

WOORI FINANCIAL GROUP INC.

Form 6-K

March 08, 2019

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 March 2019

Woori Financial Group Inc.

(Translation of registrant's name into English)

51, Sogong-ro, Jung-gu, Seoul, 04632, Korea

(Address of principal executive office)

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

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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.

51, Sogong-ro,
Jung-gu, Seoul, 04632 Korea

March 7, 2019

To Shareholders:

Convocation Notice of the Annual General Meeting of Shareholders

Notice is hereby given that an Annual General Meeting of Shareholders of Woori Bank (the Company) will be held as described hereunder and your attendance is cordially requested.

Very truly yours,

Tae Seung Sohn

President and CEO

Woori Bank

51, Sogong-ro, Jung-gu

Seoul 04632, Korea

Description

- | | |
|------------------|--|
| 1. Date and Time | March 27, 2019; 10 A.M. (Local time) |
| 2. Venue | Synergy Hall, 5th floor, Woori Bank, 51, Sogong-ro, Jung-gu, Seoul, Korea |
| 3. Agenda | 1. Approval of financial statements for the fiscal year 2018 |

2. Appointment of standing director

- Candidate for standing director : Jung-Sik Oh

3. Appointment of audit committee member who is not an outside director

- Candidate for audit committee member who is not an outside director : Jung-Sik Oh

4. Approval of the maximum limit on directors' compensation
Reference Document for the Exercise of Voting Rights

1. Approval of financial statements for the fiscal year 2018

Please refer to Appendix A.

The consolidated and separate financial statements in Appendix A have not yet been audited and are subject to change. For the audited financial statements, please refer to the Audit Reports to be furnished to the U.S. Securities and Exchange Commission as an exhibit to the Form 6-K.

2. Appointment of standing director

| Name | Experience | Nominated by | Relationship with the Majority Shareholder | Transactions with the Company within the past three years | Term |
|------------------------|---|--|--|---|---------|
| (Date of Birth) | Current) Standing Director, Woori Bank | | | | |
| Jung-Sik Oh | - CEO, KB Capital | Officer Candidate Recommendation Committee | None | None | Note 1) |
| (Jul. 17, 1956) | - Executive Vice President, Head of Commercial Business, Citibank | | | | |

* Note 1)

From the time of appointment at the AGM held in Mar. 2019 to the end of the AGM held in Mar. 2020

3. Appointment of audit committee member who is not an outside director

| Name | Experience | Nominated by | Relationship with the Majority Shareholder | Transactions with the Company within the past three years | Term |
|------------------------|---|--|--|---|---------|
| (Date of Birth) | Current) Standing Director, Woori Bank | | | | |
| Jung-Sik Oh | - CEO, KB Capital | Officer Candidate Recommendation Committee | None | None | Note 1) |
| (Jul. 17, 1956) | - Executive Vice President, Head of Commercial Business, Citibank | | | | |

* Note 1)

From the time of appointment at the AGM held in Mar. 2019 to the end of the AGM held in Mar. 2020

4. Approval of directors compensation limit

| Item | 2018 | 2019 |
|-------------------------------|-----------------|-----------------|
| Number of Directors | | |
| (Number of Outside Directors) | 8 (5) | 8 (5) |
| Compensation Limit | 3.2 billion won | 3.2 billion won |

* Allocation within the total compensation limit delegated to the board of directors (Board Compensation Committee).

Appendix A. Financial Statements for FY2018

For further information, please refer to the Audit Reports to be furnished to the U.S. Securities and Exchange Commission as an exhibit to the Form 6-K. The Audit Reports will be available on the U.S. Securities and Exchange Commission website at www.sec.gov.

WOORI BANK AND SUBSIDIARIES**CONSOLIDATED STATEMENTS OF FINANCIAL POSITION****AS OF DECEMBER 31, 2018 AND 2017**

| | December 31, 2018 (*) | December 31, 2017 (*) |
|--|--------------------------|--------------------------|
| | (Korean Won in millions) | |
| ASSETS | | |
| Cash and cash equivalents (Note 6) | 6,712,623 | 6,908,286 |
| Financial assets at fair value through profit or loss (FVTPL) (K-IFRS 1109) (Notes 4, 7, 11, 12, 18 and 26) | 6,126,183 | |
| Financial assets at FVTPL (K-IFRS 1039) (Notes 4, 7, 11, 12, 18 and 26) | | 5,843,077 |
| Financial assets at financial assets at fair value through other comprehensive income(FVTOCI) (Notes 4, 8, 11, 12, and 18) | 18,063,423 | |
| Available-for-sale (AFS) financial assets (Notes 4,8,11,12 and 18) | | 15,352,950 |
| Securities at amortized cost (Notes 4, 9, 11, 12 and 18) | 22,932,559 | |
| Held to maturity (HTM) financial assets (Notes 4, 9, 11, 12 and 18) | | 16,749,296 |
| Loans and other financial assets at amortized cost (Notes 4, 10, 11, 12, 18 and 45) | 282,448,315 | |
| Loans and receivables (Notes 4,10,11,12,18 and 45) | | 267,106,204 |
| Investments in joint ventures and associates (Note 13) | 361,427 | 417,051 |
| Investment properties (Note 14) | 378,069 | 371,301 |
| Premises and equipment (Notes 15 and 18) | 2,441,141 | 2,477,545 |
| Intangible assets and goodwill (Note 16) | 587,255 | 518,599 |
| Assets held for sale (Note 17) | 93,502 | 48,624 |
| Current tax assets (Note 42) | 20,488 | 4,722 |
| Deferred tax assets (Note 42) | 49,863 | 280,130 |
| Derivative assets (Designated for hedging) (Notes 4,11,12 and 26) | 35,503 | 59,272 |
| Other assets (Notes 19 and 45) | 196,832 | 158,404 |
| Total assets | 340,447,183 | 316,295,461 |
| LIABILITIES | | |
| Financial liabilities at FVTPL (K-IFRS 1109) (Notes 4, 11, 12, 20 and 26) | 2,282,686 | |
| Financial liabilities at FVTPL (K-IFRS 1039) (Notes 4, 11, 12, 20 and 26) | | 3,427,909 |
| Deposits due to customers (Notes 4,11,21 and 45) | 248,690,939 | 234,695,084 |
| Borrowings (Notes 4, 11, 12 and 22) | 16,202,986 | 14,784,706 |
| Debentures (Notes 4, 11 and 22) | 28,725,862 | 27,869,651 |
| Provisions (Notes 23, 44 and 45) | 389,862 | 410,470 |
| Net defined benefit liability (Note 24) | 138,682 | 43,264 |
| Liabilities of a disposal group classified as held for sale (Note 17) | 72,660 | |

