

WOORI FINANCE HOLDINGS CO LTD

Form 6-K

August 14, 2014

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**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Form 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER**

**PURSUANT TO RULE 13a-16 OR 15d-16**

**UNDER THE SECURITIES EXCHANGE ACT OF 1934**

**For the month of August 2014**

**Woori Finance Holdings Co., Ltd.**

**(Translation of Registrant's name into English)**

**51, Sogong-ro, Jung-gu, Seoul, 100-792, Korea**

**(Address of principal executive offices)**

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Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

**Note:** Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

**Note:** Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submission to furnish a report or other document that the registration foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's home country), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

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**Summary of 2014 First Half Business Report**

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Except where indicated otherwise, financial information contained in this document (including the attached financial statements) have been prepared in accordance with the Korean equivalent of International Financial Reporting Standards ( Korean IFRS ), which differ in certain important respects from generally accepted accounting principles in the United States.

All references to Woori Finance Holdings, we, us or the Company are to Woori Finance Holdings Co., Ltd. and, unless the context requires otherwise, its subsidiaries. In addition, all references to Won or KRW in this document are to the currency of the Republic of Korea.

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**I. Company Overview**

**1. Purpose of the Company**

**a. Scope of Business**

Acquisition/ownership of shares in companies that are engaged in financial services or are closely related to financial services, as well as the governance and/or management of such companies.

(1) Corporate Management

1. Setting management targets for and approving business plans of the subsidiaries;
2. Evaluation of the subsidiaries' management performance and establishment of compensation levels;
3. Formulation of corporate governance structures of the subsidiaries;
4. Inspection of operation and assets of the subsidiaries; and
5. Other activities complementary to the items mentioned in numbers 1 to 4.

(2) Corporate Management Support Activities

1. Funding for the affiliate companies (including direct and indirect subsidiaries, the Affiliates );
2. Capital investment in subsidiaries or procurement of funds for the Affiliates; and
3. Activities ancillary to the above items.

**b. Scope of Business of Subsidiaries**

(1) Woori Bank:

1. Banking business as prescribed by the Banking Act;
2. Trust business;
3. Foreign exchange business; and
4. Other authorized businesses.

(2) Woori Card: credit card business

(3) Woori Investment Bank: merchant banking business

(4) Woori Private Equity: private equity business.

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(5) Woori FIS: finance-related IT services.

(6) Woori Finance Research Institute: research relating to finance and banking

**2. History of the Company**

**a. Company History**

(1) Background: Major developments.

|                    |   |
|--------------------|---|
| March 27, 2001     | Woori Finance Holdings was incorporated   |
| April 2, 2001      | Commenced commercial operations   |
| June 24, 2002      | Became listed on the Korea Exchange   |
| September 29, 2003 | Became listed on the New York Stock Exchange  |
| March 30, 2004     | Appointment of new management   |
| March 31, 2004     | Woori Card merged into Woori Bank   |
| June 18, 2004      | Woori Securities became a wholly-owned subsidiary   |
| December 21, 2004  | Capital increase through conversion of CBs (Total capital after conversion: Won 4.0 trillion)   |
| December 24, 2004  | Acquired LG Investment & Securities and incorporated as a subsidiary  |
| February 17, 2005  | Capital increase through conversion of CBs (Total capital after conversion: Won 4.0 trillion)   |
| March 11, 2005     | Capital increase through conversion of CBs (Total capital after conversion: Won 4.0 trillion)   |
| March 31, 2005     | Woori Securities and LG Investment & Securities merged (the name of the surviving entity, LG Investment & Securities, changed to Woori Investment & Securities)                   |
| May 6, 2005        | LG Investment Trust Management changed from 2 <sup>nd</sup> tier subsidiary to 1 <sup>st</sup> tier subsidiary  |
| May 31, 2005       | Woori Investment Trust Management and LG Investment Trust Management merged (the name of the surviving entity, LG Investment Trust Management, changed to Woori Asset Management) |
| August 3, 2005     | Dissolution of Woori LB Second Asset Securitization Specialty Co., Ltd.   |



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|                    |  |
|--------------------|--|
| September 5, 2005  | Woori Asset Management became a wholly-owned subsidiary through capital reduction and cancellation   |
| October 21, 2005   | Woori Private Equity was established and incorporated as a subsidiary  |
| October 27, 2005   | Closure of strategic investment agreement with Lehman Brothers   |
| February 23, 2006  | Joint venture arrangement between Woori CA Asset Management, a 2 <sup>nd</sup> tier subsidiary, and Japan's Shinsei Bank (involving a transfer of 49% of Woori F&I's 100% stake in Woori CA Asset Management to Shinsei Bank)      |
| April 11, 2006     | Joint venture agreement to transfer 30% of the shares of Woori Asset Management to Credit Suisse Asset Management International Holdings, a wholly owned subsidiary of Credit Suisse.  |
| May 30, 2006       | Upon the 30% share transfer to Credit Suisse Asset Management International Holdings, Woori Asset Management was renamed Woori Credit Suisse Asset Management.   |
| March 30, 2007     | Appointment of new management  |
| September 14, 2007 | Acquired Hanmi Capital as a subsidiary (Hanmi Capital was renamed Woori Financial as of October 26, 2007)  |
| April 4, 2008      | Acquired LIG Life Insurance as a subsidiary (LIG Life Insurance was renamed Woori Aviva Life Insurance as of April 1, 2008)  |
| June 27, 2008      | Appointment of new management  |
| April 29, 2009     | Termination of joint venture with Credit Suisse regarding Woori Credit Suisse Asset Management. Renamed Woori Asset Management (May 30, 2009)  |
| October 28, 2009   | Acquired the remaining 30% equity stake in Woori Credit Suisse Asset Management from Credit Suisse Asset Management International Holding and completed the establishment of Woori Asset Management as our wholly-owned subsidiary |
| December 30, 2009  | Dissolution of Woori LB Third Asset Securitization Specialty Co., Ltd.   |
| March 11, 2010     | MOU with National Bank of Abu Dhabi Group  |

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|                   |   |
|-------------------|---|
| March 16, 2011    | Woori FG Savings Bank Co., Ltd. was incorporated as a wholly-owned subsidiary   |
| October 5, 2011   | Kwangju Bank and Kyongnam Bank became wholly-owned subsidiaries   |
| November 29, 2011 | Acquired additional shares of Woori Investment & Securities to increase our equity stake (based on common stock) to 37.85%  |
| July 30, 2012     | Acquired additional shares of Woori Financial to change our equity stake to 52.02%  |
| October 9, 2012   | Disclosed Woori Finance Research Institute is incorporated as a wholly-owned subsidiary   |
| April 1, 2013     | Woori Card was incorporated as a wholly-owned subsidiary following a spin-off from Woori Bank.  |
| June 14, 2013     | Appointment of new management   |
| June 21, 2013     | Acquired Kumho Investment Bank as a subsidiary upon our acquisition of a [41.6]% equity stake. Changed company name to Woori Investment Bank on October 2, 2013.                            |
| March 20, 2014    | Disaffiliation of Woori Financial from Woori Finance Holdings as a result of the sale of Woori Finance Holdings equity stake in Woori Financial   |
| May 1, 2014       | Disaffiliation of Kwangju Bank and Kyongnam Bank as a result of a spin-off from Woori Finance Holdings  |
| May 2, 2014       | Disaffiliation of Woori Asset Management from Woori Finance Holdings as a result of the sale of Woori Finance Holdings equity stake in Woori Asset Management                               |
| May 7, 2014       | Disaffiliation of Woori F&I from Woori Finance Holdings as a result of the sale of Woori Finance Holdings equity stake in Woori F&I   |
| June 17, 2014     | Acquired additional shares of Woori Investment Bank to increase our equity stake to 58.15%  |
| June 27, 2014     | Disaffiliation of Woori Investment & Securities, Woori Aviva Life Insurance, Woori FG Savings Bank as a result of the sale of Woori Finance Holdings equity stake in the three subsidiaries |

**Table of Contents****b. Associated Business Group**

## (1) Overview of Business Group

1. **Name of business group:** Woori Financial Group

## (2) Related companies within the business group

As of June 30, 2014

| Type                              | Name of Company   | Controlling Company                 | Notes        |
|-----------------------------------|---|-------------------------------------|--------------|
| Holding Company                   | Woori Finance Holdings  | Korea Deposit Insurance Corporation | 1 company    |
| 1 <sup>st</sup> Tier Subsidiaries | Woori Bank<br>Woori Card<br>Woori Investment Bank<br>Woori FIS<br>Woori Private Equity<br>Woori Finance Research Institute  | Woori Finance Holdings              | 6 companies  |
| 2 <sup>nd</sup> Tier Subsidiaries | Woori Credit Information<br>Woori America Bank<br>P.T. Bank Woori Indonesia<br>Korea BTL Infrastructure Fund<br>Woori Global Markets Asia Ltd.<br>Woori Bank (China) Limited<br>ZAO Woori Bank<br>Woori Fund Service<br>Woori Bank Brasil | Woori Bank                          | 12 companies |
|                                   | Woori Private Equity Fund<br>Woori Blackstone Korea Opportunity Private Equity Fund No.1<br>Woori Columbus Private Equity Fund No.1   | Woori Private Equity                |              |

\* Woori Finance Holdings, and Woori Investment Bank are listed on the KRX KOSPI Market

\* On September 25, 2012, Woori Bank Brasil was included as our 2<sup>nd</sup> tier subsidiary. Woori Bank owns a 100% (less one share) stake in Woori Bank Brasil.

\*

- On November 2, 2012, Woori Columbus Private Equity Fund No.1, to which Woori Asset Management contributed 1.96% of the capital and serves as its general partner, was included as our 2<sup>nd</sup> tier subsidiary.
- \* On December 26, 2012, Woori Finance Research Institute was incorporated and became our wholly-owned subsidiary.
  - \* On April 1, 2013, Woori Card was added as our 1<sup>st</sup> tier subsidiary.
  - \* On June 21, 2013, the inclusion of Kumho Investment Bank as our 1<sup>st</sup> tier subsidiary was approved by the Financial Services Commission, and Two Eagles KIB LLC and Two Eagles LLC, both controlled by Kumho Investment Bank, were also included as our 2<sup>nd</sup> and 3<sup>rd</sup> tier subsidiaries, respectively.
  - \* On March 20, 2014, Woori Financial Co., Ltd. was disaffiliated from Woori Finance Holdings as a result of the sale of Woori Finance Holdings equity stake to KB Financial Group.
  - \* On April 29, 2014, Two Eagles KIB LLC & Two Eagles LLC were removed from our list of subsidiaries.
  - \* On May 1, 2014, Kwangju Bank and Kyongnam Bank disaffiliated from Woori Finance Holdings as a result of a spin-off
  - \* On May 2, 2014, Woori Asset Management was disaffiliated from Woori Finance Holdings as a result of the sale of Woori Finance Holdings equity stake to Kiwoom Securities. The related 2<sup>nd</sup> tier subsidiaries, POSCO Woori EIG Global Private Equity Fund, KEPCO Woori Sprott Global PEF, KEPCO Woori Sprott Global Overseas Resource Development PEF, were also removed from our list of subsidiaries.

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- \* On May 7, 2014, Woori F&I was disaffiliated from Woori Finance Holdings as a result of the sale of Woori Finance Holdings' equity stake to Daishin Securities. The related forty-two<sup>nd</sup> tier subsidiaries, including Woori AMC, were also removed from our list of subsidiaries.
- \* On June 27, 2014, Woori Investment & Securities Co., Ltd., was disaffiliated from Woori Finance Holdings as a result of the sale of Woori Finance Holdings' equity stake to NongHyup Financial Group Inc. The related fourteen<sup>th</sup> tier subsidiaries, including Woori Futures, were also removed from our list of subsidiaries.
- \* On June 27, 2014, Woori Aviva Life Insurance Co., Ltd., was disaffiliated from Woori Finance Holdings as a result of the sale of Woori Finance Holdings' equity stake to NongHyup Financial Group Inc.
- \* On June 27, 2014, Woori FG Savings Bank was disaffiliated from Woori Finance Holdings as a result of the sale of Woori Finance Holdings' equity stake to NongHyup Financial Group Inc.

