

KOOKMIN BANK
Form 6-K
August 14, 2008
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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 2008

Kookmin Bank

(Translation of registrant's name into English)

9-1, 2-Ga, Namdaemun-Ro, Jung-Gu, Seoul, Korea 100-703

(Address of principal executive office)

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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.

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

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Summary of 2008 First Half Business Report

On August 14, 2008, Kookmin Bank filed its business report for the first half of 2008 (the Business Report) with the Financial Services Commission of Korea and the Korea Exchange. This is a summary of the Business Report translated into English.

Financial information contained in this summary (and in the attached review report) have been prepared in accordance with generally accepted accounting principles in Korea, which differ in certain important respects from generally accepted accounting principles in the United States.

All references to Kookmin Bank mean Kookmin Bank on a non-consolidated basis, and all references to we , us or the Bank mean Kookmin Bank and, as the context may require, 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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1. Introduction to the Bank

1.1. Business Purposes

The business purpose of the Bank is to engage in the following business activities:

- n The banking business as prescribed by the Banking Act,
- n The trust business as prescribed by the Trust Business Act,
- n The credit card business as prescribed by the Specialized Credit Financial Business Act, and
- n Other businesses permitted by other relevant Korean laws and regulations

1.2. History

n November 1, 2001
Incorporated and listed on the New York Stock Exchange

n November 9, 2001
Listed on the Korea Stock Exchange

n September 23, 2002
Integrated IT platforms of former Kookmin Bank and H&CB

n December 4, 2002
Entered into a strategic alliance agreement with ING Bank N.V. Amsterdam

n September 30, 2003
Completed the merger with Kookmin Credit Card

n December 16, 2003
Completed a strategic investment in Bank Internasional Indonesia (BII) by investing in a 25% stake in Sorak Financial Holdings, a consortium with other investors

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n December 19, 2003

Fully privatized through the entire disposition of Korean government's stake in Kookmin Bank

n April 29, 2004

Established a subsidiary, KB Life Insurance Co., Ltd., to engage in insurance business

n July 22, 2004

Entered into an alliance with China Construction Bank in connection with the foreign currency business

n August 31, 2004

ING Bank N.V. Amsterdam entered into a contract with Kookmin Bank for a strategic investment in KB Life Insurance Co., Ltd.

n October 29, 2004

Appointed Mr. Chung Won Kang as the President & CEO in an extraordinary general meeting of shareholders

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n December 31, 2004

The largest shareholder of Kookmin Bank changed from ING Bank N.V. Amsterdam to Euro-Pacific Growth Fund

n January 01, 2005

Integrated three labor unions (former Kookmin Bank, former H&CB, former Kookmin Credit Card) into a single Kookmin Bank labor union

n March 02, 2005

Opened KB Satellite Broadcasting System, the first combined broadcasting system in Korea

n March 21, 2005

The largest shareholder of Kookmin Bank changed from Euro-Pacific Growth Fund to ING Bank N.V. Amsterdam

n June 16, 2005

Disposed of 27,423,761 shares of treasury stock by means of a combination of domestic over-the-counter-sales and an international issuance of depository receipts

n July 26, 2005

Obtained an approval from the FSS to use the Market Risk Internal Model for the first time among domestic financial institutions

n October 10, 2005

The largest shareholder of Kookmin Bank changed from ING Bank N.V. Amsterdam to Euro-Pacific Growth Fund

n February 2, 2006

Established the Basel II system to calculate credit risk weighted asset and new BIS capital adequacy ratio for the first time among domestic financial institutions

n April 3, 2006

Established 100% computerization of bank accounts for the first time among domestic financial institutions

n September 8, 2006

Implemented SOD (Segregation of Duties)

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n December 11, 2006

Ranked Number 1 among banks in the National Customer Satisfaction Index(NCSI) by Korea Productivity Center

n April 27, 2007

Commenced principal stage of the Next Generation System development and new IT center construction

n October 31, 2007

Reappointed Mr. Chung Won Kang as the President & CEO in an extraordinary general meeting of shareholders

n November 14, 2007

Entered into a share purchase agreement to acquire a 95.8% stake in Hannuri Investment & Securities Co., Ltd.

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n December 11, 2007

Ranked Number 1 among banks for the second consecutive year and Number 1 among credit card businesses in the National Customer Satisfaction Index(NCSI) by Korea Productivity Center

n December 31, 2007

Became the first Korean bank to obtain approval from the FSS to use a Foundation Internal Ratings-based Approach for credit risks under Basel II.

n February 20, 2008

The largest shareholder of Kookmin Bank changed from Euro-Pacific Growth Fund to the Korean National Pension Service.

n March 11, 2008

Acquired a 95.8% stake in Hannuri Investment & Securities Co., Ltd., which was renamed KB Investment & Securities Co., Ltd.

n March 14, 2008

Entered into agreements to acquire up to 50.1% of the shares of Joint Stock Company Bank CenterCredit, a Kazakhstan Bank.

n March 20, 2008

Application for preliminary authorization to establish a financial holding company

n April 30, 2008

Resolution of the Board of Directors to approve the stock transfer plan to establish a financial holding company

n June 27, 2008

Preliminary approval granted by the Financial Services Commission to establish a financial holding company

Table of Contents**1.3. Capital Structure****1.3.1. Common Shares**

Kookmin Bank has the authority to issue a total of 1,000,000,000 shares of capital stock according to its Articles of Incorporation. Kookmin Bank's Articles of Incorporation also provide that Kookmin Bank is authorized to issue shares of preferred stock up to one-half of all of Kookmin Bank's issued and outstanding shares of common stock. Upon completion of the merger between the former Kookmin Bank and H&CB, Kookmin Bank issued 299,697,462 common shares.

Upon the resolution of a shareholders' meeting held on March 22, 2002, Kookmin Bank issued an additional 17,979,954 common shares in connection with a stock dividend of 6%.

On November 25, 2002 Goldman Sachs Capital Koryo, L.P. converted all of its convertible bonds into common shares. According to this conversion on November 30, 2002, Kookmin Bank issued 10,581,269 common shares and distributed them to Goldman Sachs Capital Koryo, L.P.

With respect to the merger between Kookmin Bank and Kookmin Credit Card on September 30, 2003, Kookmin Bank issued an additional 8,120,431 common shares on October 1, 2003. Accordingly, as of June 30, 2008, a total of 336,379,116 common shares were issued.

Number of Shares

(Unit: shares) as of June 30, 2008

| | Type | |
|-------------------------|--------------|-------------|
| | Common Stock | Total |
| Share Issued (A) | 336,379,116 | 336,379,116 |
| Treasury Stock (B) | | |
| Share Outstanding (A-B) | 336,379,116 | 336,379,116 |
| Capital Increase | | |

(Unit: Won, shares)

| Issue Date | Type | Number | Face Value | Issue Price | Remarks |
|------------|--------------|-------------|------------|-------------|-----------------------|
| 2001.10.31 | Common Stock | 299,697,462 | 5,000 | | M&A into a new entity |
| 2002.3.22 | Common Stock | 17,979,954 | 5,000 | 5,000 | Stock dividend |
| 2002.11.30 | Common Stock | 10,581,269 | 5,000 | 22,124 | CB conversion |
| 2003.10.01 | Common Stock | 8,120,431 | 5,000 | 38,100 | M&A with KCC |

1.3.2. Treasury Stock

(Unit: shares)

| Date | Details | Number of shares |
|---------------------|---|------------------|
| December 31, 2005 | Outstanding Treasury Shares | 217,935 |
| January 13, 2006 | Disposition due to exercise of stock option by grantees | (217,935) |
| As of June 30, 2008 | Outstanding Treasury Shares | 0 |

Table of Contents**1.3.3. Employee Stock Ownership Association**

(Unit: shares)

| Type | Beginning Balance (January 1, 2008) | Increase | Decrease | Ending Balance (June 30, 2008) | Remarks |
|-------------------------|---|----------|----------------|--------------------------------------|---------|
| Registered common stock | 2,729,756 | | 188,452 | 2,541,304 | |
| Total | 2,729,756 | | 188,452 | 2,541,304 | |

1.4. Dividend

The following table shows our dividend related information for the last three years. The Board of Directors of Kookmin Bank passed a resolution to pay a dividend for fiscal year of 2007, and shareholders of Kookmin Bank approved of the dividend payout for fiscal year 2007 at the general meeting of shareholders held on March 20, 2008.

(Unit: in millions of Won unless indicated otherwise)

| | June 2008 | 2007 | 2006 |
|---|-----------|--------------------|-----------|
| Net (loss) income for the period | | 2,773,843 | 2,472,111 |
| Diluted (loss) earnings per share (Won) | | 8,246 ¹ | 7,349 |
| Total dividend amount | | 824,129 | 1,227,784 |
| Dividend payout ratio (%) | | 29.71 ² | 49.67 |
| Cash dividend per common share (Won) | | 2,450 | 3,650 |
| Stock dividend per common share (%) | | | |
| Dividend per preferred share (Won) | | | |
| Dividend yield ratio (%) | | 3.48 ³ | 4.90 |

¹ Earnings per share = net income (Won 2,773,843,133,424) / weighted average number of shares (336,379,116 shares).

² Dividend payout ratio = total dividend amount for common shares (Won 824,128,834,200) / net income (Won 2,773,843,133,424).

³ Dividend yield ratio = dividend per share (Won 2,450) / average closing price for a week based on business day prior to market closing date of December 31, 2007 (Won 70,475).

