

ACADIA PHARMACEUTICALS INC  
Form SC 13G/A  
January 25, 2016

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No: 2)

ACADIA PHARMACEUTICALS INC

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

004225108

-----  
(CUSIP Number)

December 31, 2015

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 004225108

(1) Names of reporting persons. BlackRock, Inc.

(2) Check the appropriate box if a member of a group  
(a)

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(b) [X]

(3) SEC use only

(4) Citizenship or place of organization

Delaware

Number of shares beneficially owned by each reporting person with:

(5) Sole voting power

5664551

(6) Shared voting power

NONE

(7) Sole dispositive power

5847357

(8) Shared dispositive power

NONE

(9) Aggregate amount beneficially owned by each reporting person

5847357

(10) Check if the aggregate amount in Row (9) excludes certain shares

(11) Percent of class represented by amount in Row 9

5.8%

(12) Type of reporting person

HC

Item 1.

Item 1(a) Name of issuer:

-----  
ACADIA PHARMACEUTICALS INC

Item 1(b) Address of issuer's principal executive offices:

-----  
11085 TORREYANA ROAD Suite 100  
SAN DIEGO CA 92121

Item 2.

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2(a) Name of person filing:

-----  
BlackRock, Inc.

2(b) Address or principal business office or, if none, residence:

-----  
BlackRock Inc.  
55 East 52nd Street  
New York, NY 10055

2(c) Citizenship:

-----  
See Item 4 of Cover Page

2(d) Title of class of securities:

-----  
Common Stock

2(e) CUSIP No.:

See Cover Page

Item 3.

If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

- Broker or dealer registered under Section 15 of the Act;
- Bank as defined in Section 3(a)(6) of the Act;
- Insurance company as defined in Section 3(a)(19) of the Act;
- Investment company registered under Section 8 of the Investment Company Act of 1940;
- An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940;
- A non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J);
- Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

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Amount beneficially owned:

5847357

Percent of class

5.8%

Number of shares as to which such person has:

Sole power to vote or to direct the vote

5664551

Shared power to vote or to direct the vote

NONE

Sole power to dispose or to direct the disposition of

5847357

Shared power to dispose or to direct the disposition of

NONE

Item 5.

Ownership of 5 Percent or Less of a Class. If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following [ ].

Item 6. Ownership of More than 5 Percent on Behalf of Another Person

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than 5 percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

Various persons have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of the common stock of

ACADIA PHARMACEUTICALS INC.

No one person's interest in the common stock of

ACADIA PHARMACEUTICALS INC

is more than five percent of the total outstanding common shares.

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Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

See Exhibit A

Item 8. Identification and Classification of Members of the Group

If a group has filed this schedule pursuant to Rule 13d-1(b)(ii)(J), so indicate under Item 3(j) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identity of each member of the group.

Item 9. Notice of Dissolution of Group

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security reported on will be filed, if required, by members of the group, in their individual capacity.

See Item 5.

Item 10. Certifications

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 20, 2016  
BlackRock, Inc.

Signature: Spencer Fleming

-----  
Name/Title Attorney-In-Fact

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized

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representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

Exhibit A

Subsidiary

BlackRock Advisors, LLC  
BlackRock Asset Management Canada Limited  
BlackRock Asset Management Ireland Limited  
BlackRock Asset Management Schweiz AG  
BlackRock Fund Advisors  
BlackRock Institutional Trust Company, N.A.  
BlackRock International Limited  
BlackRock Investment Management (Australia) Limited  
BlackRock Investment Management (UK) Ltd  
BlackRock Investment Management, LLC  
BlackRock Japan Co Ltd

\*Entity beneficially owns 5% or greater of the outstanding shares of the security class being reported on this Schedule 13G.  
Exhibit B