**c. Consolidated Subsidiaries**

(As of June 30, 2014)

| Name of Company   | Business Activities                    | Total Assets (2013)<br>(unit: in millions of Won) |
|---|--|---|
| Woori Bank  | Banking                                | 243,686,166                                       |
| Woori Card  | Credit Card                            | 4,679,202   |
| Woori Asset Management  | Collective<br>Investment               | 85,169  |
| Woori FIS (former Woori Finance<br>Information System)                      | Financial<br>Information<br>Technology | 332,223   |
| Woori Private Equity  | Other Financial                        | 41,290  |
| Woori FG Savings Bank   | Banking                                | 822,887   |
| Woori Investment Bank (former<br>Kumho Investment Bank)                     | Merchant Banking                       | 860,226   |
| Woori Finance Research Institute  | Other Financial                        | 3,739   |
| Woori Credit Information  | Debt Collection<br>and Credit Rating   | 31,414  |
| Woori America Bank  | Banking                                | 1,228,163   |
| P.T. Bank Woori Indonesia   | Banking                                | 666,804   |
| Woori Global Markets Asia Ltd.  | Banking                                | 184,475   |
| Woori Bank (China) Limited  | Banking                                | 3,414,199   |
| ZAO Woori Bank  | Banking                                | 201,035   |
| Woori Bank Brasil   | Banking                                | 143,993   |
| Korea BTL Infrastructure Fund   | Other Financial                        | 651,973   |
| Woori Fund Service Co., Ltd.  | Other Financial                        | 2,694   |
| Kumho Trust 1 <sup>st</sup> Co., Ltd.                                       | Other Financial                        | 69,430  |
| Woori IB Global Bond Co., Ltd   | Other Financial                        | 208,385   |
| ConnSus Eighth Co., Ltd.  | Other Financial                        | 16  |
| Asiana Saigon Co., Ltd.   | Other Financial                        | 45,151  |
| An-Dong Raja 1 <sup>st</sup> Co., Ltd.                                      | Other Financial                        | 12,222  |
| KAMCO Value Recreation 1 <sup>st</sup><br>Securitization Specialty Co., Ltd | Other Financial                        | 61,240  |

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|                      |                 |        |
|----------------------|-----------------|--------|
| Hermes STX Co., Ltd. | Other Financial | 179    |
| BWL First Co., LLC   | Other Financial | 79,784 |

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| Name of Company   | Business Activities | Total Assets (2013)<br>(unit: in millions of Won) |
|---|---------------------|---|
| Woori Poongsan Co., Ltd   | Other Financial     | 41,880  |
| Pyeongtaek Ocean Sand Co., Ltd.   | Other Financial     | 44,822  |
| Heights Third Co., Ltd  | Other Financial     | 607   |
| Jeonju Poomglim iWant   | Other Financial     | 186   |
| Wonju Poomglim iWant  | Other Financial     | 9   |
| Deogi Dream Fourth Co., Ltd   | Other Financial     | 348   |
| W Synergy 1 <sup>st</sup> Co., Ltd.                                     | Other Financial     | 9,203   |
| New Year Eighth Co., Ltd.   | Other Financial     |   |
| Heoreum Short-Term 15 <sup>th</sup>                                     | Other Financial     | 58  |
| G5 Pro Short-Term 13 <sup>th</sup>                                      | Other Financial     | 489   |
| G6 First Class Mid-Term E-203   | Other Financial     | 1   |
| G15 First Class Mid-Term C-151  | Other Financial     | 4   |
| D First Class Mid-term C-151  | Other Financial     | 3   |
| Woori Milestone Private Real Estate<br>Fund 1 <sup>st</sup>             | Other Financial     | 302   |
| Consus Sakhalin Real Estate<br>Investment Trust 1 <sup>st</sup>         | Other Financial     | 59,391  |
| Woori Partner Plus Private Equity<br>Securities 4 <sup>th</sup>         | Other Financial     | 409,539   |
| Hyundai Platinum Private Equity<br>Securities W-3                       | Other Financial     | 50,636  |
| Phoenix Sky Private Equity Securities<br>15 <sup>th</sup>               | Other Financial     | 20,253  |
| Samsung Plus Private Equity<br>Securities 24 <sup>th</sup>              | Other Financial     | 50,569  |
| HDC Private Equity Securities<br>Investment Trust 10 <sup>th</sup>      | Other Financial     | 50,579  |
| ING Lion Private Equity Securities<br>47 <sup>th</sup>                  | Other Financial     | 50,565  |
| LS Leading Solution Private Equity<br>Securities 126 <sup>th</sup> Bond | Other Financial     | 50,602  |
| Shinhan BNP Corporate Private<br>Equity Securities 32 <sup>nd</sup>     | Other Financial     | 50,526  |
| Hyundai Advantage Private Equity<br>Securities 17 <sup>th</sup>         | Other Financial     | 9,773   |
| Mirae Asset Triumph Private Equity<br>Securities 21 <sup>st</sup>       | Other Financial     | 50,464  |
| Meritz Prime Private Equity<br>Securities 95 <sup>th</sup>              | Other Financial     | 50,547  |
| Hi Good Choice Private Equity<br>Securities 8 <sup>th</sup>             | Other Financial     | 20,201  |
| HDC Private Equity Securities<br>Investment Trust 11 <sup>th</sup>      | Other Financial     | 20,199  |
| Woori Partner Plus Private Equity<br>Securities 13 <sup>th</sup>        | Other Financial     | 301,722   |
|   | Other Financial     | 50,217  |

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|   |                 |           |
|---|-----------------|-----------|
| Phoenix Sky Private Equity Securities<br>16 <sup>th</sup>                 |                 |           |
| Hanwha Private Equity Securities<br>Investment Trust 65 <sup>th</sup>     | Other Financial | 51,212    |
| Hanwha Private Equity Securities No.<br>67 (Bond)                         | Other Financial | 51,034    |
| HDC New Star Private Equity<br>Securities 24 <sup>th</sup>                | Other Financial |           |
| Hana UBS Private Equity Securities<br>8 <sup>th</sup>                     | Other Financial |           |
| Eugene Jarang Private Equity<br>Securities 40 <sup>th</sup>               | Other Financial |           |
| LS Leading Solution Private Equity<br>Securities 129 <sup>th</sup>        | Other Financial |           |
| Kyobo Axa Active Long Short 30<br>Private Equity 1 <sup>st</sup>          | Other Financial |           |
| KB Market Long Short Private Equity<br>Securities 1 <sup>st</sup>         | Other Financial |           |
| Yuri WB Private Equity Securities<br>Investment Trust 7 <sup>th</sup>     | Other Financial |           |
| IBK Panorama Private Equity<br>Securities 54 <sup>th</sup>                | Other Financial |           |
| Heungkuk Multi Private Equity<br>Securities H-8                           | Other Financial |           |
| Hyundai Platinum Private Equity<br>Securities W-4                         | Other Financial |           |
| Hyundai Smart Dream Private Equity<br>Securities 14 <sup>th</sup>         | Other Financial |           |
| Mirae Asset Triumph Private Equity<br>26 <sup>th</sup>                    | Other Financial |           |
| Hyundai Platinum Private Equity<br>Securities W-5                         | Other Financial |           |
| LS Leading Solution Private Equity<br>Securities 133 <sup>rd</sup>        | Other Financial |           |
| KDB Private Equity Securities<br>Investment Trust WB-6                    | Other Financial |           |
| Shinhan BNPP Corporate Private<br>Equity Securities 37 <sup>th</sup>      | Other Financial |           |
| NH-CA New Private Equity<br>Securities Investment Trust 12-63             | Other Financial |           |
| Eugene Jarang Private Equity<br>Securities 43 <sup>rd</sup>               | Other Financial |           |
| Yuri WB Private Equity Securities 8 <sup>th</sup>                         | Other Financial |           |
| Mirae Asset Triumph Private Equity<br>Securities 29 <sup>th</sup>         | Other Financial |           |
| Yuri WB Private Equity Securities 9 <sup>th</sup>                         | Other Financial |           |
| Asset Plus Private Equity Securities<br>Investment Trust 18 <sup>th</sup> | Other Financial |           |
| Woori Bank Principal Protected Trust                                      | Other Financial | 1,389,082 |





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| Name of Company  | Business Activities       | Total Assets (2013)<br>(unit: in millions of Won) |
|--|---------------------------|---|
| Woori Private Equity Fund  | Private Equity Investment | 45,129  |
| Woori EL Co., Ltd.   | Other Financial           | 27  |
| MyAsset Manhattan Private Equity Real Estate Trust 1 <sup>st</sup> | Beneficiary Certificates  | 170   |
| Sahn Eagle LLC   | Other Financial           | 7,092   |

**3. Capital Structure****a. Changes in Capital**

(units: Won, shares)

| Date       | Category                             | Type   | Stock Decrease/Increase |           |             | Note  |
|------------|--------------------------------------|--------|-------------------------|-----------|-------------|---|
|            |                                      |        | Quantity                | Par Value | Issue price |   |
| 2001.3.27  | Establishment                        | Common | 727,458,609             | 5,000     | 5,000       |   |
| 2002.5.31  | Exercise B/W                         | Common | 165,782                 | 5,000     | 5,000       |   |
| 2002.6.12  | Capital increase w/<br>consideration | Common | 36,000,000              | 5,000     | 6,800       | Capital contribution ratio: 0.0494                  |
| 2002.6.30  | Exercise B/W                         | Common | 1,416,457               | 5,000     | 5,000       |   |
| 2002.9.30  | Exercise B/W                         | Common | 2,769,413               | 5,000     | 5,000       |   |
| 2002.12.31 | Exercise B/W                         | Common | 4,536                   | 5,000     | 5,000       |   |
| 2003.3.31  | Exercise B/W                         | Common | 1,122                   | 5,000     | 5,000       |   |
| 2003.6.30  | Exercise B/W                         | Common | 7,688,991               | 5,000     | 5,000       |   |
| 2004.6.18  | Stock Exchange                       | Common | 8,571,262               | 5,000     | 8,902       | Exchange with Woori Sec shares on a 1-to-0.55 basis |
| 2004.11.4  | Exercise CB                          | Common | 666,301                 | 5,000     | 5,380       |   |
| 2004.12.2  | Exercise CB                          | Common | 7,995,613               | 5,000     | 5,380       |   |
| 2004.12.21 | Exercise CB                          | Common | 3,717,472               | 5,000     | 5,380       |   |
| 2005.2.17  | Exercise CB                          | Common | 3,481,173               | 5,000     | 5,588       |   |
| 2005.3.11  | Exercise CB                          | Common | 5,914,180               | 5,000     | 7,313       |   |
| 2005.3.11  | Exercise CB                          | Common | 164,429                 | 5,000     | 7,228       |   |
| 2014. 5. 1 | Reduction of Capital                 | Common | 129,736,969             | 5,000     | 5,135       | Spin-off of regional banks                          |

**Table of Contents****b. Convertible Bonds**

Not applicable

**4. Total Number of Authorized Shares****a. Total Number of Authorized Shares**

As of June 30, 2014

(unit: shares)

| Items                             | Type          |               |
|-----------------------------------|---------------|---------------|
|                                   | Common Shares | Total         |
| Total number of shares authorized | 2,400,000,000 | 2,400,000,000 |
| Total number of issued stock      | 806,015,340   | 806,015,340   |
| Treasury stock                    | 29,157        | 29,157        |
| Free float shares                 | 676,249,214   | 676,249,214   |

