

## KSFC Annual Report 2012



# SEIZING OPPORTUNITIES AND **CREATING VALUE TO ENSURE A BRIGHTER FUTURE OVER** THE NEXT DECADE

Since its establishment in 1955, Korea Securities Finance Corporation (KSFC) has been contributing to the growth and advancement of the Korean capital market by providing a variety of financial services ranging from securities financing for the stock market to deposits and loans for investors and ESOP supports. Building upon our strengths and experience accumulated from years of doing various businesses, we are proactively responding to the ever-changing financial environment and preparing for another take-off fueled by change and innovation, diversification, and professionalism.

KSFC will continue to expand its horizon of financial services to meet emerging customer needs and create added value for the capital market and investors by drawing on the combined resources and expertise of all our businesses.

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# ADVANCE

#### COPING WITH A RAPIDLY CHANGING MARKET ENVIRONMENT AND PURSUING QUALITATIVE GROWTH

KSFC devoted itself to the development of the domestic capital market by enhancing customer satisfaction and improving its financial service operations. Now, we are focusing on playing a pivotal role for the advancement of the capital market and creation of new values for investors. Based on a challenging spirit and innovation, we will do our utmost to emerge as an unrivaled integrated securities and financial service provider that the market and investors need.



# INNOVATION

#### **BECOMING A RELIABLE FINANCIAL SERVICE PARTNER**

KSFC strives to be the best partner for the capital market and investors by offering differentiated financial products and services such as investors' deposits management, ESOP support, and loans and deposits for individual and institutional clients. And it is another one of our commitments to deliver more value to them. We will continuously strive to win the confidence of customers and partners through strict risk control, prudent asset management, and an optimized sales portfolio.



# **RESPONSIBILIT**

#### PURSUING SHARED GROWTH WITH THE COMMUNITY

Financial service providers are required to be more socially responsible today. KSFC is recognized for the high level of trust it receives from the capital market and its customers by being committed to complying with corporate ethics and practicing transparent management. In addition, we, as a corporate citizen, have always been proactive in giving back corporate profits to society and carrying out voluntary activities for the community in order to fulfill our social responsibility and role. In the future, our social contribution activities will be conducted more systematically and consistently through the establishment of a public foundation.



Message from the CEO \_\_

# **MESSAGE FROM** THE CEO

#### Dear Respected Shareholders and Honored Customers of KSFC,

I would like to show my deepest gratitude towards your constant support and encouragement to Korea Securities Finance Corporation.

In 2012, the global economy recorded a low growth rate against the expectation at the beginning of the year due to advanced and emerging countries' extended economic slump. Repeatedly intensified financial crises of the euro zone and the fiscal cliff of the U.S. brought uncertainty to the global economy. The euro zone showed negative growth, even with the European Central Bank's (ECB) new Outright Monetary Transactions program. The U.S. economy seemed to give an indication of stability in the financial market and improvement in the housing and job markets, but it is too soon to conclude that it is showing recovery.

Domestically, market and deposit interest rates dropped dramatically and the spread between short and long-term interest rates was reduced because the Bank of Korea lowered the base interest rate twice. The GDP growth rate in 2012 was a mere 2.0% year-on-year, which shows that the Korean economy is entering into the low growth and low interest era.

But even in these unfriendly business environments, our company recorded KRW 51.6 trillion, an increase of 3.5% year-on-year, in total assets and KRW 137.8 billion, an increase of 3.4%, in net income in fiscal year 2012.

To review fiscal year 2012 by business sector, loans to securities companies and individual customers decreased by 15.9% and 21.5% year-on-year to KRW 4.0 trillion and KRW 2.0 trillion, respectively, mainly due to the slump of the stock market and the abundance of market liquidity.

Deposits soared 16.9% over the previous year to KRW 23.6 trillion by attracting stock market-related funds and securities companies' surplus funds.

As for the asset management business, we generated stable profit through asset distribution and bonds investment focused on risk management, considering the expansion of internal and external uncertainties.

Meanwhile, the total balance of trust deposits exceeded KRW 60 trillion, and the borrowing and lending intermediary business showed continued growth. Furthermore, we have increased our commission business by launching the bonds management business.





Overall, I believe last year has been a meaningful year of creating stable profit. Despite last year's unfriendly business environment, we have improved our results by managing our portfolio efficiently. Also, as a market maker, we have aggressively fulfilled our role to efficiently intermediate and expand the REPO market. Additionally, to diversify the basis of profits, we continuously expanded our custody business.

In the rapidly changing financial market, we will do our duty to provide funds and securities to the market and securities companies for the development of the capital market. We ask you, our shareholders and customers, for your interest in and encouragement to our effort to become a reliable company in the market.

Next, I will inform you about the environment and our management objectives for fiscal year 2013.

#### Fellow Shareholders.

This year, the domestic economy is expected to rebound in the second half of the year, backed by the aggressive execution of an economic stimulus package and other plans by the new government, but the growth rate is expected to stay low because of the possibility of a slowdown in export growth, affected by depreciation of the Japanese yen and the continued recession of the domestic real estate market. The global financial market also seems to meet a lot of changes. Because abundant liquidity created by quantitative easing of central banks of the U.S., the euro zone and Japan may cause changes and movements in safe asset preference, earnest discussions regarding an exit strategy will start in the near future.

To prepare for the changes, all of our employees are committed to actively implementing the following core tasks under the management goal of "expanding our role in the capital market and promoting internal management stability".

First, we will promote the stability of management by reinforcing internal management.

Compared to last year, in the global market, uncertainties created by the financial crisis in Europe has decreased and the U.S. and Chinese economies are recovering gradually, but it is too early to conclude that the global economy has made a turn-around. Domestic market conditions are also not good because of the economic problems, such as household debt, the recession in the real estate market, polarization, and youth unemployment, which have been building up.

Therefore, our company is planning to stabilize management by reinforcing asset quality and risk management. Additionally, we will continue to upgrade our products and organizational culture for the vitalization of our businesses and to promote open communication for the enhancement of our corporate capabilities.

#### Second, we will endeavor to achieve growth together with the market by achieving shared growth with securities companies.

Since its establishment in 1955, KSFC has been contributing to the development and advancement of the capital market by cooperating and communicating with securities companies, relevant agencies and governmental authorities. Recently, the coexistence with securities companies, which are our important partners, has been strongly emphasized because they are facing a very tough management environment.

To this end, KSFC will make its utmost efforts not only to expand financial support to securities companies by diversifying its products and services but also to strengthen the securities finance support system.

#### Third, we will concentrate on securing mid to long-term growth engines.

In the rapidly changing financial market environment, KSFC will prepare a foundation for mid to long-term growth based on its accumulated expertise in order to enhance the fundamental value of going concern.

To do so, our focus will be on reinforcing competitiveness of existing businesses and seeking ways to contribute to the development of the capital market infrastructure. Global cooperation will also be expanded through more international exchanges.

#### **Dearest Shareholders.**

We at KSFC promise to operate for our customers and shareholders by achieving our management goal stated above. I ask for your continued interest and support so that our commitment and effort can lead to solid results. Thank you.

J. S. Paul

President & CF0 Jae-Seek Park

# **FINANCIAL HIGHLIGHTS**

#### **KSFC** Account

Income Statements

		(Separate statements, KRW in m		
FY2011		FY2012	!	Total Assets (KRW in millions)
KRW	USD	KRW	USD	
29,366,886	26,782,386	31,500,690	28,353,455	
28,088,702	25,616,691	30,089,955	27,083,667	
1,278,184	1,165,694	1,410,735	1,269,788	
340,000	310,078	340,000	306,031	FY2011 FY2012
	KRW 29,366,886 28,088,702 1,278,184	29,366,886         26,782,386           28,088,702         25,616,691           1,278,184         1,165,694	KRW         USD         KRW           29,366,886         26,782,386         31,500,690           28,088,702         25,616,691         30,089,955           1,278,184         1,165,694         1,410,735	KRWUSDKRWUSD29,366,88626,782,38631,500,69028,353,45528,088,70225,616,69130,089,95527,083,6671,278,1841,165,6941,410,7351,269,788

	FY2011		FY2012	
Years ended March 31	KRW	USD	KRW	USD
Total Revenues	1,430,968	1,305,031	1,370,280	1,233,376
Total Expenses	1,249,846	1,139,850	1,188,142	1,069,437
Income before Income Taxes	177,435	161,819	178,359	160,538
Net Income	133,262	121,533	137,791	124,023

#### **Trust Account**

Income Statements

Years ended March 31

Gain on Trading and Valuation of Securities

Interest Income

Total Expenses

Financial Position —————			(KRW in m	nillions, USD in thousands
	FY2011	I	FY2012	2
As of March 31	KRW	USD	KRW	USD
Total Assets	20,496,585	18,692,736	20,106,797	18,097,927
Trust Deposits	20,339,810	18,549,758	19,976,844	17,980,958
Other Liabilities	156,775	142,978	129,953	116,969

			20,45,55
Total Asset (KRW in mil			
FY2011	FY2012		

#### (KRW in millions, USD in thousands) FY2011 FY2012 KRW USD KRW USD 574,838 510,116 459,150 524,248

160,517

685,435

166,030

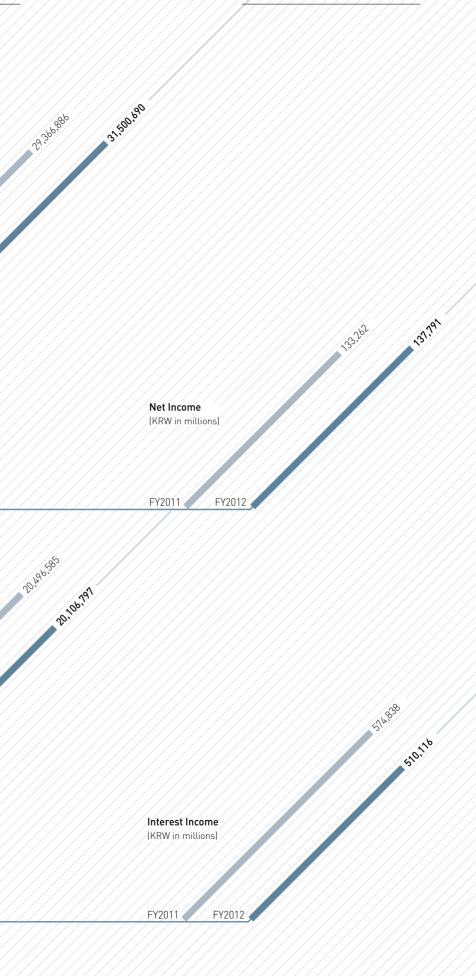
677,364

149,442

609,689

751,579 KRW amounts were converted to USD based on prevailing exchange rates of KRW 1,096.5/USD and KRW 1,111.00/USD on March 31, 2011 and March 29, 2013, respectively.

