

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

SHINHAN FINANCIAL GROUP CO LTD

Form 6-K

November 19, 2004

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER
Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934

For the Month of November 2004

SHINHAN FINANCIAL GROUP CO., LTD.
(Translation of registrant's name into English)

120, 2-Ga, Taepyung-Ro, Jung-Gu, Seoul 100-102, Korea
(Address of principal executive offices)

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): _____

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): _____

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

Yes No

If "Yes" is marked, indicate below the file number assigned to the
registrant in connection with Rule 12g3-2(b): 82-_____.

SUMMARY OF 2004 3RD QUARTER BUSINESS REPORT

On November 12, 2004, Shinhan Financial Group ("SFG") filed the 2004 3rd Quarter business report (the "Business Report") with the Financial Supervisory Service of the Republic of Korea ("Korea") pursuant to the Securities and Exchange Act of Korea. This is the summary of the Business Report translated into English. Non-material or previously disclosed information are omitted or abridged.

The financial information in this report has been prepared in accordance with accounting principles generally accepted in Korea.

TABLE OF CONTENTS

1. Introduction of the Group
2. Business Results

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

3. Independent Accountant
4. Performance of Subsidiary Companies
5. Market Price Information of Our Equity Securities
6. Directors, Executive Officers and Employees

Exhibit 1. Independent Accountant's Review Report (Non Consolidated Financial Statements)

2

1. INTRODUCTION OF THE GROUP

COMPANY HISTORY

- May 2000 Establishment of the Shinhan Financial Group announced.
- Oct. 2000 Secretariat for the incorporation of SFG established
- Jun. 2001 BOD of Shinhan Bank, Shinhan Securities, Shinhan Capital and Shinhan ITM approved a transition to the holding company structure / Signed a strategic alliance MOU with BNP Paribas
- Jul. 2001 Preliminary license granted
- Aug. 2001 Shareholders' Meeting of Shinhan Bank, Shinhan Securities, Shinhan Capital and Shinhan ITM approved stock transfer
- Aug. 2001 Official license granted
- Sep. 2001 Registered SFG incorporation (Capital stock: KRW 1.4617 trillion) / e-Shinhan and Shinhan Macquarie Financial Advisory co. became subsidiaries of the SFG
- Dec. 2001 Signed the strategic alliance agreement with BNP Paribas
- Apr. 2002 Announced the acquisition of the Good Morning Securities / Established an Integration Committee to coordinate the merger between Shinhan Securities and Good Morning Securities
- May 2002 Jeju Bank included as SFG subsidiary
- Jun. 2002 Credit card division of Shinhan Bank was spun off and established as a wholly-owned subsidiary, Shinhan Card.
- Jul. 2002 Incorporated Shinhan Credit Information Co.,Ltd
- Aug. 2002 Good Morning-Shinhan Securities launched and subsequently included as SFG subsidiary
- Aug. 2002 Signed a strategic alliance agreement with BNP Paribas for investment trust business
- Aug. 2002 Shinhan Credit Information included as SFG subsidiary
- Sep. 2002 Sold 50%-1 shares of Shinhan ITMC to BNP Paribas Asset Management Group / Shinhan-BNP Paribas ITMC launched
- Oct. 2002 SH&C Life Insurance, a bancassurance joint venture

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

incorporated and included as the Group subsidiary

- Jun. 2003 Sold 49% equity share of Shinhan Credit Information to Lone Star Fund
- Aug. 2003 Acquired 80.04% equity ownership of Chohung Bank(CHB) from the Korea Deposit Insurance Corporation
- Sep. 2003 SFG's inclusion of CHB as its subsidiary officially granted