Table of Contents**2. Business****2.1. Source and Use of Funds****2.1.1. Source of Funds****[Bank Account]**

(Unit: in millions of Won, %)

| | | June 30, 2008 | | December 31, 2007 | | December 31, 2006 | |
|-------------------------|----------------------------------|--------------------|----------------------|--------------------|----------------------|--------------------|----------------------|
| | | Average balance | Interest rate (%) | Average balance | Interest rate (%) | Average balance | Interest rate (%) |
| Won currency | Deposits | 119,163,504 | 3.93 | 109,901,995 | 3.23 | 111,324,234 | 2.91 |
| | Certificate of deposit | 23,096,410 | 5.91 | 14,683,182 | 5.19 | 8,408,753 | 4.53 |
| | Borrowings | 2,524,693 | 3.93 | 2,474,036 | 3.64 | 2,533,547 | 3.36 |
| | Call money | 840,449 | 4.90 | 1,553,396 | 4.79 | 2,300,768 | 4.09 |
| | Other | 40,196,777 | 5.84 | 36,902,539 | 5.52 | 28,332,243 | 5.13 |
| Subtotal | | 185,821,833 | 4.60 | 165,515,148 | 3.93 | 152,899,545 | 3.43 |
| Foreign currency | Deposits | 1,796,979 | 2.23 | 1,723,594 | 2.80 | 1,489,895 | 2.37 |
| | Borrowings | 6,479,793 | 3.25 | 4,415,317 | 3.81 | 3,635,918 | 3.41 |
| | Call money | 1,261,483 | 3.29 | 538,081 | 5.04 | 527,600 | 4.74 |
| | Debentures | 2,969,339 | 3.35 | 2,820,166 | 5.18 | 1,530,941 | 4.49 |
| | Other | 190,159 | | 91,227 | | 59,296 | |
| Subtotal | | 12,697,753 | 3.08 | 9,588,385 | 4.06 | 7,243,650 | 3.50 |
| Other | Total Shareholders Equity | 16,516,404 | | 16,064,310 | | 14,251,498 | |
| | Allowances | 961,692 | | 924,317 | | 1,004,895 | |
| | Other | 13,475,107 | | 11,036,268 | | 11,935,765 | |
| Subtotal | | 30,953,203 | | 28,024,895 | | 27,192,158 | |
| Total | | 229,472,789 | 3.89 | 203,128,428 | 3.40 | 187,335,353 | 2.94 |

Table of Contents**2.1.2. Use of Funds****[Bank Account]**

(Unit: in millions of Won, %)

| | | June 30, 2008 | | December 31, 2007 | | December 31, 2006 | |
|-------------------------|--|--------------------|----------------------|--------------------|----------------------|--------------------|----------------------|
| | | Average balance | Interest rate (%) | Average balance | Interest rate (%) | Average balance | Interest rate (%) |
| Won currency | Due from banks | 18,716 | 0.84 | 27,232 | 0.99 | 190,902 | 3.66 |
| | Securities | 32,803,694 | 5.37 | 29,795,474 | 4.66 | 31,437,266 | 4.25 |
| | Loans | 154,201,932 | 6.86 | 134,549,458 | 6.60 | 120,688,857 | 6.44 |
| | Advances for customers | 18,617 | 11.17 | 28,717 | 1.51 | 13,122 | 2.27 |
| | Call loan | 1,244,140 | 5.01 | 646,821 | 4.81 | 823,293 | 4.25 |
| | Private placement corporate bonds | 5,879,340 | 5.69 | 7,599,124 | 5.42 | 5,702,726 | 5.43 |
| | Credit card accounts | 10,602,002 | 20.11 | 9,232,452 | 22.20 | 7,855,415 | 24.46 |
| | Other | 862,202 | | 355,868 | | 328,681 | |
| | Allowance for credit losses (-) | -2,608,112 | | -2,340,182 | | -2,377,086 | |
| | Subtotal | 203,022,531 | 7.39 | 179,894,964 | 7.14 | 164,663,176 | 6.96 |
| Foreign currency | Due from banks | 215,716 | 1.28 | 323,370 | 3.94 | 486,764 | 4.31 |
| | Securities | 1,314,088 | 8.08 | 993,119 | 4.60 | 793,181 | 6.78 |
| | Loans | 8,620,183 | 3.59 | 7,610,703 | 4.51 | 6,561,903 | 4.06 |
| | Call loan | 359,629 | 3.28 | 424,043 | 4.84 | 261,483 | 4.77 |
| | Bills bought | 1,893,325 | 4.61 | 1,421,642 | 5.95 | 1,326,578 | 5.51 |
| | Other | 1,058 | | 1,815 | | 1,798 | |
| | Allowance for credit losses (-) | -111,876 | | -84,723 | | -65,952 | |
| Subtotal | 12,292,123 | 4.24 | 10,689,969 | 4.78 | 9,365,755 | 4.61 | |
| Other | Cash | 1,090,536 | | 1,079,189 | | 966,002 | |
| | Fixed assets held for business | 2,580,827 | | 2,540,601 | | 2,397,111 | |
| | Other | 10,486,772 | | 8,923,705 | | 9,943,309 | |
| Subtotal | 14,158,135 | | 12,543,495 | | 13,306,422 | | |
| Total | 229,472,789 | 6.76 | 203,128,428 | 6.58 | 187,335,353 | 6.35 | |

Table of Contents**2.1.3. Fee Transactions**

(Unit: in millions of Won)

| | | June 30, 2008 | June 30, 2007 | December 31, 2007 |
|-----------------------------------|-----------------------------------|----------------|----------------|-------------------|
| Fee Revenue (A) | | | | |
| Won currency | Guarantees | 5,321 | 3,323 | 7,535 |
| | Commissions received | 564,405 | 529,420 | 1,202,814 |
| | Credit card | 82,179 | 73,536 | 153,876 |
| | National Housing Fund Mgt. | 53,288 | 82,561 | 121,700 |
| Foreign currency | Guarantees | 8,741 | 3,369 | 8,315 |
| | Others | 49,499 | 38,576 | 76,842 |
| Subtotal | | 763,433 | 730,785 | 1,571,082 |
| Fee Expense (B) | | | | |
| Won & foreign currency | Commissions paid in Won | 118,014 | 92,059 | 208,494 |
| | Credit card | 181,780 | 152,471 | 350,889 |
| | Others | 17,613 | 19,095 | 33,740 |
| Subtotal | | 317,407 | 263,625 | 593,123 |
| Fee Income (A-B) | | 446,026 | 467,160 | 977,959 |

Table of Contents**2.2. Principal Banking Activities****2.2.1. Deposits**

The following table shows the average balances of our deposits for the periods ended and ending balances as of the dates indicated.

(Unit: in millions of Won)

| | | June 30, 2008 | | December 31, 2007 | | December 31, 2006 | |
|-------------------------------------|---------------------------------------|-----------------|----------------|-------------------|----------------|-------------------|----------------|
| | | Average balance | Ending balance | Average balance | Ending balance | Average balance | Ending balance |
| Deposits in Won | Demand deposits | 18,261,780 | 19,938,779 | 18,027,342 | 19,759,190 | 16,896,730 | 20,179,568 |
| | Time & savings deposits | 100,188,694 | 103,586,082 | 89,417,348 | 93,809,636 | 89,613,715 | 91,156,790 |
| | Mutual installment deposits | 2,662,626 | 2,343,333 | 3,474,443 | 3,038,971 | 4,302,015 | 3,833,573 |
| | Mutual installment for housing | 2,763,892 | 2,608,351 | 3,425,419 | 2,973,114 | 4,221,249 | 3,842,727 |
| | Certificate of deposit | 23,096,410 | 26,607,572 | 14,683,182 | 17,617,643 | 8,408,753 | 9,579,701 |
| Subtotal | | 146,973,402 | 155,084,117 | 129,027,734 | 137,198,554 | 123,442,462 | 128,592,359 |
| Deposits in foreign currency | | 1,796,979 | 1,706,831 | 1,723,594 | 1,660,137 | 1,489,895 | 1,427,557 |
| Trust deposits | Money trust | 8,767,436 | 9,501,201 | 8,906,983 | 8,363,610 | 9,047,669 | 9,627,037 |
| | Property trust | 4,264,908 | 3,649,070 | 5,556,671 | 5,365,233 | 8,491,099 | 6,631,376 |
| Subtotal | | 13,032,344 | 13,150,271 | 14,463,654 | 13,728,843 | 17,538,768 | 16,258,413 |
| Total | | 161,802,725 | 169,941,219 | 145,214,982 | 152,587,534 | 142,471,125 | 146,278,329 |

2.2.2. Average Deposit per Domestic Branch

The following table shows the average balances of our deposits per domestic branch as of the dates indicated.

(Unit: in millions of Won)

| | June 30, 2008 | December 31, 2007 | December 31, 2006 |
|------------------------|---------------|-------------------|-------------------|
| Deposits | 135,102 | 124,446 | 124,123 |
| Deposits in Won | 133,721 | 123,055 | 122,904 |

Table of Contents**2.2.3. Average Deposit per Employee**

The following table shows the average balances of our deposits per employee as of the dates indicated.

(Unit: in millions of Won)

| | June 30, 2008 | December 31, 2007 | December 31, 2006 |
|------------------------|---------------|-------------------|-------------------|
| Deposits | 8,747 | 7,901 | 7,799 |
| Deposits in Won | 8,658 | 7,812 | 7,722 |

2.2.4. Loan Balances

The following table shows the average balances of our loans for the periods ended and ending balances as of the dates indicated.

(Unit: in millions of Won)

| | June 30, 2008 | | December 31, 2007 | | December 31, 2006 | |
|----------------------------------|--------------------|--------------------|--------------------|--------------------|--------------------|--------------------|
| | Average balance | Ending balance | Average balance | Ending balance | Average balance | Ending balance |
| Loans in Won | 154,190,280 | 163,546,973 | 134,539,050 | 146,260,926 | 120,680,825 | 125,574,817 |
| Loans in foreign currency | 8,620,183 | 10,023,618 | 7,610,703 | 7,498,780 | 6,561,902 | 7,261,811 |
| Advances for customers | 18,617 | 13,423 | 28,717 | 28,695 | 13,122 | 19,209 |
| Subtotal | 162,829,080 | 173,584,014 | 142,178,470 | 153,788,401 | 127,255,849 | 132,855,837 |
| Trust account loans | 439,581 | 476,366 | 408,301 | 415,786 | 351,880 | 403,552 |
| Total | 163,268,661 | 174,060,380 | 142,586,771 | 154,204,187 | 127,607,729 | 133,259,389 |

2.2.5. Loan Balances as of June 30, 2008 by Maturity

(Unit: in millions of Won)

| | 1 year or less | More than 1 year to 3 years | More than 3 years to 5 years | More than 5 years | Total |
|----------------------------------|-------------------|-----------------------------|------------------------------|-------------------|--------------------|
| Loans in Won | 72,627,529 | 36,220,596 | 6,058,473 | 48,640,375 | 163,546,973 |
| Loans in foreign currency | 6,093,044 | 2,243,152 | 859,923 | 827,499 | 10,023,618 |

Table of Contents**2.2.6. Loan Balances by Type**

The following table shows the bank account balances of our loans in Won by use as of the dates indicated.