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| | | |
|--|--------------------|--------------------|
| Current tax liabilities (Note 42) | 156,559 | 232,600 |
| Deferred tax liabilities (Note 42) | 18,156 | 22,681 |
| Derivative liabilities (Designated for hedging) (Notes 4,11,12 and 26) | 51,409 | 67,754 |
| Other financial liabilities (Notes 4,11,12, 25 and 45) | 21,426,064 | 13,892,461 |
| Other liabilities (Notes 25 and 45) | 338,274 | 283,981 |
| Total liabilities | 318,494,139 | 295,730,561 |

(Continued)

WOORI BANK AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**AS OF DECEMBER 31, 2018 AND 2017 (CONTINUED)**

| | December 31, 2018 (*) | December 31, 2017 (*) |
|---|--------------------------|--------------------------|
| | (Korean Won in millions) | |
| EQUITY | | |
| Owners equity: | 21,739,931 | 20,365,892 |
| Capital stock (Note 28) | 3,381,392 | 3,381,392 |
| Hybrid securities (Note 29) | 3,161,963 | 3,017,888 |
| Capital surplus (Note 28) | 285,889 | 285,880 |
| Other equity (Note 30) | (2,213,970) | (1,939,274) |
| Retained earnings (Notes 31 and 32) | | |
| (Regulatory reserve for credit loss as of December 31, 2018 and 2017 is 2,578,457 million Won and 2,438,191 million Won, respectively | | |
| Regulatory reserve for credit loss to be reversed (reserved) as of December 31, 2018 and 2017 is 222,211 million Won and (-)140,266 million Won, respectively | | |
| Planned provision reversed(reserved) of regulatory reserve for credit loss as of December 31, 2018 and 2017 is 222,211 million Won and (-)140,266 million Won, respectively | 17,124,657 | 15,620,006 |
| Non-controlling interests | 213,113 | 199,008 |
| Total equity | 21,953,044 | 20,564,900 |
| Total liabilities and equity | 340,447,183 | 316,295,461 |

(*) The consolidated statements of financial position as of December 31, 2018 was prepared in accordance with K-IFRS 1109; however, the comparative consolidated statements of financial position as of December 31, 2017 was not retrospectively restated in accordance with K-IFRS 1109.

WOORI BANK AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

| | 2018(*) | 2017(*) |
|--|--|-------------|
| | (Korean won in millions, except for per share data) | |
| Interest income | 9,684,499 | 8,550,687 |
| Financial assets at FVTPL (K-IFRS 1109) | 54,243 | |
| Financial assets at FVTOCI | 280,371 | |
| Financial assets at amortized cost | 9,349,885 | |
| Financial assets at FVTPL (K-IFRS 1039) | | 53,348 |
| AFS financial assets | | 239,030 |
| HTM financial assets | | 307,965 |
| Loans and receivables | | 7,950,344 |
| Interest expense | (4,033,548) | (3,330,037) |
| Net interest income (Notes 34 and 45) | 5,650,951 | 5,220,650 |
| Fees and commissions income | 1,680,764 | 2,069,198 |
| Fees and commissions expense | (610,790) | (998,732) |
| Net fees and commissions income (Notes 35 and 45) | 1,069,974 | 1,070,466 |
| Dividend income (Notes 36 and 45) | 90,552 | 124,992 |
| Net gain on financial instruments at FVTPL (K-IFRS 1109) (Notes 11, 37 and 45) | 214,443 | |
| Net loss on financial instruments at FVTPL (K-IFRS 1039) (Notes 11, 37 and 45) | | (104,827) |
| Net gain on financial assets at FVTOCI (Notes 11 and 38) | 2,047 | |
| Net gain on AFS financial assets (Notes 11 and 38) | | 192,708 |
| Net gain on disposals of financial assets at amortized cost | 79,532 | |
| Net gain on disposals of securities at amortized cost | 431 | |
| Net gain on disposals of loans and other financial assets at amortized cost | 79,101 | |
| Impairment losses due to credit loss (Notes 39 and 45) | (329,574) | (785,133) |
| General and administrative expenses (Notes 40 and 45) | (3,624,033) | (3,530,801) |
| Other net operating expenses (Notes 40 and 45) | (394,591) | (31,313) |
| Operating income | 2,759,301 | 2,156,742 |
| Share of gain(loss) on subsidiaries and associates (Note 13) | 3,019 | (101,514) |
| Net other non-operating income(expense) | 42,552 | (105,722) |
| Non-operating income(expense) (Note 41) | 45,571 | (207,236) |
| Net income before income tax expense | 2,804,872 | 1,949,506 |
| Income tax expense (Note 42) | (753,223) | (419,418) |
| (Continued) | | |