**b. Treasury Stock**

As of June 30, 2014

(unit: shares)

**Acquisition**

| Method   | Type of Stock       | Beg.  | Acquired | Disposal | Canceled | End    | Remarks |
|--|---------------------|-------|----------|----------|----------|--------|---------|
| Direct purchase under Sub-section 1, section 165-2 of the Financial Investment Services and Capital Markets Act            | Common<br>Preferred |       |          |          |          |        |         |
| Direct purchase other than under Sub-section 1, section 165-2 of the Financial Investment Services and Capital Markets Act | Common<br>Preferred | 2,000 | 27,480   | -323     |          | 29,157 |         |
| Subtotal   | Common<br>Preferred | 2,000 | 27,480   | -323     |          | 29,157 |         |
| Indirect acquisition from trust agreement  | Common<br>Preferred |       |          |          |          |        |         |
| Total  | Common<br>Preferred | 2,000 | 27,480   | -323     |          | 29,157 |         |

**5. Voting Rights**

As of June 30, 2014

(unit: shares)

| <b>Items</b>   |                  | <b>Number of stock</b> | <b>Notes</b> |
|--|------------------|------------------------|--------------|
| Total number of shares   | Common Shares    | 676,278,371            |              |
|  | Preferred Shares |                        |              |
| Stocks without voting rights   | Common Shares    |                        |              |
|  | Preferred Shares |                        |              |
| Stocks with limited voting rights under Korean Securities & Exchange Law |                  | 29,157                 |              |
| Stocks with voting rights restored                                       |                  |                        |              |
| Stocks with voting rights  | Common Shares    | 676,249,214            |              |
|  | Preferred Shares |                        |              |

**Table of Contents****6. Dividend Information****a. Dividend information for the past three years**

| <b>Items</b>                            | <b>2013</b>      | <b>2012</b> | <b>2011</b> |
|---|------------------|-------------|-------------|
| Par value per share (Won)               | 5,000            | 5,000       | 5,000       |
| Net profit (Won in Millions)            | -537,688         | 1,583,580   | 2,136,828   |
| Earnings per share (Won)                | -667             | 1,965       | 2,651       |
| Total cash payout (Won in Millions)     | 0                | 201,503     | 201,503     |
| Total stock dividends (Won in Millions) |                  |             |             |
| Cash dividend payout ratio (%)          | 0                | 12.72       | 9.43        |
| Cash dividend yield (%)                 |                  |             |             |
|   | Common Shares    | 0           | 2.1         |
|   | Preferred Shares |             | 2.6         |
| Stock dividend yield (%)                |                  |             |             |
|   | Common Shares    |             |             |
|   | Preferred Shares |             |             |
| Cash dividend per share (Won)           |                  |             |             |
|   | Common Shares    | 0           | 250         |
|   | Preferred Shares |             | 250         |
| Stock dividend per share (Won)          |                  |             |             |
|   | Common Shares    |             |             |
|   | Preferred Shares |             |             |

**Table of Contents****II. Description of Business****1. Business Overview****a. Business Overview**

(As of June 30, 2014)

| <b>Business Area</b> | <b>Business Scope</b>  | <b>Subsidiary</b>                |
|----------------------|--|----------------------------------|
| Banking              | Lending, deposit taking and related business   | Woori Bank                       |
| Credit Finance       | Credit cards, cash advance, and credit card loans  | Woori Card                       |
| Investment Banking   | Merchant banking business related to lending, deposit taking, international finance, lease finance, and securities | Woori Investment Bank            |
| IT                   | IT service business, including financial IT system development, sales and maintenance                              | Woori FIS                        |
| Private Equity       | Investment advisory and private equity fund management business  | Woori Private Equity             |
| Other                | Financial, economic and industry research  | Woori Finance Research Institute |

**2. Overview of Operations****a. Performance of Operations**

As a financial holding company under the Financial Holding Company Act, our main income consists of dividend payments made to us by our subsidiaries. We are not involved in any other operations.

**b. Financing of Operations**

## (1) Source of Funds

(unit: in millions of Won)

|              |          | <b>2014 1H</b>      |          | <b>2013</b>         |          | <b>Change</b>       |          |
|--------------|----------|---------------------|----------|---------------------|----------|---------------------|----------|
|              |          | <b>Avg. Balance</b> | <b>%</b> | <b>Avg. Balance</b> | <b>%</b> | <b>Avg. Balance</b> | <b>%</b> |
| Won Currency | Deposits | 1,625,585           | 52.10    | 1,854,339           | 55.69    | (228,754)           | (3.59)   |

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|  |               |           |        |           |        |           |         |
|--|---------------|-----------|--------|-----------|--------|-----------|---------|
|  | CD            | 29,757    | 0.95   | 29,099    | 0.87   | 658       | 0.08    |
|  | Borrowings    | 72,724    | 2.33   | 231,466   | 6.95   | (158,742) | (4.62)  |
|  | Call Money    | 17,448    | 0.56   | 26,216    | 0.79   | (8,768)   | (0.23)  |
|  | Others        | 377,833   | 12.11  | 503,094   | 15.11  | (125,261) | (3.00)  |
|  | Sub-Total     | 2,123,347 | 68.06  | 2,644,214 | 79.41  | (520,867) | (11.35) |
| Foreign Currency   | Deposits      | 116,980   | 3.75   | 115,576   | 3.47   | 1,404     | 0.28    |
|  | Borrowings    | 77,343    | 2.48   | 103,721   | 3.11   | (26,378)  | (0.63)  |
|  | Debentures    | 54,080    | 1.73   | 52,407    | 1.57   | 1,673     | 0.16    |
|  | Others        | 11,764    | 0.38   | 12,554    | 0.38   | (790)     | 0.00    |
|  | Sub-Total     | 260,167   | 8.33   | 284,258   | 8.54   | (24,091)  | (0.21)  |
| Others   | Total Capital | 209,942   | 6.73   | 233,209   | 7.00   | (23,267)  | (0.27)  |
|  | Reserves      | 6,846     | 0.22   | 10,206    | 0.31   | (3,360)   | (0.09)  |
|  | Others        | 0         | 0.00   | 0         | 0.00   | 0         | 0.00    |
|  | Sub-Total     | 216,788   | 6.95   | 243,415   | 7.31   | (26,627)  | (0.36)  |
| Liabilities associated with disposal group held for sale <sup>1)</sup>                   |               |           |        |           |        |           |         |
|  |               | 205,953   | 6.60   | 64,095    | 1.92   | 141,858   | 4.68    |
| Liabilities associated with disposal group held for distribution to owners <sup>1)</sup> |               |           |        |           |        |           |         |
|  |               | 313,780   | 10.06  | 93,765    | 2.82   | 220,015   | 7.24    |
| Source of Funds Total  |               | 3,120,035 | 100.00 | 3,329,747 | 100.00 | (209,712) | 0.00    |

\* Consolidated basis

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## 1) Sale and Spin-off completed during the first half of 2014

(unit: in millions of Won)

| Items               | 2014 1H    | 2013       | 2012       |
|---------------------|------------|------------|------------|
| Shareholders Equity | 12,178,050 | 13,744,606 | 14,571,676 |
| Capital             | 3,381,392  | 4,030,077  | 4,030,077  |
| Hybrid Securities   | 498,407    | 498,407    | 498,407    |
| Capital Surplus     | 91,475     | 109,026    | 109,026    |
| Retained Earnings   | 9,692,446  | 9,108,368  | 9,935,633  |
| Capital Adjustments | -1,485,670 | -1,272     | -1,467     |
| Borrowings          | 3,771,694  | 4,237,306  | 3,874,928  |
| Debtentures         | 3,545,001  | 3,684,958  | 3,654,276  |
| Bank Borrowings     |            |            |            |
| Commercial Paper    |            |            |            |
| Other Borrowings    |            |            |            |
| Other Liabilities   | 226,693    | 552,348    | 220,652    |
| Total               | 15,949,744 | 17,981,912 | 18,446,604 |

\* Separate basis

\* 179,933 million won of debtentures in 2013, relating to the regional bank spin-offs, was classified as liabilities directly associated with disposal group held for distribution.

## (2) Use of Funds

(unit: in millions of Won)

|                  |                         | 2014 1H      |        | 2013         |       | Change       |         |
|------------------|-------------------------|--------------|--------|--------------|-------|--------------|---------|
|                  |                         | Avg. Balance | %      | Avg. Balance | %     | Avg. Balance | %       |
| Won Currency     | Deposits                | 84,964       | 2.72   | 135,677      | 4.07  | (50,713)     | (1.35)  |
|                  | Securities              | 329,224      | 10.55  | 526,207      | 15.80 | (196,983)    | (5.25)  |
|                  | Loans                   | 1,645,994    | 52.76  | 1,893,350    | 56.86 | (247,356)    | (4.10)  |
|                  | Call Loans              | 34,020       | 1.09   | 25,624       | 0.77  | 8,396        | 0.32    |
|                  | Private placement bonds | 4,985        | 0.16   | 10,653       | 0.32  | (5,668)      | (0.16)  |
|                  | Credit Card             | 43,951       | 1.41   | 42,457       | 1.28  | 1,494        | 0.13    |
|                  | Others                  | 127,646      | 4.09   | 207,793      | 6.24  | (80,147)     | (2.15)  |
|                  | Loan loss reserves      | (28,717)     | (0.92) | (33,786)     | D1.01 | 5,069        | 0.09    |
|                  | Sub-Total               | 2,242,067    | 71.86  | 2,807,975    | 84.33 | (565,908)    | (12.47) |
| Foreign Currency | Deposits                | 39,233       | 1.26   | 36,011       | 1.08  | 3,222        | 0.18    |
|                  | Securities              | 3,914        | 0.13   | 11,836       | 0.36  | (7,922)      | (0.23)  |
|                  | Loans                   | 166,029      | 5.32   | 181,520      | 5.45  | (15,491)     | (0.13)  |
|                  | Bills bought            | 49,698       | 1.59   | 49,851       | 1.50  | (153)        | 0.09    |
|                  | Others                  | 3,964        | 0.13   | 5,730        | 0.17  | (1,766)      | (0.04)  |
|                  | Sub-Total               | 262,838      | 8.42   | 284,948      | 8.56  | (22,110)     | (0.14)  |



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|  |                 |           |        |           |        |           |        |
|--|-----------------|-----------|--------|-----------|--------|-----------|--------|
| Others   | Cash            | 32,220    | 1.03   | 35,485    | 1.07   | (3,265)   | (0.04) |
|  | Tangible Assets | 25,067    | 0.80   | 30,565    | 0.92   | (5,498)   | (0.12) |
|  | Others          | 0         | 0.00   | 0         | 0.00   | 0         | 0.00   |
|  | Sub-Total       | 57,287    | 1.84   | 66,050    | 1.98   | (8,763)   | (0.14) |
| Disposal group held for sale <sup>1)</sup>                   |                 | 221,973   | 7.11   | 70,149    | 2.11   | 151,824   | 5.00   |
| Disposal group held for distribution to owners <sup>1)</sup> |                 | 335,870   | 10.76  | 100,625   | 3.02   | 235,245   | 7.74   |
| Use of Funds Total   |                 | 3,120,035 | 100.00 | 3,329,747 | 100.00 | (209,712) | 0.00   |

\* Consolidated basis

1) Sale and Spin-off completed during the first half of 2014

(unit: in millions of Won)

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| <b>Items</b>                                | <b>2014 1H</b> | <b>2013</b> | <b>2012</b> |
|---|----------------|-------------|-------------|
| Subsidiary Stock                            | 13,831,963     | 17,739,535  | 17,976,325  |
| Woori Bank                                  | 12,848,076     | 12,848,076  | 13,621,824  |
| Kyongnam Bank <sup>1)</sup>                 |                | 1,443,661   | 1,443,661   |
| Kwangju Bank <sup>1)</sup>                  |                | 976,291     | 976,291     |
| Woori FIS                                   | 35,013         | 35,013      | 35,013      |
| Woori F&I <sup>1)</sup>                     |                | 206,563     | 206,563     |
| Woori Investment & Securities <sup>1)</sup> |                | 953,210     | 1,036,749   |
| Woori Asset Management <sup>1)</sup>        |                | 67,456      | 67,456      |
| Woori Private Equity                        | 34,246         | 34,246      | 34,246      |
| Woori Financial <sup>1)</sup>               |                | 238,575     | 238,575     |
| Woori Aviva Life Insurance <sup>1)</sup>    |                | 36,317      | 102,946     |
| Woori FG Savings Bank <sup>1)</sup>         |                | 53,730      | 210,000     |
| Woori Finance Research Institute            | 3,000          | 3,000       | 3,000       |
| Woori Card                                  | 773,748        | 773,748     |             |
| Woori Investment Bank                       | 137,881        | 69,648      |             |
| Investment Securities                       | 4              |             |             |
| Loan Obligations                            |                | 998         | 995         |
| Tangible Assets                             | 225            | 288         | 389         |
| Intangible Assets                           | 49             | 44          | 33          |
| Cash  | 1,890,347      | 67,380      | 236,400     |
| Other Assets                                | 227,156        | 173,667     | 232,462     |
| Total                                       | 15,949,744     | 17,981,912  | 18,446,604  |

\* Separate basis

\* 21,856 million won of cash in 2013, relating to the regional bank spin-offs, was classified as disposal group held for distribution assets on the separate statements of financial position.