POWER OF ATTORNEY

The undersigned, BLACKROCK, INC., a corporation duly organized under the laws of the State of Delaware, United States (the "Company"), does hereby make, constitute and appoint each of Matthew Mallow, Chris Meade, Howard Surloff, Dan Waltcher, Georgina Fogo, Charles Park, Enda McMahon, Carsten Otto, Con Tzatzakis, Karen Clark, Andrew Crain, Herm Howerton, David Maryles, Daniel Ronnen, John Stelley, John Ardley, Maureen Gleeson and Spencer Fleming acting severally, as its true and lawful attorneys-in-fact, for the purpose of, from time to time, executing in its name and on its behalf, whether the Company is acting individually or as representative of others, any and all documents, certificates, instruments, statements, other filings and amendments to the foregoing (collectively, "documents") determined by such person to be necessary or appropriate to comply with ownership or control-person reporting requirements imposed by any United States or non-United States governmental or regulatory authority, including without limitation Forms 3, 4, 5, 13D, 13F, 13G and 13H and any amendments to any of the foregoing as may be required to be filed with the Securities and

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Exchange Commission, and delivering, furnishing or filing any such documents with the appropriate governmental, regulatory authority or other person, and giving and granting to each such attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof. Any such determination by an attorney-in-fact named herein shall be conclusively evidenced by such person's execution, delivery, furnishing or filing of the applicable document.

This power of attorney shall expressly revoke the power of attorney dated 1st day of October, 2015 in respect of the subject matter hereof, shall be valid from the date hereof and shall remain in full force and effect until either revoked in writing by the Company, or, in respect of any attorney-in-fact named herein, until such person ceases to be an employee of the Company or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has caused this power of attorney to be executed as of this 8th day of December, 2015.

BLACKROCK, INC.

By: /s/ Chris Jones  
Name: Chris Jones  
Title: Chief Investment Officer

m">

Shinhan Bank

52,096.0 46,811.0 111.3 39,631.1 35,968.5 110.2 31,925.0 27,205.6 117.4

Shinhan Investment Corp.

7,931.2 6,915.6 114.7 5,635.3 5,073.4 111.1 1,875.7 1,793.8 104.6

Shinhan Capital

93.0 0.3 30,573.9 80.3 1.1 7,333.0 83.1 73.4 113.2

Jeju Bank

20.4 14.0 145.5 13.3 10.7 124.7 15.2 9.7 156.3

Notes :

Foreign currency liquidity ratios are computed with assets and liabilities due within 3 months.

Shinhan Bank's foreign currency liquidity ratio reflected securitization weight with the guidelines issued by the FSS.

Shinhan Financial Group figures are based on the separate basis.



**Table of Contents****3) Asset Quality****SFG Consolidated Basis**

	(KRW billion)		
	Sep. 30, 2017	Dec. 31, 2016	Dec. 31, 2015
Total Loans	271,951.3	259,772.6	246,487.6
Substandard & Below	1,742.1	1,927.6	2,171.6
Substandard & Below Ratio	0.64%	0.74%	0.88%
Non-Performing Loans	1,460.1	1,595.8	1,691.5
NPL Ratio	0.54%	0.61%	0.69%
Substandard & Below Coverage Ratio	127.40%	125.99%	191.22%
Loan Loss Allowance	2,219.5	2,428.7	4,152.5 <sup>1)</sup>
Substandard & Below Loans	1,742.1	1,927.6	2,171.6

1) Including reserve for credit losses

**Separate Basis**

	Sep. 30, 2017			Dec. 31, 2016			Dec. 31, 2015		
	Substandard & Below		Substandard & Below Coverage Ratio	Substandard & Below		Substandard & Below Coverage Ratio	Substandard & Below		Substandard & Below Coverage Ratio <sup>1)</sup>
	Ratio	NPL Ratio	Ratio	Ratio	NPL Ratio	Ratio	Ratio	NPL Ratio	Ratio
<b>Shinhan Financial Group</b>									
Shinhan Bank	0.57	0.49	104	0.65	0.56	96	0.80	0.61	173
Shinhan Card	1.12	0.72	226	1.16	0.76	271	1.24	0.81	355
Shinhan Investment Corp.	0.09	0.09	470	0.10	0.10	413	0.15	0.15	485
Shinhan Life Insurance	0.07	0.06	336	0.09	0.08	335	0.09	0.09	927
Shinhan Capital	1.36	1.61	124	2.61	2.93	94	3.06	3.58	86
Jeju Bank	1.17	1.12	27	1.24	0.93	35	0.87	0.50	141
Shinhan Savings Bank	4.37	3.16	61	5.42	3.45	53	6.51	5.37	58