WOORI BANK AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017 (CONTINUED)

| | 2018(*) | 2017(*) |
|--|--|-----------|
| | (Korean won in millions, except for per share data) | |
| Net income | | |
| (Net income after the provision for regulatory reserve for credit loss for the years ended December 31, 2018 and 2017, is 2,010,774 million won and 1,389,822 million won, respectively) (Note 32) | 2,051,649 | 1,530,088 |
| Net loss on valuation of equity securities at FVTOCI | (30,855) | |
| Net gain(loss) on valuation of financial liabilities designated as at FVTPL due to own credit risk | 100 | |
| Items out of share of other comprehensive gain of joint ventures and associates that will not be reclassified to profit or loss | | (2,993) |
| Remeasurement of the net defined benefit liability | (71,432) | 10,497 |
| Net loss on valuation of assets held for sale | (13,197) | |
| Items that will not be reclassified to profit or loss | (115,384) | 7,504 |
| Net gain on valuation of debt securities at FVTOCI | 33,360 | |
| Net loss on valuation of AFS financial assets | | (84,498) |
| Share of other comprehensive gain of joint ventures and associates | 2,958 | 3,605 |
| Net loss on foreign currency translation of foreign operations | (4,379) | (208,329) |
| Net gain (loss) on valuation of cash flow hedge | (4,646) | 777 |
| Net gain (loss) on valuation of assets held for sale | (4,145) | 4,145 |
| Items that may be reclassified to profit or loss | 23,148 | (284,300) |
| Other comprehensive loss, net of tax | (92,236) | (276,796) |
| Total comprehensive income | 1,959,413 | 1,253,292 |
| Net income attributable to: | | |
| Net income attributable to owners | 2,033,182 | 1,512,148 |
| Net income attributable to non-controlling interests | 18,467 | 17,940 |
| Total comprehensive income attributable to: | | |
| Comprehensive income attributable to owners | 1,943,885 | 1,249,057 |
| Comprehensive income attributable to non-controlling interests | 15,528 | 4,235 |
| Basic and diluted earnings per share (In Korean Won) (Note 43) | 2,796 | 1,999 |

(*) The consolidated statements of comprehensive income for the year ended December 31, 2018 was prepared in accordance with K-IFRS 1109; however, the comparative consolidated statements of comprehensive income for the year ended December 31, 2017 was not retrospectively restated in accordance with K-IFRS 1109.

WOORI BANK AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017**

| | Capital Stock | Hybrid securities | Capital surplus | Other equity (Korean Won in millions) | Retained earnings | Owner s equity | Non-controlling interests | Total equity |
|--|------------------|----------------------|--------------------|---|----------------------|-------------------|------------------------------|-----------------|
| January 1, 2017 | 3,381,392 | 3,574,896 | 286,331 | (1,468,025) | 14,611,566 | 20,386,160 | 159,793 | 20,545,953 |
| Net income | | | | | 1,512,148 | 1,512,148 | 17,940 | 1,530,088 |
| Dividends to common stocks | | | | | (336,636) | (336,636) | (1,554) | (338,190) |
| Capital increase of subsidiaries | | | (451) | | | (451) | 36,534 | 36,083 |
| Net gain (loss) on valuation of available-for-sale financial assets | | | | (85,051) | | (85,051) | 553 | (84,498) |
| Changes in equity of joint ventures and associates | | | | 612 | | 612 | | 612 |
| Loss on foreign currency translation of foreign operations | | | | (194,347) | | (194,347) | (13,982) | (208,329) |
| Gain on valuation of cash flow hedge | | | | 777 | | 777 | | 777 |
| Remeasurement gain (loss) related to defined benefit plan | | | | 10,773 | | 10,773 | (276) | 10,497 |
| Equity related to assets held for sale | | | | 4,145 | | 4,145 | | 4,145 |
| Dividends to hybrid securities | | | | | (167,072) | (167,072) | | (167,072) |
| Issuance of hybrid securities | | 559,565 | | | | 559,565 | | 559,565 |
| Redemption of hybrid securities | | (1,116,573) | | (208,158) | | (1,324,731) | | (1,324,731) |
| December 31, 2017 (*) | 3,381,392 | 3,017,888 | 285,880 | (1,939,274) | 15,620,006 | 20,365,892 | 199,008 | 20,564,900 |

| | | | | | | | | |
|---|-----------|-----------|---------|-------------|------------|------------|---------|------------|
| January 1, 2018 | 3,381,392 | 3,017,888 | 285,880 | (1,939,274) | 15,620,006 | 20,365,892 | 199,008 | 20,564,900 |
| Cumulative effect of change in accounting policy (Note 2) | | | | (392,176) | 177,091 | (215,085) | 723 | (214,362) |
| Adjusted balance, beginning of period | 3,381,392 | 3,017,888 | 285,880 | (2,331,450) | 15,797,097 | 20,150,807 | 199,731 | 20,350,538 |
| Net income | | | | | 2,033,182 | 2,033,182 | 18,467 | 2,051,649 |
| Dividends to common stocks | | | | | (336,636) | (336,636) | (2,128) | (338,764) |
| Capital decrease of subsidiaries | | | 9 | | | 9 | (18) | (9) |
| Net gain on valuation of financial liabilities designated as at FVTPL due to own credit risk | | | | 100 | | 100 | | 100 |
| Changes in other comprehensive income due to redemption of financial liabilities designated as at FVTPL | | | | (4) | 4 | | | |
| Net gain (loss) on valuation of financial assets at FVTOCI | | | | 2,733 | | 2,733 | (228) | 2,505 |
| Changes in other comprehensive income due to disposal of equity securities at FVTOCI | | | | (1,009) | 1,009 | | | |
| Share of other comprehensive gain of joint ventures and associates | | | | 2,958 | (10,647) | (7,689) | | (7,689) |
| Loss on foreign currency translation of foreign operations | | | | (1,929) | | (1,929) | (2,450) | (4,379) |