\* Woori F&I, Woori Investment & Securities, Woori Financial, Woori Asset Management, Woori Aviva Life Insurance and Woori FG Savings Bank , in connection with the sale of the investment & securities unit, were classified as disposal group held for sale assets in 2013

1) Sale and Spin-off completed during the first half of 2014

**Table of Contents****3. Other Information Relevant to Investment Decisions****a. Selected Ratios****Won-denominated Current Ratio**

(unit: in millions of Won)

| <b>Items</b>                       | <b>2014 1H</b> | <b>2013</b> | <b>2012</b> |
|------------------------------------|----------------|-------------|-------------|
| Current Assets (A)                 | 1,893,651      | 67,852      | 222,671     |
| Current Liabilities (B)            | 9,748          | 10,889      | 33,580      |
| Current Ratio <sup>(2)</sup> (A/B) | 19,425.15%     | 623.11%     | 663.11%     |

\* Separate basis

\* Current ratio is calculated as the ratio of (i) Won-denominated assets with maturity of less than 1 month to (ii) Won-denominated liabilities with maturity of less than 1 month.

**Debt Ratio**

(unit: in millions of Won)

| <b>Items</b>     | <b>2014 1H</b> | <b>2013</b> | <b>2012</b> |
|------------------|----------------|-------------|-------------|
| Liabilities (A)  | 3,771,694      | 4,237,306   | 3,874,928   |
| Equity (B)       | 12,177,067     | 13,744,539  | 14,571,676  |
| Debt Ratio (A/B) | 30.97%         | 30.83%      | 26.59%      |

\* Separate basis

**Table of Contents****BIS Ratio**

(unit: in millions of Won)

| Items                    | 2014 1H     | 2013        | 2012        |
|--------------------------|-------------|-------------|-------------|
| Total Capital (A)        | 20,097,696  | 26,138,766  | 26,989,716  |
| Risk weighted assets (B) | 142,719,073 | 200,977,843 | 210,397,222 |
| BIS Ratio (A/B)          | 14.08%      | 13.01%      | 12.83%      |

\* 2014 1H &amp; 2013: under Basel III, 2012: under Basel I

\* 2014 1H figures are preliminary

**b. Credit Ratings for the Past Three Years**

| Date of Rating | Evaluated Securities | Credit Rating | Company (Ratings Range) | Evaluation Category |
|----------------|----------------------|---------------|-------------------------|---------------------|
| 2012.01.30     | Debtentures          | AAA           | KIS Ratings (AAA ~D)    | Case evaluation     |
| 2012.01.30     | Debtentures          | AAA           | NICE (AAA ~ D)          | Case evaluation     |
| 2012.02.28     | Hybrid               | AA            | KIS Ratings (AAA ~D)    | Case evaluation     |
| 2012.02.28     | Hybrid               | AA            | Korea Ratings (AAA ~D)  | Case evaluation     |
| 2012.06.13     | Debtentures          | AAA           | Korea Ratings (AAA ~D)  | Case evaluation     |
| 2012.06.13     | Debtentures          | AAA           | NICE (AAA ~ D)          | Case evaluation     |
| 2012.08.06     | Debtentures          | AAA           | Korea Ratings (AAA ~D)  | Case evaluation     |
| 2012.08.06     | Debtentures          | AAA           | NICE (AAA ~ D)          | Case evaluation     |
| 2012.10.17     | Debtentures          | AAA           | KIS Ratings (AAA ~D)    | Case evaluation     |
| 2012.10.17     | Debtentures          | AAA           | NICE (AAA ~ D)          | Case evaluation     |
| 2013.02.26     | Debtentures          | AAA           | KIS Ratings (AAA ~D)    | Case evaluation     |
| 2013.02.26     | Debtentures          | AAA           | NICE (AAA ~ D)          | Case evaluation     |
| 2013.07.15     | Debtentures          | AAA           | KIS Ratings (AAA ~D)    | Case evaluation     |
| 2013.07.15     | Debtentures          | AAA           | Korea Ratings (AAA ~D)  |                     |

|            |                         |     |                        | Case<br>evaluation |
|------------|-------------------------|-----|------------------------|--------------------|
| 2013.09.23 | Debentures(Subordinate) | AA+ | Korea Ratings (AAA ~D) | Case<br>evaluation |
| 2013.09.23 | Debentures(Subordinate) | AA+ | NICE (AAA ~ D)         | Case<br>evaluation |
| 2013.10.18 | Debentures(Subordinate) | AA+ | Korea Ratings (AAA ~D) | Case<br>evaluation |
| 2013.10.18 | Debentures(Subordinate) | AA+ | KIS Ratings (AAA ~D)   | Case<br>evaluation |
| 2014.01.09 | Debentures              | AAA | Korea Ratings (AAA ~D) | Case<br>evaluation |
| 2014.01.09 | Debentures              | AAA | NICE (AAA ~ D)         | Case<br>evaluation |
| 2014.02.11 | Debentures              | AAA | KIS Ratings (AAA ~D)   | Case<br>evaluation |
| 2014.02.11 | Debentures              | AAA | NICE (AAA ~ D)         | Case<br>evaluation |

**Table of Contents****c. 30 Largest Exposures by Borrower**

(As of June 30, 2014)

(unit: in hundred millions of Won)

| <b>Name</b>   | <b>Total Credit Exposure</b> | <b>Securities</b> | <b>Total Exposure</b> |
|---|------------------------------|-------------------|-----------------------|
| Korea Land & Housing Corporation                            | 22,647                       | 18,701            | 41,348                |
| Korea Finance Corporation                                   |                              | 15,648            | 15,648                |
| Korea Development Bank                                      |                              | 15,578            | 15,578                |
| Samsung Heavy Industries                                    | 10,682                       | 130               | 10,812                |
| Samsung Electronics   | 10,404                       | 50                | 10,454                |
| Hyundai Heavy Industries                                    | 9,268                        | 132               | 9,400                 |
| Korea Railroad Corporation                                  | 87                           | 7,441             | 7,528                 |
| Small & Medium Business Corporation                         | 203                          | 7,322             | 7,525                 |
| Korea BTL Infrastructure Fund                               |                              | 6,547             | 6,547                 |
| SPP Shipbuilding  | 6,259                        |                   | 6,259                 |
| Gajeul New Town Zone 4<br>Redevelopment Project             | 5,640                        |                   | 5,640                 |
| Hyosung   | 5,497                        |                   | 5,497                 |
| SK Energy   | 5,215                        | 101               | 5,315                 |
| Daewoo International  | 5,075                        |                   | 5,075                 |
| DSME  | 5,040                        |                   | 5,040                 |
| S-OIL   | 4,974                        | 7                 | 4,981                 |
| Daewoo E&C  | 4,742                        |                   | 4,742                 |
| KT  | 4,356                        | 303               | 4,659                 |
| Korean Air  | 4,393                        | 222               | 4,615                 |
| Korea Water Resources Corporation                           | 7                            | 4,501             | 4,508                 |
| Kumho Tire  | 3,489                        | 930               | 4,419                 |
| Samsung Display   | 4,324                        |                   | 4,324                 |
| Kia Motors  | 4,161                        |                   | 4,161                 |
| LG Chem   | 4,098                        | 16                | 4,114                 |
| Export-Import Bank of Korea                                 |                              | 4,103             | 4,103                 |
| KB Kookmin Bank   | 2,804                        | 1,295             | 4,099                 |
| Korea Expressway Corporation                                |                              | 4,081             | 4,081                 |
| Halla Corporation   | 3,913                        |                   | 3,913                 |
| Korea Housing Finance Corporation                           |                              | 3,895             | 3,895                 |
| Donuimun 1 District City Environment Maintenance<br>Project | 3,881                        |                   | 3,881                 |
| <b>Total</b>  | <b>131,160</b>               | <b>91,003</b>     | <b>222,163</b>        |

\* Based on Woori Bank, Woori Card and Woori Investment Bank

\* Excluding securities issued or guaranteed by the Government or the Bank of Korea

\* Corporate borrowers only



**Table of Contents****d. 20 Largest Loan Exposures Classified as Sub-Standard or Below by Borrower**

(As of June 30, 2014)

(unit: in hundred millions of Won)

| Name         | Industry              | Total Exposure | Sub-standard or below | Loan Loss Reserve |
|--------------|-----------------------|----------------|-----------------------|-------------------|
| A            | Shipbuilding          | 6,259          | 5,257                 | 3,063             |
| B            | Shipbuilding          | 2,277          | 2,277                 | 934               |
| C            | Shipbuilding          | 3,266          | 1,973                 | 878               |
| D            | Manufacturing         | 1,315          | 1,315                 | 251               |
| E            | Real Estate & Leasing | 993            | 993                   | 179               |
| F            | Manufacturing         | 986            | 986                   | 6                 |
| G            | Manufacturing         | 935            | 935                   | 811               |
| H            | Construction          | 893            | 884                   | 366               |
| I            | Real Estate & Leasing | 711            | 711                   | 108               |
| J            | Sports & Leisure      | 705            | 705                   | 424               |
| K            | Shipbuilding          | 684            | 683                   | 671               |
| L            | Real Estate & Leasing | 625            | 625                   | 52                |
| M            | Finance               | 612            | 612                   | 312               |
| N            | Real Estate & Leasing | 600            | 600                   | 1                 |
| O            | Construction          | 570            | 570                   | 54                |
| P            | Manufacturing         | 569            | 569                   | 8                 |
| Q            | Sports & Leisure      | 537            | 537                   | 189               |
| R            | Transportation        | 515            | 515                   | 308               |
| S            | Manufacturing         | 508            | 508                   | 0                 |
| T            | Wholesale & Retail    | 483            | 483                   | 2                 |
| <b>Total</b> |                       | <b>24,043</b>  | <b>21,739</b>         | <b>8,617</b>      |

\* Based on Woori Bank, Woori Card and Woori Investment Bank

\* Corporate borrowers only

**e. Recent Developments**

In December 2012, Woori Finance Research Institute was established as a separate legal entity to enhance the operational efficiency of Woori Financial Group's internal research function and to increase its research capacity.

In April 2013, the credit card business of Woori Bank was spun off to become a wholly-owned subsidiary of Woori Finance Holdings in order to increase the competitiveness of such business.