(Unit: in millions of Won)

| | | June 30, 2008 | December 31, 2007 | December 31, 2006 |
|--|-----------------------------|------------------|-------------------|-------------------|
| Loans to enterprise | Loans for operations | 50,948,081 | 43,508,536 | 33,054,421 |
| | Loans for facility | 15,786,413 | 12,401,652 | 6,103,249 |
| Loans to households | | 50,828,616 | 47,705,207 | 46,509,920 |
| Loans to public sector & others | Loans for operations | 2,280,603 | 1,430,050 | 894,178 |
| | Loans for facility | 46,952 | 24,450 | 3,687 |
| Loans on property formation savings | | 612 | 702 | 1,013 |
| Loans for housing | | 43,655,233 | 41,189,639 | 39,007,176 |
| Others | | 463 | 690 | 1,173 |
| Total | | 163,546,973 | 146,260,926 | 125,574,817 |

2.2.7. Loan to Deposit Ratio¹

The following table shows loan to deposit ratio as of indicated dates.

(Unit: in millions of Won, %)

| | June 30, 2008 | December 31, 2007 | December 31, 2006 |
|------------------------------------|------------------|-------------------|-------------------|
| Loans (A) | 154,190,280 | 134,539,050 | 120,680,825 |
| Deposits (B) | 146,973,402 | 129,027,734 | 123,442,462 |
| Loan to deposit ratio (A/B) | 104.91 | 104.27 | 97.76 |

2.2.8. Guarantees

(Unit: in millions of Won)

| | June 30, 2008 | December 31, 2007 | December 31, 2006 |
|-------------------|---------------|-------------------|-------------------|
| Determined | 7,178,057 | 5,297,910 | 2,704,307 |
| Contingent | 6,270,605 | 3,944,524 | 2,304,434 |
| Total | 13,448,662 | 9,242,434 | 5,008,741 |

¹ Average balance of loans in Won / average balance of (deposits in Won + certificates of deposit)

Table of Contents**2.2.9. Securities Investment**

The following table shows the average balances of our securities for the periods ended and ending balances as of the indicated dates.

(Unit: in millions of Won)

| | | June 30, 2008 | | December 31, 2007 | | December 31, 2006 | |
|---|-------------------------------------|-------------------|-------------------|-------------------|-------------------|-------------------|-------------------|
| | | Average balance | Ending balance | Average balance | Ending balance | Average balance | Ending balance |
| Securities in Won (Bank account) | Monetary stabilization bonds | 5,791,346 | 3,639,548 | 7,736,323 | 6,075,608 | 11,803,683 | 8,534,765 |
| | Government and public bonds | 11,596,326 | 11,849,945 | 11,225,989 | 11,216,456 | 10,035,180 | 10,117,416 |
| | Debentures | 18,024,149 | 18,865,276 | 16,342,485 | 16,350,155 | 11,847,016 | 14,140,083 |
| | Stocks | 2,005,088 | 2,131,124 | 1,740,024 | 1,750,283 | 1,575,806 | 2,515,385 |
| | Others | 1,266,125 | 1,269,309 | 349,777 | 370,240 | 1,878,308 | 744,896 |
| Subtotal | | 38,683,034 | 37,755,202 | 37,394,598 | 35,762,742 | 37,139,993 | 36,052,545 |
| Securities in Won (Trust account) | Monetary stabilization bonds | 906,997 | 746,861 | 1,235,530 | 980,810 | 1,247,444 | 1,524,511 |
| | Government and public bonds | 1,078,859 | 1,242,738 | 1,252,644 | 1,123,819 | 1,090,228 | 1,216,613 |
| | Debentures | 1,228,870 | 1,124,552 | 1,707,174 | 1,374,010 | 1,937,309 | 1,815,093 |
| | Stocks | 483,517 | 465,593 | 567,221 | 490,118 | 756,900 | 769,212 |
| | Others | 2,743,952 | 2,964,306 | 2,585,637 | 2,538,954 | 3,837,714 | 2,873,202 |
| Subtotal | | 6,442,195 | 6,544,050 | 7,348,206 | 6,507,711 | 8,869,595 | 8,198,631 |
| Securities in foreign currency (Trust account) | | 7,182 | | 22,154 | 12,449 | 110,472 | 32,661 |
| Securities in foreign currency (Bank account) | Foreign securities | 1,022,702 | 1,164,186 | 720,035 | 927,610 | 559,343 | 613,078 |
| | Off-shore foreign securities | 291,386 | 308,380 | 273,084 | 273,188 | 233,838 | 216,066 |
| Subtotal | | 1,314,088 | 1,472,566 | 993,119 | 1,200,798 | 793,181 | 829,144 |
| Total | | 46,446,499 | 45,771,818 | 45,758,077 | 43,483,700 | 46,913,241 | 45,112,981 |

2.2.10. Trust Account

(Unit: in millions of Won)

| | June 30, 2008 | | December 31, 2007 | | December 31, 2006 | |
|--------------------------------|------------------------|------------|------------------------|------------|------------------------|------------|
| | Average amount trusted | Trust fees | Average amount trusted | Trust fees | Average amount trusted | Trust fees |
| Return-guaranteed trust | 279 | 8,495 | 296 | 12,928 | 325 | 11,295 |
| Performance trust | 13,032,065 | 23,557 | 14,463,358 | 57,384 | 17,538,443 | 67,209 |

| | | | | | | |
|--------------|-------------------|---------------|-------------------|---------------|-------------------|---------------|
| Total | 13,032,344 | 32,052 | 14,463,654 | 70,312 | 17,538,768 | 78,504 |
|--------------|-------------------|---------------|-------------------|---------------|-------------------|---------------|

Table of Contents**2.2.11. Credit Card**

(Unit: in millions of Won, number of individuals and merchants)

| | | As of or for the years ended of indicated dates | | |
|---------------------------------|-------------------|---|-------------------|-------------------|
| | | June 30, 2008 | December 31, 2007 | December 31, 2006 |
| Number of card holders | Corporate | 211,341 | 173,122 | 173,190 |
| | Individual | 8,915,134 | 8,518,930 | 8,883,738 |
| Number of merchants | | 1,816,060 | 1,751,826 | 1,610,446 |
| Sales volume¹ | | 36,711,092 | 68,516,441 | 63,929,192 |
| Fee revenue | | 1,146,431 | 2,207,975 | 2,189,014 |

2.3. Branch Networks

As of June 30, 2008, we had 1,126 branches (including the head office) and 93 sub-branches in Korea; 482 of our branches and sub-branches are located in Seoul.

We also have four overseas branches and three overseas representative offices. The overseas branches are located in Tokyo, Japan; New York, U.S.A.; Auckland, New Zealand; and Guangzhou, People's Republic of China. The overseas representative offices located are in Almaty, Kazakhstan; Ho Chi Minh City, Vietnam; and Kyiv, Ukraine.

We plan to open a total of 56 new domestic branches and sub-branches during 2008 (including 19 branches and sub-branches opened during the first half of 2008). We also plan to establish an overseas branch in Harbin, People's Republic of China, during 2008. These plans are subject to change depending on market conditions, regulatory approvals or other factors.

¹ Includes lump-sum and installment purchases, cash advances, and check card and purchasing card transactions.

Table of Contents**2.4. Other Information for Investment Decision****2.4.1. BIS Risk-adjusted Capital Ratios**

(Unit: in millions of Won, %)

| | June 30, 2008 ¹ | December 31, 2007 | December 31, 2006 |
|---------------------------|-------------------------------|-------------------|-------------------|
| Risk-adjusted capital (A) | 18,890,698 | 19,634,235 | 18,751,151 |
| Risk-weighted assets (B) | 150,883,497 | 155,598,835 | 132,373,478 |
| BIS ratio (A/B) | 12.52 | 12.62 | 14.17 |

2.4.2. Non-Performing Loans

(Unit: in millions of Won, %)

| | June 30, 2008 | | December 31, 2007 | | Change Ratio of NPL to total loans |
|--|---------------|--------------------------------|-------------------|--------------------------------|--|
| | Amount | Ratio of NPL to total loans | Amount | Ratio of NPL to total loans | |
| | 1,114,312 | 0.56% | 1,096,470 | 0.62% | 0.06 percentage point decrease |

2.4.3. Loan Loss Allowances²

The following table shows the balance of our loan loss allowances as of the dates indicated.

(Unit: in millions of Won)

| | | June 30, 2008 | December 31, 2007 | December 31, 2006 |
|---------------------|--------------|------------------|-------------------|-------------------|
| Loan loss allowance | Domestic | 2,794,526 | 2,609,414 | 2,458,307 |
| | Foreign | 9,655 | 6,583 | 4,772 |
| | Total | 2,804,181 | 2,615,997 | 2,463,079 |
| Write-Off | | 443,374 | 822,794 | 1,693,468 |

¹ The figures for June 30, 2008 are calculated based on Basel II and are preliminary estimates that are subject to change.

The preliminary estimates for June 30, 2008, calculated based on Basel I for comparative purposes, are as follows:

* Risk-adjusted capital: Won 20,308,289 million

* Risk-weighted assets: Won 177,524,346 million

* BIS ratio: 11.44%

² Includes allowance for other assets.

Table of Contents**2.4.4. Changes in Loan Loss Allowances for Recent Three Years¹**

(Unit: in millions of Won)

| | June 30, 2008 | December 31, 2007 | December 31, 2006 |
|----------------------------------|------------------|-------------------|--------------------|
| Beginning balance | 2,501,865 | 2,360,867 | 2,453,275 |
| Net Write-Off | (219,506) | (375,598) | (1,034,059) |
| Write-Off | (441,960) | (817,358) | (1,680,331) |
| Recovery | 257,725 | 530,637 | 474,278 |
| Other | (35,271) | (88,877) | 171,994 |
| Provision for loan losses | 399,655 | 516,596 | 941,651 |
| Ending balance | 2,682,014 | 2,501,865 | 2,360,867 |

¹ Includes present value discounts and excludes allowance for other assets.