1) Including reserve for credit losses

**4) Debt to Equity Ratios****Shinhan Financial Group (Separate Basis)**

(KRW billion)

	<b>Sep. 30, 2017</b>	<b>Dec. 31, 2016</b>	<b>Dec. 31, 2015</b>
Debt	7,668.1	6,977.7	6,894.5
Equity	20,243.2	20,217.9	20,781.0
Debt to Equity Ratio	37.88%	34.51%	33.18%

**Table of Contents****Twenty Largest Exposures by Borrower**

(KRW billion)

<b>As of Sep. 30, 2017 Consolidated basis</b>	<b>Loans in Won</b>	<b>Loans in Foreign Currency</b>	<b>Guarantees and Securities Acceptance Others</b>	<b>Total Exposures</b>
Ministry of Strategy & Finance	0.0		14,561.4	14,561.4
Bank of Korea	170.0		5,654.2	5,824.2
Korea Development Bank	465.3		5,080.3	5,545.6
Korea Housing Finance Corporation	0.0		5,015.5	5,015.5
Industrial Bank of Korea	652.1	149.1	2,165.4	2,967.0
Export-Import Bank of Korea			2,374.7	2,432.6
Korea Deposit Insurance Corporation			2,350.0	2,350.0
Korea Securities Finance Corporation	995.0		1,313.8	2,308.8
Samsung Electronics Co., Ltd.		2,165.4	25.7	2,191.1
NongHyup Bank	1,567.6	7.5	592.5	2,170.0
Korea Land & Housing Corporation			1,367.7	1,367.7
Kookmin Bank	477.1	114.7	689.7	1,281.9
Woori Bank	90.6	154.3	1,009.2	1,254.2
Hana Bank	138.8	289.9	580.8	1,012.4
Small & medium Business Corporation	0.0		873.3	873.3
Korea Investment & Securities Co., Ltd.	651.2		170.0	821.2
LG Electronics Inc.	71.3	60.8	206.2	783.4
Hotel Lotte Co., Ltd.	160.0	321.1	10.0	687.1
Hyundai Motor Company	58.7	525.4	40.0	650.2
Korea Student Aid Foundation			622.8	622.8
<b>Total</b>	<b>5,497.6</b>	<b>3,788.1</b>	<b>44,703.0</b>	<b>54,720.3</b>

Note) Some of the totals may not sum due to rounding

**Table of Contents****Exposure to ten Main Debtor Groups**

(KRW billion)

<b>As of Sep. 30, 2017 Consolidated basis</b>	<b>Loans in Won</b>	<b>Loans in Foreign Currency</b>	<b>Guarantees and Securities</b>	<b>Acceptances</b>	<b>Others</b>	<b>Total Exposures</b>
Samsung	409.0	2,710.4	1,075.6	833.9	0.0	5,028.9
Hyundai Motors	1,031.7	2,053.8	986.1	364.5	0.2	4,436.4
Lotte	379.8	789.9	978.0	482.9	0.2	2,630.8
SK	603.5	262.9	637.6	451.6	0.0	1,955.6
LG	393.8	197.1	421.0	601.5	0.0	1,613.4
Hyundai Heavy Industries	178.4	161.5	385.9	887.1		1,612.9
Hanwha	477.5	244.6	554.5	308.6	0.0	1,585.2
LS	127.8	426.3	239.3	599.1		1,392.5
GS	345.0	100.0	366.6	133.5	0.0	945.1
Hyosung	152.5	426.8	75.0	151.3	0.0	805.6
<b>Total</b>	<b>4,098.9</b>	<b>7,373.1</b>	<b>5,719.7</b>	<b>4,814.2</b>	<b>0.4</b>	<b>22,006.4</b>

Note) Some of the totals may not sum due to rounding

**Loans, Due from banks and Securities Concentration by Industry**

(KRW billion)