176,007



# COMPANY INTRODUCTION

**CONDUCTING RESPONSIBLE** AND VALUE-DRIVEN MANAGEMENT FOR A **BETTER FUTURE** 

**18** —— Company Profile

- **21** —— Vision, Mission and Value
- Function and Role
- -Scope of Business and Services

In a challenging and rapidly changing business environment, KSFC continues to focus on securing financial soundness, thoroughly managing risks, and building an innovative organizational culture in order to ensure the stability in management and trust from the financial market. Also, we promote enhancing our intrinsic function and role for the development of the domestic capital market and protection of investors' assets through expanding financial support for securities firms and developing diverse financial services.

We strongly believe that KSFC is well positioned to create value for customers and shape a better future.

Company Profile \_\_\_\_

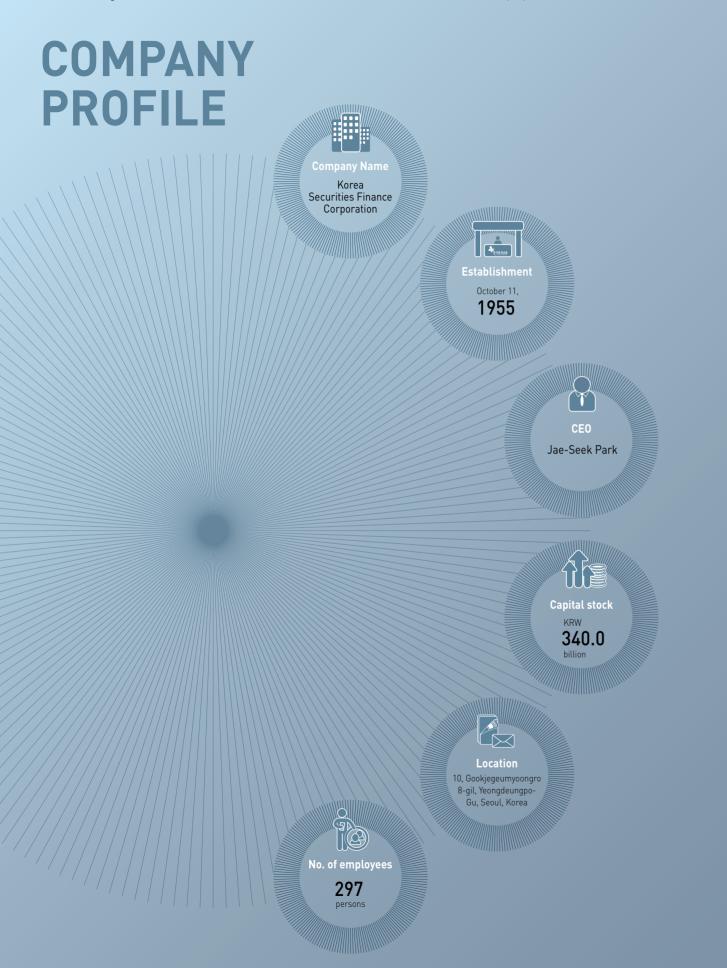
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#### Playing a Key Role for the Development of the Domestic Capital Market

Korea Securities Finance Corporation (KSFC) was established in October 1955 in order to contribute to the development of the Korean capital market. As Korea's only institution designated to handle securities financing, KSFC has focused on supplying funds and securities to the market and securities firms, protecting investors through disciplined management of investors' deposits, helping the establishment and development of employee stock ownership plans (ESOPs), and providing general financing services such as securities-based loans and subscriptions to IPOs or forfeited shares. Moreover, our business portfolio has been expanded to SBL intermediary, RP intermediary, corporate bond management, and IDB business, contributing to the creation of a solid foundation for the growth of the domestic stock market. Our general aim is to evolve into the best integrated securities and finance services institution. To realize this, we will continue to improve our services and products for customers, increase our operational efficiency, strengthen our professionalism, and proactively respond to the everchanging financial environment.

35.6% (Banks)	
13.9% (Securities-related Organizations)	
1.6% (Insurance Companies)	
D.5% [ESOA]	
13.5% (Other)	



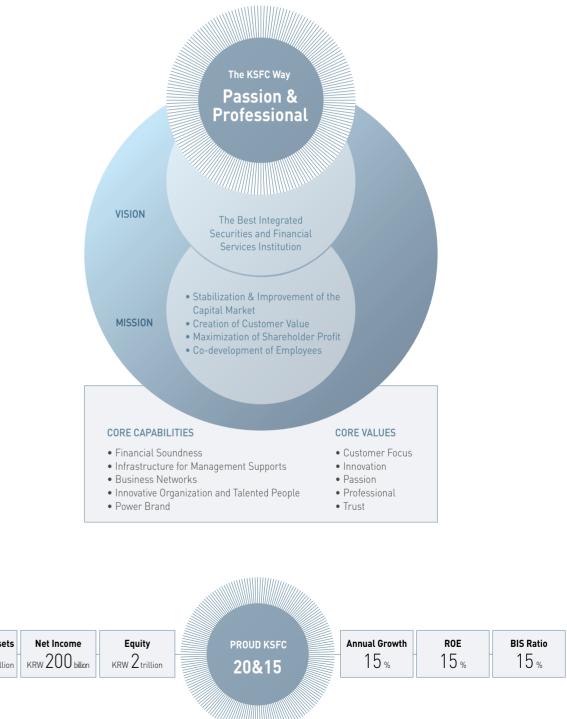


34.9% Securities Companies

# VISION, MISSION, AND VALUE



Our vision is to evolve into the leading provider of integrated securities and financial services in the Korean capital market.



#### Maintaining High-Level Credit Ratings

Financial soundness is KSFC's top priority in its management. Based on the annual average balance, we are operating funds of more than KRW 50 trillion by utilizing advanced management techniques and securing stable bases for income generation. Since 2006, KSFC bonds received the highest credit ratings, AAA with a stable outlook, by Korea Investors Service, Korea Ratings Corporation and NICE Investors Service.



#### **Reinforcing Ethical Management**

Based on clear ethical awareness, KSFC is doing its best to become a respected corporation that accepts its social responsibility and practices transparent management. Under the "KSFC's Code of Ethics," economic, legal, and ethical responsibilities are specified as the basic duties, and transparency, rationality, and legitimacy are criteria for the ethical decision-making to be executed. KSFC is also well aware that social contribution is integral to ensuring consistent credibility from our customers and mutual prosperity of both the corporation and society. We are proactive in conducting social contribution activities centered around the "One Heart" volunteer group under the slogan of "Greater Happiness through Love Sharing."

#### **Ethical Management Committee**

KSFC operates a committee that superintends ethical management and makes ethical decisions in order to strengthen the recognition on ethics and encourage employees to practice ethical management.

A detailed code of business conduct to achieve ethical management is set up and practiced by employees in an effort to establish a sound corporate culture.

Setting up the Code of Conduct

# for Ethical Management Practice

#### Self-Assessment of Adherence to Ethics/Compliance

Checklists regarding ethical conduct and key regulations are made for employees and senior officers for the purpose of regular self-assessment in order to promote ethical behavior and compliance.

A various ethics/compliance education sessions are conducted to enhance ethical behavior and practice, which contributes to upgrading corporate competitiveness.

Frequent Ethics/Compliance Education

**Operating Assets** KRW 200 trillion KRW 200 billion

### Vision 2015

# **FUNCTIONS AND ROLES**

#### Providing Securities-Based Market Liquidity

KSFC increases market liquidity by providing funds and securities to financial investment companies, institutions related to financial investments, and collective investment firms. It also encourages the use of securities by investors and contributes to the expansion of the securities market by providing various securities-based financing services to individuals and corporations.

#### Acting as a Financial Safety Net for the Capital Market

KSFC keeps investors' deposits separately from the proprietary accounts of the financial investment companies and contributes to the stability of the capital market.

#### Managing Funds Related to the Securities Market

KSFC manages idle funds, subscription guarantee money, and CMA funds from financial investment companies, as well as subscription deposits for forfeited shares and corporate idle funds. In addition, it manages national treasury funds and public capital management funds to promote the efficiency of the short-term capital market and stimulate the bond market. Through these activities, KSFC offers investors safe and profitable vehicles to manage funds while helping financial investment companies manage short-term liquidity.

#### Building the Capital Market's Infrastructure

KSFC brokers securities borrowing and lending (SBL) among institutional investors, promoting the use of SBL and ensuring compliance to settlement terms, as well as enhancing the utility of securities. It also helps investment companies and investment trusts (funds) manage their assets, offering comprehensive asset management services that safeguard investors.

#### Supporting ESOPs

An employee stock ownership plan (ESOP) is an employee benefit system that promotes workers' welfare by encouraging them to purchase and hold stocks from their respective companies. As an entity designated for ESOP management, KSFC provides services for depositing, safekeeping, managing, and financing ESOP shares, as well as consulting and education for the creation and management of employee stock ownership associations (ESOAs).





KSFC engages in securities financing services in accordance with the Financial Investment Services and Capital Markets Act and additional services licensed by, approved by or registered with the Financial Services Commission. These services mainly include lending of funds or securities for trade in the securities and derivatives markets through the Korea Exchange, loans secured by securities, trust services, custody and management of collective investment assets, etc.

Type of Services	For Financial Investment Firms and Capital Market	For Brivate Investors and Corporations		
Type of Services	For Financial Investment Firms and capital Market	For Private Investors and Corporations		
Loans	<ul> <li>Securities Underwriting Loans</li> <li>Margin Financing Loans</li> <li>Stock Purchasing Loans</li> <li>Working Capital Loans</li> <li>Bond Dealer Loans</li> <li>Loans to Refinance Securities-Secured Loans</li> <li>Short-Term Note Trading at a Discount</li> <li>Bond Purchase under Reverse RPs</li> <li>REPO Financing Loans</li> </ul>	<ul> <li>Securities-Secured Loans</li> <li>Short-Term Note Trading at a Discount</li> <li>Loans Secured by Deposits</li> </ul>		
Deposits	<ul> <li>Subscription Guarantee Money Deposits</li> <li>Deposits from Financial Investment Organizations</li> <li>Securities Market Stabilization Funds Deposits</li> <li>Sales of Notes Issued</li> <li>National and Public Funds Deposits</li> <li>SPAC Deposits</li> </ul>	<ul> <li>Securities Subscription Deposits</li> <li>Corporate Deposits</li> <li>Sales of Notes Issued</li> <li>Bond Sales under RPs</li> <li>Small Offering Deposits</li> </ul>		
Management of Investors' Deposits	Investors' Deposits in Deposit Accounts     Investors' Deposits in Trust Accounts			
Trustee and Custody	<ul> <li>Trustee and Custody Services</li> <li>Management of Entrusted Assets</li> <li>Management of General Administrative Businesses</li> <li>Corporate Bond Management</li> </ul>			
ESOP Support	<ul> <li>ESOP Stock Management</li> <li>ESOP Stock-Secured Loans</li> <li>ESOP Support Services</li> </ul>	<ul><li>ESOP Support Services</li><li>ESOP Stock-Secured Loans</li></ul>		
SBL Brokerage	Securities Borrowing & Lending (SBL) Brokerage     RP Intermediary	Securities Borrowing & Lending (SBL) Brokerage		

# REVIEW OF OPERATIONS

MOVING FORWARD WHILE FOCUSING ON WHAT WE DO BEST

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We are committed to providing customers and the domestic capital market with funds and diverse financial services while generating sustainable returns for the future. During FY2012, we achieved substantial improvement in our financial performance and financial condition by focusing on meeting the needs of customers and the market, improving operational efficiency, launching the corporate bond management business, and strengthening risk management capabilities. KSFC will continue to create value and stable returns for customers by delivering valuable products and services.