In June 2013, Woori Finance Holdings acquired a 41.6% equity stake in Kumho Investment Bank by participating in a capital increase of Kumho Investment Bank and added the entity as a new first tier subsidiary. In April 2014, Woori Finance Holdings increased its equity stake to 58.15%.



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**Ongoing Privatization**

On June 26, 2013, the Public Funds Oversight Committee of the Financial Services Commission announced the privatization plan for Woori Finance Holdings. The privatization plan provides for the sale of and other procedures, including spin-off and merger, involving Woori Finance Holdings and its subsidiaries.

On March 20, 2014, the sale of Woori Financial to KB Financial Group was completed.

On May 2, 2014, the sale of Woori Asset Management to Kiwoom Securities was completed.

On June 27, 2014, the sale of Woori Investment & Securities, Woori Aviva Life Insurance, and Woori FG Savings Bank to NongHyup Financial Group was completed.

The spin-off of Kyongnam Bank and Kwangju Bank was completed on May 1, 2014 and on July 28, 2014, the Board of Directors of Woori Finance Holdings approved of a merger of Woori Finance Holdings, the non-surviving entity, with and into its subsidiary Woori Bank, the surviving entity. The date of merger is expected to be November 1, 2014.

**Table of Contents****III. Financial Information****1. Condensed Financial Statements (Separate)**

(unit: in millions of Won, except per share amounts)

| <b>Items</b>  | <b>2014 1H</b>    | <b>2013<sup>(1)</sup></b> | <b>2012<sup>(1)</sup></b> | <b>2011</b>       |
|---|-------------------|---------------------------|---------------------------|-------------------|
| Cash and Cash Equivalents   | 1,890,347         | 45,524                    | 236,400                   | 33,538            |
| Loans and Receivables   | 217,510           | 34,454                    | 209,199                   | 239,215           |
| Available-for-Sale Financial Assets   | 4                 |                           |                           |                   |
| Investments in Subsidiaries and Associates  | 13,831,963        | 13,763,730                | 17,976,325                | 17,825,203        |
| Premises and equipment  | 225               | 288                       | 389                       | 515               |
| Intangible Assets   | 49                | 44                        | 33                        | 29                |
| Current Tax Assets  |                   | 138,005                   | 20,844                    |                   |
| Deferred Tax Assets   | 8,199             |                           | 2,444                     | 2,158             |
| Other Assets  | 1,447             | 2,207                     | 970                       | 2,347             |
| Assets Held for Sale  |                   | 1,555,852                 |                           |                   |
| Disposal Group Held for Distribution to Owners                                      |                   | 2,441,808                 |                           |                   |
| <b>Total Assets</b>   | <b>15,949,744</b> | <b>17,981,912</b>         | <b>18,446,604</b>         | <b>18,103,005</b> |
| Debentures  | 3,545,001         | 3,505,025                 | 3,654,276                 | 3,653,968         |
| Net Defined Benefit Liability   | 769               |                           | 137                       |                   |
| Current Tax Liabilities   | 193,372           |                           | 165,588                   | 201,361           |
| Deferred Tax Liabilities  |                   | 375,026                   |                           |                   |
| Other Financial Liabilities   | 31,468            | 175,813                   | 53,448                    | 31,796            |
| Other Liabilities   | 1,084             | 889                       | 1,479                     | 1,659             |
| Liabilities Directly Associated with Disposal Group held for Distribution to Owners |                   | 180,553                   |                           |                   |
| <b>Total Liabilities</b>  | <b>3,771,694</b>  | <b>4,237,306</b>          | <b>3,874,928</b>          | <b>3,888,784</b>  |
| Common Stock  | 3,381,392         | 4,030,077                 | 4,030,077                 | 4,030,077         |
| Hybrid Securities   | 498,407           | 498,407                   | 498,407                   | 309,010           |
| Capital Surplus   | 91,475            | 109,026                   | 109,026                   | 109,026           |
| Other Equity  | (1,485,670)       | (1,272)                   | (1,467)                   | (1,029)           |
| Retained Earnings   | 9,692,446         | 9,108,368                 | 9,935,633                 | 9,767,137         |
| <b>Total Equity</b>   | <b>12,178,050</b> | <b>13,744,606</b>         | <b>14,571,676</b>         | <b>14,214,221</b> |
| <b>Items</b>  | <b>2014 1H</b>    | <b>2013 1H</b>            | <b>2013</b>               | <b>2012</b>       |
| Net Interest Income   | (72,662)          | (80,951)                  | (162,832)                 | (172,380)         |
| Net Fees Income   | 19,143            | 24,613                    | 45,924                    | 59,440            |
| Dividend Income   | 194,527           | 254,081                   | 254,081                   | 562,272           |
| Reversal of Impairment Loss on Credit Loss  | 4,626             | 2                         | (4,621)                   | (1)               |
| Administrative Expenses   | (16,787)          | (23,648)                  | (42,080)                  | (50,774)          |
| Operating Income  | 128,847           | 174,097                   | 90,472                    | 398,557           |
| Non-Operating Expense   | 197,129           | (1,081)                   | (309,428)                 | (1,367)           |
| Income Before Income Tax  | 325,976           | 173,016                   | (218,956)                 | 397,190           |
| Net Income  | 709,137           | 144,737                   | (596,363)                 | 397,336           |
| Total Comprehensive Income  | 708,932           | 144,685                   | (596,168)                 | 396,898           |

|                             |     |     |      |     |
|-----------------------------|-----|-----|------|-----|
| Earnings Per Share (in Won) | 911 | 161 | -776 | 459 |
|-----------------------------|-----|-----|------|-----|

- (1) 2014 1H, 2013, 2012, 2011 amounts reflect amendments to Korean IFRS 1019 relating to employee benefits adopted by the Company (as described in the footnotes to the accompanying financial statements of the Company).

**Table of Contents****2. Condensed Financial Statements (Consolidated)**

(unit: in millions of Won)

| <b>Items</b>  | <b>2014 1H</b>     | <b>2013<sup>(1)(2)</sup></b> | <b>2012<sup>(1)(2)</sup></b> | <b>2011</b>        |
|---|--------------------|------------------------------|------------------------------|--------------------|
| Cash and Cash Equivalents   | 5,099,006          | 5,477,649                    | 5,778,390                    | 6,417,964          |
| Financial Assets at Fair Value through Profit or Loss                               | 5,346,956          | 4,806,197                    | 27,352,216                   | 26,844,973         |
| Available-for-Sale Financial Assets   | 16,853,833         | 17,085,448                   | 18,888,923                   | 19,698,348         |
| Held-to-Maturity Financial Assets   | 13,302,549         | 12,038,820                   | 18,684,801                   | 20,036,128         |
| Loans and Receivables   | 213,846,076        | 211,912,373                  | 250,275,551                  | 235,317,520        |
| Investments in Jointly Controlled Entities and Associates                           | 664,309            | 617,570                      | 1,037,930                    | 928,233            |
| Investment Properties   | 367,626            | 340,620                      | 491,685                      | 498,999            |
| Premises and equipment  | 2,463,789          | 2,536,441                    | 3,185,543                    | 3,134,472          |
| Intangible Assets and goodwill  | 187,089            | 268,926                      | 433,407                      | 447,891            |
| Assets Held for Sale  | 1,104              | 587                          | 83,347                       | 56,243             |
| Current Tax Assets  | 4,200              | 143,101                      | 38,667                       | 57,512             |
| Deferred Tax Assets   | 204,820            | 155,256                      | 155,439                      | 79,505             |
| Derivative Assets   | 151,163            | 131,410                      | 281,069                      | 326,840            |
| Other Assets  | 168,196            | 178,886                      | 414,846                      | 377,062            |
| Disposal Group Held for Sale  |                    | 34,684,805                   |                              |                    |
| Disposal Group Held for Distribution to Owners                                      |                    | 50,312,293                   |                              |                    |
| <b>Total Assets</b>   | <b>258,660,716</b> | <b>340,690,382</b>           | <b>327,101,814</b>           | <b>314,221,690</b> |
| Financial Liabilities at Fair Value Through Profit or Loss                          | 2,686,802          | 2,507,248                    | 10,985,765                   | 9,621,546          |
| Deposits  | 179,751,900        | 175,323,644                  | 204,209,580                  | 197,378,565        |
| Borrowings  | 16,121,563         | 18,231,511                   | 33,479,716                   | 34,667,740         |
| Debentures  | 23,583,169         | 21,677,674                   | 27,959,969                   | 29,265,833         |
| Provisions  | 502,691            | 684,799                      | 863,658                      | 892,308            |
| Net Defined Benefit Liability   | 89,359             | 71,602                       | 166,296                      | 119,704            |
| Current Tax Liabilities   | 198,599            | 9,980                        | 178,791                      | 274,257            |
| Deferred Tax Liabilities  | 3,609              | 49,105                       | 134,481                      | 270,033            |
| Derivatives Liabilities   |                    | 1,785                        | 38,000                       | 33,493             |
| Other Financial Liabilities   | 17,521,552         | 19,914,947                   | 25,544,410                   | 19,023,665         |
| Other Liabilities   | 395,255            | 411,278                      | 508,072                      | 570,038            |
| Liabilities Directly Associated with Disposal Group Held for Sale                   |                    | 32,047,626                   |                              |                    |
| Liabilities Directly Associated with Disposal Group Held for Distribution to Owners |                    | 46,882,414                   |                              |                    |
| <b>Total Liabilities</b>  | <b>240,854,499</b> | <b>317,813,613</b>           | <b>304,068,738</b>           | <b>292,117,182</b> |
| Equity Ownership of Controlled Entity   | 15,867,661         | 17,847,633                   | 18,695,919                   | 17,555,085         |
| Capital Stock   | 3,381,392          | 4,030,077                    | 4,030,077                    | 4,030,077          |
| Hybrid Securities   | 498,407            | 498,407                      | 498,407                      | 309,010            |
| Capital Surplus   | 91,262             | 176,502                      | 174,044                      | 175,768            |
| Other Equity  | (2,286,225)        | (35,367)                     | 112,013                      | 563,074            |
| Retained Earnings   | 14,182,825         | 13,112,690                   | 13,881,378                   | 12,477,156         |
| Equity Related to Asset Group Held for Sale   |                    | 29,820                       |                              |                    |

|   |                    |                    |                    |                    |
|---|--------------------|--------------------|--------------------|--------------------|
| Equity Related to Asset Group Held for Distribution to Owners |                    | 35,504             |                    |                    |
| Non-Controlling Interests                                     | 1,938,556          | 5,029,136          | 4,337,157          | 4,549,423          |
| <b>Total Equity</b>   | <b>17,806,217</b>  | <b>22,876,769</b>  | <b>23,033,076</b>  | <b>22,104,508</b>  |
| <b>Total Liabilities and Equity</b>                           | <b>258,660,716</b> | <b>340,690,382</b> | <b>327,101,814</b> | <b>314,221,690</b> |
| Number of Consolidated Subsidiaries                           | 82                 | 173                | 166                | 143                |