3

- Sep. 2003 Registered with the U.S. Securities Exchange Commission and listed on the New York Stock Exchange
- Nov. 2003 Acquired a bank holding company license in the US market from the Federal Reserve Board
- Dec. 2003 Additional Capital injection into CHB (KRW 200billion)
- Mar. 2004 Shinhan Bank sold out 29,873,359 common shares (Common Shares) or 10.15% of Shinhan Financial Group through the block trading before market opens (The Common Shares used to be recognized as treasury shares in our consolidated financial statements)
- Apr. 2004 Decided to acquire the minority common shares (135,548,285 or 18.85% of total common shares) of CHB by the end of June 2004 through the small-scale share swap
 - * Exchange ratio: 1 SFG common share = 0.1354 CHB common share
- Apr. 2004 Provided a tender offer for the 20% or 27,109,657 shares of the Chohung minority shares before the share swap
 - * Tender offer price : KRW 3,500 per share
 - * Tender offer period: April 26, 2004 ~ May 17, 2004
- Apr. 2004 Terminated the joint venture in the credit information business and bought back Lone Star's 49% ownership in Shinhan Credit Information.
- Jun. 2004 Small-scale share swap with CHB completed
- July 2004 Delisting of CHB from the Korea Stock Exchange
- Sep. 2004 Decided to acquire the minority common and preferred shares of Good Morning Shinhan Securities by the end of December 2004 through the small-scale share swap and tender offer

4

PRINCIPAL SUBSIDIARIES UNDER KOREAN LAW AS OF SEPTEMBER 30, 2004

DIRECT SUBSIDIARIES

Subsidiaries

Ownerships by SFG

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

Shinhan Bank	100.0%
Chohung Bank	100.0%
Good Morning Shinhan Securities 1)	59.02% 2)
Shinhan Card	100.0%
Shinhan Capital	100.0%
Shinhan BNP Paribas ITMC	50.0%
Jeju Bank 1)	62.4%
SH&C life Insurance	50.0%
e-Shinhan	73.7%
Shinhan Macquarie	51.0%
Shinhan Credit Information 3)	100.0%

1. Good Morning Shinhan Securities, and Jeju Bank are listed on the Korea Stock Exchange.
2. Represents our ownership percentage of voting equity securities of Good Morning Shinhan Securities. Currently, both common and preferred stock of Good Morning Shinhan Securities have voting rights. We own 60.5% of common stock of Good Morning Shinhan Securities as of September 30, 2004.
3. On April 29, 2004 we decided to buy back Lone Star's 49 % ownership in Shinhan Credit Information. With this transaction our equity ownership of Shinhan Credit Information increased to 100%.

INDIRECT SUBSIDIARIES HELD THROUGH DIRECT SUBSIDIARIES

Direct Subsidiaries	Indirect Subsidiaries	Ownerships b the Parent
Shinhan Bank	Shinhan Data System	100.0%
	Shinhan Finance	100.0%
Chohung Bank	Chohung ITM	79.8%
	Chohung Finance	100.0%
	CHB America Bank	100.0%
	Chohung Bank GmbH	100.0%
	Chohung Vina Bank	50.0%
	CHB Valuemeet 2001 year 1st Securitization	50.0%
	CHB Valuemeet 2001 year 2nd Securitization	50.0%
	CHB Valuemeet 2002 year 1st Securitization	50.0%
Good Morning Shinhan Securities	Good Morning Shinhan Securities Europe	100.0%
	Good Morning Shinhan Securities USA	100.0%

5

CAPITALIZATION

The table below sets forth the changes to the number of issued and outstanding shares of the Group since its incorporation on September 1, 2001.

Date of	Purpose of	Types of	Number of shares	Par Value	Subscription price per	T
---------	------------	----------	---------------------	--------------	---------------------------	---

