

**GUIDELINES FOR REPORTING OF THE ESTABLISHMENT OF OR CONVERSION
INTO A HOLDING COMPANY AND SHARE OWNERSHIP STATUS OF
HOLDING COMPANIES**

Enacted by Fair Trade Commission. Notifications No. 1999-4
April 15, 1999

We hereby designate these Guidelines for reporting the establishment of (conversion into) a holding company or for reporting the share ownership status of holding companies in accordance with Article 15 and Article 15-5 of the Enforcement Decree of the Monopoly Regulation and Fair Trade Act.

April 15, 1999
Fair Trade Commission

**GUIDELINES FOR REPORTING OF THE ESTABLISHMENT OF OR
CONVERSION INTO A HOLDING COMPANY AND SHARE OWNERSHIP
STATUS OF HOLDING COMPANIES**

Chapter 1 General Provisions

Article 1 Purpose

The purpose of this Notification is to set forth the reporting form, attached documents, etc. when reporting the establishment of or conversion into a holding company in accordance with Article 8 of the Monopoly Regulation and Fair Trade Act (hereinafter, the "Act") and Article 15 of its Enforcement Decree (hereinafter, the "Decree") and, at the same time, to set forth the reporting form, attached documents, etc. when reporting the share ownership status of holding companies in accordance with Article 8-2 (3) of the Act and Article 15-5 of its Enforcement Decree.

**Chapter 2 Reporting of the Establishment of or Conversion into a Holding
Company**

Article 2 The Scope of Those Being Subject to the Reporting

(1) This chapter shall apply to corporations or persons other than a corporation intending to establish a holding company in the nation and to corporations intending to convert into holding companies.

(2) Corporations and persons other than a corporation as set forth in the preceding

Paragraph 1 include foreigners and foreign firms as well as local people and firms. In such case, local firms mean firms established under the law of the Republic of Korea and foreign firms mean firms established under the foreign laws.

Article 3 Reporting of the Establishment of a Holding Company

A person who wishes to report the establishment of (conversion into) a holding company pursuant to Subparagraph 1 of Article 15 (1) of the Decree shall submit a completed form as set forth in Exhibit 1 together with following documents to the Fair Trade Commission.

1. With regard to the reporting person, the following documents shall be submitted.
 - a. current status of shareholders (in accordance with Exhibit 2);
 - b. current status of affiliated firms (in accordance with Exhibit 3);
 - c. minutes of a general meeting of shareholders in association with the establishment of a holding company (or minutes of the board of directors' meeting thereon); and
 - d. one copy of contract paper in case of jointly establishing a holding company.
2. Holding company shall submit each of following documents. In doing so, documents set forth in (c) and (e) shall be filed as of the registration day of incorporation and those set forth in (d) and (e) shall be confirmed by certified public accountants.
 - a. One copy of papers providing reason for establishing a holding company
 - b. Articles of incorporation
 - c. Current status of shareholders (in accordance with Exhibit 4)
 - d. One copy of details of owned shares (in accordance with Exhibit 5)
 - e. Balance sheet
 - f. One copy of incorporation register
3. Subsidiary companies shall submit each of following documents. In doing so, documents set forth in (b) and (c) shall be filed as of the registration day of incorporation and those set forth in (c) and (e) shall be confirmed by certified public accountants.
 - a. Articles of incorporation
 - b. Current status of shareholders (in accordance with Exhibit 2)
 - c. One copy of details of owned shares (in accordance with Exhibit 6)
 - d. One copy of the auditors' reports of the immediately preceding business year (including the financial statements such as balance sheet, income statement and the auditors' opinions on such financial statements. In such case, financial statements shall be confirmed by certified public accountants unless they belong to corporations subject to outside audit pursuant to the Act and the External Audit of Limited Companies Act. The same shall apply hereinafter.)

- e. As for the subsidiary companies owned by a financial holding company in accordance with Article 15-3 of the Decree, the nature of their primary businesses and details of their transactions with each trading partner in the immediately preceding business year shall be accounted for in the form set forth in Exhibit 7.
4. As for the local firms owned by a subsidiary firm of a general holding company in accordance with Article 15-4 of the Decree, each following document shall be submitted. In doing so, documents set forth in (b) shall be filed as of the registration date of incorporation of the holding company and those set forth in (b) and (d) shall be confirmed by certified public accountants.
- a. Articles of incorporation
 - b. One copy of details of owned shares (in accordance with Exhibit 6)
 - c. One copy of auditors' report of the immediately preceding business year
 - d. The nature of their primary businesses and details of their transactions with each trading partner in the immediately preceding business year (in accordance with Exhibit 8)

Article 4 Reporting of the Establishment of a Holding Company by Large Business Groups Subject to Restriction of Debt Guarantees

When a reporting person as defined in Article 3 of this Notification is the owner or a specially related person to the owner of a large business group subject to the restriction of debt guarantees and thus submits documents showing the extent of debt guarantees removed, he/she shall submit the following documents, drawn up as of the registration date of incorporation in accordance with Exhibit 9. In such event, details of debt guarantees and the extent of guarantees removed shall be submitted after being confirmed thereof by financial institutions (referring to local financial institutions pursuant to Article 10-2 (2) of the Act; The same shall apply hereinafter.)

- 1. One copy of details of debt guarantees provided by a subsidiary company to an affiliated company (including other subsidiary companies of the holding company that controls the concerned subsidiary company. The same shall apply hereinafter.)
- 2. One copy of details of debt guarantees provided by an affiliated company to a subsidiary company
- 3. One copy of papers showing the extent of removal of debt guarantees provided by a subsidiary to an affiliate and those provided by an affiliate to a subsidiary for the recent one year

Article 5 Reporting by Proxy of the Establishment of a Holding Company

When filing by proxy the report of the establishment of a holding company in accordance with the proviso of Article 15 (3) of the Decree, the delegating party shall complete the letter of delegation as set forth in Exhibit 10 and have it submitted to the Fair Trade Commission by the proxy.