Summary

# SUMMARY

#### **Financial Position**

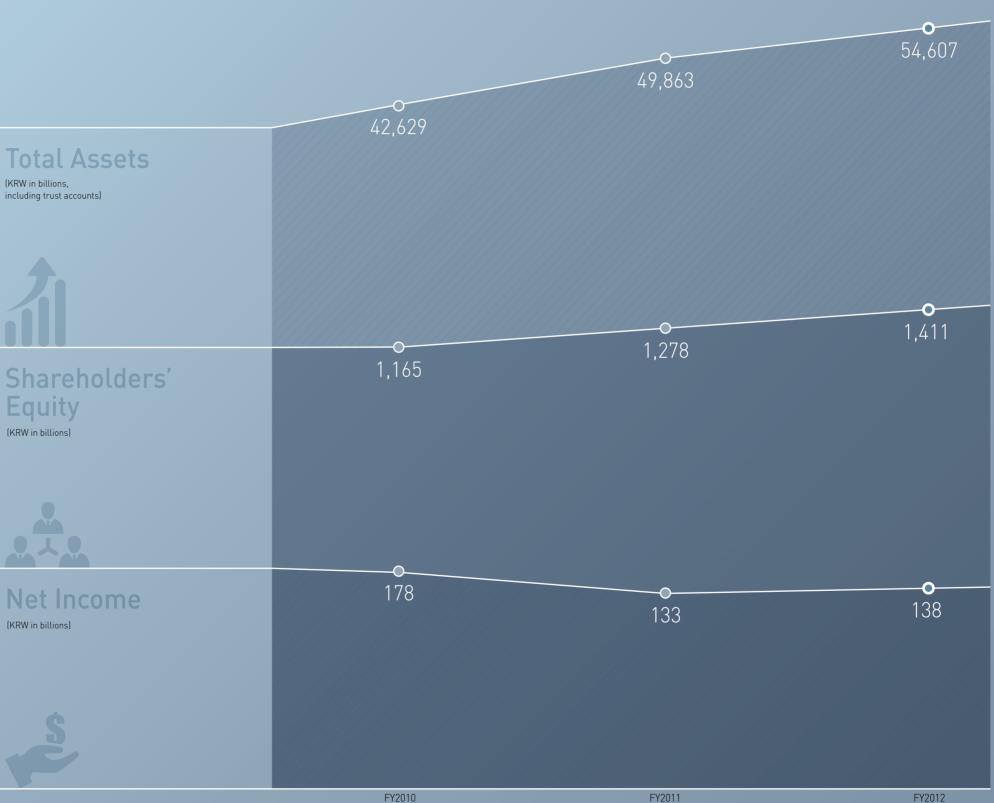
- The average balance of total KSFC assets increased by 2.8% year-on-year to KRW 34.97 trillion in FY2012. The balance of securities rose by 20.2% year-on-year to KRW 11.97 trillion, while cash and due from banks and securities loans decreased by 1.3% and 8.5% to KRW 13.33 trillion and KRW 9.58 trillion, respectively. Total liabilities recorded KRW 33.75 trillion in FY2012, an increase of 2.4% over the previous year, of which deposits increased 1.3% to KRW 26.30 trillion and borrowings and bonds payable decreased 6.5% to KRW 5.46 trillion.
- Capital stock was KRW 340.0 billion and total shareholders' equity stood at KRW 1.21 trillion, up 9.3%, over the previous year.

#### **Operating Performance**

- Operating revenues decreased by 3.8% year-on-year to KRW 1.37 trillion in FY2012. Gain on valuation and disposal of securities was KRW 200.6 billion, up 16.1% over the previous year, and commission income was KRW 74.8 billion, up 13.7%. Fees and commission income from trust accounts and dividend income also increased by 7.0% and 27.7% year-on-year to KRW 20.1 billion and KRW 36.7 billion, respectively. Meanwhile, interest income and gain from derivatives valuation and transactions decreased by 9.4% and 0.7% to KRW 1.03 trillion and KRW 4.7 billion, respectively.
- Operating expense was KRW 1.19 trillion, down by 4.9% year-on-year in FY2012, of which interest expense and loss on valuation and disposal of securities decreased by 5.3% and 74.8% to KRW 1.03 trillion and KRW 8.4 trillion, respectively. More details are as follows: KRW 5.5 billion in loss from derivatives valuation and transactions, up 12.3%, KRW 3.5 billion in loss from credit risk of securities loans, up 120.0%, KRW 62.0 billion in commission expenses, up 17.4%, and KRW 74.8 billion in administrative expenses, up 13.5%.
- Operating income recorded KRW 182.1 billion, an increase of 0.6% over the previous year. Net income also increased by 3.4% to KRW 137.8 billion in FY2012.

#### Assessment

- Loans to financial investment firms and individual customers decreased by 16.0% and 21.5%, respectively, over the previous year due to the sluggish domestic stock market. Generally, the business environment has been unfavorable for operating funds due to increased volatility in the financial market, decreased trading value, extended low interest rate, and narrowed spread between short and long-term yield spread.
- Despite unfavorable global financial market conditions, we were able to create profits stably by attracting stock market-related deposits and focusing on asset management and investment in bonds for efficient risk control.
- Our operating volume including trust accounts and commission-based assets increased by 14.7%, or KRW 17.9 trillion, over the previous year to KRW 139.6 trillion in FY2012 based on the annual average balance. Net income also marked a 3.4% increase.
- KSFC has proactively played a role as a market maker for the activation of the RP market and strived to expand its custody business.



FY2012

The average balance of funds raised in FY2012 increased 2.8% year-on-year to KRW 34.97 trillion, of which deposits from financial investment firms, investor deposits, bonds payable, and bond sales under RPs represented 42.9%, 16.4%, 10.2%, and 8.8%, respectively. Proportions of deposits from financial investment firms and bond sales under RPs increased over the previous year, while those of bonds payable and subscription guarantee money deposits decreased.

#### **Deposits Received**

Deposits received accounts for the largest share of fundraising. The average balance of deposits received increased 1.3% from the previous year to KRW 26.30 trillion in FY2012. Those accounted for 75.2% of total fundraising in this fiscal year (76.3% in the previous year).

#### Breakdown of **Raised Funds**

average balance)

(Based on the annual

(KRW in millions, %)

Investors' deposits<sup>1]</sup> Subscription guarantee money deposits Deposits from securities market stabilization Deposits from financial investment firms Deposits from corporations Subscription deposits for IPOs Subscription deposits for forfeited shares ESOP deposits Guaranteed deposits SPAC deposits Notes issued Special deposits Derivatives liabilities Borrowings & bonds payable Call money Bonds sales under RPs Borrowings<sup>2]</sup> Bonds payable Other liabilities Guarantee deposits<sup>31</sup> Due to trust accounts Deferred tax and others Shareholders' equity

Classification

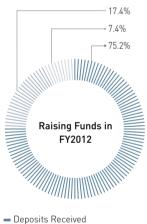
Deposits received

## Total

and foreign currency derivatives trading 2) Sum total of borrowings from banks and CPs 3) Sum total of short selling guarantee deposits, SBL brokerage guarantee deposits, and other guarantee deposits

RAISING **FUNDS** 

Operating funds are raised through diverse forms of deposits, bond sales under RPs, borrowings from financial institutions, bond issues, and capital stock.



- Borrowings & Bonds Payable = Equity & Other Liabilities



	FY 2010		FY 2011		FY 2012	
	Amount	%	Amount	%	Amount	%
	23,224,359	76.6	25,964,163	76.3	26,304,940	75.2
	5,209,859	17.2	5,320,345	15.6	5,720,724	16.4
	1,284,192	4.2	924,283	2.7	535,447	1.5
ation funds	26,957	0.1	8,511	0.0	16,603	0.0
5	10,321,594	34.1	12,897,459	37.9	14,994,970	42.9
	1,058,515	3.5	975,995	2.9	1,218,843	3.5
	27	0.0	25	0.0	992	0.0
S	40,875	0.1	67,513	0.2	64,441	0.2
	1,118	0.0	1,755	0.0	2,522	0.0
	326	0.0	104	0.0	62	0.0
	219,921	0.7	283,203	0.8	187,984	0.5
	5,058,934	16.7	5,483,040	16.1	3,560,167	10.2
	2,040	0.0	1,929	0.0	2,185	0.0
	-	0.0	1,165	0.0	34	0.0
	3,387,597	11.2	4,302,472	12.6	5,046,322	14.4
	1,018,141	3.4	957,986	2.8	903,556	2.6
	1,195,949	3.9	2,024,964	6.0	3,084,602	8.8
	1,173,507	3.9	1,319,522	3.9	1,058,164	3.0
	1,176,097	3.9	1,094,347	3.2	1,055,328	3.0
	1,557,166	5.1	1,597,478	4.7	1,347,635	3.9
	1,272,894	4.2	1,319,021	3.9	1,085,617	3.1
	185,834	0.6	197,966	0.6	169,833	0.5
	98,438	0.3	80,490	0.2	92,185	0.3
	956,540	3.2	1,067,020	3.1	1,210,921	3.5
	30,301,759	100	34,026,644	100	34,965,179	100

1] Sum total of deposits for spot trading, derivatives trading, principle derivatives trading, collective investment securities,

\_\_\_\_Raising Funds\_



Funds deposited by investors for the purpose of trading stocks and derivatives with financial investment firms must be re-deposited with or entrusted to KSFC in accordance with related laws. Investors' deposit in FY2012 increased 7.5% year-on-year to KRW 5.72 trillion, which accounted for 16.4% of total raised funds (15.6% in the previous year).

The average balance of deposits for spot trading, which is investors' deposits made by financial investment firms for trading securities re-deposited with KSFC, decreased 46.5% year-on-year to KRW 27.5 billion in FY2012.