<b>As of Sep. 30, 2017 Consolidated basis</b>	<b>Total Exposures</b>	
	<b>Amount</b>	<b>Weight (%)</b>
Finance and Insurance	77,370.8	20.4%
Manufacturing	46,413.6	12.2%
Retail and wholesale	17,633.5	4.6%
Real Estate, leasing and service	24,717.6	6.5%
Construction	4,039.4	1.1%
Hotel and Restaurant	5,284.4	1.4%
Others	64,335.5	16.9%
Consumers	140,244.4	36.9%
<b>Total</b>	<b>380,039.2</b>	<b>100.0%</b>

Note) Some of the totals may not sum due to rounding

**Table of Contents****Top Twenty Non-Performing Loans**

Borrower	Industry	(KRW billion)		
		Gross Principal Outstanding	Substandard & Doubtful	Allowance for Loan Losses
A	Manufacture of Cold Rolled, Drawn and Extruded Iron or Steel Products	113.2	113.2	32.3
B	Manufacture of Distilling Machinery, Heat exchange unit and Gas Generators	81.0	81.0	54.6
C	Manufacture of Plastic Products for Fabricating of Machine	56.8	56.8	42.0
D	Manufacture of Sections for Ships	40.6	38.3	25.8
E	Building of Steel Ships	35.8	35.8	11.5
F	Other Civil Engineering Construction	29.9	29.9	20.5
G	Building of Steel Ships	24.6	24.6	12.0
H	Manufacture of Sections for Ships	25.9	24.4	0.0
I	Building of Steel Ships	22.9	22.9	0.8
J	Construction of Highways, Streets and Roads	17.4	17.4	12.3
K	Apartment Building Construction	16.7	16.7	1.8
L	Apartment Building Construction	17.6	16.6	15.0
M	Golf Course Operation	14.2	14.2	0.0
N	Wholesale of Non-Specialized Goods	12.1	12.1	11.4
O	Manufacture of Sections for Ships	11.4	11.4	3.4
P	Golf Course Operation	11.4	11.4	0.0
Q	Manufacture of Other Smelting, Refining and Alloys of Non-ferrous Metals	9.2	9.2	3.3
R	Development and Subdividing of Other Real Estate	8.2	8.2	0.0
S	Wastewater Treatment Services	7.7	7.7	3.7
T	Wedding Chapel Services	7.4	7.4	0.0
	<b>Total</b>	<b>564.0</b>	<b>559.2</b>	<b>250.4</b>

Notes :

Consolidated basis as of Sep. 30, 2017.

Some of the totals may not sum due to rounding.

**Table of Contents****3. Independent Auditor***Audit Opinion for the last 3 years*

	2017 3Q	FY2016	FY2015
Audit Opinion		Unqualified	Unqualified

\* For the third quarter of 2017, the independent accountant conducted a review for our financial statements instead of auditing them.

*Compensation to the Independent Auditor for Audit and Review Services*

The following is a description of the fees for audit and review services performed by our independent auditor for the last three years in connection with our financial statements preparation.

Year	Auditor	Payment <sup>1)</sup> (KRW mil.)	Details	Working hours
FY2017	KPMG Samjong Accounting Corp.	626 (annualized basis)	Review/Audit of Financial Statements	3,768 Hours
	KPMG Samjong Accounting Corp.	78 (annualized basis)	K-IFRS Report Package Audit for Shinhan Savings Bank	408 Hours
FY2016	KPMG Samjong Accounting Corp.	581 (annualized basis)	Review/Audit of Financial Statements	7,512 Hours
	KPMG Samjong Accounting Corp.	73 (annualized basis)	K-IFRS Report Package Audit for Shinhan Savings Bank	807 Hours
FY2015	KPMG Samjong Accounting Corp.	561 (annualized basis)	Review/Audit of Financial Statements	8,236 Hours
	KPMG Samjong Accounting Corp.	73 (annualized basis)	K-IFRS Report Package Audit for Shinhan Savings Bank	895 Hours
	KPMG Samjong Accounting Corp.	12	Non-statutory audit of subsidiaries under the consolidated corporate tax	282 hours

(annualized basis) system for CY2015

- 1) Excluding value-added taxes.
- \* In addition to above mentioned description of fees for audit and review services, KPMG Samjong Accounting Corp. also provided services related to US listing and ICOFR audit in accordance with the standards of the PCAOB which we agreed to pay KRW1,430 million(excluding value-added taxes) for FY2017.