Article 6 Relation to the Reporting of Business Combination

Even when the reporting of the establishment of a holding company pursuant to Article 3 of this Notification is in redundancy with the reporting of participation in the creation of a company pursuant to Article 12 (Filing of Report on Business Combinations) of the Act, the reporting party shall file a separate report; provided, however, that overlapping documents attached to the reports may not be submitted.

Article 7 Reporting of the Conversion into a Holding Company by Merger

When a corporation files a report of the conversion into a holding company in accordance with Subparagraph 2 of Article 15 (1) of the Decree, it shall submit to the Fair Trade Commission a completed form of Exhibit 11 together with each of the following documents.

1. Holding company shall submit each of following documents. In doing so, documents set forth in (c) and (e) shall be filed as of the registration date of the merger and those set forth in (c) and (d) shall be confirmed by certified public accountants.
 - a. One copy of papers explaining reason for converting to a holding company
 - b. Articles of incorporation
 - c. Current status of shareholders (in accordance with Exhibit 2)
 - d. One copy of details of owned shares (in accordance with Exhibit 5)
 - e. Current status of affiliated companies (in accordance with Exhibit 3)
 - f. One copy of the balance sheet drawn for the purpose of merger and one copy of the balance sheet drawn as of the registration date of such merger.
 - g. One copy of incorporation register
 - h. One copy of contract papers of the merger and minutes of a general meeting of shareholders in association with the merger (or minutes of the board of directors' meeting thereon.)
2. Subsidiary companies shall submit each of following documents. In doing so, documents set forth in (b) and (c) shall be filed as of the registration date of the merger and those set forth in (c) and (e) shall be confirmed by certified public accountants.
 - a. Articles of incorporation
 - b. Current status of shareholders (in accordance with Exhibit 2)
 - c. One copy of details of owned shares (in accordance with Exhibit 6)
 - d. One copy of the auditors' report of the immediately preceding business year
 - e. As for the subsidiary companies owned by a financial holding company in accordance with Article 15-3 of the Decree, the nature of their primary businesses and details of their transactions with each trading partner in the immediately

preceding business year shall be accounted for (in accordance with the form set forth in Exhibit 7).

3. As for the local firms owned by a subsidiary firm of a general holding company in accordance with Article 15-4 of the Decree, each following document shall be submitted. In doing so, documents set forth in (b) shall be filed as of the registration date of the merger and those set forth in (b) and (d) shall be confirmed by certified public accountants.
 - a. Articles of incorporation
 - b. One copy of details of owned shares (in accordance with Exhibit 6)
 - c. One copy of auditors' reports of the immediately preceding business year
 - d. The nature of their primary businesses and details of their transactions with each trading partner in the immediately preceding business year (in accordance with Exhibit 8)

Article 8 Reporting of the Conversion into a Holding Company by Asset Change

When a corporation files a report of the conversion into a holding company in accordance with Subparagraph 3 of Article 15 (1) of the Decree, it shall submit to the Fair Trade Commission a completed form of Exhibit 12 together with each of the following documents.

1. Holding company shall submit -
 - a. documents set forth in (a) through (e), or (g) under Subparagraph 1, Article 7 of this Notification. In submitting these documents, those set forth in (c) through (e) under Article 7 (1) of this Notification shall be produced as of the closing date of the immediately preceding business year;
 - b. one copy of the auditors' reports of the immediately preceding business year; and
 - c. one copy of contract papers for stock transaction, receipts of payment therefor, minutes of general meetings of shareholders in association with asset change (or minutes of the board of directors' meetings thereon) and other documents proving asset change.
2. Subsidiary companies shall submit each of the following documents. In doing so, documents set forth in (b) and (c) under Subparagraph 2, Article 7 of this Notification shall be filed as of the closing date of the immediately preceding business year and those set forth in (e) shall be confirmed by certified public accountants.
3. As for the local firms owned by a subsidiary firm of a general holding company in accordance with Article 15-2 of the Decree, documents set forth in Subparagraph 3, Article 7 of this Notification shall be submitted. In doing so, documents set forth in (b) shall be filed as of the closing date of the immediately preceding business year and those set forth in (d) shall be confirmed by certified public accountants.

Article 9 Reporting of the Conversion into a Holding Company by Large Business Groups Subject to Restriction of Debt Guarantees

When a reporting company as defined in Article 7 and 8 of this Notification belongs to one of the large business groups subject to restriction of debt guarantees and thus has to submit documents proving the extent of debt guarantees removed in accordance with Article 15 (2) of the Decree, it shall submit to the Fair Trade Commission a completed form of Exhibit 9 together with following documents produced as of the registration date of the merger or as of the closing date of the immediately preceding business year. In such event, details of debt guarantees and the extent of guarantees removed shall be submitted after being confirmed thereof by financial institutions.

1. One copy of details of debt guarantees extended by the holding company or a subsidiary company to an affiliated company (including other subsidiary companies of the holding company that controls the concerned subsidiary company. The same shall apply hereinafter.)
2. One copy of details of debt guarantees provided by an affiliated company to the holding company or a subsidiary company.
3. One copy of papers showing the extent of removal of debt guarantees provided by the holding company or a subsidiary to an affiliate and those provided by an affiliate to the holding company and a subsidiary for the recent one year.

Article 10 *Mutatis Mutandis* Application

In the event where the filing of a report on the Conversion into a Holding Company by Merger as set forth in Article 7 is in redundancy with that on the Business Combinations under Article 12 of the Act, Article 6 shall apply with necessary modifications.