Table of Contents**3. Financial Information****3.1. Non-Consolidated Condensed Financial Statements**

(Unit: in millions of Won)

| | As of or for the period ended | |
|---|-------------------------------|--------------------|
| | June 30, 2008 | December 31, 2007 |
| Cash and due from banks | 6,602,042 | 6,544,754 |
| Securities | 33,653,467 | 30,777,359 |
| Loans | 191,142,034 | 171,549,993 |
| Tangible assets | 2,242,485 | 2,298,743 |
| Other assets | 11,339,233 | 7,695,189 |
| Total assets | 244,979,261 | 218,866,038 |
| Deposits | 156,791,555 | 138,858,691 |
| Borrowings | 54,535,929 | 50,250,481 |
| Other liabilities | 17,257,590 | 13,719,105 |
| Total liabilities | 228,585,074 | 202,828,277 |
| Common stock | 1,681,896 | 1,681,896 |
| Capital surplus | 6,273,290 | 6,269,263 |
| Capital adjustments | 0 | 0 |
| Accumulated other comprehensive income | 271,746 | 345,446 |
| Retained earnings | 8,167,255 | 7,741,156 |
| Total shareholders' equity | 16,394,187 | 16,037,761 |
| Liabilities and Shareholders' Equity | 244,979,261 | 218,866,038 |
| Operating revenue | 15,383,836 | 21,281,826 |
| Operating income | 1,682,252 | 4,233,386 |
| Income from continuing operations | 1,768,978 | 4,529,870 |
| Income before income tax | 1,768,978 | 4,529,870 |
| Net (loss) income | 1,275,853 | 2,773,843 |

Table of Contents**3.2. Consolidated Condensed Financial Statements**

(Unit: in millions of Won, number of subsidiaries)

| | As of or for the year ended | |
|--|-----------------------------|--------------------|
| | December 31, 2007 | December 31, 2006 |
| Cash and due from banks | 6,727,411 | 6,688,977 |
| Securities | 34,239,723 | 32,588,135 |
| Loans | 171,730,131 | 150,017,861 |
| Tangible assets | 2,301,464 | 2,139,486 |
| Other assets | 8,045,715 | 7,478,977 |
| Total assets | 223,044,444 | 198,913,436 |
| Deposits | 142,100,520 | 133,296,975 |
| Borrowings | 50,170,776 | 38,786,899 |
| Other liabilities | 14,666,041 | 11,701,501 |
| Total liabilities | 206,937,337 | 183,785,375 |
| Common stock | 1,681,896 | 1,681,896 |
| Capital surplus | 6,274,535 | 6,274,831 |
| Retained earnings | 7,775,285 | 6,241,912 |
| Capital adjustments | 0 | 0 |
| Accumulated other comprehensive income | 331,159 | 885,141 |
| Minority interests | 44,232 | 44,281 |
| Total shareholders equity | 16,107,107 | 15,128,061 |
| Liabilities and Shareholders Equity | 223,044,444 | 198,913,436 |
| Operating revenue | 22,154,335 | 20,319,778 |
| Operating income | 4,280,654 | 3,250,034 |
| Income from continuing operations | 4,544,746 | 3,424,562 |
| Income before income tax | 4,544,746 | 3,424,562 |
| Net (loss) income | 2,762,198 | 2,467,006 |
| Controlling company interests, gain (loss) | 2,757,316 | 2,458,260 |
| No. of subsidiaries included in the consolidation | 10 | 11 |

3.3. Other Financial Information

See Exhibit 99.1 Kookmin Bank Review Report by our independent auditors for our full financial statements and relevant notes, which have been prepared in accordance with generally accepted accounting principles in Korea. The Review Report will also be available on our website, www.kbstar.com.

Table of Contents**4. Independent Public Accountants****4.1. Audit & Audit related Fees**

Deloitte Anjin LLC has reviewed our financial statements for the first half of 2008. The aggregate contracted amount of such firm's audit and review fees for the year 2008 is Won 1,490 million.

4.2. Non-Audit Services

The following is a description of non-audit services rendered by our independent auditor for the recent three years.

(Unit: in millions of Won unless indicated otherwise)

| Year | Service description | Amount of payment |
|----------------|--|--------------------------|
| 1H 2008 | | |
| 2007 | - Issuance of comfort letter | 90 |
| | - Issuance of comfort letter | 70 |
| | - Agreement for issuance of comfort letter ¹ | 50 |
| 2006 | - Issuance of comfort letter | 40 |
| | - Confirmation of BIS ratio and confirmation affirming that Kookmin Bank is not a Non-Financial Operator | 10 |

¹ The Agreement for issuance of comfort letter has been terminated.

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5. Corporate Governance and Affiliated Companies

5.1. Board of Directors & Committees under the Board

The board of directors, currently consisting of executive directors and non-executive directors, holds regular meetings quarterly. Additional extraordinary meetings may also be convened at the request of any director or any committee that serves under the board of directors.

The board of directors resolves following matters:

- n Matters relating to general meeting of shareholders
- n Matters relating to general management
- n Matters relating to organization and directors of the company
- n Matters relating to funding and capital
- n Other related matters

The following committees currently serve under our board of directors:

- n The Board Steering Committee
- n The Management Strategy Committee
- n The Risk Management Committee
- n The Evaluation & Compensation Committee
- n The Audit Committee
- n The Non-Executive Director Nominating Committee

For the list of our directors, see 6. Directors, Senior Management and Employees, 6.1. Executive Directors and 6.2. Non-Executive Directors.

5.2. Audit Committee

The audit committee oversees our financial reporting and approves the appointment of and interaction among our independent auditors, compliance officers, management personnel and other committee advisors. The committee also reviews our financial information, auditor s examinations, key financial statement issues and the administration of our financial affairs by the board of directors. The committee also examines the agenda for, and financial statements and other reports to be submitted by, the board of directors to each general meeting of

shareholders. The committee holds regular meetings every quarter and on an as-needed basis.

Table of Contents**5.3. Compensation to Directors****5.3.1. Compensation to Directors**

The following table shows information regarding the remuneration paid to the Directors in the first half of 2008.

(Unit: in millions of Won)

| | The aggregate remuneration paid (From January to June 2008) | Limit for the remuneration resolved by shareholders meeting (For the year 2008) | Average amount of the payment per person (From January to June 2008) | Total fair value of stock option ¹ | Weight (%) |
|--|---|---|--|---|------------|
| 1) Executive Directors (Except Chief Audit Executive and Non-executive Directors) | 2,705 | | 849 | | |
| 2) Non-executive Directors (Except members of Audit Committee) | 170 | 8,000 | 34₂ | 74 | |
| 3) Members of Audit Committee (Including Chief Audit Executive) | 781 | | 150₂ | 112 | |
| Total | 3,656 | 8,000 | 1,033 | 186 | |

¹ For those portions of stock options granted on or before December 31, 2006, we used the intrinsic value model to calculate the total fair value of stock option. For those portions of stock options granted on or after January 1, 2007, we adopted the Black-Scholes option pricing model to calculate the total fair value of stock option.

The following negative values, resulting from calculation according to the intrinsic value method and the fair value method, are excluded from this table: (-3,824) million Won (Executive Directors (except Chief Audit Executive and Non-executive Directors)), (-49) million Won (Non-executive Directors (except members of Audit Committee)).

² Reflects the changes made to the number of non-executive directors in March and May of 2008.

Table of Contents**5.3.2. Stock Options**

The following table is the breakdown of stock options Kookmin Bank has granted to the directors and employees as of June 30, 2008.

(Unit: in Won, shares)