**Table of Contents****4. Major Shareholder and Market Price Information of our Common Shares and ADRs****Major Shareholders<sup>1)</sup> of Shinhan Financial Group as of Sep. 30, 2017**

Name	No. of Common Shares owned <sup>2)</sup>	Ownership%
National Pension Service	45,269,850	9.55%
BlackRock Fund Advisors <sup>3)</sup>	24,320,723	5.13%

- 1) Shareholders who own beneficial ownership of 5% or more (common share basis).
- 2) Based on the results of shareholder registry closing as of December 31, 2016
- 3) Based on the large equity ownership disclosure by BlackRock Fund Advisors with the Financial Supervisory Service on Oct. 20, 2016.

**Share ownership of Employee Stock Ownership Association**

Share ownership	Beginning Balance			Ending Balance	
	(Jan. 1, 2017)	Increase	Decrease	(Sep. 30, 2017)	Ownership% (Sep. 30, 2017)
Employee Stock Ownership	22,310,764	2,366,996	2,371,330	22,306,430	
ESOA account	88,320	41,775	25,621	104,474	
<b>Total</b>	<b>22,399,084</b>	<b>2,408,771</b>	<b>2,396,951</b>	<b>22,410,904</b>	<b>4.73%</b>

**Common Share Traded on the Korea Exchange**

		(KRW, number of shares)					
		Apr. 2017	May. 2017	Jun. 2017	Jul. 2017	Aug. 2017	Sep. 2017
Price per share	High	48,900	50,800	50,700	53,200	55,400	51,700
	Low	45,600	48,150	48,450	48,900	51,600	48,000
	Avg.	47,200	49,392	49,567	50,671	53,277	50,114
Trading Volume		15,982,095	20,318,010	19,994,728	20,212,738	18,024,052	20,132,865
Highest Daily Trading Volume		1,314,224	2,329,091	1,404,702	2,426,599	1,350,593	1,992,199
Lowest Daily Trading Volume		369,293	543,818	437,819	503,554	393,748	443,303

**American Depositary Receipts traded on the New York Stock Exchange**

(USD, number of shares)						
	Apr. 2017	May. 2017	Jun. 2017	Jul. 2017	Aug. 2017	Sep. 2017



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Price per share	High	43.06	45.35	45.1	47.63	48.76	46.32
	Low	40.2	41.79	42.66	42.5	45.52	42.59
	Avg.	41.57	43.83	43.99	44.98	46.97	44.09
Trading Volume		1,457,502	1,862,440	2,066,088	1,740,216	1,718,672	1,714,260
Highest Daily Trading Volume		109,599	196,431	227,522	159,928	158,601	195,481
Lowest Daily Trading Volume		54,358	28,081	52,780	37,466	35,920	41,549

Note) 1 ADR = 1 Common Shares

**Table of Contents**

**5. Directors, Executive Officers and Employees**

*Directors and Executive Officers*

1) Executive Director

(As of Sep. 30, 2017)

Name	Month and Year of Birth	Position	Service Term
Cho Yong-byoung	June 1957	- Chairman of Shinhan Financial Group	3 years starting from March 23, 2017
		- Board Steering Committee Chair	
		- Corporate Governance & CEO Recommendation Committee member	
		- Outside Director Recommendation Committee member	
		- Corporate Social Responsibility Committee member	

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## 2) Non-Executive Directors

Currently, 11 non-executive directors are in office, 10 of which outside directors who are nominated by our Outside Director Recommendation Committee and appointed pursuant to the approval of general shareholders meeting.

7 outside directors were appointed as board of directors at the 16th Annual General Meeting of Shareholders on March 23, 2017, of which 5 directors renewed their terms and 2 directors were newly appointed.