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

issuance -----	issuance -----	shares -----	issued -----	(KRW) -----	share -----	
2001.Sept.01	Incorporation	Common Shares	292,344,192	5,000	11,761	1,46
2002.Jun.06	Share Exchange (1)	Common Shares	15,891	5,000	-	1,46
2002.Oct.01	Share Exchange (1)	Common Shares	786	5,000	-	1,46
2002.Dec.31	Share Exchange (1)	Common Shares	256	5,000	-	1,46
2003.Aug.19	Cash Subscription(2)	Preferred Shares	6,000,000	5,000	150,000	1,49
2003.Aug.19	Share Exchange (3)	Preferred Shares	46,583,961	5,000	18,086	1,72
2003.Aug.19	Share Exchange (4)	Preferred Shares	44,720,603	5,000	18,086	1,94
2003.Sept.26	Cash Subscription(5)	Common Shares	1,864,065	5,000	14,832	1,95
2003.Oct.01	Share Exchange (1)	Common Shares	11,626	5,000	-	1,95
2003.Dec.31	Share Exchange (1)	Common Shares	164,484	5,000	-	1,95
2004.Jun.22	Share Exchange (6)	Common Shares	14,682,590	5,000	-	2,03

1. Issued in exchange for Shinhan Bank's common shares which were issued as a result of an exercise of warrants by the holders of bonds with warrants.
2. Redeemable preferred shares issued to a third party to raise cash for the Group's purchase of Chohung Bank shares which were held by Korean Deposit Insurance Corporation.
3. Redeemable preferred shares issued as consideration for the Group's purchase of Chohung Bank shares which were held by Korea Deposit Insurance Corporation.
4. Redeemable convertible preferred shares issued as consideration for the Group's purchase of Chohung Bank shares which were held by Korea Deposit Insurance Corporation.
5. BNP Paribas Luxembourg subscribed for 1,864,065 shares of the Group's common stock to maintain its 4% equity ownership on a fully diluted basis taking into account the full conversion of the 44,720,603 shares of redeemable convertible preferred shares issued by the Group to Korea Deposit Insurance Corporation.
6. On June 22, 2004, we issued 14,682,590 of common shares in exchange for Chohung Bank's 108,438,628 common shares. With the small-scale share swap, our equity ownership in Chohung Bank increased from 84.95% to 100.00%.

6

NUMBER OF SHARES BY TYPE

The table below sets forth the number of the issued and outstanding shares of the Group as of September 30, 2004.

Types of Shares -----	Number of Shares -----	Total amount of par value -----
Common Shares	309,083,890	1,545,419,450,000
Redeemable Preferred Shares	52,583,961	262,919,805,000
Redeemable Convertible Preferred Shares	44,720,603	223,603,015,000
Total	406,388,454	2,031,942,270,000

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

TREASURY STOCK

On June 22, 2004, during the small-scale share swap with Chohung Bank, 18,979 fractional shares were issued because the share swap ratio was 0.1354, which means that one common share of Chohung Bank was exchanged into 0.1354 common share of SFG. On July 7, 2004, we acquired all of the 18,979 fractional shares as treasury stock and paid KRW 17,000 per share to each relevant shareholders of Chohung Bank. The share price was determined by the closing price of July 2, 2004 when our newly issued shares were listed on the Korea Stock Exchange. All of the 18,979 shares of treasury stock were resold on September 24, 2004 with resale price of KRW 20,100 per share.