| Grant date | Name of the grantee | Position when granted | Exercise period | | Exercise price | Number of granted options ¹ | Number of exercised options | Number of exercisable options |
|------------|---------------------|--------------------------|-----------------|-----------|----------------|--|-----------------------------|-------------------------------|
| | | | From | To | | | | |
| 15-Mar-01 | Young Seok Kim | Non Executive Director | 16-Mar-04 | 15-Mar-09 | 28,027 | 1,870 | 0 | 1,870 |
| 15-Mar-01 | In Kie Kim | Non Executive Director | 16-Mar-04 | 15-Mar-09 | 28,027 | 2,961 | 0 | 2,961 |
| 15-Mar-01 | Ji Hong Kim | Non Executive Director | 16-Mar-04 | 15-Mar-09 | 28,027 | 2,961 | 0 | 2,961 |
| 15-Mar-01 | Se Woong Lee | Non Executive Director | 16-Mar-04 | 15-Mar-09 | 28,027 | 2,961 | 0 | 2,961 |
| 15-Mar-01 | Jong Min Lee | Chief Audit Executive | 16-Mar-04 | 15-Mar-09 | 28,027 | 14,807 | 2,807 | 12,000 |
| 15-Mar-01 | Seung Heon Han | Non Executive Director | 16-Mar-04 | 15-Mar-09 | 28,027 | 1,870 | 0 | 1,870 |
| 15-Mar-01 | Duk Hyun Kim | Executive Vice President | 16-Mar-04 | 15-Mar-09 | 28,027 | 11,845 | 4,845 | 7,000 |
| 15-Mar-01 | Bock Woan Kim | Executive Vice President | 16-Mar-04 | 15-Mar-09 | 28,027 | 11,845 | 0 | 11,845 |
| 15-Mar-01 | Yoo Hwan Kim | Executive Vice President | 16-Mar-04 | 15-Mar-09 | 28,027 | 11,845 | 0 | 11,845 |
| 15-Mar-01 | Ok Hyun Yoon | Executive Vice President | 16-Mar-04 | 15-Mar-09 | 28,027 | 11,845 | 7,845 | 4,000 |
| 15-Mar-01 | Sang Hoon Lee | Employee | 16-Mar-04 | 15-Mar-09 | 28,027 | 2,961 | 2,461 | 500 |
| 15-Mar-01 | Jae In Suh | Employee | 16-Mar-04 | 15-Mar-09 | 28,027 | 2,961 | 0 | 2,961 |
| 15-Mar-01 | Jong Hwa Lee | Employee | 16-Mar-04 | 15-Mar-09 | 28,027 | 2,961 | 2,461 | 500 |
| 15-Mar-01 | Sang Won Lee | Employee | 16-Mar-04 | 15-Mar-09 | 28,027 | 2,961 | 0 | 2,961 |
| 15-Mar-01 | Joon Ho Park | Employee | 16-Mar-04 | 15-Mar-09 | 28,027 | 592 | 0 | 592 |
| 15-Mar-01 | Jeong Haing Lee | Employee | 16-Mar-04 | 15-Mar-09 | 28,027 | 592 | 592 | 0 |
| 15-Mar-01 | Tae Joo Yoon | Employee | 16-Mar-04 | 15-Mar-09 | 28,027 | 10 | 0 | 10 |
| 15-Mar-01 | Si An Her | Employee | 16-Mar-04 | 15-Mar-09 | 28,027 | 370 | 0 | 370 |
| 15-Mar-01 | Seok Won Choi | Employee | 16-Mar-04 | 15-Mar-09 | 28,027 | 592 | 0 | 592 |
| 15-Mar-01 | Yong Soo Shin | Employee | 16-Mar-04 | 15-Mar-09 | 28,027 | 370 | 0 | 370 |
| 15-Mar-01 | Young Mo Lee | Employee | 16-Mar-04 | 15-Mar-09 | 28,027 | 592 | 0 | 592 |
| 15-Mar-01 | Sung Gil Lee | Employee | 16-Mar-04 | 15-Mar-09 | 28,027 | 370 | 370 | 0 |
| 22-Mar-01 | Cheol Ho Kim | Former KCC Officer | 23-Mar-04 | 22-Mar-11 | 71,538 | 4,429 | 0 | 4,429 |
| 22-Mar-01 | Jun Chae Song | Former KCC Officer | 23-Mar-04 | 22-Mar-11 | 71,538 | 6,644 | 0 | 6,644 |
| 22-Mar-01 | Myoung Woo Lee | Former KCC Officer | 23-Mar-04 | 22-Mar-11 | 71,538 | 4,429 | 0 | 4,429 |
| 22-Mar-01 | Han Kyoung Lee | Former KCC Officer | 23-Mar-04 | 22-Mar-11 | 71,538 | 6,644 | 0 | 6,644 |
| 16-Nov-01 | Sang Hoon Kim | Chairman | 17-Nov-04 | 16-Nov-09 | 51,200 | 150,000 | 75,000 | 75,000 |
| 22-Mar-02 | Sun Jin Kim | Non Executive Director | 23-Mar-05 | 22-Mar-10 | 57,100 | 3,000 | 0 | 3,000 |
| 22-Mar-02 | Ji Hong Kim | Non Executive Director | 23-Mar-05 | 22-Mar-10 | 57,100 | 3,321 | 0 | 3,321 |
| 22-Mar-02 | Keun Shik Oh | Non Executive Director | 23-Mar-05 | 22-Mar-10 | 57,100 | 3,321 | 1,021 | 2,300 |
| 22-Mar-02 | Kyung Hee Yoon | Non Executive Director | 23-Mar-05 | 22-Mar-10 | 57,100 | 3,000 | 0 | 3,000 |
| 22-Mar-02 | Dong Soo Chung | Non Executive Director | 23-Mar-05 | 22-Mar-10 | 57,100 | 10,000 | 0 | 10,000 |
| 22-Mar-02 | Henry Cornell | Non Executive Director | 23-Mar-05 | 22-Mar-10 | 57,100 | 3,321 | 0 | 3,321 |
| 22-Mar-02 | Timothy Hartman | Non Executive Director | 23-Mar-05 | 22-Mar-10 | 57,100 | 3,321 | 0 | 3,321 |
| 22-Mar-02 | Byung Sang Kim | Executive Vice President | 23-Mar-05 | 22-Mar-10 | 57,100 | 9,498 | 0 | 9,498 |
| 22-Mar-02 | Bock Woan Kim | Executive Vice President | 23-Mar-05 | 22-Mar-10 | 57,100 | 13,339 | 0 | 13,339 |
| 22-Mar-02 | Ki Sup Shin | Executive Vice President | 23-Mar-05 | 22-Mar-10 | 57,100 | 26,405 | 16,405 | 10,000 |
| 22-Mar-02 | Sung Hyun Chung | Executive Vice President | 23-Mar-05 | 22-Mar-10 | 57,100 | 19,525 | 0 | 19,525 |
| 22-Mar-02 | Bong Hwan Cho | Executive Vice President | 23-Mar-05 | 22-Mar-10 | 57,100 | 9,498 | 0 | 9,498 |
| 22-Mar-02 | Ki Taek Hong | Executive Vice President | 23-Mar-05 | 22-Mar-10 | 57,100 | 19,525 | 0 | 19,525 |
| 22-Mar-02 | Jong Young Yoon | Employee | 23-Mar-05 | 22-Mar-10 | 57,100 | 14,712 | 5,000 | 9,712 |
| 22-Mar-02 | Jae Il Song | Employee | 23-Mar-05 | 22-Mar-10 | 57,100 | 9,762 | 0 | 9,762 |
| 22-Mar-02 | Hyung Goo Sim | Employee | 23-Mar-05 | 22-Mar-10 | 57,100 | 14,712 | 0 | 14,712 |

¹ Some numbers of the granted options have been adjusted due to the merger and the early retirement of the grantees.

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| Grant date | Name of the grantee | Position when granted | Exercise period | | Exercise price | Number of granted options ¹ | Number of exercised options | Number of exercisable options |
|------------|----------------------|---------------------------------|-----------------|-----------|----------------|--|-----------------------------|-------------------------------|
| | | | From | To | | | | |
| 22-Mar-02 | Jeong Haing Lee | Employee | 23-Mar-05 | 22-Mar-10 | 57,100 | 9,762 | 0 | 9,762 |
| 22-Mar-02 | Joon Sup Chang | Employee | 23-Mar-05 | 22-Mar-10 | 57,100 | 9,762 | 0 | 9,762 |
| 22-Mar-02 | Sung Bin Kim | Employee | 23-Mar-05 | 22-Mar-10 | 57,100 | 9,762 | 0 | 9,762 |
| 22-Mar-02 | Sung Bok Park | Employee | 23-Mar-05 | 22-Mar-10 | 57,100 | 14,712 | 0 | 14,712 |
| 22-Mar-02 | Yun Keun Jung | Employee | 23-Mar-05 | 22-Mar-10 | 57,100 | 15,000 | 0 | 15,000 |
| 22-Mar-02 | Man Soo Song | Employee | 23-Mar-05 | 22-Mar-10 | 57,100 | 9,762 | 0 | 9,762 |
| 22-Mar-02 | Hack Yeon Jeong | Employee | 23-Mar-05 | 22-Mar-10 | 57,100 | 5,000 | 0 | 5,000 |
| 22-Mar-02 | Jong Hwan Byun | Employee | 23-Mar-05 | 22-Mar-10 | 57,100 | 5,000 | 0 | 5,000 |
| 22-Mar-02 | Jae Han Kim | Employee | 23-Mar-05 | 22-Mar-10 | 57,100 | 2,500 | 0 | 2,500 |
| 29-Mar-02 | Byoung Hak Kim | Former KCC Officer | 30-Mar-04 | 29-Mar-11 | 129,100 | 3,330 | 0 | 3,330 |
| 29-Mar-02 | Jang Ok Kim | Former KCC Officer | 30-Mar-04 | 29-Mar-11 | 129,100 | 3,330 | 0 | 3,330 |
| 29-Mar-02 | Sun Lee | Former KCC Officer | 30-Mar-04 | 29-Mar-11 | 129,100 | 3,330 | 0 | 3,330 |
| 26-Jul-02 | Donald H. MacKenzie | Executive Vice President | 27-Jul-05 | 26-Jul-10 | 58,800 | 23,899 | 0 | 23,899 |
| 21-Mar-03 | Ki Hong Kim | Non Executive Director | 22-Mar-06 | 21-Mar-11 | 58,600 | 10,000 | 0 | 10,000 |
| 21-Mar-03 | Sun Jin Kim | Non Executive Director | 22-Mar-06 | 21-Mar-11 | 43,800 | 6,678 | 0 | 6,678 |
| 21-Mar-03 | Eun Joo Park | Non Executive Director | 22-Mar-06 | 21-Mar-11 | 42,200 | 3,351 | 0 | 3,351 |
| 21-Mar-03 | Kyung Hee Yoon | Non Executive Director | 22-Mar-06 | 21-Mar-11 | 43,800 | 6,678 | 0 | 6,678 |
| 21-Mar-03 | Bernard S. Black | Non Executive Director | 22-Mar-06 | 21-Mar-11 | 43,800 | 6,678 | 0 | 6,678 |
| 21-Mar-03 | Richard Elliott Lint | Non Executive Director | 22-Mar-06 | 21-Mar-11 | 43,800 | 6,678 | 0 | 6,678 |
| 21-Mar-03 | Sung Chul Kim | Executive Vice President | 22-Mar-06 | 21-Mar-11 | 35,500 | 9,443 | 4,443 | 5,000 |
| 21-Mar-03 | See Young Lee | Executive Vice President | 22-Mar-06 | 21-Mar-11 | 35,500 | 7,024 | 7,024 | 0 |
| 21-Mar-03 | Won Suk Oh | Employee | 22-Mar-06 | 21-Mar-11 | 35,500 | 9,730 | 0 | 9,730 |
| 21-Mar-03 | Sung Dae Min | Employee | 22-Mar-06 | 21-Mar-11 | 35,500 | 9,730 | 0 | 9,730 |
| 21-Mar-03 | Kyong Jae Jeong | Employee | 22-Mar-06 | 21-Mar-11 | 35,500 | 9,730 | 0 | 9,730 |
| 21-Mar-03 | Chul Hee Kim | Employee | 22-Mar-06 | 21-Mar-11 | 35,500 | 14,343 | 0 | 14,343 |
| 21-Mar-03 | In Do Lee | Employee | 22-Mar-06 | 21-Mar-11 | 35,500 | 9,730 | 0 | 9,730 |
| 21-Mar-03 | Maeng Soo Ryang | Employee | 22-Mar-06 | 21-Mar-11 | 35,500 | 9,730 | 0 | 9,730 |
| 27-Aug-03 | Jin Baek Cheong | Executive Vice President | 28-Aug-06 | 27-Aug-11 | 40,500 | 5,091 | 0 | 5,091 |
| 09-Feb-04 | Young Il Kim | Senior Executive Vice President | 10-Feb-07 | 09-Feb-12 | 46,100 | 7,125 | 0 | 7,125 |
| 09-Feb-04 | Sang Jin Lee | Senior Executive Vice President | 10-Feb-07 | 09-Feb-12 | 46,100 | 7,125 | 0 | 7,125 |
| 09-Feb-04 | Yun Keun Jung | Senior Executive Vice President | 10-Feb-07 | 09-Feb-12 | 46,100 | 5,000 | 0 | 5,000 |
| 09-Feb-04 | Dong Hwan Cho | Employee | 10-Feb-07 | 09-Feb-12 | 46,100 | 5,000 | 0 | 5,000 |
| 09-Feb-04 | Dong Sook Kang | Employee | 10-Feb-07 | 09-Feb-12 | 46,100 | 5,000 | 0 | 5,000 |
| 09-Feb-04 | Young Han Kim | Employee | 10-Feb-07 | 09-Feb-12 | 46,100 | 5,000 | 0 | 5,000 |
| 09-Feb-04 | De Oak Shin | Employee | 10-Feb-07 | 09-Feb-12 | 46,100 | 5,000 | 0 | 5,000 |
| 09-Feb-04 | Chang Ho Kim | Employee | 10-Feb-07 | 09-Feb-12 | 46,100 | 5,000 | 0 | 5,000 |
| 09-Feb-04 | Dal Soo Lee | Employee | 10-Feb-07 | 09-Feb-12 | 46,100 | 5,000 | 0 | 5,000 |
| 09-Feb-04 | Byong Doo Ahn | Employee | 10-Feb-07 | 09-Feb-12 | 46,100 | 5,000 | 0 | 5,000 |
| 23-Mar-04 | Young Soon Cheon | Non Executive Director | 24-Mar-07 | 23-Mar-12 | 48,500 | 5,000 | 0 | 5,000 |
| 23-Mar-04 | Dong Soo Chung | Non Executive Director | 24-Mar-07 | 23-Mar-12 | 48,500 | 5,000 | 0 | 5,000 |
| 23-Mar-04 | Wang Ha Cho | Non Executive Director | 24-Mar-07 | 23-Mar-12 | 48,800 | 5,000 | 0 | 5,000 |
| 23-Mar-04 | Woon Youl Choi | Non Executive Director | 24-Mar-07 | 23-Mar-12 | 48,800 | 5,000 | 0 | 5,000 |
| 01-Nov-04 | Chung Won Kang | President & CEO | 02-Nov-07 | 01-Nov-12 | 50,600 | 610,000 | 0 | 610,000 |
| 18-Mar-05 | Hyung Duk Chang | Chief Audit Executive | 19-Mar-08 | 18-Mar-13 | 51,600 | 30,000 | 0 | 30,000 |
| 18-Mar-05 | Kap Shin | Senior Executive Vice President | 19-Mar-08 | 18-Mar-13 | 46,800 | 30,000 | 0 | 30,000 |
| 18-Mar-05 | Dong Won Kim | Senior Executive Vice President | 19-Mar-08 | 18-Mar-13 | 46,800 | 28,330 | 0 | 28,330 |