The average balance of deposits for derivatives trading, which is investors' deposits made by financial investment firms for trading futures or options re-deposited with KSFC, decreased 4.8% year-on-year to KRW 2.93 trillion in FY2012.

Deposits received from principle derivatives trading are deposits of funds for futures trading from financial investment firms who collect funds from investors exclusively for on-floor derivatives trading. The average balance of principle deposits from derivatives trading decreased 10.4% year-on-year to KRW 981.0 billion in FY2012.

The average balance of deposits received from collective investment securities, which is investors' deposits for collective investments made by financial investment firms and re-deposited in KSFC, increased 59% year-on-year to KRW 1.43 trillion in FY2012.

The average balance of deposits in foreign currencies increased 80.1% year-on-year to KRW 348.3 billion in FY2012.

#### Subscription Guarantee Money Deposits

Subscription guarantee money deposits are funds deposited by financial investment firms that are collected from investors who want to participate in IPOs or rights issues. In FY2012, the average balance of subscription guarantee money deposits decreased 42.1% over the previous year to KRW 535.4 billion, accounting for 1.5% of total deposits received during the fiscal year, as opposed to 2.7% during FY2011. These deposits are usually managed through the short-term notes discounted to financial investment firms, where limits are set up to the value of deposits.

#### **Deposits from Financial Investment Institutions**

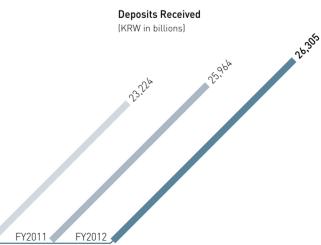
Deposits from financial investment institutions are funds received from financial investment firms and organizations related to the financial investment industry that are used to facilitate their surplus cash. In FY2012, the average balance of deposits from financial investment institutions increased 16.3% year-on-year to KRW 15.00 trillion, taking up 42.9% of total deposits received (37.9% in FY2011). The increase of deposits from financial investment accounts (CMAs) and surplus cash of financial investment firms derived from an increase of short-term investment capital and investors' preference for risk-averse assets.

#### Deposits from Corporations

Deposits from corporations are a vehicle that helps private corporations, public institutions and organizations manage their surplus cash. The average balance of deposits from corporations increased 24.9% over the previous year to KRW 1.22 trillion. It soared in this fiscal year thanks to abundant liquidity and our efforts to attract.

#### Subscription Deposits for IPOs

Subscription deposits for IPOs are funds deposited by individual investors to subscribe for IPO shares, through which subscribers are able to borrow subscription guarantee money and receive additional services such as proxy subscription. The average balance of subscription deposits for IPOs decreased 4.5% year-on-year to KRW 64.4 billion in FY2012.



#### Special Purpose Acquisition Company (SPAC) Deposits

Special purpose acquisition company (SPAC) deposits are funds deposited by SPACs that gather investors and issue shares for the sole purpose of merging with another corporation in accordance to the Financial Investment Services and Capital Markets Act. In FY2012, the average balance of SPAC deposits were KRW 188.0 billion, accounting for 0.5% of total deposits received during the fiscal year.

#### Notes Issued

Notes issued, a vehicle used to raise deposit-type funds by issuing obligations, decreased 35% over the previous year to KRW 3.56 trillion in average balance in FY2012. Sources of funds include national treasury funds, public capital management funds, and securities companies' CMA funds. These funds are managed in the market through RPs on exchange, MMFs, bank deposits, and call loans.

#### **Borrowings & Bonds Payable**

KSFC raises necessary funds through bonds sold under RPs, bank loans, issuance of commercial papers (CPs) or debentures, and call money. The average balance of total borrowings and bonds payable in FY2012 amounted to KRW 5.46 trillion, an increase of 17.3% compared to the prior year, accounting for 14.4% of total raised funds.

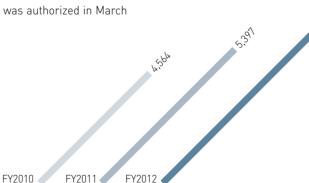
#### Call Money

Call money is a primary source of short-term capital borrowings. The average balance of call money decreased 5.7% over the previous fiscal year to KRW 903.6 billion in FY2012, taking up 2.6% of total raised funds. The proportion had been 2.8% in FY2011

#### Bonds Sold under RPs

Bonds sold under repurchase agreements (RPs) is a form of raising funds by selling bond holdings to corporations or individuals under the condition that they will sell them back on a previously agreed-upon date and price. The average balance of bonds sold under RPs was KRW 3.08 trillion in FY2012, up 52.3% compared to the previous year. It represented 8.8% of total raised funds (6.0% in FY2011). Bonds sold under RPs have become a primary source of raising funds since 2003 when RP sales between institutional investors was first initiated. The trading volume has stably expanded since the business was authorized in March 2011.

Borrowings & Bonds Payable (KRW in billions)



#### **Borrowings**

The average balance of borrowings declined 19.8% year-on-year to KRW 1.06 trillion at the end of FY2012. This figure represented 3.0% of total raised funds, which had been 3.9% in the previous year.

#### **Corporate Bonds**

The average balance of corporate bonds issued in FY2012 was KRW 1.06 trillion, a decrease of 3.6% from the previous fiscal year, representing 3.0% of total raised funds (3.2% in FY2011).

#### Other Liabilities

The average balance of other liabilities including guarantee deposits and due to trust accounts recorded KRW 1.35 trillion, a decrease of 15.6% from the previous fiscal year, taking up 3.9% of total raised funds in FY2012. The proportion had been 4 7% in FY2011

#### **Guarantee Deposits**

Guarantee deposits at the end of FY2012 amounted to KRW 1.09 trillion, a decrease of 17.7% over the previous year, which were broken down to SBL brokerage guarantee deposits of KRW 997.1 billion, short selling guarantee deposits of KRW 43.6 billion, and other guarantee deposits of KRW 44.9 billion. Guarantee deposits accounted for 3.1% of total raised funds during the same period (3.9% in FY2011).

#### Due to Trust Accounts

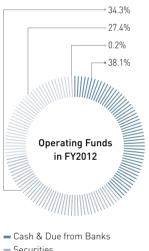
Due to trust accounts is cash entrusted by collective investment institutions to KSFC. The average balance of due to trust accounts in FY2012 decreased 14.2% over the previous year to KRW 169.8 billion, which represented 0.5% of total raised funds (0.6% in FY2011).

#### Shareholders' Equity

The average balance of shareholders' equity in FY2012 increased 1.6% year-onyear to KRW 1.21 trillion, accounting for 3.5% of total raised funds (3.1% in FY2011). Paid-in capital and capital surplus were KRW 340.0 billion and KRW 21.8 billion, respectively. Retained earnings increased 13.4% year-on-year to KRW 940.8 billion thanks to realizing KRW 137.8 billion in net income.

# OPERATING FUNDS

KSFC's primary vehicles for operating funds include cash and deposits, investment in securities, various loans, notes at a discount, bonds purchased under reverse RPs, and call loans.



SecuritiesLoans Receivable

= Others



Cash and due from banks in Korean won, trading securities, available-for-sale securities, and loans accounted for 37.1%, 17.8%, 16.4%, and 15.7%, respectively, in operating funds in FY2012. Bonds purchased under RPs and notes discounted represented 8.1% and 3.4%, respectively. The proportion of investment in securities increased, while that of loans and deposits decreased.

#### **Cash & Due from Banks**

KSFC operates a large amount of capital in cash and due from banks for stable and efficient liquidity management, as short-term funds account for a significant proportion in raising funds. In FY2012, the average balance of cash and due from banks decreased 1.3% year-on-year to KRW 13.33 trillion, which represented 38.1% of total operating funds. The proportion had been 39.8% in the previous fiscal year. The average balance of cash and due from banks in Korean won amounted to KRW 12.98 trillion, down 2.5% year-on-year, and cash and due from banks in foreign currencies recorded KRW 348.4 billion, up 80.1%. These accounted for 37.1% (39.2% in FY2011) and 1.0% (0.6% in FY2011) of total operating funds in FY2012.

#### Breakdown of Operating Funds

(Based on the annual average balance) (KRW in millions, %)

#### Classification Cash & due from banks

Cash and due from banks in Korean won Cash and due from banks in foreign curre Securities Trading securities Recognized financial assets as net incom Available-for-sale securities Derivatives assets Bonds receivable Call loan Notes discounted Bonds purchased under reverse RPs Loans (Allowances) Other assets Total

	FY 2010	FY 2010 FY 2011		FY 2011		
	Amount	%	Amount	%	Amount	%
	13,145,848	43.4	13,502,983	39.8	13,325,437	38.1
n	13,006,254	42.9	13,309,554	39.2	12,977,063	37.1
rencies	139,595	0.5	193,429	0.6	348,375	1.0
	8,682,811	28.7	9,958,816	29.2	11,972,726	34.3
	5,636,581	18.6	4,915,059	14.4	6,207,012	17.8
ne	-	0	81	0.0	24,514	0.1
	3,046,230	10.1	5,043,676	14.8	5,741,200	16.4
	-	0	263	0.0	4,130	0.0
	8,385,542	27.6	10,469,994	30.7	9,577,291	27.4
	36,685	0.1	2,309	0.0	76,849	0.2
	1,314,522	4.3	1,678,596	4.9	1,177,065	3.4
	2,249,750	7.4	3,072,185	9.0	2,822,149	8.1
	4,819,717	15.9	5,757,760	16.9	5,501,247	15.7
	(35,132)	(0.1)	(40,855)	(0.1)	(20)	(0.0)
	87,559	0.3	94,588	0.3	85,596	0.2
	30,301,759	100	34,026,644	100	34,965,179	100

Operating Funds



#### **Securities**

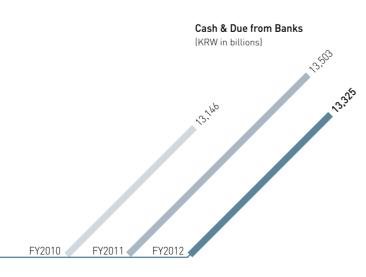
KSFC has expanded its investments in securities to improve profitability due to intensified competition in the securities-secured loans market. As a result, the average balance of securities rose by 20.2% over the previous year to KRW 11.97 trillion, accounting for 34.3% of total operating funds in FY2012. Its proportion in the previous fiscal year had been 29.2%. Equity securities and bonds were KRW 318.5 billion, up 51.6% year-on-year, and KRW 5.76 trillion, up 12.2%, respectively. Beneficiary certificates and others increased 26.9% and 97.7% over the previous year to KRW 5.79 trillion and KRW 103.7 billion, respectively.