STOCK OPTIONS

Grant date	Name of the Guarantee	Number of Granted Option (1)	Number of Exercised option	Number of Exercisable option	Exercise Price (KRW)	Positions
22-May-02	Ra, Eung-Chan	94,416	-	94,416	18,910	Shinhan Fin
22-May-02	Choi, Young Hwi	47,208	-	47,208	18,910	Shinhan Fin
22-May-02	Shin, Sang Hoon	28,325	-	28,325	18,910	Shinhan Fin
22-May-02	Choi, Bhang-Gil	18,883	-	18,883	18,910	Shinhan Fin
22-May-02	Lee, In-Ho	32,162	-	32,162	18,910	Shinhan Ban
22-May-02	Moon, Hong Soon	17,426	-	17,426	18,910	Shinhan Ban
22-May-02	Lee, Jae Woo	18,873	-	18,873	18,910	Shinhan Ban
22-May-02	Huh, Joong Ok	15,564	-	15,564	18,910	Shinhan Ban
22-May-02	Kim, Sahng-Dae	18,873	-	18,873	18,910	Shinhan Ban
22-May-02	Youn, Gwang Lim	18,873	-	18,873	18,910	Shinhan Ban
22-May-02	Oh, Young-Kook	8,041	-	8,041	18,910	Shinhan Ban
22-May-02	Nam, Kee Do	8,041	-	8,041	18,910	Shinhan Ban
22-May-02	Jang, Myoung-Kee	14,918	-	14,918	18,910	Shinhan Ban
22-May-02	Shin, Christoper	11,673	-	11,673	18,910	Shinhan Ban
22-May-02	Lee, Dae Woon	11,673	-	11,673	18,910	Shinhan Ban
22-May-02	Lee, Dong Girl	26,953	-	26,953	18,910	Shinhan Cap
22-May-02	Jung, Yun Kang	7,409	-	7,409	18,910	Shinhan Cap
22-May-02	Son, Woong Man	3,828	-	3,828	18,910	Shinhan Cap
22-May-02	Hwang, Jung Hun	3,828	-	3,828	18,910	Shinhan Cap
22-May-02	Song, Byung Kuk and other 6 officers	13,325	-	13,325	18,910	Shinhan Fin
22-May-02	Kim, Duk Jung and other 329 officers	449,929	-	449,929	18,910	
15-May-03	Ra, Eung-Chan	100,000	-	100,000	11,800	Shinhan Fin

7

Grant date	Name of the Guarantee	Number of Granted Option (1)	Number of Exercised option	Number of Exercisable option	Exercise Price (KRW)	Positions
15-May-03	Choi, Young Hwi	90,000	-	90,000	11,800	Shinhan Fin
15-May-03	Choi, Bhang-Gil	20,000	-	20,000	11,800	Shinhan Fin
15-May-03	Han, Min Ky	20,000	-	20,000	11,800	Shinhan Fin
15-May-03	Song, Youn Soo	20,000	-	20,000	11,800	Shinhan Fin