Chapter 3 Filing for Exemptions related to Holding Companies

Article 11 Scope of Companies Subject to the Filing

This chapter shall apply to companies, wishing to be exempt from all relevant regulations applied to holding companies including Article 8-2 (Prohibition on Activities of Holding Companies) of the Act, which were holding companies as of the closing date of the immediately preceding business year but are no longer so due to the decrease in owned shares or changes in assets during the concerned business year and thus do not fall under Article 2-2 (1) and (2) of the Decree.

Article 12 Filing for Exemptions related to Holding Companies

(1) When a party falling under Article 11 files for exemptions related to holding companies pursuant to Article 15 (5) of the Decree, it shall submit a completed form of Exhibit 11 together with following documents to the Fair Trade Commission. In doing so, documents set forth in 2 and 3 below shall be produced as of "the date of the event in question" as stipulated in Article 15 (5) of the Decree and the date set forth in the following Paragraph (2) and be complete with accounting audit by certified public accountants.

1. One copy of contract papers for stock transaction, receipts of payment therefor, and other documents proving that the party no longer falls under Article 2 of the Decree.

2. One copy of details of owned share (in accordance with Exhibit 5)
 3. Balance sheet
 4. Current status of shareholders (in accordance with Exhibit 2)
- (2) "The date of the event in question" in Article 15 (5) of the Decree means each of the followings.
1. In case the owned shares of a subsidiary decrease, it shall be;
 - a. the date of the issuance of stock certificate, in the event where the holding company sells off shares of the subsidiary;
 - b. the registration date of liquidation, in the event where the holding company liquidates the subsidiary or the asset of the subsidiary decreases; or the registration date thereof when the asset of the subsidiary increases, or;
 - c. the date when the shares of the subsidiary actually decreased in accordance with the preceding (a) and (b).
 2. In case assets change for other reasons, it shall be;
 - a. the registration date thereof as for the capital increase or decrease;
 - b. the issuance date or redemption date when corporate bonds have been issued or redeemed, or;
 - c. the date when assets actually increased or decreased in accordance with the preceding (a) and (b).

Chapter 4 Reporting of Share Ownership Status, etc. of Holding Companies

Article 13 Scope of Companies Subject to the Reporting

This chapter shall apply to companies which have filed reports on the establishment of or conversion into holding companies with the Fair Trade Commission and which have met the conditions for holding companies as of the closing date of the immediately preceding business year.

Article 14 Reporting of Share Ownership Status of Holding Companies

When a holding company files a report of its share ownership status pursuant to Article 15-5 of the Decree, it shall submit to the Fair Trade Commission a completed form of Exhibit 14 together with following documents produced as of the closing date of the immediately preceding business year.

1. With regard to the holding company, the following documents shall be submitted:
 - a. current status of shareholders (in accordance with Exhibit 2);

- b. one copy of details of owned shares (in accordance with Exhibit 5);
 - c. one copy of auditors' reports of the immediately preceding business year (including consolidated financial statements pursuant to Article 15 of the Decree);
2. With regard to subsidiary firms, the following documents shall be submitted.
- a. Current status of shareholders (in accordance with Exhibit 2)
 - b. Register of shareholders (as for the listed firms, the register shall be confirmed by transfer agents.)
 - c. One copy of details of owned shares (in accordance with Exhibit 6)
 - d. One copy of auditors' reports of the immediately preceding business year
 - e. As for the subsidiary companies owned by a financial holding company in accordance with Article 15-3 of the Decree, the nature of their primary businesses and details of their transactions with each trading partner in the immediately preceding business year shall be accounted for (in accordance with the form set forth in Exhibit 7).
3. Each of the following documents shall be submitted as for the other firms owned by a subsidiary of a general holding company pursuant to Article 15-4 of the Decree.
- a. Articles of incorporation
 - b. One copy of details of owned shares (in accordance with Exhibit 6)
 - c. One copy of auditors' reports of the immediately preceding business year
 - d. One copy of an operating report (as set forth in Article 5 (Entries of an Operating Report) of the Regulations for Implementing General Provisions of the Commercial Code.)
 - e. The nature of their primary businesses and details of their transactions with each trading partner in the immediately preceding business year (in accordance with Exhibit 8).

Article 15 Reporting of the Extent of Debt Guarantees Removed by Holding Companies Belonging to a Large-scale Business Group Subject to Restriction of Debt Guarantees

If a holding company filing a report pursuant to Article 14 belongs to a large-scale business group subject to the restriction of debt guarantees, it shall submit each of the following documents drawn up as of the closing date of the immediately preceding business year in accordance with Exhibit 9 with regard to subsidiaries newly incorporated during the immediately preceding business year.

- 1. One copy of details of debt guarantees extended by newly incorporated subsidiaries to affiliated companies;
- 2. One copy of details of debt guarantees provided by affiliated companies to newly incorporated subsidiaries;

3. One copy of details of the extent of debt guarantees removed which had been provided by newly incorporated subsidiaries to affiliated companies and which had been provided by affiliated companies to the newly incorporated subsidiaries during the one year before they were incorporated as subsidiaries.

ADDENDUM

(1) This Notification shall take effect on the date of Notification.

(2) The "Guidelines for Applying for Approval to Establish (Convert to) a Holding Company to Engage in a Foreign-Invested Business", Fair Trade Commission Notification No. 1990-2 shall be repealed.

<Exhibit 1>

* See reverse for information regarding method of entry and documents to be attached **Reporting Form for Establishing a Holding Company**

(1) Reportin g Party	Name of Company (or tradename)		Name of Representative			
	Date of Incorporation Registration		Date of Listing			
	Address		(ZIP:)	Contact Numbers		
	(2) Financial Standing		Paid-in Capital		Total Shareholders' Equity	
			Total Assets		Turnover	
Nature of Business						
Holding Compan y	Name of Company		Name of Representative			
	Date of Incorporation Registration					
	Address		Contact Number			
	(2) Financial Standing		Paid-in Capital		Total Assets	
			Total Amount of Share Values of Subsidiaries		(3) Total Amount of Share Values of Subsidiaries/Ratio of Total Assets (%)	
	Planned Composition of Shareholders		Shareholders		(4) Number of Shares Owned	(4) Planned Equity Ratio (%)
Reporting Company			Company concerned			
			Related Person(5)			
		Total				

To the Fair Trade Commission

I hereby report on the above in accordance with Article 8 of the Monopoly Regulation and Fair Trade Act and Article 15 of its Enforcement Decree.