#### **Trading Securities**

We hold trading securities to achieve short-term profit margins. Trading securities in FY2012 increased 26.3% over the previous year to KRW 6.21 trillion, which represented 17.8% of total operating funds (14.4% in FY2011).

#### Available-for-Sale Securities

Available-for-sale securities for long-term profit margins in FY2012 stood at KRW 5.74 trillion, an increase of 16.4% year-on-year, which represented 16.4% of total operating funds (14.8% in FY2011).





#### Loans Receivable

KSFC's loans receivable is comprised of call loans to manage funds in the very short-term, notes discounted and bonds purchased under reverse RPs to manage funds in the short-term and various kinds of loans. The average balance of total loans receivable in FY2012 decreased 8.5% year-on-year to KRW 9.58 trillion, which represented 27.4% of total operating funds. The proportion of loans receivable had been 30.7% in FY2011.

#### **Notes Discounted**

The average balance of notes discounted FY2012 decreased 29.9% over the previous year to KRW 1.18 trillion mainly due to sluggish subscription guarantee deposits, which represented 3.4% of total operating funds (4.9% in FY2011).

#### Bonds Purchased under Reverse RPs

Bonds purchased under reverse RP is used for the substitution of call loans between institutional investors in security for bonds. The average balance of bonds purchased under reverse RPs decreased 8.1% to KRW 2.82 trillion in FY2012. It accounted for 8.1% of total operating funds (9.0% in FY2011).

#### Loans

The average balance of loans recorded KRW 5.50 trillion in FY2012, a decrease of 4.5% from the previous fiscal year, which represented 15.7% of total operating funds (16.9% in FY2011).

Operating Funds —

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-Margin financing loans are provided to securities companies for their customers' margin purchase or short sales through the Korea Exchange. The average balance of margin financing loans decreased 15.4% over the previous year to KRW 1.91 trillion in FY2012.

Bond dealer loans are provided to bond dealers for their bond purchase in the primary bond market through the payment system. In FY2012, there was no bond dealer loan due to the abundant market liquidity and the lack of bond trading by financial investment firms.

-Loans to finance securities-secured loans are extended to securities firms in order to support funds for securities-secured loans. The average balance of loans to finance securities-secured loans was KRW 883.5 billion in FY2012, a decrease of 17.9% over the previous year.

-Working capital loans are supported to financial investment firms and related institutions, the Korea Exchange, and insurance companies. The average balance of working capital loans fell by 18.4% year-on-year to KRW 122.3 billion in FY2012.

-Employee stock ownership plan (ESOP) share acquisition loans are extended to members of employee stock ownership associations (ESOAs) to purchase allocated shares. The same shares are used as collateral. The average balance of ESOP share acquisition loans rose by 22.6% over the previous year to KRW 1.24 trillion in FY2012.

-Employee stock ownership plan (ESOP) share-secured loans are given to ESOA members who use ESOP shares deposited with KSFC as collateral. The average balance of ESOP share-secured loans dropped 3.2% year-on-year to KRW 9.2 billion in FY2012.



-Securities-secured loans are extended to private investors or corporations that place securities as collateral. The average balance of securities-secured loans increased 8.6% over the previous year to KRW 1.33 trillion in FY2012.

-Loans secured by deposits are loans extended to investors who place subscription deposits for forfeited shares or deposits from corporations as collateral. The average balance of loans secured by deposits amounted to just KRW 0.2 billion.

#### Breakdown of Loans Receivable

(Based on the annual average balance) (KRW in millions, %)

	FY 2010		FY 2011		FY 2012	
Classification	Amount	%	Amount	%	Amount	%
Margin financing loans	1,970,044	40.9	2,253,627	39.1	1,907,631	34.7
Bond dealer loans	-	0.0	-	0.0	-	0.0
Working capital loans	112,704	2.3	149,904	2.6	122,304	2.2
Loans to support securities- secured loans	900,629	18.7	1,076,776	18.7	883,517	16.1
Loans to support accounts receivables <sup>11</sup>	-	0.0	-	0.0	-	0.0
ESOP share acquisition loans	823,098	17.1	1,012,674	17.6	1,241,349	22.6
ESOP share-secured loans	11,726	0.2	9,491	0.2	9,171	0.1
Securities-secured loans	977,283	20.3	1,228,355	21.3	1,333,549	24.3
Loans secured by deposits	24,233	0.5	26,849	0.5	178	0.0
Total	4,819,717	100	5,757,676	100	5,497,699	100

1) As loans to financial investment firms for the payment of their customers' securities acquisition, it was suspended since May 2008 when the financial supervisory authority introduced charge accounts limit and frozen accounts for the purpose of vitalizing credit transactions.



# **ESOP SUPPORT SERVICES**

As a depository company dedicated to FSOP shares in accordance with the Framework Act on Labor Welfare, KSFC is committed to offering public services such as consultation on the establishment and operation of ESOAs, deposits and management of ESOP shares, and training of ESOP staff. Our role also includes providing financial support to members of ESOAs to help them acquire ESOP shares and manage their household finances.



#### Number of ESOAs

As of the end of March 2013, the number of companies with ESOAs stands at 2,999, an increase of 66 compared to the previous year, which includes 675 listed companies on the KOSPI, 812 companies on the KOSDAQ, and 1,512 other companies. The number of ESOA members reached 1.26 million, an increase of 32 thousands year-on-year. Among the total number of ESOA members, 885 thousand are from listed companies on the KOSPI, 116 thousand from companies on the KOSDAQ, and 258 thousand from other companies.

#### **ESOP Shares Deposited**

The number of ESOP shares deposited reached 422.9 million from 1,023 companies at the end of March 2013, a decrease of 3.7% compare to the previous fiscal year. Total acquisition costs also decreased 11.7% to KRW 5.33 trillion. Deposited shares were composed of 286.3 million from companies listed on the KOSPI, 48.2 million from companies listed on the KOSDAQ, and 88.5 million from other companies. Market capitalization as of the end of March, 2013 was KRW 6.35 trillion: KRW 5.41 trillion from companies listed on the KOSPI, KRW 360.0 billion from companies listed on the KOSDAQ, and KRW 578.1 billion from other companies. The ownership of ESOP shares was 1.6% for companies listed on the KOSPI, 0.9% for companies listed on the KOSDAQ, and 1.0% for other companies.

**Breakdown of ESOAs** Establishment

#### Classification

(Numbers of companies and members)

### Companies listed on KOSPI

## Companies listed on KOSDAQ

#### Other companies Total

**ESOA** 

Breakdown of **ESOP Shares** Deposited

(Companies, members, thousand shares, KRW in millions)

#### Classification KOSPI Company KOSDAQ Company Others Total KOSPI Company Shares Deposited KOSDAQ Company Others Total

 As of March 31, 2011		As of March 31, 2012		As of March 31, 2013	
ESOA	Member	ESOA	Member	ESOA	Member
673	853,904	682	877,894	675	884,958
829	109,757	825	111,490	812	116,440
1,340	230,247	1,426	239,105	1,512	258,173
2,842	1,193,908	2,933	1,228,489	2,999	1,259,571

As of March 31, 2011 As of March 31, 2012 As of March 31, 2013

ESOA	Member	ESOA	Member	ESOA	Member
221	244,439	233	276,847	241	252,840
269	19,394	263	21,955	253	19,812
517	53,856	527	55,898	538	55,619
1,007	317,689	1,023	354,700	1,032	328,271
224,680	4,665,289	287,939	5,136,743	286,254	4,452,421
52,338	316,556	57,284	351,361	48,180	301,211
100,235	542,659	93,683	544,703	88,479	572,368
377,253	5,524,504	438,906	6,032,808	422,914	5,326,001

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# **SAFEKEEPING AND** MANAGEMENT **OF INVESTORS'** DEPOSITS

In accordance with the Financial Investment Services and Capital Markets Act, funds that are deposited with financial investment firms by investors for the trading of securities and derivatives should be fully re-deposited with KSEC Financial investment firms can choose to hold the funds as deposits or trusts. In the case of deposits, KSFC guarantees the principal and agreed interest every month while it manages funds in separate trust accounts and pays dividends according to operating performances in the case of trusts.

Investors' Deposits in the Trust Accounts (KRW in billions) 17.74

FY2011 FY2010 FY201



#### **Investors' Deposits in Trust Accounts**

The average balance of investors' deposits in the trust accounts decreased 1.43% or KRW 298.1 billion year-on-year to KRW 20.58 trillion in FY2012, which is composed of KRW 14.79 trillion for stock investors' deposit trusts, KRW 3.76 trillion for derivate investors' deposit trusts, and KRW 2.03 trillion for special money trusts. As of the end of March FY2012, stock investors' deposit trusts accounted for 87.7% of total investors' deposits (88.6% in FY2011). The number of companies that keep funds by trust was 39, a decrease of 2 companies over the previous fiscal year. That by deposits was 23.

#### Management of Deposits in Trust Accounts

Operating objects and business partners for the management of deposits in trust accounts are strictly regulated by relevant laws as they should be safely managed while maintaining enough liquidity. Cash and due which are managed through term deposits and MMDAs for safety decreased 3.5% on year-on-year to KRW 15.10 trillion in FY2012, accounting for 73.8% of total deposits in trust accounts. The proportion had been 75.4% in the previous year. Funds managed in the type of securities in FY2012 were KRW 5.31 trillion, up 4.6% over the previous year, accounting for 26.0% of total deposits in the trust accounts (24.5% in the previous year).

#### Status of Investors' **Deposits Trust**

(Based on the annual average balance) (KRW in millions)

#### Classification Investors' Securities investors deposits trusts deposits in the trust accounts Derivatives investors' deposits trusts Special money trusts Total Cash & due Management performance Securities Bonds Beneficia certificat CD Sub total l oans<sup>1</sup> Call loans RP Total Number of financial investment firms

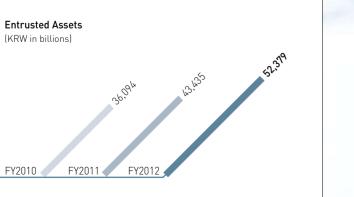
1) Manages mainly at working capital working capital loans and margin financing loans, etc.