| | | | | | | | | |
|--|-----------|-----------|---------|-------------|------------|------------|---------|------------|
| Loss on valuation of cash flow hedge | | | | (4,646) | | (4,646) | | (4,646) |
| Remeasurement loss related to defined benefit plan | | | | (71,171) | | (71,171) | (261) | (71,432) |
| Net loss on disposal of assets held for sale | | | | (17,342) | | (17,342) | | (17,342) |
| Dividends to hybrid securities | | | | | (151,194) | (151,194) | | (151,194) |
| Issuance of hybrid securities | 398,707 | | | | | 398,707 | | 398,707 |
| Redemption of hybrid securities | (254,632) | | | (368) | | (255,000) | | (255,000) |
| Appropriation of retained earnings | | | | 208,158 | (208,158) | | | |
| December 31, 2018 (*) | 3,381,392 | 3,161,963 | 285,889 | (2,213,970) | 17,124,657 | 21,739,931 | 213,113 | 21,953,044 |

(*) The consolidated statements of changes in equity for the year ended December 31, 2018 was prepared in accordance with K-IFRS 1109; however, the comparative consolidated statements of changes in equity for the year ended December 31, 2017 was not retrospectively restated in accordance with K-IFRS 1109.

WOORI BANK AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

| | For the years ended December 31 | |
|---|---------------------------------|-------------|
| | 2018 (*) | 2017 (*) |
| | (Korean Won in millions) | |
| Cash flows from operating activities: | | |
| Net income | 2,051,649 | 1,530,088 |
| Adjustments to net income: | | |
| Income tax expense | 753,223 | 419,418 |
| Interest income | (9,684,499) | (8,550,687) |
| Interest expense | 4,033,548 | 3,330,037 |
| Dividend income | (90,552) | (124,992) |
| | (4,988,280) | (4,926,224) |
| Additions of expenses not involving cash outflows: | | |
| Impairment losses due to credit loss | 329,574 | 785,133 |
| Loss on valuation of financial instruments at fair value through profit or loss | | 15,267 |
| Loss on financial assets at FVTOCI | 1,053 | |
| Share of losses of investments in joint ventures and associates | 22,772 | 185,020 |
| Loss on disposal of investments in joint ventures and associates | 2,931 | 38,713 |
| Loss on transaction and valuation of derivatives (hedging) | 36,483 | 109,569 |
| Loss on hedged items (fair value hedge) | 17,299 | |
| Loss on provision | 28,350 | 107,028 |
| Retirement benefits | 142,712 | 142,902 |
| Depreciation and amortization | 272,550 | 235,795 |
| Loss on disposal of premises and equipment, intangible assets and other assets | 1,160 | 9,994 |
| Impairment loss on premises and equipment, intangible assets and other assets | 87 | 390 |
| | 854,971 | 1,629,811 |
| Deductions of income not involving cash inflows: | | |
| Gain on valuation of financial assets at FVTPL (K-IFRS 1109) | 215,711 | |
| Gain on redemption of debentures | 1,597 | |
| Gain on financial assets at FVTOCI | 3,100 | |
| Gain on AFS financial assets | | 192,708 |
| Gain on disposal of securities at amortized cost | 431 | |
| Gain on valuation of investments in joint ventures and associates | 25,791 | 83,506 |
| Gain on disposal of investments in joint ventures and associates | 50,511 | 39,932 |
| Gain on transaction and valuation of derivatives (Designated for hedging) | 35,810 | 122 |
| Gain on hedged items (fair value hedge) | 42,797 | 53,532 |
| Reversal on provisions | 2,014 | 2,567 |
| Gain on disposal of premises and equipment, intangible assets and other assets | 30,278 | 5,028 |
| | 761 | 666 |

| | | |
|---|--------------|-------------|
| Reversal of impairment loss on premises and equipment, intangible assets and other assets | 408,801 | 378,061 |
| Changes in operating assets and liabilities: | | |
| Financial assets at FVTPL (K-IFRS 1109) | 670,872 | |
| Financial instruments at fair value through profit or loss (K-IFRS 1039) | | (583,068) |
| Loans and other financial assets at amortized cost | (15,754,102) | |
| Loans and receivables | | (9,647,563) |
| Other assets | 32,328 | 35,953 |
| Deposits due to customers | 13,995,747 | 13,634,873 |
| Provisions | (11,920) | (122,711) |
| Net defined benefit liability | (135,313) | (46,789) |
| Other financial liabilities | 7,411,753 | (7,966,786) |
| Other liabilities | 89,399 | (27,550) |
| | 6,298,764 | (4,723,641) |
| Cash received from (paid for) operating activities: | | |
| Interest income received | 9,617,307 | 8,570,715 |
| Interest expense paid | (3,847,411) | (3,404,608) |
| Dividends received | 90,651 | 127,343 |
| Income tax paid | (544,058) | (404,428) |
| | 5,316,489 | 4,889,022 |
| Net cash provided by(used in) operating activities | 9,124,792 | (1,979,005) |

(Continued)