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| Items   | 2014 1H          | 2013 1H        | 2013 (1)(2)      | 2012 (1)(2)      |
|---|------------------|----------------|------------------|------------------|
|   | (1)(2)           | (1)(2)         |                  |                  |
| Operating Income  | 684,330          | 281,580        | 239,567          | 1,549,507        |
| Net Interest Income   | 2,210,164        | 2,225,105      | 4,492,022        | 4,847,900        |
| Interest Income   | 4,607,677        | 4,792,543      | 9,493,383        | 10,891,241       |
| Interest Expense  | (2,397,513)      | (2,567,438)    | (5,001,361)      | (6,043,341)      |
| Net fees and commissions income   | 460,737          | 447,657        | 926,501          | 1,189,350        |
| Fees and Commissions Income   | 800,430          | 779,745        | 1,565,224        | 1,686,885        |
| Fees and Commissions Expense  | (339,693)        | (332,088)      | (638,723)        | (497,535)        |
| Dividend Income   | 76,690           | 50,665         | 87,641           | 101,063          |
| Gain on Financial Instruments at  |                  |                |                  |                  |
| Fair Value through Profit or Loss   | 13,322           | 106,663        | 123,900          | (364,894)        |
| Gain on Available-for-Sale Financial Assets                                     | (36,264)         | 10,547         | (85,242)         | 533,148          |
| Gain on Held-to-Maturity Financial Assets                                       |                  |                |                  |                  |
| Impairment Losses on Credit Losses  | (315,151)        | (976,115)      | (2,277,260)      | (1,799,029)      |
| Other Net Operating Expenses  | (1,725,168)      | (1,582,942)    | (3,027,995)      | (2,958,031)      |
| Non-operating Income  | (34,874)         | 22,078         | 48,100           | 88,413           |
| Share of Profits of Jointly Controlled Entities and Associates                  | (42,033)         | (4,077)        | (1,277)          | 44,515           |
| Other non-operating income  | 7,159            | 26,155         | 49,377           | 43,898           |
| Net Income Before Income Tax Expense  | 649,456          | 303,658        | 287,667          | 1,637,920        |
| Income Tax Expense  | 163,817          | 35,726         | 35,096           | 356,840          |
| Income of Continuing Operations   | 485,639          | 267,932        | 252,571          | 1,281,080        |
| Income of Discontinued Operations   | 661,768          | 176,457        | (966,006)        | 566,599          |
| Net Income  | 1,147,407        | 444,389        | (713,435)        | 1,847,679        |
| <b>Net Income Attributable to Owners</b>  | <b>1,195,958</b> | <b>358,346</b> | <b>(537,688)</b> | <b>1,633,341</b> |
| Net Income Attributable to the Non-Controlling Interests                        | (48,551)         | 86,043         | (175,747)        | 214,338          |
| Other Comprehensive Income  | (215,786)        | 20,322         | (110,347)        | (438,341)        |
| Remeasurement of the Net Defined Benefit Liability                              | (21,026)         | 9,569          | 9,217            | (51,297)         |
| Gain (loss) on Available-for-Sale Financial Assets                              | (171,843)        | (43,740)       | (50,953)         | (349,481)        |
| Share of Other Comprehensive Loss of Jointly Controlled Entities and Associates | (2,766)          | (9,039)        | (6,375)          | 56,855           |
| Gain (loss) on Overseas Business Translation                                    | 7,000            | 76,651         | (59,824)         | (107,509)        |
| Gain on Valuation of Cashflow Hedge   | (27,151)         | (13,119)       | (2,412)          | 13,091           |
| <b>Total Comprehensive Income</b>   | <b>931,621</b>   | <b>464,711</b> | <b>(823,782)</b> | <b>1,409,338</b> |
| Comprehensive Income Attributed to Owners                                       | 1,065,784        | 378,071        | (623,695)        | 1,176,805        |
| Comprehensive Income Attributed to the Non-Controlling Interests                | (134,163)        | 86,640         | (200,087)        | 232,533          |
| Earnings from Continuing and Discontinued Operations Per Share (in Won)         | 1,550            | 426            | (704)            | 1,993            |
| Earnings from Continuing Operations Per Share (in Won)                          | 528              | 259            | 165              | 1,411            |

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- (1) 2014 1H, 2013 1H, 2013, 2012 amounts reflect amendments to Korean IFRS 1110 (scope of consolidation) and Korean IFRS 1019 (employee benefits) adopted by the Company (as described in the footnotes to the accompanying financial statements of the Company).
- (2) In connection with the currently pending privatization process of Woori Finance Holdings Co., Ltd. and its subsidiaries by the Korean Government, operations of the regional bank subsidiaries of Woori Finance Holdings Co., Ltd. (consisting of Kwangju Bank and Kyongnam Bank) and certain other subsidiaries (consisting of Woori Investment & Securities, Woori Financial, Woori F&I, Woori Aviva Life Insurance, Woori FG Savings Bank and Woori Asset Management) have been classified as discontinued operations.
- (3) The Company has reclassified certain items.
  - Beginning in 2013 the Company has reclassified certain credit card commissions from interest income to fees income Company (as described in the footnotes to the accompanying financial statements of the Company). Results for 2011, 2012, 2013 and 2014 as applicable, have been restated accordingly.

**IV. Independent Auditor s Opinion**

**1. Independent Auditor s Opinion**

|                   | <b>2014 1H</b>     | <b>2013</b>         | <b>2012</b>         |
|-------------------|--------------------|---------------------|---------------------|
| Auditor           | Deloitte Anjin LLC | Deloitte Anjin LLC  | Deloitte Anjin LLC  |
| Auditor s Opinion | (1)                | Unqualified Opinion | Unqualified Opinion |

- (1) In its review report attached to this report, Deloitte Anjin LLC has stated that nothing had come to their attention that caused them to believe that the accompanying consolidated and separate financial statements of the Company are not presented fairly in all material respects, in accordance with Korean IFRS.

**Table of Contents****2. Compensation to the Independent Auditor for the Past Three Years****a. Auditing Service**

(units: in millions of Won, hours)

| <b>Year</b> | <b>Auditor</b>     | <b>Activity</b>  | <b>Compensation<sup>(1)</sup></b> | <b>Accrued Time (hrs)</b> |
|-------------|--------------------|--|-----------------------------------|---------------------------|
| 2014 1H     | Deloitte Anjin LLC | Review of Quarter and Half Year financial statements and audit of Annual financial statements (Consolidated, Separate) | 384                               | 3,833                     |
| 2013        | Deloitte Anjin LLC | Review of Quarter and Half Year financial statements and audit of Annual financial statements (Consolidated, Separate) | 454                               | 11,327                    |
| 2012        | Deloitte Anjin LLC | Review of Quarter and Half Year financial statements and audit of Annual financial statements (Consolidated, Separate) | 440                               | 8,848                     |

**b. Compensation for Services Other than the Audit**

(unit: in millions of Won)

| <b>Year</b> | <b>Contract Date</b> | <b>Activity</b>                                     | <b>Period</b>                      | <b>Comp.</b> | <b>Note</b> |
|-------------|----------------------|---|------------------------------------|--------------|-------------|
| 2014        | 2014.04.25           | Corporate tax reconciliation                        | 2014.07~2014.08<br>2015.02~2015.04 | 31           |             |
| 1H          | 2014.07.25           | Merger related financial information review         | 2014.07~2014.08                    | 270          |             |
| 2013        | 2013.04.30           | PCAOB and SOX Auditing Corporate tax reconciliation | 2013.07~2014.04<br>2013.07~2013.08 | 1,405<br>36  |             |
|             | 2013.10.28           | Spin-off related financial statement review         | 2014.02~2014.04<br>2013.10~2013.10 | 40           |             |
| 2012        | 2012.04.30           | PCAOB and SOX Auditing Corporate tax reconciliation | 2012.07~2013.04<br>2012.07~2012.08 | 1,358<br>35  |             |
|             |                      |   | 2013.02~2013.03                    |              |             |
| 2011        | 2011.06.27           |   | 2011.07~2012.04                    | 1,266        |             |



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|            |   |                                    |    |
|------------|---|------------------------------------|----|
| 2011.04.30 | PCAOB and SOX Auditing Corporate tax reconciliation | 2011.07~2011.08<br>2012.02~2012.03 | 35 |
|------------|---|------------------------------------|----|

**Table of Contents****V. Corporate Governance and Affiliated Companies****1. About the Board of Directors**

- a. Composition of our board of directors  
From January 1, 2014 until March 20, 2014

| <b>Name</b>                                      | <b>Career &amp; Academic Background</b>   | <b>Relationship with Largest Shareholder</b> | <b>Notes</b>  |
|--|---|--|---|
| <b>Soon-Woo Lee</b><br>(Standing Director)       | - <b>Current</b> ) Chairman & Chief executive officer of Woori Finance Holdings & Woori Bank<br><br>- Deputy President & Director, Woori Bank<br><br>- Executive Vice President & Director, Woori Bank<br><br>- Bachelor of Law, Sungkyunkwan University                                | None   |   |
| <b>Yong-Man Rhee</b><br>(Non-Standing Director)  | - <b>Current</b> ) Committee Member, National Elders Committee<br><br>- Minister, Ministry of Finance and Economy<br><br>- Governor, Bank Supervisory Service<br><br>- Graduate School of Public Administration, Seoul National University  | None   | First appointment:<br><br>March 2013<br><br>Chairman of the Board |
| <b>Young-Soo Park</b><br>(Non-standing Director) | - <b>Current</b> ) Representative Attorney, Law Firm Gangnam<br><br>- Chief Prosecutor, Seoul High Prosecutors Office<br><br>- Chief Prosecutor, Central Investigation Department, Supreme Prosecutors Office<br><br>- Bachelor of Liberal Arts and Sciences, Seoul National University | None   | First appointment:<br><br>March 2013                              |
| <b>Doo-Hee Lee</b><br>(Non-standing Director)    | - <b>Current</b> ) Dean & Professor of College of Business Administration, Korea University<br><br>- President, Asia-Pacific Association for International Education<br><br>- Ph.D. in Business Administration, Michigan State University   | None   | First appointment:<br><br>March 2009                              |

|   |  |                                     |                                      |
|---|--|-------------------------------------|--------------------------------------|
|   | - Bachelor of Business Administration, Korea University  |                                     |                                      |
| <b>Hee-Yul Chai</b><br>(Non-standing Director)      | - <b>Current</b> ) Professor of Economics, Kyonggi University<br><br>- Non-standing Director, Financial Services Commission<br><br>- Ph.D. in Economics, University of Paris X<br><br>- Bachelor of Economics, Seoul National University | None                                | First appointment:<br><br>March 2013 |
| <b>Hun Lee</b><br>(Non-standing Director)           | - <b>Current</b> ) Co-Head, The Lawyers for Citizens<br><br>Attorney, HongIk Law Firm<br><br>- Attorney, Barun Law<br><br>- Bachelor of Law, Chung-Ang University  | None                                | First appointment:<br><br>March 2009 |
| <b>Hyung-Goo Lee</b><br>(Non-standing Director)     | - <b>Current</b> ) Director, Savings Bank Support Department, Korea Deposit Insurance Corporation<br><br>- Employed at Cho-Hung Bank<br><br>- Bachelor of Law, Daegu University  | Employee of the largest shareholder | First appointment:<br><br>March 2012 |
| <b>John Ji Whan Park</b><br>(Non-standing Director) | - <b>Current</b> ) Representative Director, Asia Evolution<br><br>- Director, AT&T Network System<br><br>- Bachelor of Arts (Economics), Brown University<br><br>- Master of Business Administration, Harvard University                 | None                                | First appointment:<br><br>March 2011 |