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| Grant date | Name of the grantee | Position when granted | Exercise period | | Exercise price | Number of granted options ¹ | Number of exercised options | Number of exercisable options |
|------------|---------------------|---------------------------------|-----------------|-----------|----------------|--|-----------------------------|-------------------------------|
| | | | From | To | | | | |
| 18-Mar-05 | Yun Keun Jung | Senior Executive Vice President | 19-Mar-08 | 18-Mar-13 | 46,800 | 8,759 | 0 | 8,759 |
| 18-Mar-05 | Nam Sik Yang | Senior Executive Vice President | 19-Mar-08 | 18-Mar-13 | 46,800 | 18,750 | 0 | 18,750 |
| 18-Mar-05 | Hyo Sung Won | Senior Executive Vice President | 19-Mar-08 | 18-Mar-13 | 46,800 | 30,000 | 0 | 30,000 |
| 18-Mar-05 | Yong Kook Oh | Senior Executive Vice President | 19-Mar-08 | 18-Mar-13 | 46,800 | 30,000 | 0 | 30,000 |
| 18-Mar-05 | Sang Jin Lee | Senior Executive Vice President | 19-Mar-08 | 18-Mar-13 | 46,800 | 8,759 | 0 | 8,759 |
| 18-Mar-05 | Ahn Sook Koo | Senior Executive Vice President | 19-Mar-08 | 18-Mar-13 | 46,800 | 8,759 | 0 | 8,759 |
| 18-Mar-05 | Jung Young Kang | Senior Executive Vice President | 19-Mar-08 | 18-Mar-13 | 46,800 | 18,750 | 0 | 18,750 |
| 18-Mar-05 | Young Han Choi | Senior Executive Vice President | 19-Mar-08 | 18-Mar-13 | 46,800 | 30,000 | 0 | 30,000 |
| 18-Mar-05 | Dong Soo Choe | Senior Executive Vice President | 19-Mar-08 | 18-Mar-13 | 46,800 | 18,750 | 0 | 18,750 |
| 18-Mar-05 | Seong Kyu Lee | Senior Executive Vice President | 19-Mar-08 | 18-Mar-13 | 46,800 | 8,759 | 0 | 8,759 |
| 18-Mar-05 | Jun Bo Cho | Senior Executive Vice President | 19-Mar-08 | 18-Mar-13 | 46,800 | 8,759 | 0 | 8,759 |
| 18-Mar-05 | Jeong Min Kim | Senior Executive Vice President | 19-Mar-08 | 18-Mar-13 | 46,800 | 28,056 | 0 | 28,056 |
| 18-Mar-05 | Sung Soo Jung | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 4,379 | 0 | 4,379 |
| 18-Mar-05 | Hye Young Kim | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 4,379 | 0 | 4,379 |
| 18-Mar-05 | Ki Hyun Kim | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 4,379 | 0 | 4,379 |
| 18-Mar-05 | Jae Sam Jung | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 14,986 | 0 | 14,986 |
| 18-Mar-05 | Chang Ho Kim | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 4,379 | 0 | 4,379 |
| 18-Mar-05 | Dong Sook Kang | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 4,379 | 0 | 4,379 |
| 18-Mar-05 | De Oak Shin | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 14,165 | 0 | 14,165 |
| 18-Mar-05 | Dal Soo Lee | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 15,000 | 0 | 15,000 |
| 18-Mar-05 | Byong Doo Ahn | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 4,379 | 0 | 4,379 |
| 18-Mar-05 | Byung Kun Oh | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 15,000 | 0 | 15,000 |
| 18-Mar-05 | Won Sik Yeo | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 14,165 | 0 | 14,165 |
| 18-Mar-05 | Dong Su Ryo | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 13,973 | 0 | 13,973 |
| 18-Mar-05 | Kyoung Ho Lee | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 9,375 | 0 | 9,375 |
| 18-Mar-05 | Jeung Ho Lee | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 15,000 | 0 | 15,000 |
| 18-Mar-05 | Kwang Suk Lee | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 9,375 | 0 | 9,375 |
| 18-Mar-05 | Tae Gon Kim | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 15,000 | 0 | 15,000 |
| 18-Mar-05 | Hyeog Kwan Kwon | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 13,973 | 0 | 13,973 |
| 18-Mar-05 | Kyu Hyung Jung | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 14,165 | 0 | 14,165 |
| 18-Mar-05 | Dong Hwan Cho | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 9,375 | 0 | 9,375 |
| 18-Mar-05 | Man Hee Lee | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 9,375 | 0 | 9,375 |
| 18-Mar-05 | Il Soo Moon | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 15,000 | 0 | 15,000 |
| 18-Mar-05 | Yong Seung Lee | Employee | 19-Mar-08 | 18-Mar-13 | 46,800 | 9,375 | 0 | 9,375 |
| 18-Mar-05 | Suk Yong Cha | Non Executive Director | 19-Mar-08 | 18-Mar-13 | 61,000 | 5,091 | 0 | 5,091 |
| 18-Mar-05 | Ki Hong Kim | Non Executive Director | 19-Mar-08 | 18-Mar-13 | 60,300 | 5,077 | 0 | 5,077 |
| 18-Mar-05 | Young Soon Cheon | Non Executive Director | 19-Mar-08 | 18-Mar-13 | 63,600 | 10,072 | 0 | 10,072 |
| 18-Mar-05 | Dong Soo Chung | Non Executive Director | 19-Mar-08 | 18-Mar-13 | 51,600 | 15,000 | 0 | 15,000 |
| 18-Mar-05 | Chang Kyu Lee | Non Executive Director | 19-Mar-08 | 18-Mar-13 | 51,600 | 15,000 | 0 | 15,000 |