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

15-May-03	Shin, Sang Hoon	80,000	-	80,000	11,800	Shinhan Ban
15-May-03	Moon, Hong Soon	20,000	-	20,000	11,800	Shinhan Ban
15-May-03	Lee, Jae Woo	20,000	-	20,000	11,800	Shinhan Ban
15-May-03	Huh, Joong Ok	20,000	-	20,000	11,800	Shinhan Ban
15-May-03	Kim, Sahng-Dae	20,000	-	20,000	11,800	Shinhan Ban
15-May-03	Youn, Gwang Lim	20,000	-	20,000	11,800	Shinhan Ban
15-May-03	Cho, Woo Seop	20,000	-	20,000	11,800	Shinhan Ban
15-May-03	Kim, Hee Soo	20,000	-	20,000	11,800	Shinhan Ban
15-May-03	Han, Do Heui	20,000	-	20,000	11,800	Shinhan Ban
15-May-03	Shin, Christoper	15,000	-	15,000	11,800	Shinhan Ban
15-May-03	Lee, Dae Woon	15,000	-	15,000	11,800	Shinhan Ban
15-May-03	Hong Sung Kyun	30,000	-	30,000	11,800	Shinhan Car
15-May-03	Lee Tae Kyu	10,000	-	10,000	11,800	Shinhan Car
15-May-03	Kim Seong Won	10,000	-	10,000	11,800	Shinhan Car
15-May-03	Shim, Woo Yeob	10,000	-	10,000	11,800	Shinhan Car
15-May-03	Lee, Dong Girl	30,000	-	30,000	11,800	Shinhan Cap
15-May-03	Jung, Yun Kang	10,000	-	10,000	11,800	Shinhan Cap
15-May-03	Jang, Myoung-Kee	10,000	-	10,000	11,800	Shinhan Cap
15-May-03	Shim, Beom Seong	10,000	-	10,000	11,800	Shinhan Cre
15-May-03	Song, Byung Kuk and other 7 officers	14,600	-	14,600	11,800	Shinhan Fin
15-May-03	Seo, Jin Won and other 339 officers	501,700	-	501,700	11,800	
25-Mar-04	Ra, Eung Chan	100,000	-	100,000	21,595	Shinhan Fin
25-Mar-04	Choi, Young Hwi	90,000	-	90,000	21,595	Shinhan Fin
25-Mar-04	Choi, Bhang Gil	30,000	-	30,000	21,595	Shinhan Fin
25-Mar-04	Hong, Chil Sun	20,000	-	20,000	21,595	Shinhan Fin
25-Mar-04	Kim, Hee Soo	20,000	-	20,000	21,595	Shinhan Fin
25-Mar-04	Cho, Byung Jae	20,000	-	20,000	21,595	Shinhan Fin
25-Mar-04	Lee, Baek Soon	20,000	-	20,000	21,595	Shinhan Fin
25-Mar-04	Shin, Sang Hoon	80,000	-	80,000	21,595	Shinhan Ban
25-Mar-04	Cho, Jae Ho	20,000	-	20,000	21,595	Shinhan Ban
25-Mar-04	Lee, Jae Woo	20,000	-	20,000	21,595	Shinhan Ban
25-Mar-04	Youn, Gwang Lim	20,000	-	20,000	21,595	Shinhan Ban
25-Mar-04	Cho, Woo Sup	20,000	-	20,000	21,595	Shinhan Ban
25-Mar-04	Han, Min Ky	20,000	-	20,000	21,595	Shinhan Ban
25-Mar-04	Song, Youn Soo	20,000	-	20,000	21,595	Shinhan Ban
25-Mar-04	Han, Do Heui	20,000	-	20,000	21,595	Shinhan Ban
25-Mar-04	Suh, Jin Won	20,000	-	20,000	21,595	Shinhan Ban
25-Mar-04	Yang, Shin Keun	20,000	-	20,000	21,595	Shinhan Ban
25-Mar-04	Oh, Sang Young	15,000	-	15,000	21,595	Shinhan Ban
25-Mar-04	Hong, Sung Kyun	30,000	-	30,000	21,595	Shinhan Car
25-Mar-04	Lee, Tae Gyu	10,000	-	10,000	21,595	Shinhan Car
25-Mar-04	Kim, Seong Won	10,000	-	10,000	21,595	Shinhan Car
25-Mar-04	Shim, Woo Yeop	10,000	-	10,000	21,595	Shinhan Car
25-Mar-04	Kim, Moon Han	10,000	-	10,000	21,595	Shinhan Car
25-Mar-04	Lee, Dong Girl	30,000	-	30,000	21,595	Shinhan Cap
25-Mar-04	Kim, Sahng Dae	10,000	-	10,000	21,595	Shinhan Cap
25-Mar-04	Oh, Seung Keun	10,000	-	10,000	21,595	Shinhan Cap

8

Grant date	Name of the Guarantee	Number of Granted Option (1)	Number of Exercised option	Number of Exercisable option	Exercise Price (KRW)	Positions
25-Mar-04	Shim, Beom Seong	10,000	-	10,000	21,595	Shinhan Cre

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

25-Mar-04	Song, Byung Kuk and other 7 officers	13,900	-	13,900	21,595	Shinhan Fin
25-Mar-04	Kam, Hong Gon and other 400 officer	582,700	-	582,700	21,595	
	TOTAL	417 persons	3,328,121	-	3,328,121	-

1) Number of options granted on May 22, 2002 was adjusted to the current number on May 21 2004 as terms of the exercise condition were finalized. For more detailed information, please refer to our Form 6-Ks filed on May 24, 2004 and June 4, 2004.

* The stock options granted in 2002 and 2003 are exercisable during the 4 year period after the second anniversary from the grant date. The stock options granted in 2004 are exercisable during 3 year period after the second anniversary from the grant date.