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After the general shareholders meeting on March 21, 2014

| <b>Name</b>                                      | <b>Career &amp; Academic Background</b>   | <b>Relationship with Largest Shareholder</b> | <b>Notes</b>  |
|--|---|--|---|
| <b>Soon-Woo Lee</b><br>(Standing Director)       | - <b>Current</b> ) Chairman & Chief executive officer of Woori Finance Holdings & Woori Bank<br><br>- Deputy President & Director, Woori Bank<br><br>- Executive Vice President & Director, Woori Bank<br><br>- Bachelor of Law, Sungkyunkwan University                                | None   |   |
| <b>Young-Soo Park</b><br>(Non-standing Director) | - <b>Current</b> ) Representative Attorney, Law Firm Gangnam<br><br>- Chief Prosecutor, Seoul High Prosecutors Office<br><br>- Chief Prosecutor, Central Investigation Department, Supreme Prosecutors Office<br><br>- Bachelor of Liberal Arts and Sciences, Seoul National University | None   | First appointment:<br><br>March 2013<br><br>Chairman of the Board |
| <b>Sang-Keun Oh</b><br>(Non-standing Director)   | - <b>Current</b> ) Professor, Economics, Dong-A University<br><br>- Director, The Korean Economic Association<br><br>- Ph.D. in Economics, University of Wisconsin-Madison<br><br>- BA, Economics, SungKyunKwan University  | None   | First appointment:<br><br>March 2014                              |
| <b>Hee-Yul Chai</b><br>(Non-standing Director)   | - <b>Current</b> ) Professor of Economics, Kyonggi University<br><br>- Non-standing Director, Financial Services Commission<br><br>- Ph.D. in Economics, University of Paris X<br><br>- Bachelor of Economics, Seoul National University  | None   | First appointment:<br><br>March 2013                              |
| <b>Kang-Shik Choi</b>                            | - <b>Current</b> ) Professor, Economics, Yonsei University Dean, University College, Yonsei   | None   | First appointment:  |

|                         |   |                                     |                    |
|-------------------------|---|-------------------------------------|--------------------|
| (Non-standing Director) | University  |                                     | March 2014         |
|                         | - Ph.D. in Economics, Yale University   |                                     |                    |
|                         | - BA, Economics, Yonsei University  |                                     |                    |
| <b>Seong-Yeal Lim</b>   | - <b>Current</b> ) Director, Planning & Coordination Dept., Korea Deposit Insurance Corporation | Employee of the largest shareholder | First appointment: |
| (Non-standing Director) | - Director, Risk Management Dept., Korea Deposit Insurance Corporation                          |                                     | March 2014         |
|                         | - MPA, Seoul National University  |                                     |                    |
|                         | - BA, Economics, Seoul National University  |                                     |                    |
| <b>Min Chang</b>        | - <b>Current</b> ) Director, Research Coordination Division, Korea Institute of Finance         | None                                | First appointment: |
| (Non-standing Director) | - Advisor to the Chairman, Financial Services Commission  |                                     | March 2014         |
|                         | - Ph.D. in Economics, Michigan State University   |                                     |                    |
|                         | - BA, Economics, Seoul National University  |                                     |                    |

b. Committees under the Board of Directors

We currently have the following management committees serving under the board of directors:

- (a) Management Committee
- (b) Business Development and Compensation Committee
- (c) Risk Management Committee
- (d) Standing Directors Committee

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(e) Ethics Committee

(f) Outside Directors Recommendation Committee

(g) MOU Evaluation Committee

(h) Audit Committee

(i) Audit Committee Member Candidate Recommendation Committee

From January 1, 2014 until March 20,2014

| <b>Name</b>                                     | <b>Position</b>   | <b>Notes</b>   |
|---|-------------------|--|
| Management Committee                            | Soon-Woo Lee      | Chairman & CEO Soon-Woo Lee heads this committee consisting of the heads of the committees under the Board of Directors.   |
|   | Yong-Man Rhee     |  |
|   | Young-Soo Park    |  |
|   | Doo-Hee Lee       |  |
|   | Hun Lee           |  |
| Business Development and Compensation Committee | Young-Soo Park    | Non-standing director Young-Soo Park heads this committee consisting of no fewer than three non-standing directors.  |
|   | Doo-Hee Lee       |  |
|   | Hee-Yul Chai      |  |
|   | Hun Lee           |  |
| Risk Management Committee                       | Soon-Woo Lee      | Non-standing director Hun Lee heads this committee consisting of the Chairman and CEO, no fewer than one standing director and no fewer than three non-standing directors. |
|   | Hee-Yul Chai      |  |
|   | Hun Lee           |  |
|   | Hyung-Goo Lee     |  |
|   | John Ji Whan Park |  |
| Standing Directors Committee                    | Soon-Woo Lee      | Chairman & CEO Soon-Woo Lee heads the committee consisting of all standing directors.  |
| Ethics Committee                                | Soon-Woo Lee      | Non-standing director Yong-Man Rhee heads this committee consisting  |

|   |                   |  |
|---|-------------------|--|
|   | Yong-Man Rhee     | of all standing directors and no fewer than two non-standing directors.  |
|   | Hee-Yul Chai      |  |
|   | Hyung-Goo Lee     |  |
|   | John Ji Whan Park |  |
| Outside Directors Recommendation Committee                | Soon-Woo Lee      | Non-standing director Young-Soo Park heads this committee consisting of the Chairman and CEO and no fewer than three non-standing directors. |
|   | Young-Soo Park    |  |
|   | Doo-Hee Lee       |  |
|   | Hee-Yul Chai      |  |
|   | Hyung-Goo Lee     |  |
| MOU Evaluation Committee                                  | John Ji Whan Park | Chairman & CEO Soon-Woo Lee heads this committee consisting of the entire board of directors.  |
|   | Soon-Woo Lee      |  |
|   | Yong-Man Rhee     |  |
|   | Young-Soo Park    |  |
|   | Doo-Hee Lee       |  |
|   | Hee-Yul Chai      |  |
|   | Hun Lee           |  |
|   | Hyung-Goo Lee     |  |
| Audit Committee   | John Ji Whan Park | Consists of no fewer than three directors (including at least one financial expert, at least two-thirds of whom are non-standing directors). |
|   | Yong-Man Rhee     |  |
|   | Young-Soo Park    |  |
|   | Doo-Hee Lee       |  |
|   | Hun Lee           |  |
| Audit Committee Member Candidate Recommendation Committee | Hyung-Goo Lee     | Non-standing director Young-Soo Park heads this committee consisting of all non-standing directors.  |
|   | Yong-Man Rhee     |  |
|   | Young-Soo Park    |  |
|   | Doo-Hee Lee       |  |
|   | Hee-Yul Chai      |  |
|   | Hun Lee           |  |

Hyung-Goo Lee

John Ji Whan Park



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After the general shareholders meeting on March 21, 2014

| <b>Name</b>                                     | <b>Position</b> | <b>Notes</b>  |
|---|-----------------|---|
| Management Committee                            | Soon-Woo Lee    | Chairman & CEO Soon-Woo Lee heads this committee consisting of the heads of the committees under the Board of Directors.  |
|   | Young-Soo Park  |   |
|   | Sang-Keun Oh    |   |
|   | Hee-Yul Chai    |   |
|   | Kang-Shik Choi  |   |
| Business Development and Compensation Committee | Young-Soo Park  | Non-standing director Kang-Shik Choi heads this committee consisting of no fewer than three non-standing directors.   |
|   | Sang-Keun Oh    |   |
|   | Hee-Yul Chai    |   |
|   | Kang-Shik Choi  |   |
| Risk Management Committee                       | Soon-Woo Lee    | Non-standing director Hee-Yul Chai heads this committee consisting of the Chairman and CEO, no fewer than one standing director and no fewer than three non-standing directors. |
|   | Hee-Yul Chai    |   |
|   | Kang-Shik Choi  |   |
|   | Seong-Yeal Lim  |   |
|   | Min Chang       |   |
| Standing Directors Committee                    | Soon-Woo Lee    | Chairman & CEO Soon-Woo Lee heads the committee consisting of all standing directors.   |
| Ethics Committee                                | Soon-Woo Lee    | Non-standing director Hee-Yul Chai heads this committee consisting of all standing directors and no fewer than two non-standing directors.                                      |
|   | Hee-Yul Chai    |   |
|   | Seong-Yeal Lim  |   |
|   | Min Chang       |   |
| Outside Directors Recommendation Committee      | Soon-Woo Lee    | Non-standing director Sang-Keun Oh heads this committee consisting of the Chairman and CEO and no fewer than three non-standing directors.                                      |
|   | Young-Soo Park  |   |
|   | Sang-Keun Oh    |   |
|   | Kang-Shik Choi  |   |

|                                  |                |  |
|----------------------------------|----------------|--|
|                                  | Seong-Yeal Lim |  |
|                                  | Min Chang      |  |
| MOU Evaluation Committee         | Soon-Woo Lee   | Chairman & CEO Soon-Woo Lee heads this committee consisting of the entire board of directors.  |
|                                  | Young-Soo Park |  |
|                                  | Sang-Keun Oh   |  |
|                                  | Hee-Yul Chai   |  |
|                                  | Kang-Shik Choi |  |
|                                  | Seong-Yeal Lim |  |
|                                  | Min Chang      |  |
| Audit Committee                  | Young-Soo Park | Consists of no fewer than three directors (including at least one financial expert, at least two-thirds of whom are non-standing directors). |
|                                  | Sang-Keun Oh   |  |
|                                  | Hee-Yul Chai   |  |
|                                  | Kang-Shik Choi |  |
|                                  | Seong-Yeal Lim |  |
|                                  | Min Chang      |  |
| Audit Committee Member Candidate | Young-Soo Park | Non-standing director Sang-Keun Oh heads this committee consisting of all non-standing directors.  |
| Recommendation Committee         | Sang-Keun Oh   |  |
|                                  | Hee-Yul Chai   |  |
|                                  | Kang-Shik Choi |  |
|                                  | Seong-Yeal Lim |  |
|                                  | Min Chang      |  |

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**2. Related Companies**

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**Table of Contents****3. Investments in Other Companies**

As of June 30, 2014

(units: thousands of shares, millions of Won, %)

|            | Beginning Balance |       |            | Changes  |             |                        | Ending Balance |       |            | Total Assets<br>as of the Most<br>Recent Fiscal<br>Year |
|------------|-------------------|-------|------------|----------|-------------|------------------------|----------------|-------|------------|---|
|            | Quantity          | Share | Book value | Quantity | Cost        | Valuation<br>Gain/Loss | Quantity       | Share | Book value |   |
|            | 596,691           | 100.0 | 12,848,076 |          |             |                        | 596,691        | 100.0 | 12,848,076 | 249,984,7   |
|            | 49,413            | 100.0 | 976,291    | (49,413) | (976,291)   |                        | 0              | 0     | 0          | 18,872,9  |
| Bank       | 58,050            | 100.0 | 1,443,661  | (58,050) | (1,443,661) |                        | 0              | 0     | 0          | 31,714,2  |
|            | 4,900             | 100.0 | 35,013     |          |             |                        | 4,900          | 100.0 | 35,013     | 332,2   |
|            | 14,000            | 100.0 | 206,563    | (14,000) | (206,563)   |                        | 0              | 0     | 0          | 1,641,2   |
| ent        |                   |       |            |          |             |                        |                |       |            |   |
|            | 75,426            | 37.9  | 953,210    | (75,426) | (942,006)   | (11,204)               | 0              | 0     | 0          | 29,985,9  |
| Management | 6,662             | 100.0 | 67,456     | (6,662)  | (67,456)    |                        | 0              | 0     | 0          | 85,1  |
| Equity     | 6,000             | 100.0 | 34,246     |          |             |                        | 6,000          | 100   | 34,246     | 89,9  |
| Life       | 11,181            | 52.0  | 238,575    | (11,181) | (238,575)   |                        | 0              | 0     | 0          | 3,939,8   |
|            | 7,601             | 51.6  | 36,317     | (7,601)  | (35,164)    | (1,153)                | 0              | 0     | 0          | 4,465,6   |
|            | 10,320            | 100.0 | 53,730     | (10,320) | (56,218)    | 2,488                  | 0              | 0     | 0          | 957,7   |
|            | 600               | 100.0 | 3,000      |          |             |                        | 600            | 100   | 3,000      | 3,7   |
| ute        | 169,266           | 100.0 | 773,748    |          |             |                        | 169,266        | 100   | 773,748    | 4,679,2   |
|            | 139,295           | 41.6  | 69,648     | 136,466  | 68,233      |                        | 275,761        | 58.15 | 137,881    | 862,7   |
| Bank       | 1,149,405         |       | 17,739,534 | (96,187) | (3,897,701) | (9,869)                | 1,053,218      |       | 13,831,964 | 347,615,3   |

1. The changes in quantity and cost are calculated based on increases and decreases due to acquisition (or disposal) and valuation gain or loss under the acquisition cost method.
2. The figures for the total assets and the net income for the most recent fiscal year are generally calculated on a consolidated basis in accordance with Korean IFRS.
3. The amounts for Woori Investment Bank are for the fiscal year ended March 31, 2014 in accordance with Korean IFRS. The amounts for Woori FG Savings Bank are for the fiscal year ended June 30, 2013 in accordance with the generally accepted accounting principles in Korea for non-consolidated financial statements.
4. The net income amounts for Woori Investment & Securities, Woori Asset Management, and Woori Aviva Life Insurance are calculated from April 2013 to December 2013 due to changes in the fiscal year-end.
- 5.