Our non-executive directors are as follows:

(As of Sep. 30, 2017)

<b>Name</b>	<b>Month and Year of Birth</b>	<b>Outside Director</b>	<b>Sub-Committees</b>	<b>Service Term</b>
Wi Sung-ho	June 1958	X	- Corporate Social Responsibility Committee member	2 years starting from March 23, 2017
Park Ansoon	January 1945	O	Outside Director Recommendation Committee member Chairman of Board of Directors Outside Director Recommendation	2 years starting from March 23, 2017
Park Cheul	April 1946	O	Committee Chair Risk Management Committee member Board Steering Committee member Audit Committee Chair	3 years starting from March 25, 2015
Lee Manwoo	November 1954	O	Corporate Social Responsibility Committee member Board Steering Committee member Corporate Governance & CEO Recommendation Committee member Audit Committee member	4 years starting from March 26, 2014
Lee Sang-kyung	September 1945	O	Remuneration Committee member Outside Director Recommendation Committee member	6 years starting from March 29, 2012
Lee Steven Sung-ryang	August 1955	O	Remuneration Committee Chair	2 years starting from March 24, 2016

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		Audit Committee member	
Lee Jung-il	August 1952	O	Corporate Governance & CEO Recommendation Committee member Corporate Governance & CEO Recommendation Committee member Risk Management Committee member 2 years starting from March 24, 2016
Lee Heun-ya	September 1959	O	Board Steering Committee member Outside Director Recommendation Committee member Risk Management Committee Chair 2 years starting from March 24, 2016
Joo Jaeseong	January 1956	O	Corporate Social Responsibility Committee Chair 2 years starting from March 23, 2017
Yuki Hirakawa	October 1960	O	Board Steering Committee member Corporate Social Responsibility Committee member Corporate Governance & CEO Recommendation Committee member Risk Management Committee member 3 years starting from March 25, 2015
Philippe Avril	April 1960	O	Remuneration Committee member Corporate Governance & CEO Recommendation Committee member 3 years starting from March 25, 2015

\* Audit Committee Member Recommendation Committee consists of all the outside directors.

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## 3) Executive Officers

In addition to the executive directors, we currently have the following executive officers:

(As of Sep. 30, 2017)

<b>Name</b>	<b>Month and Year of Birth</b>	<b>Position</b>	<b>In charge of</b>
Lee Dong-hwan	September 1959	Deputy President	- Group & Global Investment Banking Business Department - Finance Management Team
Yim Bo-hyuk	March 1961	Deputy President & Chief Financial Officer	- Investor Relations Team - Human Resource Team - Accounting Team
Heo Young-taeg	August 1961	Deputy President	- Corporate Culture Development Team - Global Business Planning Office - Strategic Planning Team
Woo Young-woong	March 1960	Deputy President & Chief Strategy Officer	- Global Business & Capital Market Team - Future Strategy Research Institute - Digital Strategy Team - One Shinhan Strategy Team - Public Relations Team
Jin Okdong	February 1961	Deputy President	- Management Support Team - CSR Team - Platform Marketing Team
Lee Chang-goo	January 1961	Executive Vice President	- Wealth Management Planning Office
Park Woo-gyun	March 1959	Executive Director & Compliance Officer	- Compliance Team
Kim Im-geun	July 1963	Executive Director & Chief Risk Officer	- Risk Management Team - Risk Model Validation Team

***Compensation to Directors***

1) Total Amount Approved at the Meeting of Shareholders

(As of Sep. 30, 2017)

Total amount approved  
at shareholders meeting

	Total number of persons	(KRW millions)	Notes
Directors (Outside directors)	12(10)	3,500	

Note) Represents the aggregate amount for all directors(including outside directors). Excludes long-term incentives.

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## 2) Total Amount Paid

(As of Sep. 30, 2017)

	Total number of Persons	Total Compensation (KRW million)	Average Compensation per person (KRW million)	Notes
Registered Directors	2	1,026	446	Excluding outside directors
Outside Directors	7	312	47	Excluding Audit committee members
Audit committee members or internal auditor	3	162	54	
<b>Total</b>	<b>12</b>	<b>1,500</b>	<b>125</b>	

Notes :

Represents the total number of applicable persons as of Sep. 30, 2017.

Under the Financial Supervisory Service's standards for preparing corporate disclosure forms, which standards were amended in November 2013, we are required to disclose in our Business Report the individual annual compensation paid by us to our directors and auditors if such individual annual compensation is W500 million or greater.