WOORI BANK AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017 (CONTINUED)

| | For the years ended December 31 | |
|---|---------------------------------|------------|
| | 2018 (*) | 2017 (*) |
| | (Korean Won in millions) | |
| Cash flows from investing activities: | | |
| Cash in-flows from investing activities: | | |
| Disposal of financial assets at FVTPL (K-IFRS 1109) | 11,919,335 | |
| Disposal of financial assets at FVTOCI | 9,146,307 | |
| Disposal of AFS financial assets | | 24,912,752 |
| Redemption of securities at amortized cost | 9,426,757 | |
| Redemption of HTM financial assets | | 8,587,092 |
| Disposal of investments in joint ventures and associates | 57,300 | 70,180 |
| Disposal of subsidiaries | | 203 |
| Disposal of investment properties | 3,512 | 418 |
| Disposal of premises and equipment | 5,545 | 7,428 |
| Disposal of intangible assets | 9,199 | 1,188 |
| Disposal of assets held for sale | 74,482 | 24,808 |
| | 30,642,437 | 33,604,069 |
| Cash out-flows from investing activities: | | |
| Net cash in-flows of business combination | 134,967 | |
| Acquisition of financial assets at FVTPL (K-IFRS 1109) | 12,322,160 | |
| Acquisition of financial assets at FVTOCI | 13,275,429 | |
| Acquisition of AFS financial assets | | 19,674,346 |
| Acquisition of securities at amortized cost | 15,622,847 | |
| Acquisition of HTM financial assets | | 11,521,065 |
| Acquisition of investments in joint ventures and associates | 48,272 | 143,161 |
| Acquisition of investment properties | 15,195 | 9,872 |
| Acquisition of premises and equipment | 118,668 | 162,245 |
| Acquisition of intangible assets | 176,067 | 195,929 |
| Cash out-flow related to derivatives designated for hedging | | 13,742 |
| | 41,713,605 | 31,720,360 |
| Net cash provided by(used in) investing activities | (11,071,168) | 1,883,709 |
| Cash flows from financing activities: | | |
| Cash in-flows from financing activities: | | |
| Increase in borrowings | 9,606,126 | 9,057,999 |
| Issuance of debentures | 21,505,849 | 18,438,221 |
| Issuance of hybrid securities | 398,707 | 559,565 |
| Capital increase of subsidiaries | | 35,841 |

| | | |
|---|------------------|------------------|
| | 31,510,682 | 28,091,626 |
| Cash out-flows from financing activities: | | |
| Repayment of borrowings | 8,349,005 | 12,692,883 |
| Repayment of debentures | 20,903,518 | 13,620,520 |
| Payment of dividends to common stocks | 336,636 | 336,636 |
| Dividends paid on hybrid securities | 147,625 | 177,730 |
| Redemption of hybrid securities | 255,000 | 1,323,400 |
| Dividends paid on non-controlling interests | 2,128 | 1,554 |
| | 29,993,912 | 28,152,723 |
| Net cash provided by(used in) financing activities | 1,516,770 | (61,097) |
| Net decrease in cash and cash equivalents | (429,606) | (156,393) |
| Cash and cash equivalents, beginning of the period | 6,908,286 | 7,591,324 |
| Effects of exchange rate changes on cash and cash equivalents | 233,943 | (526,645) |
| Cash and cash equivalents, end of the period (Note 6) | 6,712,623 | 6,908,286 |

(*) The consolidated statements of cash flows for the year ended December 31, 2018 was prepared in accordance with K-IFRS 1109; however, the comparative consolidated statements of cash flows for the year ended December 31, 2017 was not retrospectively restated to apply K-IFRS 1109.

WOORI BANK**SEPARATE STATEMENTS OF FINANCIAL POSITION****AS OF DECEMBER 31, 2018 AND 2017**

| | December 31, 2018(*) | December 31, 2017(*) |
|---|--------------------------|-------------------------|
| | (Korean Won in millions) | |
| ASSETS | | |
| Cash and cash equivalents (Notes 6 and 45) | 5,723,801 | 5,328,960 |
| Financial assets at fair value through profit or loss (FVTPL) (K-IFRS 1109) (Notes 4, 7, 11, 12, 18, 26 and 45) | 3,877,858 | |
| Financial assets at FVTPL (K-IFRS 1039) (Notes 4, 7, 11, 12, 18, 26 and 45) | | 4,133,724 |
| Financial assets at fair value through other comprehensive income (FVTOCI) (Notes 4, 8, 11, 12, and 18) | 17,040,674 | |
| Available for sale (AFS) financial assets (Notes 4, 8, 11, 12 and 18) | | 14,186,704 |
| Securities at amortized cost (Notes 4, 9, 11, 12 and 18) | 22,802,050 | |
| Held to maturity (HTM) financial assets (Notes 4, 9, 11, 12 and 18) | | 16,638,727 |
| Loans and other financial assets at amortized cost (Notes 4, 10, 11, 12, 18 and 45) | 260,350,949 | |
| Loans and receivables (Notes 4, 10, 11, 12, 18 and 45) | | 248,810,624 |
| Investments in subsidiaries and associates (Note 13) | 4,193,775 | 4,148,795 |
| Investment properties (Note 14) | 367,117 | 350,235 |
| Premises and equipment (Note 15) | 2,350,342 | 2,374,590 |
| Intangible assets (Note 16) | 353,167 | 303,325 |
| Assets held for sale (Note 17) | 143,288 | 46,183 |
| Deferred tax assets (Note 42) | 7,360 | 238,543 |
| Derivative assets (Held for hedging) (Notes 4, 11, 12 and 26) | 35,503 | 59,272 |
| Other assets (Notes 19 and 45) | 149,995 | 117,889 |
| Total assets | 317,392,879 | 296,737,571 |
| LIABILITIES | | |
| Financial liabilities at FVTPL (K-IFRS 1109) (Notes 4, 11, 12, 20, 26 and 45) | 2,279,373 | |
| Financial liabilities at FVTPL (K-IFRS 1039) | | |
| (Notes 4, 11, 12, 20, 26 and 45) | | 3,416,978 |
| Deposits due to customers (Notes 4, 11, 21 and 45) | 237,426,765 | 224,384,156 |
| Borrowings (Notes 4, 11, 12 and 22) | 14,081,092 | 13,662,984 |
| Debentures (Notes 4, 11 and 22) | 21,666,331 | 21,707,466 |
| Provisions (Notes 23, 44 and 45) | 283,501 | 368,027 |
| Net defined benefit liability (Note 24) | 136,163 | 14,284 |
| Liabilities of a disposal group classified as held for sale | 72,361 | |
| Current tax liabilities (Note 42) | 110,127 | 212,376 |
| Derivative liabilities (Held for hedging) (Notes 4, 11, 12 and 26) | 17,654 | 12,103 |
| Other financial liabilities (Notes 4, 11, 12, 25 and 45) | 20,097,011 | 13,029,421 |
| Other liabilities (Notes 25 and 45) | 173,501 | 135,686 |