Recognized impairment loss of 12,357 million won in 2014 1H and 306,437 million won in 2013 4Q, and subsequent gain of 2,488 million won in 2014 1H on the subsidiaries undergoing a sale based on the lesser of net fair value and book value. The sales of Woori Financial, Woori Asset Management, Woori F&I, Woori Investment & Securities, Woori Aviva Life Insurance, and Woori FG Savings Bank were completed in 2014 1H, and a related gain of 207,636 million won was recognized. In addition, the spin-off of Kyongnam Bank and Kwangju Bank were completed in 2014H.

**Table of Contents****VI. Stock Information****1. Stock Distribution****a. Stock Information of the Largest Shareholder and Specially Related Parties**

As of June 30, 2014

(units: shares, %)

| Name  | Relation    | Type   | Beginning balance |       | Shares Held |     | Ending balance |       | Reasons Behind Change |
|-------|-------------|--------|-------------------|-------|-------------|-----|----------------|-------|-----------------------|
|       |             |        | Stock             | Share | (+)         | (-) | Stock          | Share |                       |
| KDIC  | Largest S/H | Common | 385,285,578       | 56.97 |             |     | 385,285,578    | 56.97 |                       |
| Total |             | Common | 385,285,578       | 56.97 |             |     | 385,285,578    | 56.97 |                       |
|       |             | Others |                   |       |             |     |                |       |                       |
|       |             | Total  | 385,285,578       | 56.97 |             |     | 385,285,578    | 56.97 |                       |

Largest Shareholder: KDIC

**b. Share Ownership of More Than 5%**

As of May 1, 2014

(units: shares, %)

| No. | Name                  | Stock         |       | Notes |
|-----|-----------------------|---------------|-------|-------|
|     |                       | No. of shares | %     |       |
| 1   | KDIC                  | 385,285,578   | 56.97 |       |
| 2   | National Pension Fund | 55,532,990    | 8.21  |       |

**c. Minority Shareholders**

As of December 31, 2013

| Items                 | Shareholder |          | Number of shares | Ratio(%) |
|-----------------------|-------------|----------|------------------|----------|
|                       | number      | Ratio(%) |                  |          |
| Minority Shareholders | 51,339      | 99.98%   | 298,886,286      | 37.07%   |

**Table of Contents****2. Stock Price and Stock Market Performance for the Past Six Months****a. Domestic Stock Market**

(units: Won, shares)

| Period        |         | January 2014 | February 2014 | March 2014 | April 2014 | May 2014   | June 2014  |
|---------------|---------|--------------|---------------|------------|------------|------------|------------|
| Common Stock  | High    | 13,300       | 12,400        | 12,350     | 12,600     | 12,650     | 12,750     |
|               | Low     | 11,800       | 11,600        | 11,600     | 11,650     | 11,650     | 11,800     |
|               | Average | 12,530       | 11,980        | 11,988     | 12,109     | 11,808     | 12,261     |
| Monthly Trade |         |              |               |            |            |            |            |
| Volume        | High    | 2,245,745    | 3,104,887     | 2,807,839  | 8,474,637  | 13,027,476 | 2,701,302  |
|               | Low     | 951,805      | 676,534       | 693,021    | 0          | 0          | 762,100    |
|               | Average | 29,081,229   | 31,672,463    | 26,910,197 | 27,557,721 | 26,562,212 | 26,637,376 |

**b. Foreign Stock Market (NYSE)**

(units: US Dollars, ADRs)

| Period          |               | January 2014 | February 2014 | March 2014 | April 2014 | May 2014 | June 2014 |
|-----------------|---------------|--------------|---------------|------------|------------|----------|-----------|
| ADR             | High          | 37.61        | 34.83         | 34.90      | 36.19      | 36.96    | 37.36     |
|                 | Low           | 32.67        | 32.23         | 32.49      | 32.71      | 32.42    | 34.66     |
|                 | Average       | 34.97        | 33.56         | 33.86      | 34.91      | 33.99    | 35.92     |
| Won Con-version | High          | 39,690       | 37,188        | 37,364     | 37,753     | 37,947   | 38,032    |
|                 | Low           | 35,418       | 34,650        | 34,787     | 33,747     | 33,448   | 35,298    |
|                 | Average       | 37,229       | 35,957        | 36,256     | 36,468     | 34,836   | 36,616    |
| Monthly Trade   |               |              |               |            |            |          |           |
| Volume          | High          | 11,300       | 18,400        | 21,600     | 5,700      | 17,500   | 21,600    |
|                 | Low           | 800          | 1,200         | 2,400      | 0          | 600      | 1,300     |
|                 | Monthly Total | 96,400       | 145,200       | 163,700    | 46,300     | 143,900  | 140,400   |

**Table of Contents****VII. Directors and Employee Information****1. Directors**

As of June 30, 2014

| Position                 |                | Name           | Common<br>Stock<br>Owned | Expiration of Term |
|--------------------------|----------------|----------------|--------------------------|--------------------|
| Chairman & CEO           | Registered     | Soon-Woo Lee   | 11,998                   | December 30, 2014  |
| Executive Vice President | Non-Registered | Seung-Gyu Kim  |                          | December 30, 2014  |
| Executive Vice President | Non-Registered | Dong-Gun Lee   |                          | December 30, 2014  |
| Managing Director        | Non-Registered | Seungrock Kim  |                          | December 30, 2014  |
| Managing Director        | Non-Registered | Nam Hee Lee    |                          | December 30, 2014  |
| Non-standing Director    | Registered     | Young-Soo Park |                          | March 21, 2015     |
| Non-standing Director    | Registered     | Sang-Geun Oh   |                          | March 20, 2015     |
| Non-standing Director    | Registered     | Hee-Yul Chai   |                          | March 21, 2015     |
| Non-standing Director    | Registered     | Kang-Shik Choi |                          | March 20, 2015     |
| Non-standing Director    | Registered     | Seong-Yeal Lim |                          | March 20, 2015     |
| Non-standing Director    | Registered     | Min Chang      |                          | March 20, 2015     |

**2. Employee Status**

As of June 30, 2014

(units: persons, thousands of Won)

|       | Staff   |          |        |       | Average<br>Tenure<br>Years | Cumulative<br>Compensation | Average<br>Compensation |  | Note |
|-------|---------|----------|--------|-------|----------------------------|----------------------------|-------------------------|--|------|
|       | Regular | Contract | Others | Total |                            |                            | Per<br>Person           |  |      |
| Total | 79      |          |        | 79    | 3 years and 10 months      | 4,346                      | 55                      |  |      |

\* Excluding three non-registered acting managing directors.

**3. Directors Compensation**

As of June 30, 2014

(units: persons, thousands of Won)

| Items | Number of<br>Persons | Total<br>Compensation | Average Compensation<br>Per Director | Note |
|-------|----------------------|-----------------------|--------------------------------------|------|
|-------|----------------------|-----------------------|--------------------------------------|------|



|                         |   |     |     |   |
|-------------------------|---|-----|-----|---|
| Standing Director       | 1 | 361 | 361 |   |
| Non-standing Directors  |   | 32  | 16  | Excluding audit committee members <sup>1)</sup> |
| Audit Committee Members | 6 | 160 | 29  |   |

\* Total Compensation: Cumulative basis from January 1 to June 30, 2014 and includes payments made to former employees

1) As the audit committee members consisted of all the non-standing directors after the general shareholders meeting on March 21, 2014, the figures for outside directors are as of the end of 2014 1Q.

**Table of Contents****VIII. Related Party Transactions****1. Transactions with Affiliated Parties****a. Transactions of Provisional Payments and Loans (including secured loans)**

\* As of June 30, 2014

(unit: in millions of Won)

| Name            | Relation   | Item       | Date       | Maturity   | Rate  | Beg.  | Changes |         | End |
|-----------------|------------|------------|------------|------------|-------|-------|---------|---------|-----|
|                 |            |            |            |            |       |       | +       | -       |     |
| Woori Financial | Subsidiary | Other Loan | 2008.12.26 | 2014.10.19 | 4.04% | 1,000 |         | (1,000) | 0   |
| Total           |            |            |            |            |       | 1,000 |         | (1,000) | 0   |

\* The above loan was fully repaid on March 20, 2014

**b. Payment Transactions**

\* As of June 30, 2014

(unit: shares)

| Name                          | Relation   | Types of Shares | Capital Contribution and Share Disposal Transactions |          |              | Ending      | Notes                |
|-------------------------------|------------|-----------------|--|----------|--------------|-------------|----------------------|
|                               |            |                 | Beginning  | Increase | Decrease     |             |                      |
| Woori Bank                    | Subsidiary | Common stock    | 596,690,380  |          |              | 596,690,380 |                      |
| Woori Woori                   | Subsidiary | Common stock    | 49,413,851   |          | (49,413,851) | 0           | Spun-off May 1, 2014 |
| Woori Woori Woori             | Subsidiary | Common stock    | 58,050,037   |          | (58,050,037) | 0           | Spun-off May 1, 2014 |
| Woori FIS                     | Subsidiary | Common Stock    | 4,900,000  |          |              | 4,900,000   |                      |
| Woori F&I                     | Subsidiary | Common Stock    | 14,000,000   |          | (14,000,000) | 0           | Sold May 7, 2014     |
| Woori Investment & Securities | Subsidiary | Common Stock    | 75,426,214   |          | (75,426,214) | 0           | Sold June 27, 2014   |
| Woori Asset Management        | Subsidiary | Common Stock    | 6,662,000  |          | (6,662,000)  | 0           | Sold May 2, 2014     |
| Woori Private Equity          | Subsidiary | Common Stock    | 6,000,000  |          |              | 6,000,000   |                      |
| Woori Financial               | Subsidiary | Common Stock    | 11,180,630   |          | (11,180,630) | 0           | Sold March 20, 2014  |
| Woori Aviva Insurance         | Subsidiary | Common Stock    | 7,601,091  |          | (7,601,091)  | 0           | Sold June 27, 2014   |

|          |            |              |               |             |               |               |                 |
|----------|------------|--------------|---------------|-------------|---------------|---------------|-----------------|
| ri FG    |            |              |               |             |               |               |                 |
| ngs Bank | Subsidiary | Common Stock | 10,320,000    |             | (10,320,000)  | 0             | Sold June 27, 2 |
| ri       |            |              |               |             |               |               |                 |
| nce      |            |              |               |             |               |               |                 |
| arch     |            |              |               |             |               |               |                 |
| ute      | Subsidiary | Common Stock | 600,000       |             |               | 600,000       |                 |
| ri Card  | Subsidiary | Common Stock | 169,266,200   |             |               | 169,266,200   |                 |
| ri       |            |              |               |             |               |               |                 |
| atment   |            |              |               |             |               |               |                 |
| t        | Subsidiary | Common Stock | 139,295,220   | 136,466,271 |               | 275,761,491   | Capital Incre   |
| .        |            |              | 1,149,405,623 | 136,466,271 | (232,653,823) | 1,053,218,071 |                 |

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Woori Finance Holdings Co., Ltd.

(Registrant)

Date: August 14, 2014

By: /s/ Seung-Gyu Kim

(Signature)

Name: Seung-Gyu Kim

Title: Executive Vice President