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| Grant date | Name of the grantee | Position when granted | Exercise period | | Exercise price | Number of granted options ¹ | Number of exercised options | Number of exercisable options |
|------------|---------------------|---------------------------------|-----------------|-----------|----------------|--|-----------------------------|-------------------------------|
| | | | From | To | | | | |
| 18-Mar-05 | Hun Namkoong | Non Executive Director | 19-Mar-08 | 18-Mar-13 | 61,000 | 5,091 | 0 | 5,091 |
| 18-Mar-05 | Doo Hwan Song | Non Executive Director | 19-Mar-08 | 18-Mar-13 | 63,800 | 10,031 | 0 | 10,031 |
| 18-Mar-05 | Dam Cho | Non Executive Director | 19-Mar-08 | 18-Mar-13 | 51,600 | 15,000 | 0 | 15,000 |
| 18-Mar-05 | Nobuya Takasugi | Non Executive Director | 19-Mar-08 | 18-Mar-13 | 51,600 | 15,000 | 0 | 15,000 |
| 27-Apr-05 | Kyung Wook Kang | Employee | 28-Apr-08 | 27-Apr-13 | 45,700 | 8,827 | 0 | 8,827 |
| 22-Jul-05 | Donald H. MacKenzie | Senior Executive Vice President | 23-Jul-08 | 22-Jul-13 | 49,200 | 30,000 | 0 | 30,000 |
| 23-Aug-05 | Youn Soo Kim | Employee | 24-Aug-08 | 23-Aug-13 | 53,000 | 7,212 | 0 | 7,212 |
| 24-Mar-06 | Dong Soo Chung | Non Executive Director | 25-Mar-09 | 24-Mar-14 | 77,900 | 19,917 | 0 | 19,917 |
| 24-Mar-06 | Chang Kyu Lee | Non Executive Director | 25-Mar-09 | 24-Mar-14 | 77,900 | 9,958 | 0 | 9,958 |
| 24-Mar-06 | Dam Cho | Non Executive Director | 25-Mar-09 | 24-Mar-14 | 77,800 | 10,000 | 0 | 10,000 |
| 24-Mar-06 | Nobuya Takasugi | Non Executive Director | 25-Mar-09 | 24-Mar-14 | 77,900 | 9,958 | 0 | 9,958 |
| 24-Mar-06 | Young Soon Cheon | Non Executive Director | 25-Mar-09 | 24-Mar-14 | 85,100 | 5,000 | 0 | 5,000 |
| 24-Mar-06 | Kee Young Chung | Non Executive Director | 25-Mar-09 | 24-Mar-14 | X ² | 30,000 | 0 | 30,000 |
| 24-Mar-06 | Bo Kyung Byun | Non Executive Director | 25-Mar-09 | 24-Mar-14 | X ² | 30,000 | 0 | 30,000 |
| 24-Mar-06 | Bae Kin Cha | Non Executive Director | 25-Mar-09 | 24-Mar-14 | 81,900 | 21,459 | 0 | 21,459 |
| 24-Mar-06 | Hyung Duk Chang | Chief Audit Executive | 25-Mar-09 | 24-Mar-14 | 77,900 | 19,917 | 0 | 19,917 |
| 24-Mar-06 | Ki Hong Kim | Chief Executive Vice President | 25-Mar-09 | 24-Mar-14 | X ² | 210,000 | 0 | 210,000 |
| 24-Mar-06 | Kap Joe Song | Senior Executive Vice President | 25-Mar-09 | 24-Mar-14 | 80,000 | 27,878 | 0 | 27,878 |
| 24-Mar-06 | Dal Soo Lee | Senior Executive Vice President | 25-Mar-09 | 24-Mar-14 | 77,800 | 20,000 | 0 | 20,000 |
| 24-Mar-06 | Won Sik Yeo | Senior Executive Vice President | 25-Mar-09 | 24-Mar-14 | 80,300 | 18,166 | 0 | 18,166 |
| 24-Mar-06 | De Oak Shin | Senior Executive Vice President | 25-Mar-09 | 24-Mar-14 | 80,300 | 18,166 | 0 | 18,166 |
| 24-Mar-06 | Choong Won Cho | Employee | 25-Mar-09 | 24-Mar-14 | X ² | 30,000 | 0 | 30,000 |
| 24-Mar-06 | Yook Sang Kwon | Employee | 25-Mar-09 | 24-Mar-14 | 80,300 | 18,175 | 0 | 18,175 |
| 24-Mar-06 | Haing Hyun Choi | Employee | 25-Mar-09 | 24-Mar-14 | X ² | 30,000 | 0 | 30,000 |
| 24-Mar-06 | In Gyu Choi | Employee | 25-Mar-09 | 24-Mar-14 | X ² | 30,000 | 0 | 30,000 |
| 24-Mar-06 | Kwang Chun Shon | Employee | 25-Mar-09 | 24-Mar-14 | X ² | 30,000 | 0 | 30,000 |
| 24-Mar-06 | Han Mok Cho | Employee | 25-Mar-09 | 24-Mar-14 | 80,300 | 18,175 | 0 | 18,175 |
| 24-Mar-06 | Soon Hyun Kim | Employee | 25-Mar-09 | 24-Mar-14 | X ² | 30,000 | 0 | 30,000 |
| 24-Mar-06 | Seung Joo Baik | Employee | 25-Mar-09 | 24-Mar-14 | X ² | 30,000 | 0 | 30,000 |
| 24-Mar-06 | Kwang Mook Park | Employee | 25-Mar-09 | 24-Mar-14 | 80,300 | 18,175 | 0 | 18,175 |
| 24-Mar-06 | Sai Yoon Hong | Employee | 25-Mar-09 | 24-Mar-14 | X ² | 30,000 | 0 | 30,000 |
| 24-Mar-06 | Sang Rak Jang | Employee | 25-Mar-09 | 24-Mar-14 | 80,300 | 18,175 | 0 | 18,175 |
| 24-Mar-06 | Jin Sun Paeng | Employee | 25-Mar-09 | 24-Mar-14 | 80,300 | 18,175 | 0 | 18,175 |
| 24-Mar-06 | Shin Og Joo | Employee | 25-Mar-09 | 24-Mar-14 | 80,300 | 18,175 | 0 | 18,175 |
| 24-Mar-06 | Young Hee Jeon | Employee | 25-Mar-09 | 24-Mar-14 | X ² | 30,000 | 0 | 30,000 |

² Exercise price = (Base Price) Won x (1 + TRS of the three major competitors x 0.4)

(Base Price) Won is the arithmetic mean of the following three numbers: the sum of the daily closing price multiplied by the daily trading volume divided by the daily trading volume for the common shares during each of the following periods: (i) two months prior to, but excluding, the grant date; (ii) one month prior to, but excluding, the grant date; and (iii) one week prior to, but excluding, the grant date.

TRS of the three major competitors shall mean (the sum of each of the three major competitor's Total Market Cap at the expected exercise price confirmation date less the sum of each of the three major competitor's Total Market Cap at the grant date) divided by the sum of each of the three major competitor's Total Market Cap at the grant date.

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| Grant date | Name of the grantee | Position when granted | Exercise period | | Exercise price | Number of granted options ¹ | Number of exercised options | Number of exercisable options |
|------------|---------------------|---------------------------------|-----------------|-----------|----------------|--|-----------------------------|-------------------------------|
| | | | From | To | | | | |
| 24-Mar-06 | Bae Young Lee | Employee | 25-Mar-09 | 24-Mar-14 | 80,300 | 18,175 | 0 | 18,175 |
| 28-Apr-06 | Young Mo Lee | Employee | 29-Apr-09 | 28-Apr-14 | X ² | 30,000 | 0 | 30,000 |
| 27-Oct-06 | Dong Hyun Ji | Employee | 28-Oct-09 | 27-Oct-14 | X ² | 20,000 | 0 | 20,000 |
| 08-Feb-07 | Dong Su Yeo | Senior Executive Vice President | 09-Feb-10 | 08-Feb-15 | 77,100 | 9,013 | 0 | 9,013 |
| 08-Feb-07 | Hyeog Kwan Kwon | Senior Executive Vice President | 09-Feb-10 | 08-Feb-15 | 77,100 | 9,013 | 0 | 9,013 |
| 08-Feb-07 | Jeung Ho Lee | Senior Executive Vice President | 09-Feb-10 | 08-Feb-15 | 77,100 | 10,000 | 0 | 10,000 |
| 08-Feb-07 | Kyung Woo Nam | Senior Executive Vice President | 09-Feb-10 | 08-Feb-15 | X ² | 45,000 | 0 | 45,000 |
| 08-Feb-07 | Gi Eui Choi | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Chung Wook Kim | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Kyung Hak Lee | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Jae Gon Kim | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Heung Woon Kim | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Woo Shick Lee | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Young Hwan Sohn | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Young Gu Joo | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Han Ok Kim | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Yong Shin Kim | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Kyung Gu Lee | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Kyun Shin | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Hwa Jung Kim | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Tae Sung Hwang | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Myung Heun You | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Nam Cheol Shin | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | In Byung Park | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Kun Soo Kang | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Kwang Won Jee | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Youn Dong Kim | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Chan Bon Park | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Jong Bum Kim | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Byong Duk Min | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Hye Seok Seo | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Bou Hwan Sim | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Yong Soo Seok | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 08-Feb-07 | Sang Hun Choi | Employee | 09-Feb-10 | 08-Feb-15 | X ² | 30,000 | 0 | 30,000 |
| 23-Mar-07 | Jacques P.M. Kemp | Non Executive Director | 24-Mar-10 | 23-Mar-15 | X ² | 30,000 | 0 | 30,000 |
| | | Total | | | | 3,814,639 | 130,274 | 3,684,365 |

(The weighted average exercise price of exercisable options is Won 63,523)

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5.4. Affiliated Companies

5.4.1. List of Affiliates¹

Affiliated companies of Kookmin Bank and its ownership as of June 30, 2008 are as follows.

- n KB Investment Co., Ltd. (99.99%)

- n KB Asset Management Co., Ltd. (80.00%)

- n KB Real Estate Trust Co., Ltd. (99.99%)

- n KB Credit Information Co., Ltd. (99.73%)

- n KB Data Systems Corporation (99.99%)

- n KB Futures Co., Ltd. (99.98%)

- n KB Life Insurance Co., Ltd. (51.00%)

- n Kookmin Bank International (London) Ltd. (100.00%)

- n Kookmin Bank Hong Kong Ltd. (100.00%)

- n Sorak Financial Holdings Pte. Ltd. (25.00%)

- n KB Investment & Securities Co., Ltd. (97.06%)

¹ Excludes Joeeun Industrial and KLB Securities, which are under liquidation procedures. Kookmin Singapore Ltd. and Kookmin Finance Asia Limited are also under liquidation procedures.

Table of Contents**6. Directors, Senior Management and Employees****6.1. Executive Directors**

Our five executive directors consist of the President & CEO, Chief Audit Executive and Senior Executive Vice Presidents as of June 30, 2008.

The names and positions of our directors, and the number of shares of Kookmin Bank's common stock they own are set forth below as of June 30, 2008.

| Name | Date of Birth | Position | Common Shares Owned |
|----------------------------|-------------------|------------------------------|---------------------|
| Chung Won Kang | 12/19/1950 | President & CEO | |
| Yong Hwa Cheong | 07/12/1952 | Chief Audit Executive | |
| In Gyu Choi | 12/23/1955 | Senior EVP | 39 |
| Donald H. MacKenzie | 12/20/1948 | CFO & Senior EVP | |
| Ki Hong Kim | 01/10/1957 | Senior EVP | |

6.2. Non-Executive Directors

Our non-executive directors are selected based on the candidates' talents and skills in diverse areas, such as law, finance, economy, management and accounting.

