committee member in written, electronic, or oral form clarifying the date by one (1) day before the date of the meeting.

② Committee meeting can be held without the process prescribed in Article 7①, with the consent of all Committee members.

Article 8 (Method of Adopting Resolutions)

① Resolution shall require attendance of majority of the serving members and affirmative votes of a majority of the attended members.

② Committee meeting can take a format of any means of communication allowing transmission and reception of voices of all members without all of or part of the members being present in the meeting and in such a case the members shall be deemed to have attended such a meeting in person.

Article 9 (Agenda) The following matters shall be presented to and approved by Committee

1. Recommendation of the candidates for outside directors
2. Any or all matters necessary for recommending the candidates for outside directors
3. Other matters the Chairperson deems necessary for the approval of Committee

Article 10 (Candidates for outside directors) Committee shall recommend the candidates for outside directors adequate to establish transparent governance structure of the Company and to enhance professionalism of the board of directors

Article 11 (Hearing of opinion of Relational person)

- ① Committee may have related employees or external personnel attended and listen to their opinion in the event that Committee decide it is necessary.
- ② Committee may obtain advice from experts at the Company's expense in the event that such advice is determined necessary by the resolution of the Committee.

Article 12 (Minutes of Committee meeting)

- ① Committee shall record the minutes of Committee meetings.
- ② The minutes of Committee meeting shall contain agenda, results, objectors, and the reason for objection and Committee members attended shall sign and seal on the minutes.

CHAPTER IV. SUPPLEMENTARY RULES

Article 13 (Secretary)

- ① Committee may maintain a secretary.
- ② The secretary shall take charge of the overall administrative affairs necessary for operating the Committee pursuant to the instructions of the Chairperson of Committee.

Article 14 (Amendment or Abolition of Charter) Amendment or abolition of this Charter shall be determined by the resolution of the board of directors.

Addendum

This Charter shall come into effect on June 13, 2016.

DHQ-GS-004-1 Committee Charter for recommending candidates for outside directors

This is English translation version and only the Korean version is authentic.