	FY2010	FY2011	FY2012
	11,477,972	14,945,063	14,789,916
	4,441,825	4,019,473	3,762,293
	1,794,448	1,914,848	2,029,105
	17,714,245	20,879,384	20,581,314
	13,373,406 (75.8%)	15,640,059 (75.4%)	15,096,723 (73.8%)
	73,172 ( 0.4%)	0 (0.0%)	0 (0.0%)
агу			
ates	4,156,121 (23.5%)	5,075,032 (24.5%)	5,309,897 (26.0%)
	30,976 (0.2%)	0 (0.0%)	0 (0.0%)
l	4,260,269 (24.1%)	5,075,032 (24.5%)	5,309,897 (26.0%)
	0 (0.0%)	10,038 (0.0%)	1,245 (0.0%)
	14 (0.0%)	191 (0.0%)	0 (0.0%)
	24,230 (0.1%)	10,246 (0.1%)	36,012 (0.2%)
	17,657,919 (100.0%)	20,735,566 (100.0%)	20,443,877 (100.0%)
	40	41	39

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# SAFEKEEPING AND MANAGEMENT OF COLLECTIVE INVESTMENT ASSETS

Since June 2004, KSFC has safely maintained and managed collective investment assets of collective investment firms to protect investors in accordance with pertinent regulations. Despite tough business conditions as a second mover, KSFC became the number one player in the industry in just 8 years after entering this business.







#### **Major Operating Performance**

The average balance of funds in trust in FY2012 increased 26.7% over the previous year to KRW 57.97 trillion. Total amount of collective investment assets at the end of the fiscal year 2012 valued at KRW 52.38 trillion, an increase of 20.6% year-on-year, thanks to the expansion of the MMF market beyond intensified competition in the market. Our market share also increased 1.3%p year-on-year to 15.6% in FY2012, ranking first place in the industry.



#### Classification

Performances Balance at the en

(KRW in billions)

#### of fiscal year<sup>1)</sup> Annual average

M/S (rank)

#### Number of customers

 Excluding discretionary assets Source: Korea Financial Investment Ass balance and number of customers)

balance

	63	62	77
	12.0% (2nd)	14.3% (2nd)	15.6% (1st)
	43,941.3	45,745.3	57,971.1
nd	36,093.7	43,434.7	52,378.6
	FY2010	FY2011	FY2012

Source: Korea Financial Investment Association (performances and M/S) and KSFC (annual average

# **SBL INTERMEDIARY SERVICES**

As an intermediary, KSFC takes the initiative, brokers, and finalizes the sale of SBI s in addition to taking possession of securities, managing collateral, and acting as a proxy. Particularly, we started the IDB business in November 2013 after receiving authorization in October, which is expected to contribute to raising our position as a key intermediary in the RP and electronic short-term bond market.



#### **Stocks Borrowing and Lending Intermediary**

The average balance of stocks borrowing and lending intermediary in FY2012 amounted to KRW 2.70 trillion, an increase of 43.0% year-on-year. The intermediation of KOSPI shares increased 27.2% over the previous year to KRW 2.06 trillion, and that of KOSDAQ shares soared 140.7% to KRW 633.3 billion in FY2012.

#### **Bonds Borrowing and Lending Intermediary**

The average balance of bonds borrowing and lending intermediary surged 26.7% year-on-year to KRW 17.36 trillion in FY2012. The intermediation of government bonds increased 30.1% year-on-year to KRW 16.05 trillion, while that of monetary stabilization bonds decreased 6.0% to KRW 1.20 trillion in FY2012. The intermediation of other bonds grew 22.4% to KRW 108.7 billion.

#### **RP Intermediary**

The average balance of RP intermediary soared 78.1% over the previous year to KRW 5.20 trillion in FY2012.

#### Status of SBL **Brokerage Services**

(Based on the annual average balance) (KRW in millions)

Classification		FY2010	FY2011	FY2012
Performances	KOSPI	510.5 (85.9%)	1,622.4 (86.0%)	2,063.3 (76.5%)
	KOSDAQ	83.8 (14.1%)	263.1 (14.0%)	633.3 (23.5%)
	Subtotal	594.3 (100.0%)	1,885.5 (100.0%)	2,696.6 (100.0%)
Bonds	Government bonds	9,132.1 (89.6%)	12,334.1 (90.0%)	16,047.3 (92.4%)
	Monetary stabilization bonds	994.8 (9.8%)	1,278.9 (9.3%)	1,202.8 (6.9%)
	Other bonds	61.7 (0.6%)	88.8 (0.6%)	108.7 (0.6%)
	Subtotal	10,188.6 (100.0%)	13,701.8 (100.0%)	17,358.8 (100.0%)
Total		10,782.9	15,587.3	20,055.4
RP brokerage		-	2,919.3	5,200.2

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# SOCIAL CONTRIBUTION

Happiness grows when it's shared. We all want to share our love and live in a warmer world. KSFC is practicing such ideas through sustainable social contribution projects to create a brighter tomorrow.







#### Social Contribution: Greater Happiness through Love Sharing

To fulfill our responsibility as a corporate citizen, KSFC is committed to conducting substantial social contribution activities to return the love we have received from the capital market and customers. Every year, through our main social contribution program "Hope for the Marginalized Child," donation is given to more than 10 child welfare facilities and organizations. In addition, substantial effort is given to charitable medical facilities, such as Mary Doty Hospital and immigrant medical centers, to support low-income families. Our social contribution activities also include supporting multicultural families, immigrants, and the socially disadvantaged such as the disabled, senior citizens and women. In May, 2013 donation of KRW 100 million was given to "Seoul Dream Town," a childcare facility, to establish safe school facilities. Since the sponsorship agreement in October 2010, a total of KRW 760 million has been donated to Seoul Dream Town and Mary Doty Hospital. Moreover, KSFC established a sisterhood with Chungryong village in Goisan, Chungcheongnam-do in June 2013 and plans to vitalize urban-rural exchange with the sisterhood as a momentum.









Proactively Pursuing Corporate Social Responsibility by Establishing a Welfare Foundation

KSFC established the "One Heart" volunteer group in July 2005 in which our executives and employees participated. All members of the volunteer group engage in voluntary activities more than twice annually. They also take part in the Double Matching Grant program, where a certain amount of their salaries is donated monthly, and the company contributes matches and doubles the amount. Through this, a total of KRW 200 million was donated to the Korea Childhood Leukemia Foundation and other social welfare facilities.

Other voluntary activities include sharing coal briquettes, kimchi, and rice, and the "KSFC Love Class" program, where employees from the company's basketball, baseball, swimming, guitar, ping-pong, and leisure sports clubs donate their talents. KSFC is committed to creating results and value to give back to the market and community to create a better and brighter society for all. Being aware of the importance of corporate social responsibility, we are planning to establish a public welfare foundation to contribute systematically and continuously to society.





# FINANCIAL REVIEW

## **CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**

#### ASSETS Cash and due from banks

Financial investments: Financial assets held-for-trading Financial assets designated at FVTPL Financial investments available-for-sale

#### Derivative assets l oans receivable Other assets: Investments in associates Property and equipment Intangible assets Prepaid expenses Accrued income Current income tax prepaid Investments in memberships Sundry assets

#### Total assets Deposits

#### LIABILITIES AND EQUITY

Financial liabilities held-for-trading Derivative liabilities Borrowings Debentures Other liabilities: Guarantee deposits Due to trust accounts Unearned revenues Accrued expenses Current income taxes liabilities Contingent liabilities Severance and retirement benefits Deferred income tax liabilities

Sundry liabilities Interests for repayment on demand

#### **Total liabilities**

Equity: Controlling interests: Capital stock Capital surplus Capital adjustments Accumulated other comprehensive income Retained earnings (Reserve for possible loan losses) (Planned reserve for possible loan losses)

Non-controlling interests

Total equity Total liabilities and equity

#### As of March 31, 2013, March 31, 2012 and April 1, 2011

(Korean won in millions)

FY2013	FY2012	FY2011
12,156,745	9,652,759	10,886,771
6,099,208	4,165,551	4,175,521
45,631	15,254	-
5,268,275	5,494,459	3,825,695
11,413,114	9,675,264	8,001,216
3,822	12,272	5,989
7,710,840	9,881,721	6,711,104
131,137	39,497	-
28,734	30,570	30,482
16,667	20,388	24,319
8,265	6,744	4,212
138,393	160,569	117,952
4,506	-	-
13,723	13,064	12,303
6,405	10,400	11,014
347,830	281,232	200,282
31,632,351	29,503,248	25,805,362
23,583,096	20,177,109	18,514,947
30,773	59,175	61,709
-	194	1,876
4,973,314	5,440,813	3,982,312
660,868	1,310,341	920,452
6 77,031	902,585	828,903
1 20,321	122,987	179,577
5 37	3,248	4,058
5 4,298	83,252	52,722
-	8,060	16,583
64	262	154
8 ,032	5,035	1,722
8 1,589	67,402	61,648
1 4,903	14,047	12,678
1 9,116	30,167	-
975,891	1,237,045	1,158,045
30,223,942	28,224,677	24,639,341
340,000	340,000	340,000
21,767	21,767	21,767
(10,158)	(10,158)	(10,158)
114,882	91,198	79,878
941,918	835,764	734,534
-		
(36,609)	(46,020)	(31,836)
1,408,409	1,278,571	1,166,021
=	-	=
1,408,409	1,278,571	1,166,021
31,632,351	29,503,248	25,805,362

## CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	FY2013	FY2012
Operating revenues:		
Interest income:		
Interest on due from banks	421,808	475,380
Interest on securities	259,940	247,378
Interest on loans	394,056	454,478
	1,075,804	1,177,236
Gain on valuation and disposal of securities:		
Gain on disposal of financial assets held-for-trading	85,166	105,935
Gain on valuation of financial assets held-for-trading	89,021	49,259
Gain on valuation of financial assets designated at FVTPL	504	419
Gain on disposal of available-for-sale financial assets	19,142	15,536
	193,833	171,149
Gain from derivatives valuation and transactions:		
Gain on disposal of derivative assets	9,063	10,288
Gain on valuation of derivative assets	98	6,126
Gain on hedging instruments	265	494
Gain on hedged items	-	192
	9,426	17,100
Reversal of provision for credit losses	-	1,360
General fees and commission income	74,764	65,769
Gain on foreign currency transactions	4,916	5,078
Fees and commission income from trust accounts	20,094	18,776
Dividend income:		
Dividend income on financial assets held-for-trading	2,246	2,230
Dividend income on financial assets designated at FVTPL	1,199	599
Dividend income on financial investments available-for-sale	8,201	5,100
	11,646	7,929
Other operating revenue	30	-
Total operating revenue	1,390,513	1,464,397
Operating expenses:		
Interest expense:		
Interest on deposits	790,142	840,839
Interest on borrowings and bonds	83,090	99,987
Other interest expense	161,164	149,987
· · · · · · · · · · · · · · · · · · ·	1,034,396	1,090,813
Loss on valuation and disposal of securities:		
Loss on disposal of financial assets held-for-trading	12,988	36,060
Loss on valuation of financial assets held-for-trading	1,457	3,636
Loss on valuation of financial assets designated at FVTPL	304	-
Loss on disposal of financial investments available-for-sale	2,499	1,220
Loss on impairment of financial investments available-for-sale	2,261	8,519
· · · · · · · · · · · · · · · · · · ·	19,509	49,435