Our current non-executive directors and the number of shares of Kookmin Bank's common stock they own as of June 30, 2008 are as follows.

| Name | Date of Birth | Position | Common Shares Owned |
|--------------------------|-------------------|-------------------------------|---------------------|
| Kee Young Chung | 09/07/1948 | Non-Executive Director | |
| Jacques P.M. Kemp | 05/15/1949 | Non-Executive Director | |
| Dam Cho | 08/01/1952 | Non-Executive Director | |
| Suk Sig Lim | 07/17/1953 | Non-Executive Director | 257 |
| Bo Kyung Byun | 08/09/1953 | Non-Executive Director | 860 |
| Sang Moon Hahm | 02/02/1954 | Non-Executive Director | 40 |
| Han Kim | 02/17/1954 | Non-Executive Director | |
| Chee Joong Kim | 12/11/1955 | Non-Executive Director | |
| Chan Soo Kang | 11/23/1961 | Non-Executive Director | 50 |

Table of Contents**6.3. Senior Management**

In addition to the executive directors who are also our executive officers, we had the following 11 executive officers as of June 30, 2008.

| Name | Date of Birth | Position | Common Shares Owned |
|------------------------|----------------------|--|----------------------------|
| Hyung Goo Sim | 10/24/1953 | Senior Executive Vice President | |
| Dal Soo Lee | 02/15/1952 | Senior Executive Vice President | 192 |
| Jeung Ho Lee | 08/15/1952 | Senior Executive Vice President | 78 |
| Yong Kook Oh | 09/30/1949 | Senior Executive Vice President | |
| Hyo Sung Won | 07/29/1960 | Senior Executive Vice President | |
| Kyung Woo Nam | 04/01/1951 | Senior Executive Vice President | |
| Young Han Choi | 09/24/1958 | Senior Executive Vice President | |
| Byung Kun Oh | 01/06/1953 | Senior Executive Vice President | 155 |
| Sai Yoon Hong | 04/11/1954 | Senior Executive Vice President | 78 |
| Heung Woon Kim | 07/20/1957 | Senior Executive Vice President | 1,600 |
| Kwang Chun Shon | 07/21/1956 | Senior Executive Vice President | 41 |

Table of Contents**6.4. Employees**

The following table shows the breakdown of our employees as of June 30, 2008.

(Unit: in millions of Won)

| | Number of Employees ¹ | | | Average Tenure of the Full-time Employees (years) ² | Total Payment for the first half of 2008 ³ | Average Payment per Person |
|---------------|----------------------------------|--------------|---------------|--|---|-------------------------------|
| | Full-time | Contractual | Total | | | |
| Male | 13,047 | 1,453 | 14,501 | 18 years and 4 months | 517,363 | 35.7 |
| Female | 4,936 | 6,970 | 11,905 | 14 years and 1 month | 288,545 | 24.2 |
| Total | 17,983 | 8,423 | 26,406 | 17 years and 3 months | 805,908 | 30.5 |

¹ Number of employees is calculated as the arithmetic mean of the number of employees as of the end of each month from January 31, 2008 to June 30, 2008, and does not include executive vice presidents, local employees in overseas branches and persons engaged in outsourced services.

² Based on only full-time employees as of June 30, 2008

³ Based on labor expense and employee benefit / welfare costs paid as of June 30, 2008

Table of Contents**7. Major Stockholders and Related Party Transactions****7.1. Major Stockholders¹**

The following table presents information regarding the selected major ownership of our shares:

(Unit: Shares, %)

| Name | Number of Shares of Common Stock | Percentage of Total Issued Shares |
|------------------------------|-------------------------------------|--------------------------------------|
| Citibank, N. A. ² | 55,868,485 | 16.61 |
| Euro-Pacific Growth Fund | 18,377,910 | 5.46 |

7.2. Changes in the Largest Shareholder for the Recent Three Years

(Unit: Shares, %)

| Name | Date of Change/ Date of Change in Ownership Level ³ | Number of Shares of Common Stock | Percentage of Total Issued Shares |
|---------------------------------|--|-------------------------------------|--------------------------------------|
| Korean National Pension Service | February 20, 2008 | 14,951,343 ⁴ | 4.44 ₄ |
| Euro-Pacific Growth Fund | February 20, 2008 | 11,629,660 | 3.46 |
| Euro-Pacific Growth Fund | October 10, 2005 | 16,099,940 | 4.79 |
| ING Bank N.V. Amsterdam | March 21, 2005 | 13,650,001 | 4.06 |
| Euro-Pacific Growth Fund | January 17, 2005 | 14,326,220 | 4.26 |

7.3. Investments in Affiliates⁵

(Unit: in millions of Won)

| Name | Relation with the Bank | Account | Beginning Balance (Jan 1, 2008) | Increase | Decrease | Ending Balance (June 30, 2008) |
|----------------------|---------------------------|-----------------------------------|---------------------------------------|----------|----------|--------------------------------------|
| KB Real Estate Trust | Affiliate | Equity Securities of Affiliate | 79,999 | | | 79,999 |
| KB Investment | Affiliate | Equity Securities of Affiliate | 44,756 | | | 44,756 |

¹ As of December 31, 2007.

² Depository under our ADR and GDR programs.

As of July 30, 2008, Citibank, N.A., as depository, held 46,778,471 shares of our common stock, representing 13.91% of our total issued shares.

³ The date of change / change in ownership level is the date as indicated on the public filing disclosing changes in the largest shareholder, etc.

⁴ As of December 31, 2007.

As of July 30, 2008, Korean National Pension Service held 16,895,368 shares of our common stock, representing 5.02% of our total issued shares.

⁵ Jooeun Industrial and KLB Securities are under liquidation procedures.

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| Name | Relation with the Bank | Account | Beginning Balance (Jan 1, 2008) | Increase | Decrease | Ending Balance (June 30, 2008) |
|--|------------------------|--------------------------------|---------------------------------|----------|----------|--------------------------------|
| KB Asset Management | Affiliate | Equity Securities of Affiliate | 30,670 | | | 30,670 |
| KB Futures | Affiliate | Equity Securities of Affiliate | 19,996 | | | 19,996 |
| KB Data Systems Corp. | Affiliate | Equity Securities of Affiliate | 7,999 | | | 7,999 |
| KB Credit Information | Affiliate | Equity Securities of Affiliate | 6,245 | | | 6,245 |
| KB Life Insurance | Affiliate | Equity Securities of Affiliate | 35,700 | 30,600 | | 66,300 |
| KB Investment & Securities Co., Ltd. | Affiliate | Equity Securities of Affiliate | | 75,703 | | 75,703 |
| Jooeun Industrial | Affiliate | Equity Securities of Affiliate | 9,999 | | | 9,999 |
| KLB Securities | Affiliate | Equity Securities of Affiliate | 24,274 | | | 24,274 |
| Kookmin Bank Hong Kong Ltd. | Affiliate | Equity Securities of Affiliate | 18,764 | 2,104 | | 20,868 |
| Kookmin Bank International (London) Ltd. | Affiliate | Equity Securities of Affiliate | 37,482 | 4,108 | | 41,590 |

T Based on par value

7.4. Related Party Transactions

(Unit: in millions of Won unless indicated otherwise)

| Name | Relation with the Bank | Account | Transactions | | | Gains / Losses |
|---------------|--|-------------------|---------------|---------------|---------------|----------------|
| | | | Purchase | Disposal | Volume | |
| SK Corportion | Related party of Non-executive director, Chan Soo Kang | Equity securities | 52,503 | 33,152 | 85,655 | -1,631 |
| | Total | | 52,503 | 33,152 | 85,655 | -1,631 |

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8. Other Important Information for Investors

8.1. Progress Relating to Regulatory Filing

1. On February 6, 2007, we received a notice of a complaint filed in the Seoul Central District Court by Korea Lottery Services (KLS) against us, for a claim for payments of fees in the amount of KRW 445,877,230,980 for the period from June 2004 to December 2006, which was calculated based on the fee rate alleged by KLS. Additionally, KLS claimed interest thereon at the rate of 6% per annum for the period from July 3, 2004 to the date of receipt of notice of the complaint, and 20% per annum for the period from the date immediately following the date of receipt of notice of the complaint to the date of full payment. On July 25, 2008, the Seoul Central District Court ruled in favor of KLS in part but reduced the amount of damages to KRW 122,740,307,360. The court also ruled that we are required to pay certain interest on the unpaid fees. We are planning to appeal such decision.
2. On July 13, 2007, we submitted a current report on Form 6-K relating to a second notice of additional tax assessment from the Seoul Regional Tax Office in respect of the periodic tax audit for the years 2002 to 2005. This second assessment was in the amount of KRW 268,791,041,795, and in addition to an earlier assessment in the amount of KRW 173,189,962,460. The amount payable in respect of the second assessment was subsequently reduced by KRW 3,006,280,175, in part due to early payment of the assessed amounts. We paid such reduced amount on August 13, 2007.
3. On August 6, 2007 and August 13, 2007, we appealed the tax assessments in two separate proceedings, distinguished in part by type of tax. The amount of assessment being appealed is KRW 438,862,802,150.
4. On September 12, 2007, we disclosed that we were reviewing the establishment of a new securities company and/or the acquisition of an existing securities company in pursuit of a possible entry into the securities business. In connection therewith, on March 11, 2008, we acquired 95.8% of Hannuri Investment & Securities Co., Ltd, which was added as a new affiliate of Kookmin Bank and changed its name to KB Investment & Securities Co., Ltd.
5. On November 6, 2007, we disclosed that we were reviewing internally a possible entry into Central Asian markets (including Kazakhstan) and South East Asian markets through potential acquisitions as part of our overseas expansion strategy. On March 14, 2008, we entered into an agreement to acquire 29.99% of the outstanding shares of Joint Stock Company Bank CenterCredit (CenterCredit). We plan to increase our equity stake in CenterCredit to 50.1% or more within 30 months from the closing date of this acquisition.

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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.

Kookmin Bank
(Registrant)

Date: August 14, 2008

By: /s/ Donald H. MacKenzie
(Signature)

Name: Donald H. MacKenzie
Title: Senior EVP / CFO
Executive Director