| | | |
|-------------------|-------------|-------------|
| Total liabilities | 296,343,879 | 276,943,481 |
|-------------------|-------------|-------------|

(Continued)

WOORI BANK**SEPARATE STATEMENTS OF FINANCIAL POSITION****AS OF DECEMBER 31, 2018 AND 2017 (CONTINUED)**

| | December 31, 2018(*) | December 31, 2017(*) |
|---|--------------------------|-------------------------|
| | (Korean Won in millions) | |
| EQUITY | | |
| Capital stock (Note 28) | 3,381,392 | 3,381,392 |
| Hybrid securities (Note 29) | 3,161,963 | 3,017,888 |
| Capital surplus (Note 28) | 269,533 | 269,533 |
| Other equity (Note 30) | (386,840) | (135,282) |
| Retained earnings (Notes 31 and 32) | | |
| (Regulatory reserve for credit loss as of December 31, 2018 and 2017 is 2,091,721 million Won and 2,017,342 million Won, respectively) | | |
| Regulatory reserve for credit loss to be reversed (reserved) as of December 31, 2018 and 2017 is 202,905 million Won and (-) 74,379 million Won, respectively | | |
| Planned provision reversed (reserved) of regulatory reserve for credit loss as of December 31, 2018 and 2017 is 202,905 million Won and (-) 74,379 million Won, respectively) | 14,622,952 | 13,260,559 |
| Total equity | 21,049,000 | 19,794,090 |
| Total liabilities and equity | 317,392,879 | 296,737,571 |

(*) The separate statement of financial position as of December 31, 2018 was prepared in accordance with K-IFRS 1109; however, the comparative separate statement of financial position as of December 31, 2017 was not retrospectively restated in accordance with K-IFRS 1109.

WOORI BANK
SEPARATE STATEMENTS OF COMPREHENSIVE INCOME**FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017**

| | 2018(*) | 2017(*) |
|--|--|-------------|
| | (Korean won in millions, except for per share data) | |
| Interest income | 8,331,967 | 7,385,721 |
| Financial assets at FVTPL (K-IFRS 1109) | 6,047 | |
| Financial assets at FVTOCI | 256,995 | |
| Financial assets at amortized cost | 8,068,925 | |
| Financial assets at FVTPL (K-IFRS 1039) | | 17,735 |
| AFS financial assets | | 205,594 |
| HTM financial assets | | 303,348 |
| Loans and receivables | | 6,855,044 |
| Interest expense | (3,604,249) | (2,995,118) |
| Net interest income (Notes 34 and 45) | 4,727,718 | 4,390,603 |
| Fees and commissions income | 1,151,201 | 1,072,838 |
| Fees and commissions expense | (148,554) | (141,817) |
| Net fees and commissions income (Notes 35 and 45) | 1,002,647 | 931,021 |
| Dividend income (Notes 36 and 45) | 75,986 | 125,599 |
| Net gain on financial instruments at FVTPL (K-IFRS 1109) (Notes 11, 37 and 45) | 204,649 | |
| Net loss on financial instruments at FVTPL (K-IFRS 1039) (Notes 11, 37 and 45) | | (96,983) |
| Net gain on financial assets at FVTOCI (K-IFRS 1109) (Notes 11 and 38) | 1,333 | |
| Net gain on AFS financial assets (Notes 11 and 38) | | 135,003 |
| Net gain on financial assets at amortized cost | 44,166 | |
| Net gain on disposals of securities at amortized cost | 431 | |
| Net gain on disposals of loans and other financial assets at amortized cost | 43,735 | |
| Impairment losses due to credit loss (Notes 39 and 45) | (58,823) | (553,204) |
| General and administrative expenses (Notes 40 and 45) | (3,189,336) | (3,128,725) |
| Other net operating expenses (Notes 40 and 45) | (392,649) | (12,756) |
| Operating income | 2,415,691 | 1,790,558 |
| Share of losses on subsidiaries and associates (Note 13) | (241) | (133,948) |
| Net other non-operating income(expense) | 70,181 | (36,388) |
| Non-operating income(expense) (Note 41) | 69,940 | (170,336) |
| Net income before income tax expense | 2,485,631 | 1,620,222 |
| Income tax expense (Note 42) | (674,727) | (344,110) |