	FY2013	FY2012
Loss from derivatives valuation and transactions		
Loss on disposal of derivative assets	9,084	11,085
Loss on valuation of derivative assets	2,848	3,923
Loss on hedging instruments	136	289
Loss on hedged items	153	398
	12,221	15,695
Provision for possible loan losses		
General fees and commission expenses	3,642	
Loss on foreign currency transactions	63,869	54,384
Administrative expenses	4,920	5,078
Other operating expenses	74,790	65,888
	1,863	762
Total operating expenses	1,215,210	1,282,053
Operating income	175,303	182,344
Non-operating income (expenses):		
Gain on valuation of equity method investments, net	141	497
Loss on valuation of equity method investments, net	-	
Donations	(2,996)	(4,133
Others	(783)	394
—	(3,638)	(3,242
Income before income taxes	171,665	179,102
Income tax expenses	38,873	44,573
Net income	132,792	134,529
(Adjusted income after deducting provisions for regulatory reserve for credit losses of ₩ 142,204 million for the year ended March 31, 2013)		
	132,792	134,529
Equity holders of the parent	-	
Equity holders of the parent Non-controlling interests Other comprehensive income	23,684	11,320
Non-controlling interests Other comprehensive income	23,684	
Non-controlling interests Other comprehensive income Total comprehensive income for the period		11,320 145,849 145,849
Non-controlling interests	156,476	145,849

For the years ended March 31, 2013 and 2012

[Korean won in millions, except per share amounts]

## SEPARATED STATEMENTS OF **FINANCIAL POSITION**

#### As of March 31, 2013, March 31, 2012 and April 1, 2011 (Korean won in millions)

		FY2013	FY2012	FY2011
ASSETS	Cash and due from banks	12,156,579	9,652,604	10,866,527
	Financial investments			
	Financial assets held-for-trading	5,955,465	4,021,548	4,121,047
	Financial assets designated at FVTPL	14,950	15,254	-
	Financial investments available-for-sale	5,671,335	5,934,476	4,139,122
		11,641,750	9,971,278	8,260,169
	Derivative assets	2,307	4,265	1,844
	Loans receivable	7,492,816	9,503,147	6,429,792
	Other assets:			
	Property and equipment	28,734	30,570	30,482
	Intangible assets	16,667	20,388	24,319
	Prepaid expenses	3,633	6,604	3,542
	Accrued income	133,608	155,370	114,646
	Current income tax prepaid	4,506	-	-
	Investments in memberships	13,723	13,064	12,303
	Sundry assets	6,367	9,596	9,850
		207,238	235,592	195,142
	Total assets	31,500,690	29,366,886	25,753,474
LIABILITIES	Deposits	23,583,096	20,177,109	18,514,947
AND	Derivative liabilities	-	172	1,876
	Borrowings	4,885,814	5,391,513	3,982,312
	Debentures	660,868	1,310,341	920,452
	Other liabilities:			
	Guarantee deposits	677,031	902,585	828,903
AND	Due to trust accounts	123,055	126,167	191,396
	Unearned revenues	537	3,200	4,014
	Accrued expenses	54,189	14,950       15,254         671,335       5,934,476         641,750       9,971,278         2,307       4,265         492,816       9,503,147         28,734       30,570         16,667       20,388         3,633       6,604         133,608       155,370         4,506       -         13,723       13,064         6,367       9,596         207,238       235,592         500,690       29,366,886         583,096       20,177,109         -       172         385,814       5,391,513         560,686       1,310,341         577,031       902,585         123,055       126,167         537       3,200         54,189       82,983         -       8,060         64       262         8,032       5,035         82,431       67,278         14,838       13,997         960,177       1,209,567         989,955       28,088,702         340,000       340,000         21,767       21,767         10,158        (10,158       <	52,629
	Current income taxes liabilities	-		16,583
	Contingent liabilities	inancial assets designated at VTPL         14,950         15,254           inancial investments available-for-sale         5,671,335         5,934,476           valve assets         2,307         4,265           ns receivable         7,492,816         9,503,147           or assets         7         30,570           trangible assets         16,667         20,388           irrepaid expenses         3,633         6,604           cccrued income         133,608         155,370           Parent income tax prepaid         4,506         -           varent income tax prepaid         4,506         -           varent income tax prepaid         4,506         -           varent in memberships         13,723         13,046           sitis         23,583,096         207,738         235,592           tasets         2,31,500,690         20,71,710         172           rowings         4,885,814         5,391,513         -           eritabilities         -         172         73,820,96         -           valve tabilities         -         172         73,820,96         -         172           valve tabilities         -         8,0032         5,035         126,167	154	
LIABILITIES	Severance and retirement benefits	8,032	5,035	1,722
	Cash and due from banks         12,156,579         9,652,604           Financial investments         Financial investments         14,950         15,254           Financial investments available-for-sale         5,971,235         5,934,476           Derivative assets         2,207         4,245           Lonar receivable         7,472,816         9,503,147           Other assets         2,207         4,245           Lonar receivable         7,472,816         9,503,147           Other assets         2,307         4,245           Lonar receivable         7,472,816         9,503,147           Other assets         28,734         30,570           Intrançüle assets         16,667         20,388           Property and equipment         28,734         30,570           Intrançüle assets         2,363         6,604           Accrued income         13,208         115,272           Total assets         2,372         13,064         595,92           Total assets         2,372         13,064         597,52           Total assets         2,31,500,049         29,366,866         13,10,311           Derivative labilities         -         172         597,32           Derowings	61,564		
	Sundry liabilities	14,838	13,997	11,524
		960,177	1,209,567	1,168,489
	Total liabilities	30,089,955	28,088,702	24,588,076
	Equity			
	Capital stock	340,000	340,000	340,000
	Capital surplus	21,767	21,767	21,767
	Capital adjustments	(10,158)	(10,158)	(10,158)
	Accumulated other comprehensive income	118,323	96,923	84,098
	Retained earnings	940,803	829,652	729,691
	-	-	-	-
	(Planned reserve for possible loan losses)	(36,609)	[46,020]	[33,526]
	Total equity	1,410,735	1,278,184	1,165,398
	Total liabilities and equity	31,500,690	29.366.886	25,753,474

## SEPARATED STATEMENTS OF **COMPREHENSIVE INCOME**

Operating revenues:	
Interest income	
Interest on due from banks	
Interest on securities	
Interest on loans	
Gain on valuation and disposal of securities:	
Gain on disposal of financial assets held-for-trading	
Gain on valuation of financial assets held-for-trading	
Gain on valuation of financial assets designated at FVTPL	
Gain on disposal of available-for-sale financial assets	
Gain from derivatives valuation and transactions:	
Gain on disposal of derivative assets	
Gain on valuation of derivative assets	
Gain on hedging instruments	
Gain on hedged items	
Reversal of provision for credit losses	
General fees and commission income	
Gain on foreign currency transactions	
Fees and commission income from trust accounts	
Dividend income:	
Dividend income on financial assets held-for-trading	
Dividend income on financial assets designated at FVTPL	
Dividend income on financial investments available-for-sale	
Other operating revenue	
Total operating revenue	
Operating expanses.	
Operating expenses:	
Interest expense:	
Interest on deposits	
Interest on borrowings and bonds	
Other interest expense	

For the years ended March 31, 2013 and 2012 (Korean won in millions, except per share amounts)

FY2012	FY2013
474,875	421,803
227,520	236,133
432,715	370,510
1,135,110	1,028,446
97,051	76,691
57,834	99,798
419	-
17,414	24,116
172,718	200,605
2,713	4,455
1,363	98
494	172
192	-
4,762	4,725
	-
65,769	74,764
5,078	4,916
18,776	20,094
1,227	2,512
599	1,199
26,923	32,989
28,749	36,700
ć	30
1,430,968	1,370,280

790,142	840,839
83,090	99,987
155,802	145,467
1,029,034	1,086,293

## SEPARATED STATEMENTS OF COMPREHENSIVE INCOME

For the years ended March 31, 2013 and 2012 (Korean won in millions, except per share amounts)

	FY2013	FY2012
Loss on valuation and disposal of securities:		
Loss on disposal of financial assets held-for-trading	2,573	22,937
Loss on valuation of financial assets held-for-trading	707	595
Loss on valuation of financial assets designated at FVTPL	304	-
Loss on disposal of financial investments available-for-sale	2,530	1,226
Loss on impairment of financial investments available-for-sale	2,261	8,519
	8,375	33,277
Loss from derivatives valuation and transactions		
Loss on disposal of derivative assets	4,467	3,756
Loss on valuation of derivative assets	854	455
Loss on hedging instruments	-	266
Loss on hedged items	153	398
	5,474	4,875
Provision for possible loan losses	3,496	1,587
General fees and commission expenses	62,007	52,799
Loss on foreign currency transactions	4,920	5,078
Administrative expenses	74,790	65,886
Other operating expenses	46	51
Total operating expenses	1,188,142	1,249,846
Operating income	182,138	181,122
Non-operating income (expenses):		
Donations	[2,996]	[4,133]
Others	[783]	446
	[3,779]	[3,687]
Income before income taxes	178,359	177,435
Income tax expenses	40,568	44,173
Net income	137,791	133,262
[Adjusted income after deducting provisions for regulatory reserve for credit losses of $\texttt{W}$ 147,202 million for the year ended March 31, 2013]		
Other comprehensive income	21,400	12,825
Total comprehensive income for the period	159,191	146,087
Basic earnings per share	2,069	2,001

## CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Capital stock	Capital surplus	Capital adjustments	Accumulated other comprehensive income	Retained earnings	Non- controlling interest	Total
As of April 1, 2011	340,000	21,767	(10,158)	79,878	734,534	-	1,166,021
Cash dividends	-	-	-	-	(33,299)	-	[33,299]
	340,000	21,767	(10,158)	79,878	701,235	-	1,132,722
Net income	-	-	-	-	134,529	-	134,529
Gain on valuation of financial investments available-for-sale	-	-	-	10,396	-	-	10,396
Gain on cash flow hedges	-	-	-	924	-	-	924
Total comprehensive income	-	-	-	11,320	134,529	-	145,849
As of March 31, 2012	340,000	21,767	(10,158)	91,198	835,764	-	1,278,571
As of April 1, 2012	340,000	21,767	(10,158)	91,198	835,764	-	1,278,571
Cash dividends	-	-	-	-	[26,639]	-	[26,639]
	340,000	21,767	(10,158)	91,198	809,125	-	1,251,932
Net income	-	-	-	-	132,792	-	132,792
Gain on valuation of financial investments available-for-sale	-	-	-	23,684	-	-	23,684
Total comprehensive income	-	-	-	23,684	132,792	-	156,476
Others	-	-	-		1	-	1
As of March 31, 2013	340,000	21,767	(10,158)	114,882	941,918	-	1,408,409