Date:

(6) Reporting Party Representative (seal)

For more information, call Mergers & Acquisitions Division (Tel: 02-507-1934,5) at the Antitrust Bureau of the Fair Trade Commission.

<Method of Entry>

- (1) Reporting Party: Enter on a separate sheet if many companies are filing the application. In the case where the reporting party is a person other than a corporation, only relevant blanks shall be filled in.
- (2) Financial Standing; Financial standing shall be entered based on the balance sheet of the immediately preceding business year.
- (3) Share Values of Subsidiaries: Values shall be entered based on historical costs. Other matters shall be determined following the Corporate Accounting Standards.
- (4) Number of Shares Owned shall be computed by combining preferred stocks and common stocks, and Equity Ratio shall be computed based on the number of total outstanding shares.
- (5) Specially Related Person: It means only those as referred to under Subparagraphs 1 and 2, Article 11 of the Decree.
- (6) Reporting Party: Enter "Reporting Proxy" in the event where the proxy is filing the report.

<Documents to be attached>

1. Documents related to the reporting person:

- a. current status of shareholders (in accordance with Exhibit 2);
- b. current status of affiliated firms (in accordance with Exhibit 3);
- c. minutes of a general meeting of shareholders in association with the establishment of a holding company (or minutes of the board of directors' meeting thereon); and
- d. one copy of contract paper in case of jointly establishing a holding company.

2. Documents related to holding company:

- a. One copy of papers providing reason for establishing a holding company
- b. Articles of incorporation
- c. Current status of shareholders
- d. One copy of details of owned shares (in accordance with Exhibit 5)
- e. Balance sheet
- f. One copy of incorporation register

3. Documents related to subsidiary companies:

- a. Articles of incorporation
- b. Current status of shareholders (in accordance with Exhibit 2)
- c. One copy of details of owned shares (in accordance with Exhibit 6)
- d. One copy of the auditors' reports of the immediately preceding business year

- e. As for the subsidiary companies owned by a financial holding company in accordance with Article 15-3 of the Decree, a document detailing the nature of their primary businesses, including turnovers of their subsidiaries according to product types and transaction partners.
4. Documents related to the local firms owned by a subsidiary firm of a general holding company in accordance with Article 15-4 of the Decree:
- a. Articles of incorporation
 - b. One copy of details of owned shares
 - c. One copy of auditors' report of the immediately preceding business year
 - d. A document detailing the nature of primary businesses
 - e. A document specifying the details and the amount of transactions with subsidiaries of the immediately preceding business year.

<Exhibit 2>

Current Status of Shareholders

Name of the Company:

Capital: (Won) Total Number of Outstanding Shares: Par Value per Share:: (Won)

Shareholders			Number of Shares Owned			Equity Ratio (%)		
			Name or Title	Total	Common Stock	Preferred Stock	Common Stock	Preferred Stock
Related to Single Person	Single Person							
	Specially Related Persons	Affiliated Firms						
		Relatives						
		Non-profit Entity						
		Officers						
		Treasury Stock						
	Subtotal							
Others	Corporation							
	Individual							
	Others							
	Subtotal							
Total								

Note 1) All shareholders related to Single Person shall be entered.

Note 2) For Other Shareholders, only those with 1% or more equity ratio shall be entered.

<Exhibit 3>

Current Status of Affiliated Companies

Single Person:

Trade-name	Date of Incorporation	Date of Listing	Primary Businesses	Paid-in Capital	Total Shareholders' Equity	Total Assets	Turn-over	Net Income	Major Shareholder (Equity Ratio, %)
Total									

Note 1) The reporting company shall be entered as well.

Note 2) Figures shall be as of the end of the immediately preceding business year.

Note 3) The unit of the amount shall be million Won.

<Exhibit 4>

Current Status of Shareholders

Name of the Company:

Capital: (Won) Total Number of Outstanding Shares: Par Value per Share:: (Won)

Shareholders			Number of Shares Owned			Equity Ratio (%)		
			Name or Title	Total	Common Stock	Preferred Stock	Common Stock	Preferred Stock
Related to Reporting Party	The Reporting Person							
	Specially Related Persons	Affiliated Firms						
		Relatives						
		Non-profit Entity						
		Officers						
		Treasury Stock						
	Subtotal							
Others	Corporation							
	Individual							
	Others							
	Subtotal							
Total								

Note 1) All shareholders related to the Reporting Party shall be entered.

Note 2) For Other Shareholders, only those with 1% or more equity ratio shall be entered.

<Exhibit 5>

Details of Shares Owned by Holding Company

(unit: Won, Number of Shares, %)

	Items of Shares	Areas of Business	Value per Share	Number of Shares (Equity Ratio)	Historical Cost	Value in the Balance Sheet	Other Noteworthy Features
Subsidiaries							
Subtotal							
Affiliates other than Subsidiary							
Subtotal							
Non-affiliates							
Subtotal							
Total							

Note 1) Figures shall be as of the date of incorporation registration in the case of reporting the establishment of holding company, as of the closing date of the immediately preceding business year in the case of reporting the conversion into holding company, and as of the closing date of the immediately preceding business year in the case of reporting the current status of shareholders, etc.

Note 2) In the Items of Shares, common stocks and preferred stocks shall be separately entered (preferred voting rights shall be entered if preferred stocks grant voting rights),

Note 3) Entry of the Areas of Business shall be based on the Detailed Classification (Five-unit Classification) in the Korean Standard Industry Classification notified by the Administrator of the National Statistical Office pursuant to Article 17 of the Statistics Act.