WOORI BANK

SEPARATE STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

| | 2018(*) | 2017(*) |
|--|---|-----------|
| | (Korean won in millions, except for per share data) | |
| Net income | | |
| (Net income after the provision for regulatory reserve for credit loss for the years ended December 31, 2018 and 2017, is 1,819,532 million won and 1,201,733 million won, respectively) (Note 32) | 1,810,904 | 1,276,112 |
| Net loss on valuation of equity securities at FVTOCI | (29,290) | |
| Net gain on valuation of financial liabilities designated as at FVTPL due to own credit risk | 100 | |
| Remeasurement of the net defined benefit liability | (79,639) | 16,566 |
| Items that will not be reclassified to profit or loss | (108,829) | 16,566 |
| Net gain on valuation of debt securities at FVTOCI | 36,085 | |
| Net loss on valuation of AFS financial assets | | (48,139) |
| Net gain (loss) on foreign currencies translation of foreign operations | 7,882 | (34,093) |
| Items that may be reclassified to profit or loss | 43,967 | (82,232) |
| Other comprehensive loss, net of tax | (64,682) | (65,666) |
| Total comprehensive income | 1,746,042 | 1,210,446 |
| Net income per share (Note 43) | | |
| Basic and diluted earnings per common share (in Korean Won) | 2,466 | 1,648 |

(*) The separate statement of comprehensive income for year ended December 31, 2018 was prepared in accordance with K-IFRS 1109; however, the comparative separate statement of comprehensive income for the year ended December 31, 2017 was not retrospectively restated in accordance with K-IFRS 1109

WOORI BANK

SEPARATE STATEMENTS OF CHANGES IN EQUITY

FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

| | Capital stock | Hybrid securities | Capital surplus (Korean Won in millions) | Other equity | Retained earnings | Total |
|--|------------------|----------------------|--|-----------------|----------------------|-------------|
| January 1, 2017 | 3,381,392 | 3,574,896 | 269,533 | 138,542 | 12,488,155 | 19,852,518 |
| Net income | | | | | 1,276,112 | 1,276,112 |
| Dividends on common stocks | | | | | (336,636) | (336,636) |
| Loss on valuation of available-for-sale financial assets | | | | (48,139) | | (48,139) |
| Loss on foreign currency translation of foreign operations | | | | (34,093) | | (34,093) |
| Remeasurement gain related to defined benefit plan | | | | 16,566 | | 16,566 |
| Dividends to hybrid securities | | | | | (167,072) | (167,072) |
| Issuance of hybrid securities | | 559,565 | | | | 559,565 |
| Redemption of hybrid securities | | (1,116,573) | | (208,158) | | (1,324,731) |
| December 31, 2017(*) | 3,381,392 | 3,017,888 | 269,533 | (135,282) | 13,260,559 | 19,794,090 |
| January 1, 2018 | 3,381,392 | 3,017,888 | 269,533 | (135,282) | 13,260,559 | 19,794,090 |
| Cumulative effect of change in accounting policy (Note 2) | | | | (393,473) | 246,464 | (147,009) |
| Adjusted balance, beginning of period | 3,381,392 | 3,017,888 | 269,533 | (528,755) | 13,507,023 | 19,647,081 |
| Net income | | | | | 1,810,904 | 1,810,904 |
| Dividends on common stocks | | | | | (336,636) | (336,636) |
| Net gain on valuation of financial liabilities designated as at FVTPL due to own credit risk | | | | 100 | | 100 |
| Changes in other comprehensive income due to redemption of financial liabilities designated as at FVTPL | | | | (4) | 4 | |
| Net gain on valuation of financial assets at FVTOCI | | | | 6,795 | | 6,795 |
| Changes in other comprehensive income due to disposal of equity securities at FVTOCI | | | | (1,009) | 1,009 | |
| Gain on foreign currency translation of foreign operations | | | | 7,882 | | 7,882 |
| Remeasurement loss related to defined benefit plan | | | | (79,639) | | (79,639) |

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| | | | | | | |
|------------------------------------|-----------|-----------|---------|-----------|------------|------------|
| Appropriation of retained earnings | | | | 208,158 | (208,158) | |
| Dividends to hybrid securities | | | | | (151,194) | (151,194) |
| Issuance of hybrid securities | | 398,707 | | | | 398,707 |
| Redemption of hybrid securities | | (254,632) | | (368) | | (255,000) |
| December 31, 2018(*) | 3,381,392 | 3,161,963 | 269,533 | (386,840) | 14,622,952 | 21,049,000 |

(*) The separate statements of changes in equity for the year ended December 31, 2018 was prepared in accordance with K-IFRS 1109; however, the comparative separate statements of changes in equity for year ended December 31, 2017 was not retrospectively restated in accordance with K-IFRS 1109.

WOORI BANK

SEPARATE STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

| | 2018(*) | 2017(*) |
|--|--------------------------|-------------|
| | (Korean Won in millions) | |
| Cash flows from operating activities: | | |
| Net income | 1,810,904 | 1,276,112 |
| Adjustment to net income: | | |
| Income tax expense | 674,727 | 344,110 |
| Interest income | (8,331,967) | (7,385,721) |
| Interest expense | 3,604,249 | 2,995,118 |
| Dividend income | (113,467) | (159,603) |
| | (4,166,458) | (4,206,096) |
| Additions of expenses not involving cash outflows: | | |
| Impairment losses due to credit loss | 58,823 | 553,204 |
| Loss on valuation of financial instruments at FVTPL | | 6,596 |
| Impairment loss on investments in subsidiaries and associates | 241 | 133,948 |
| Loss on transaction and valuation of derivatives (Held for hedging) | 36,488 | 52,959 |
| Loss on hedged items (fair value hedge) | 17,299 | |
| Loss on provision | 10,823 | 51,510 |
| Retirement benefits | 128,447 | 131,334 |
| Depreciation and amortization | 217,074 | 165,095 |
| Loss on disposal of premises and equipment and other assets | 933 | 1,714 |
| Impairment loss on premises and equipment and other assets | 5,933 | 184 |
| | 476,061 | 1,096,544 |
| Deductions of income not involving cash inflows: | | |
| Gain on valuation of financial assets at FVTPL (K-IFRS 1109) | 216,135 | |
| Gain on financial assets at FVTOCI | 1,333 | |
| Gain on AFS financial assets | | 135,003 |
| Gain on disposal of securities at amortized cost | 431 | |
| Gain on transaction and valuation of derivatives (hedging) | 9,126 | |
| Gain on hedged items (fair value hedge) | 42,797 | 53,532 |
| Gain on provisions | 1,883 | 2,357 |
| Gain on disposal of investment in subsidiaries and associates | 35,409 | 9,256 |
| Gain on disposal of premises and equipment and other assets | 25,537 | 12,950 |
| Reversal of impairment loss on premises and equipment and other assets | 491 | 141 |
| | 333,142 | 213,239 |