#### For the years ended March 31, 2013 and 2012 (Korean won in millions)

## CONSOLIDATED STATEMENTS OF CASH FLOWS

	FY2013	FY2012
Cash flows from operating activities:		
Net income before income taxes	171,665	179,102
Adjustments to reconcile net income before income taxes to net cash flows:		
Gain on disposal of financial investments available-for-sale, net	[16,489]	(14,315)
Loss on impairment of financial investments available-for-sale	2,261	8,519
Interest income on financial investments available-for-sale	12,550	5,645
Loss (gain) on valuation of derivative assets, net	2,750	(2,204)
Loss (gain) on disposal of derivative assets, net	(903)	499
Gain from hedge accounting, net	(194)	[1,791]
Equity in earnings of equity method investments	(141)	[497]
Impairment loss from investments in membership	1,682	-
Depreciation	2,402	2,309
Loss (gain) on disposal of tangible assets	(221)	8
Amortization	9,874	8,221
Interest income on investments in memberships	(268)	[247]
Interest expenses on debentures	527	590
Loss (gain) from interests for repayment on demand	1,817	(711)
—	15,647	6,026
Changes in operating assets and liabilities:		
Cash and due from banks	(1,533,201)	2,589,940
Financial assets held-for-trading	[1,933,656]	9,970
Financial assets designated at FVTPL	(30,377)	(15,254)
Loans and receivables	2,170,881	(3,170,617)
Prepaid expenses	(1,521)	(2,532)
Accrued income	22,177	(42,617)
Sundry assets	3,995	614
Deposits	3,405,987	1,662,162
Financial liabilities held-for-trading	(28,401)	(2,535)
Unearned revenues	[2,712]	(810)
Accrued expenses	(28,954)	30,530
Contingent liabilities	(198)	108
Defined benefit liability	2,998	3,312
Sundry liabilities	855	1,370
—	2,047,873	1,063,641
Income tax paid	[44,814]	(40,306)
Net cash flows provided by operating activities	2,190,371	1,208,463

Cash	
	flows from investing activities:
Pr	roceeds from disposal of financial investments available-for-sale
Pu	urchase of financial investments available-for-sale
Pr	roceeds from disposal of derivative assets
Pu	urchase of derivative assets
Pr	roceeds from disposal of investments in associates
Pu	urchase of investments in associates
Pr	roceeds from disposal of property and equipment
Ac	equisition of property and equipment
Ac	equisition of intangible assets
Pr	roceeds from disposal of investments in memberships
Ac	equisition of investments in memberships
Ne	et cash flows provided by (used in) investing activities
Cash	flows from financing activities:
De	ecrease in call money, net
In	crease in securities sold under repurchase agreements, net
In	crease (decrease) in borrowings, net
In	crease (decrease) in debentures, net
In	crease (decrease) in guarantee deposits, net
In	crease (decrease) in other deposits, net
De	ecrease in due to trust accounts, net
In	crease (decrease) in interests for repayment on demand
Pa	ayment of dividends

Cash and cash equivalents at the end of the year

FY2013	FY2012
3,112,080	2,180,039
(2,848,239)	(3,844,574)
2,381	-
(511)	[4,262]
4,042	-
[95,540]	(39,000)
374	5
(720)	(2,409)
(6,154)	(4,290)
1,965	2,070
[4,037]	(2,586)
165,641	(1,715,007)
(286,800)	(219,800)
249,301	1,408,301
(430,000)	270,000
(650,000)	389,299
(225,554)	73,682
(1)	1
(2,666)	(56,590)
(12,869)	30,878
(26,639)	(33,299)
(1,385,228)	1,862,472
970,784	1,355,928
5,057,509	3,701,580

For the years ended March 31, 2013 and 2012 (Korean won in millions)

1998 October

1999 July

## **MILESTONES**

- 1955 October Established as Korea United Securities Finance Corporation (capital stock: KRW 7.5 million)
- 1956 March Started the securities-secured loan business

1962 April Became a judicial securities finance company following the enactment of the Securities and Exchange Act and under its iurisdiction July Renamed Korea Securities Finance Corporation

1969 February Increased capital to KRW 1.0 billion Commenced money and stock loans in the form of securities borrowing and lending transactions

#### March

Commenced extending securities-secured proxy loans to the general public

#### May Opened the Busan branch

1955

1977

1971 December Began extending settlement financing loans to securities firms following launch of the margin transactions system

#### 1973 November

Launched special securities secured loans for the stabilization of stock prices

1974 March Began extending settlement financing loans to securities firms following launch of the margin transactions system November De-listed from the Korean Stock Exchange (KSE)

#### 1975 May

Increased capital to KRW 2.0 billion. Introduced USD 5.0 million loans from International Finance Corporation (IFC stake: 12%)

### 1977 January

Began the ESOP(Employ Stock Ownership Plan) support business

#### March

Entered into new businesses (e.g., bond trading, deposittaking and issuance of shortterm notes) following revision of the Securities and Exchange Act

#### April

Began managing customers' deposits with securities firms for greater investor protection

## 1980 March Opened the Myungdong branch

Milestones

- 1982 July Launched short-term note trading business
- 1985 January Moved headquarters to Yeouido, Seoul March Increased capital to KRW 40.0 billion
- 1986 July Launched the subscription deposit business for IPO shares
- 1987 September Opened the Gangnam branch
- 1988 December Increased capital to KRW 80.0 billion

### 1980 1997

1989 October Opened the Gwangju branch

#### 1990 February Began extending loans secured by subscription deposits for IPO shares May

Began accepting Securities Market Stabilization Fund(SMSF) deposits

- 1991 December IFC took back its original investment stake
- 1994 October Opened the Daegu branch

- 1996 August Began subscription deposits for forfeited shares and loans secured by the same deposits October
  - Opened the Daejeon branch

#### 1997 April

Launched management and operation of Securities Investor Protection Fund (SIPF)

## 2002 December Began management of customers' deposits through trust accounts 2004 June Launched the trustee and custodian business 2005 September Obtained ISO 9001 for securities trustee & custodial services

investor's deposits

2000 August Increased capital to KRW 340.0 billion

Issued non-real-name KSEC bonds worth KRW 2.0 trillion

Implemented the full-amount separate deposit system of

#### 1998 2009

2006 April Obtained 'AAA(Stable)' credit rating from National Information and Credit Evaluation

#### 2007 June Obtained approval for nonsecured loans service

2008 April Opened the Bundang branch

July IS09001 certification for ESOP management Launched specific money trust services

#### 2009 February Began extending loans secured by subscription

Fund(SMSF) deposits

deposits for IPO shares May Began accepting Securities Market Stabilization

2010 April Proclaimed the Vision 2015

#### June

Introduced next generation IT system in place

#### November

Obtained ISO27001 for international information security certification

#### 2011 March

Obtained the approval of RP brokerage services between financial institutions

#### April

Started the RP brokerage services Surpassed KRW 1 trillion in security borrowing and lending

#### November

Opened the mobile service

### 2010 2013

2012 February Ranked 1<sup>st</sup> in fund assets under management

#### Anril

Introduced the IFRS Exceeding KRW 25 trillion in bonds borrowing and lending brokerage

#### September

Received accreditation on bonds management business

2013 March Ranked 1<sup>st</sup> in evaluating the operation performance of national surplus funds by the Ministry of Strategy and Finance

#### May

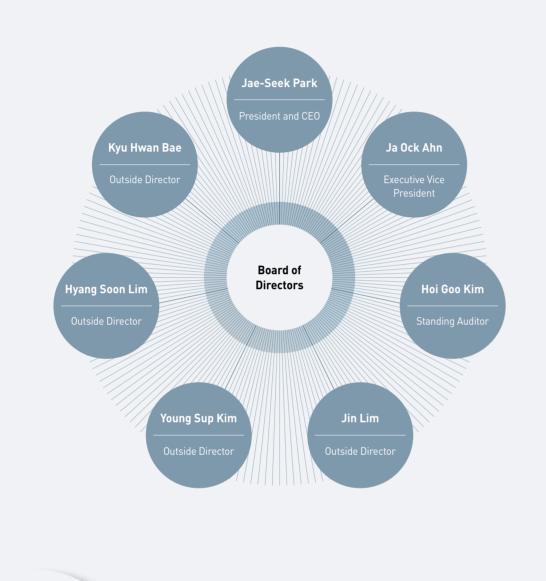
Opened new comprehensive profit management system and next-generation investment operation system (FAMS)

#### October

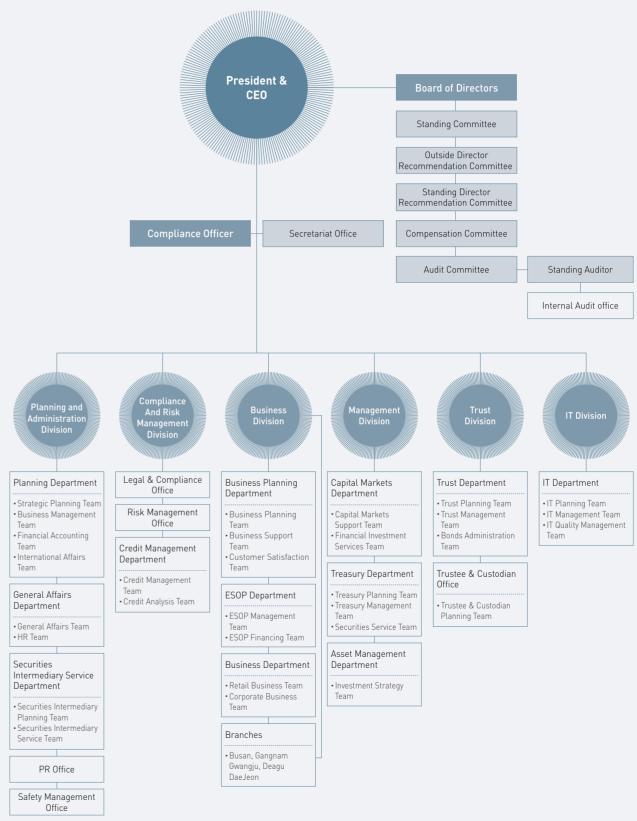
Received accreditation on IDB business

## **BOARD OF DIRECTORS**

## **ORGANIZATION**







## **BUSINESS NETWORK**





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#### Busan Branch

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#### Gwangju Branch

fl 2, 225, Jebong-ro, Dong-gu, Gwangju, Korea Tel. 82-62-719-5100 Fax. 82-62-719-5199

#### Daegu Branch

fl 1, 341, Dongdaegu-ro, Suseong-gu, Daegu, Korea Tel. 82-53-717-0300 Fax. 82-53-717-0399

#### Daejeon Branch

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