Note 4) In Other Noteworthy Features, valuation losses or gains of stocks shall be entered with their specific amounts.

I hereby certify that the current status of shares owned by our company is as true as above.

Name of the Company

Representative Director

(seal fixed)

<Exhibit 6>

Details of Owned Shares

Name of the Company:

(unit: Won, Number of Shares, %)

	Items of Shares	Areas of Business	Value per Share	Number of Shares (Equity Ratio)	Historical Cost	Value in the Balance Sheet	Other Noteworthy Features
Affiliates							
Subtotal							
Non-affiliates							
Subtotal							
Total							

Note 1) Figures shall be as of the date of incorporation registration in the case of reporting the establishment of holding company, as of the closing date of the immediately preceding business year in the case of reporting the conversion into holding company, and as of the closing date of the immediately preceding business year in the case of reporting the current status of shareholders, etc.

Note 2) In the Items of Shares, common stocks and preferred stocks shall be separately entered (preferred voting rights shall be entered if preferred stocks grant voting rights),

Note 3) Entry of the Areas of Business shall be based on the Detailed Classification (Five-unit Classification) in the Korean Standard Industry Classification notified by the Administrator of the National Statistical Office pursuant to Article 17 of the Statistics Act.

Note 4) In Other Noteworthy Features, valuation losses or gains of stocks shall be entered with their specific amounts.

I hereby certify that the current status of shares owned by our company is as true as above.
Name of the Company Representative Director (seal fixed)

<Exhibit 7>

* See reverse for information regarding method of entry.

Nature of Primary Business and Details of Transactions			
Tradename		Business Registration No.	
Address	(Headquarters)	(Tel:)	
	(Factory)	(Tel:)	
(1) Nature of Business			

Proportion of Transaction with Financial and Insurance Firms	(2) Turnover with respect to Financial and Insurance Firms (A)	(2) Total Turnover (B)		Ratio (A/B) %
(3) Produced Good or Service 1		(4) Standard Industry Classification		
(5) Characteristics, Use, etc.		(6) Major Transaction Partner	(2) Turnover	(7) Ratio (%)
		Total		
(3) Produced Good or Service 2		(4) Standard Industry Classification		
(5) Characteristics, Use, etc.		(6) Major Transaction Partner(s)	(2) Turnover	(7) Ratio (%)
		Total		

□ This format is for subsidiary companies of financial holding companies, which are engaged in businesses other than financial or insurance businesses.

<Method of Entry>

- (1) Nature of Business: Entry shall be mainly based on the matters falling under subparagraphs of Article 15-3 of the Decree.
- (2) Turnover: Turnover entered in the report of value-added tax shall serve as the basis. In case there exists turnover denominated in foreign currency, such shall be entered after being translated into Won, applying annual average foreign exchange rate. (unit: one million Won)
- (3) Produced Good or Service: Entry shall be made in the order of sales proportion, and when there are three or more goods or services, each shall be entered in separate sheet.
- (4) Standard Industry Classification: Entry shall be based on the Detailed Classification (Five-unit Classification) in the Korean Standard Industry Classification pursuant to the Statistics Act.
- (5) Characteristics, Use, etc. of Produced Good: Details shall be entered, and when diagrams or pictures are necessary, such shall be entered in separate sheets.

(6) Major Transaction Partners: Entry shall be made in the order of transaction size, and when there are exports, such facts shall be indicated.

(7) Ratio: The ratio of the turnovers involving each transaction partner to the total turnovers of the concerned produced good or service shall be entered.

<Exhibit 8>

* See reverse for information regarding method of entry.

Nature of Primary Business and Details of Transactions				
Tradename		Business Registration No.		
Address	(Headquarters) (Factory)	(Tel:)	(Tel:)	
Subsidiary which owns shares of the company	Tradename			
	Equity Ratio (%)			
(1) Nature of Business				
Ratio of Transaction with Subsidiaries	(2) Sales amount with respect to Subsidiaries (A)	(2) Total sales amount (B)		Ratio (A/B) %
	(2) Purchase amount with respect to Subsidiaries (C)	(2) Total Purchase Amount (D)		Ratio (C/D) %
(3) Produced Good or Service 1		(4) Standard Industry Classification		
(5) Characteristics, Use, etc.		(6) Major Transaction Partner(s)	(2) Sales (or Purchase) Amount	(7) Ratio (%)
		Total		
(3) Produced Good or Service 2		(4) Standard Industry Classification		
(5) Characteristics, Use, etc.		(6) Major Transaction Partner(s)	(2) Sales (or Purchase) Amount	(7) Ratio (%)
		Total		

This format is for subsidiary companies of general holding company, which own shares for controlling purpose.

<Method of Entry>

- (1) Nature of Business: Entry shall be mainly based on the matters falling under subparagraphs of Article 15-3 of the Decree.
- (2) Sales Amount: Sales amount entered in the report of value-added tax shall serve as the basis. In case there exist sales (or purchase) amounts denominated in foreign currencies, such shall be translated into Won by applying annual average exchange rate (unit: one million Won).
- (3) Produced Good or Service: Entry shall be made in the order of sales (or purchase) proportion, and when there are three or more goods or services, each shall be entered in separate sheet.
- (4) Standard Industry Classification: Entry shall be based on the Detailed Classification (Five-unit Classification) in the Korean Standard Industry Classification pursuant to the Statistics Act.
- (5) Characteristics, Use, etc. of Produced Good: Details of the goods or services that are transacted with subsidiaries shall be entered, and when diagrams or pictures are necessary, such shall be entered in separate sheets.
- (6) Major Transaction Partners: Entry shall be made in the order of transaction size, and when there are exports or imports, such facts shall be indicated.
- (7) Ratio: The ratio of the sales (or purchase) amount involving each transaction partner to the total sales(or purchase) amount of the concerned produced good or service shall be entered.