(Continued)

WOORI BANK

SEPARATE STATEMENTS OF CASH FLOWS (CONTINUED)

FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

| | 2018(*) | 2017(*) |
|---|--------------------------|--------------------|
| | (Korean Won in millions) | |
| Changes in operating assets and liabilities: | | |
| Financial assets at FVTPL (K-IFRS 1109) | 1,232,277 | |
| Financial assets at FVTPL (K-IFRS 1039) | | (439,949) |
| Loans and other financial assets at amortized cost | (11,927,559) | |
| Loans and receivables | | (8,192,223) |
| Other assets | (23,497) | (21,665) |
| Deposits due to customers | 13,042,027 | 13,005,112 |
| Provision | 7,781 | 4,788 |
| Net defined benefit liability | (118,735) | (34,946) |
| Other financial liabilities | 6,919,137 | (7,675,726) |
| Other liabilities | 45,077 | (28,404) |
| | 9,176,508 | (3,383,013) |
| Cash received from(paid for) operating activities: | | |
| Interest income received | 8,305,699 | 7,389,513 |
| Interest expense paid | (3,416,210) | (3,013,602) |
| Dividend received | 111,426 | 153,401 |
| Income tax paid | (464,286) | (343,529) |
| | 4,536,629 | 4,185,783 |
| Net cash provided by(used in) operating activities | 11,500,502 | (1,243,909) |
| Cash flows from investing activities: | | |
| Cash in-flows from investing activities: | | |
| Disposal of Financial assets at FVTPL (K-IFRS 1109) | 11,918,394 | |
| Disposal of financial assets at FVTOCI | 8,969,290 | |
| Disposal of AFS financial assets | | 23,119,666 |
| Redemption of securities at amortized cost | 9,400,596 | |
| Redemption of HTM financial assets | | 8,506,982 |
| Disposal of investments in subsidiaries and associates | 59,771 | 26,078 |
| Disposal of premises and equipment | 387 | 7,238 |
| Disposal of intangible assets | 2,845 | 383 |
| Disposal of assets held for sale | 73,481 | 21,681 |
| | 30,425,124 | 31,682,028 |
| Cash out-flows from investing activities: | | |
| Acquisition of financial assets at FVTPL (K-IFRS 1109) | 12,322,160 | |

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| | | |
|---|--------------|------------|
| Acquisition of financial instruments at FVTOCI | 12,945,225 | |
| Acquisition of AFS financial assets | | 19,287,548 |
| Acquisition of securities at amortized cost | 15,575,213 | |
| Acquisition of HTM financial assets | | 11,477,669 |
| Acquisition of investments in subsidiaries and associates | 285,140 | 522,906 |
| Acquisition of investment properties | 12,957 | 3,029 |
| Acquisition of premises and equipment | 89,414 | 134,271 |
| Acquisition of intangible assets | 163,877 | 172,121 |
| Cash outflow related to derivatives for risk hedge | | 13,742 |
| | 41,393,986 | 31,611,286 |
| Net cash provided by(used in) investing activities | (10,968,862) | 70,742 |

(Continued)

WOORI BANK

SEPARATE STATEMENTS OF CASH FLOWS (CONTINUED)

FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

| | 2018(*) | 2017(*) |
|---|--------------------------|------------------|
| | (Korean Won in millions) | |
| Cash flows from financing activities: | | |
| Cash in-flows from financing activities: | | |
| Increase in borrowings | 8,539,312 | 8,529,590 |
| Issuance of debentures | 5,248,047 | 8,669,476 |
| Issuance of hybrid securities | 398,707 | 559,565 |
| | 14,186,066 | 17,758,631 |
| Cash out-flows for financing activities: | | |
| Repayment of borrowings | 8,280,546 | 10,475,855 |
| Repayment of debentures | 5,523,518 | 4,680,520 |
| Dividends paid | 336,636 | 336,636 |
| Redemption of hybrid securities | 255,000 | 1,323,400 |
| Dividends paid on hybrid securities | 147,625 | 177,730 |
| | 14,543,325 | 16,994,141 |
| Net cash provided by(used in) financing activities | (357,259) | 764,490 |
| Net increase(decrease) in cash and cash equivalents | 174,381 | (408,677) |
| Cash and cash equivalents, beginning of the period | 5,328,960 | 6,104,029 |
| Effects of exchange rate changes on cash and cash equivalents | 220,460 | (366,392) |
| Cash and cash equivalents, end of the period (Note 6) | 5,723,801 | 5,328,960 |

(*) The separate statement of cash flows for the year ended December 31, 2018 was prepared in accordance with K-IFRS 1109; however, the comparative separate flows for the year ended December 31, 2017 was not retrospectively restated in accordance with K-IFRS 1109.

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 Financial Group Inc.
(Registrant)

Date: March 8, 2019

By: /s/ Kyong-Hoon Park
(Signature)

Name: Kyong-Hoon Park
Title: Deputy President