**Stock Options**

(As of Sep. 30, 2017)

	No. of Granted Options (A)	No. of Exercised Options (B)	No. of Cancelled Options (C)	No. of Exercisable Options (D = A - B - C)	Exercise Price (KRW)
Granted in 2005	102,389	99,889		2,500	28,006
Granted in 2006	108,356	105,856		2,500	38,829
Granted in 2007	58,764			58,764	54,560
Granted in 2008	60,753		15,125	45,628	49,053
<b>Total</b>	<b>330,262</b>	<b>205,745</b>	<b>15,125</b>	<b>109,392</b>	

Notes :

The weighted-average exercise price of outstanding exercisable options as of Sep. 30, 2017 is KRW 51,297.

The closing price of our common stock was KRW 50,300 on Sep. 30, 2017.

As of Sep. 30, 2017, the exercise of 9,466 options granted in 2008 is temporarily suspended.



**Table of Contents***Employees*

Gender	Number of Employees	Average length of Service	(As of Sep. 30, 2017)	
			Total Salaries and wages paid in 2017 (KRW million)	Average Payment per person (KRW million)
Male		2 yrs 7 mths		
	121	(13 yrs 5 mths) <sup>1)</sup>	10,012	82
Female		5 yrs 6 mths		
	22	(9 yrs 3 mths) <sup>1)</sup>	1,240	56
Total		3 yrs 0 mths		
	143	(12 yrs 9 mths) <sup>1)</sup>	11,252	78

1) Average length of service including service within group subsidiaries

**Table of Contents****6. Related Party Transactions****Loans to Subsidiaries**

Subsidiary	Loan Type	Origination Date	Maturity Date	Lending Rate (Jan. 1, 2017)	(KRW billion)	
					Beginning Balance (Jan. 1, 2017)	Ending Balance (Sep. 30, 2017)
Shinhan Card	Loans in KRW	2012-03-14	2017-03-14	4.12%	150	150
	Loans in KRW	2016-01-26	2021-01-26	1.98%	150	150
	Loans in KRW	2016-02-24	2021-02-24	1.84%	150	150
	Loans in KRW	2017-03-22	2022-03-22	2.22%		150
	Loans in KRW	2017-04-20	2022-04-20	2.21%		100
	Loans in KRW	2017-05-12	2022-05-12	2.35%		50
		Loans in KRW	2012-03-14	2017-03-14	4.12%	50
Shinhan Capital	Loans in KRW	2012-12-14	2017-12-14	3.33%	50	50
	Loans in KRW	2013-01-18	2018-01-18	3.18%	50	50
	Loans in KRW	2013-09-05	2018-09-05	3.61%	80	80
	Loans in KRW	2014-01-27	2019-01-27	3.60%	50	50
	Loans in KRW	2016-03-16	2021-03-16	1.90%	50	50
	Loans in KRW	2016-04-27	2019-04-27	1.63%	100	100
	Loans in KRW	2017-03-22	2022-03-22	2.22%		50
	Loans in KRW	2017-04-20	2022-04-20	2.21%		50
	Loans in KRW	2017-05-12	2022-05-12	2.35%		50
	Loans in KRW	2017-08-24	2022-08-24	2.37%		50
Shinhan Private Equity	Loans in KRW	2016-11-23	2017-11-22	1.95%	5	5
Shinhan Savings Bank	Loans in KRW	2016-06-17	2021-06-17	1.61%	50	50

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Loans in KRW	2017-06-23	2022-06-23	2.27%		50	50	
<b>Total</b>				<b>935</b>	<b>200</b>	<b>550</b>	<b>1,285</b>

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**Exhibit 99.1**

Independent Auditors Review Report (Separate Financial Statements) of Shinhan Financial Group as of September 30, 2017

**Exhibit 99.2**

Independent Auditors Review Report (Consolidated Financial Statements) of Shinhan Financial Group as of September 30, 2017

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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.

SHINHAN FINANCIAL GROUP CO., LTD.

/s/ Yim Bo-hyuk

Name: Yim Bo-hyuk

Title: Chief Financial Officer

Date: November 14, 2017