<Exhibit 9>

* See reverse for information regarding method of entry and documents to be attached.

Report on the Progress of Removing Debt Guarantees
To the Fair Trade Commission
Pursuant to Article 8-3 of the Monopoly Regulation and Fair Trade Act and Article 15-2 of its Enforcement Decree, I hereby file a report on the progress of removing debt guarantees among holding company and subsidiaries, certified by domestic financial institutions, as attached.
<Attached Documents>
I. Current status of debt guarantees and the progress in removing thereof
1. Details of existing debt guarantees extended to a subsidiary company (those subject to restriction)
2. Document showing the extent of removal of existing debt guarantees extended to a subsidiary for the recent one year (those subject to restriction)
3. Details of existing debt guarantees extended to a subsidiary company (those not subject to restriction)
4. Details of existing debt guarantees extended by a subsidiary company (those subject to restriction)
5. Document showing the extent of removal of existing debt guarantees extended to a subsidiary for the recent one year (those subject to restriction)
6. Details of existing debt guarantees extended by a subsidiary company (those not subject to restriction)
II. Confirmation Document of Financial Institution
Date:
Company Name:
Representative: (seal affixed)

For more information, call Mergers & Acquisitions Division (Tel: 02-507-1934,5) at the Antitrust Bureau of the Fair Trade Commission.

I-1. Details of existing debt guarantees extended to a subsidiary company (those subject to restriction)

Name of Guarantor Company:

(unit: 1 million Won)

Name of Guarantee d Company	Details of Guarantee					
	Type of Loan	Amount of Loan	Amount Guaranteed	Financial Institution that extended Loan	Date of Guarantee	Maturity Date
Subtotal						
Subtotal						
Total						

I-2. Document showing the extent of removal of existing debt guarantees extended to a subsidiary for the recent one year (those subject to restriction)

Name of Guarantor Company:

(unit: 1 million Won)

Name of Guarantee d Company	Details of Guarantee					
	Type of Loan	Amount of Loan	Amount Guaranteed	Financial Institution that extended Loan	Date of Guarantee	Maturity Date
Subtotal						
Subtotal						
Total						

I-3. Details of existing debt guarantees extended to a subsidiary company (those not subject to restriction)

Name of Guarantor Company:

(unit: 1 million Won)

Name of	Details of Guarantee

Guaranteed Company	Type of Loan	Amount of Loan	Amount Guaranteed	Financial Institution that extended Loan	Date of Guarantee	Maturity Date
Subtotal						
Subtotal						
Total						

Name of Guaranteed Company	Details of Guarantee					
	Type of Loan	Amount of Loan	Amount Guaranteed	Financial Institution that extended Loan	Date of Guarantee	Maturity Date
Subtotal						
Subtotal						
Total						

I-4. Details of existing debt guarantees extended by a subsidiary company (those subject to restriction)

Name of Guarantor Company:

(unit: 1 million Won)

I-5. Document showing the extent of removal of existing debt guarantees extended to a subsidiary for the recent one year (those subject to restriction)

Name of Guarantor Company:

Name of Guaranteed Company	Details of Guarantee					
	Type of Loan	Amount of Loan	Amount Guaranteed	Financial Institution that extended Loan	Date of Guarantee	Maturity Date

Subtotal						
Subtotal						
Total						

(unit: 1 million Won)

I-6. Details of existing debt guarantees extended by a subsidiary company
(those not subject to restriction)

Name of Guarantor Company:

Name of Guaranteed Company	Details of Guarantee					
	Type of Loan	Amount of Loan	Amount Guaranteed	Financial Institution that extended Loan	Date of Guarantee	Maturity Date
Subtotal						
Subtotal						
Total						

(unit: 1 million Won)

Name of Guaranteed Company	Details of Guarantee					
	Type of Loan	Amount of Loan	Amount Guaranteed	Financial Institution that extended Loan	Date of Guarantee	Maturity Date
Subtotal						

Subtotal						
Total						

II. Confirmation Document of Financial Institution

**Confirmation Document of Financial Institution
(for Holding Company)**

Our company, a holding company pursuant to the Monopoly Regulation and Fair Trade Act, converted into holding company on _____, _____ (Date, Month, Year).

Pursuant to Article 8-3 of the Monopoly Regulation and Fair Trade Act and Article 15 of its Enforcement Decree, our company has to remove debt guarantees extended by and from our affiliates in advance and submit documents of the progress in clearing off debt guarantees for the recent one year, confirmed by financial institution.

Thus, our company hereby file a request for confirmation that documents detailing existing debt guarantees and specifying the progress in removing debt guarantees, in relation to the loans extended by your financial institution, are true and do not omit relevant facts.

<Attached Documents>

1. Details of existing debt guarantees extended from subsidiary company (those subject to restriction)
2. Document showing the extent of removal of existing debt guarantees extended from subsidiary for the recent one year (those subject to restriction)
3. Details of existing debt guarantees extended from subsidiary company (those not subject to restriction)

Date:
Company Name:
Representative: _____ (seal affixed)

Our institution hereby confirm that your documents detailing existing debt guarantees and specifying the progress in removing debt guarantees, in relation to the loans extended by our financial institution, are true and do not omit relevant facts.

Date:
Name of Financial Institution:
Representative: _____ (seal affixed)

* For Holding Company

**<Exhibit 10>Confirmation Document of Financial Institution
(for Subsidiary Company)**

Our company, a subsidiary firm of a holding company which pursuant to the Monopoly Regulation and Fair Trade Act converted into holding company on , (Date, Month, Year), became subsidiary of holding company on , (Date, Month, Year).

Pursuant to Article 8-3 of the Monopoly Regulation and Fair Trade Act and Article 15 of its Enforcement Decree, a subsidiary of a holding company has to remove debt guarantees extended by and from our affiliates in advance and submit documents of the progress in clearing off debt guarantees for the recent one year, confirmed by financial institution.

Thus, our company hereby file a request for confirmation that documents detailing existing debt guarantees and specifying the progress in removing debt guarantees, in relation to the loans extended by your financial institution, are true and do not omit relevant facts.

1. Details of existing debt guarantees extended from subsidiary company (those subject to restriction)
2. Document showing the extent of removal of existing debt guarantees extended from subsidiary for the recent one year (those subject to restriction)
3. Details of existing debt guarantees extended from subsidiary company (those not subject to restriction)

Date:
Company Name:
Representative: (seal affixed)

Our institution hereby confirm that your documents detailing existing debt guarantees and specifying the progress in removing debt guarantees, in relation to the loans extended by our financial institution, are true and do not omit relevant facts.

Date:
Name of Financial Institution:
Representative: (seal affixed)

Power of Attorney

1. Reporting Case:
2. Reporting Party (Delegating Party)
3. Proxy:

I hereby delegate the reporting of the above establishment of holding company to _____.

Date:
Delegating Party:
Address:

<Exhibit 11>

* See reverse for information regarding method of entry and documents to be attached **Reporting Form for
Converting into a Holding Company through Merger**

Merging Party	Reporting Company	Tradename		Name of Representative		
		Date of Incorporation		Date of Listing		
		Address	(ZIP:)		Contact Numbers	
		(1) Financial Standing (in millions)	Paid-in Capital			Total Shareholders' Equity
			Total Assets			Turnover
		Nature of Business				
Merging Party	The other Party to Merger	Tradename		Representative		
		Date of Incorporation		Date of Listing		
		Address	(ZIP:)		Point of Contact	
		(1) Financial Position (in millions)				
		Nature of Business				
		Date of Merger Contract			Date of Merger Registration	

Holding Company (Remaining or newly incorporated Co. after merger)	Tradename		Name of Representative		
	Address	(ZIP:)		Contact Number	
	(2) Financial Standing (in millions)	Paid-in Capital		Total Assets	
		Details of Assets		Asset Composition Ratio (%)	
	Composition of Assets	Shares of Subsidiaries		Before Merger	After Merger
		Other Assets			
		Total			

To the Fair Trade Commission

I hereby report on the above in accordance with Article 8 of the Monopoly Regulation and Fair Trade Act and Article 15 of its Enforcement Decree.

Date:

Reporting Party Representative (seal)

For more information, call Mergers & Acquisitions Division (Tel: 02-507-1934,5) at the Antitrust Bureau of the Fair Trade Commission.

<Method of Entry>

- (1) Financial Standing: Entry shall be based on the balance sheet and income statement drawn up before the merger for the purpose of merger.
- (2) Financial Standing; Financial standing shall be entered based on the balance sheet as of date of merger registration.
- (3) Shares of Subsidiaries: Entry shall be based on historical costs. Other matters shall follow the Corporate Accounting Standards.

<Documents to be attached>

1. Documents related to the holding company:
 - a. One copy of paper explaining reason for converting into a holding company
 - b. Articles of incorporation
 - c. Current status of shareholders
 - d. One copy of details of owned shares
 - e. Current status of affiliated companies
 - f. One copy of the balance sheet drawn for the purpose of merger and one copy of the balance sheet drawn as of the registration date of such merger
 - g. One copy of incorporation register
 - h. One copy of contract paper of the merger and minutes of a general meeting of shareholders approving the merger
2. Documents related to subsidiary companies:
 - a. Articles of incorporation
 - b. Current status of shareholders
 - c. One copy of details of owned shares
 - d. One copy of the auditors' report of the immediately preceding business year
 - e. As for the subsidiary companies owned by a financial holding company in accordance with Article 15-3 of the Decree, document specifying the nature of their primary businesses including their turnovers according to product types and business partners.
3. Documents related to the local firms owned by a subsidiary firm of a general holding company in accordance with Article 15-4 of the Decree:
 - a. Articles of incorporation
 - b. One copy of details of owned shares
 - c. One copy of auditors' reports of the immediately preceding business year

- d. Document detailing the nature of their primary businesses
- e. A document specifying the nature and amount of transactions with subsidiary companies in the immediately preceding business year

<Exhibit 12>

* See reverse for information regarding method of entry and documents to be attached

Reporting Form for Converting into Holding Company due to Changes in Assets

Tradename			Representative		
Date of Incorporation			Date of Listing		
Address			Point of Contact	Tel: Fax: Person responsible for reporting:	
(1) Financial Standing	Paid-in Capital		Capital		
	Total Assets		Turnover		
Nature of Business					
Details of Assets (in million Wons)	Particulars of Assets	Asset Composition Ratio (%)			
		Before Conversion	%	After Conversion	%
	(2) Shares of Subsidiaries				
	Other Assets				
	Total				
Reasons for Converting into Holding Company					

To the Fair Trade Commission

I hereby report on the above in accordance with Article 8 of the Monopoly Regulation and Fair Trade Act and Article 15 of its Enforcement Decree.

Date:

(5)Reporting Party Representative (seal)

For more information, call Mergers & Acquisitions Division (Tel: 02-507-1934,5) at the Antitrust Bureau of the Fair Trade Commission.

<Method of Entry>

- (1) Financial Standing: Entry shall be based on the closing date of the immediately preceding business year.
- (2) Shares of Subsidiaries: Entry shall be based on historical costs. Other matters shall follow the Corporate Accounting Standards.

<Documents to be attached>

1. Documents related to the holding company:
 - a. One copy of paper explaining reason for converting into a holding company
 - b. Articles of incorporation
 - c. Current status of shareholders
 - d. One copy of details of owned shares
 - e. Current status of affiliated companies
 - f. One copy of the auditors' reports of the immediately preceding business year
 - g. One copy of incorporation register
 - h. one copy of documents proving asset change such as contract for stock transaction, receipt of payment therefor, minutes of general meetings of shareholders in association with asset change (or minutes of the board of directors' meetings thereon)
2. Documents related to subsidiary companies:
 - a. Articles of incorporation
 - b. Current status of shareholders
 - c. One copy of details of owned shares
 - d. One copy of the auditors' report of the immediately preceding business year
 - e. As for the subsidiary companies owned by a financial holding company in accordance with Article 15-3 of the Decree, document specifying the nature of their primary businesses including their turnovers according to product types and business partners.
3. Documents related to the local firms owned by a subsidiary firm of a general holding company in accordance with Article 15-4 of the Decree:
 - a. Articles of incorporation
 - b. One copy of details of owned shares
 - c. One copy of auditors' reports of the immediately preceding business year
 - d. Document detailing the nature of their primary businesses
 - e. A document specifying the nature and amount of transactions with subsidiary companies

in the immediately preceding business year

<Exhibit 13>

* See reverse for information regarding method of entry and documents to be attached

Reporting Form for Exemption from Holding Company				
Tradename		Representative		
Date of Incorporation		Date of Listing		
Date of Incorporation as (Conversion into) Holding Company				
Address	(ZIP:)	Point of Contact	Tel: Fax:	Person responsible for reporting:
Nature of Business				
(1) Financial Standing	Paid-in Capital		Total Shareholders' Equity	
	Total Assets		Turnover	
Details of Assets (in million Wons)	Particulars of Assets	Asset Composition Ratio (%)		
		Before Conversion	%	After Conversion
	(2) Shares of Subsidiaries			
	Other Assets			
	Total			
Reasons for Reporting Exemption	Details			
	Date of Occurrence			
<p>To the Fair Trade Commission</p> <p>I hereby report on the above in accordance with Article 15, Paragraphs 4 and 5 of the Enforcement Decree of the Monopoly Regulation and Fair Trade Act.</p> <p style="text-align: center;">Date:</p> <p style="text-align: center;">Reporting Party Representative (seal)</p>				

For more information, call Mergers & Acquisitions Division (Tel: 02-507-1934,5) at the Antitrust Bureau of the Fair Trade Commission.

<Method of Entry>

- (1) Financial Standing: Entry shall be based on the balance sheet, audited by certified public accountants, drawn up as of the date when the reason for exemption occurred.
- (2) Share Value of Subsidiaries: Entry shall be based on historical costs. Other matters shall follow the Corporate Accounting Standards.
- (3) Reason for Exemption: Enter the sell-off of owned shares of subsidiaries, etc.

<Documents to be attached>

1. One copy of contract papers for stock transaction, receipts of payment therefor, and other documents proving that the party no longer falls under Article 2 of the Decree.
2. One copy of details of owned share
3. Balance sheet
4. Current status of shareholders

<Exhibit 14>

* See reverse for information regarding method of entry and documents to be attached

Reporting Form on Current Status of Stock Ownership of Holding Company, etc.

Tradename		Representative
(1) Date of Incorporation (Conversion)		Date of Listing
Address	(ZIP:)	Point of Contact
(2) Financial Standing (in million Wons)	Total Shareholders' Equity (A)	Value of Shares of Subsidiaries (c)
	Total Liability (B)	Total Assets (D)
	B/A (%)	C/D (%)
Current Status of Subsidiaries		Number
	(4) Listed Companies	
	Unlisted Companies	
	Financial, Insurance Firms	
	Non-financial, insurance firms	
(6) Domestic Companies owned by subsidiaries pursuant to Article 15-4 of the Decree	Number	Combined Amount of Total Assets
To the Fair Trade Commission		
I hereby report on the above in accordance with Article 8-2, Paragraph 3 of the Monopoly Regulation and Fair Trade Act and Article 15-5 of its Enforcement Decree.		
Date:		
Reporting Party Representative (seal)		

For more information, call Mergers & Acquisitions Division (Tel: 02-507-1934,5) at the Antitrust Bureau of the Fair Trade Commission.

<Method of Entry>

- (1) Date of Incorporation (Conversion): Enter the following day of the closing date of the concerned business year in the case where an existing corporation converts into a holding company.
- (2) Financial Standing: Entry shall be based on the balance sheet drawn up as of the date when the reason for no longer falling under a holding company occurred, and audited by a certified public accountant.
- (3) Value of Shares of Subsidiaries: Entry shall be based on historic cost. Other matters shall follow the Corporate Accounting Standards.
- (4) Listed Companies: They refer to corporations that issue share certificates listed on the Korea Stock Exchange (KSE) excluding those that issue share certificates listed on the Korea Securities Dealers Automated Quotation (KOSDAQ) .
- (5) The scope of financial and insurance companies: Entry shall be made in accordance with Standard Industry Classification published pursuant to the Statistics Act.

<Documents to be attached>

1. Documents related to holding company:
 - a. current status of shareholders;
 - b. one copy of details of owned shares;
 - c. one copy of auditors' reports of the immediately preceding business year.
2. Documents related to subsidiary firms:
 - a. Current status of shareholders;
 - b. Register of shareholders;
 - c. One copy of details of owned shares;
 - d. One copy of auditors' reports of the immediately preceding business year;
 - e. As for subsidiary companies owned by a financial holding company in accordance with Article 15-3 of the Decree, documents detailing the nature of their primary businesses, including turnovers of the concerned companies by product type, business partner, etc.
3. Documents related to other firms owned by a subsidiary of a general holding company pursuant to Article 15-4 of the Decree:
 - a. Articles of incorporation;
 - b. One copy of details of owned shares;
 - c. One copy of auditors' reports of the immediately preceding business year;
 - d. One copy of an operating report;

- e. One copy of documents detailing the amount and nature of transactions with subsidiaries in the immediately preceding business year.