EMPLOYEE STOCK OWNERSHIP ASSOCIATION

TYPE OF STOCK	BEGINNING BALANCE (AS OF JANUARY 1ST 2004)	INCREASE	DECREASE (2)	ENDING BALANCE (AS OF SEP. 30, 2004 (1))
Common Stock	357,888	292,655	-241	650,302

- 1) Shinhan Capital participated in the employee stock ownership plan in May 2004. Therefore, the ending balance as of September 30, 2004 consists of as follows; 10,370 shares for Shinhan Financial Group, 633,085 shares for Shinhan Bank, and 6,847 shares for Shinhan Capital.
- 2) The decrease is due to the retirement of 2 employees of Shinhan Bank under the age limit.

2. BUSINESS RESULTS

OPERATIONAL RESULTS

	2004 (Jan.1~Sep.30)	2003 (Jan.1~Dec.31)	2002 (Jan.1~Dec.31)
OPERATING REVENUE	910,923	617,147	645,367
GAIN USING THE EQUITY METHOD OF ACCOUNTING	822,981	519,360	620,697
INTEREST INCOME	87,942	97,787	24,670
OPERATING EXPENSE	117,063	252,199	43,147
LOSS USING THE EQUITY METHOD OF ACCOUNTING	1,530	130,719	2,007
OPERATING INCOME	793,860	364,948	602,220

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

SOURCE AND USE OF FUNDS

SOURCE OF FUNDS

	(in millions of Korean Won)					
	2004 (Jan.1~Sep.30)		2003 (Jan.1~Dec.31)		2002 (Jan.1~Dec.31)	
	Average Balance (1)	Ratio (%)	Average Balance (1)	Ratio (%)	Average Balance (1)	Ratio (%)
Stockholders' Equity	6,526,300	73.18	4,768,492	73.82	3,877,215	73.18
Capital Stock	1,995,236	22.37	1,660,319	25.70	1,461,770	29.85
Capital Surplus	3,427,175	38.43	2,512,502	38.89	1,976,637	40.33
Retained Earnings	1,010,820	11.33	692,409	10.72	379,170	7.74
Capital Adjustment	93,069	1.04	(96,738)	(1.50)	59,638	1.23
Borrowings	2,391,545	26.82	1,691,375	26.18	457,359	9.43
Debentures	2,035,245	22.82	1,434,951	22.21	359,240	7.41
Other liabilities	356,300	4.00	256,424	3.97	98,119	2.02
Total	8,917,845	100.00	6,459,867	100.00	4,334,574	90.00

1. The Average Balance was calculated by averaging the ending balance of each quarter.

USE OF FUNDS

	(in millions of Korean Won)					
	2004 (Jan.1~Sep.30)		2003 (Jan.1~Dec.31)		2002 (Jan.1~Dec.31)	
	Average Balance (1)	Ratio (%)	Average Balance (1)	Ratio (%)	Average Balance (1)	Ratio (%)
Investments on equity stock	6,812,804	76.40	5,882,011	77.81	3,874,215	82.74
Shinhan Bank	3,605,688	40.43	3,139,126	41.53	3,134,215	67.70
Chohung Bank (2)	2,292,080	25.70	1,831,964	24.24	1,461,770	31.14
Good Morning Shinhan Securities(3)	551,839	6.19	537,265	7.11	447,170	9.56
Shinhan Card	160,796	1.80	191,094	2.53	149,638	3.20
Shinhan Capital	110,337	1.24	95,384	1.26	71,638	1.53
Shinhan BNP Paribas	22,342	0.25	22,109	0.29	39,638	0.85
E-Shinhan	2,550	0.03	3,331	0.04	4,638	0.10
Shinhan Macquarie	1,174	0.01	578	0.01	59,638	1.27
Jeju Bank	48,513	0.54	44,783	0.59	23,170	0.49
Shinhan Credit Information	4,070	0.05	2,392	0.03	1,770	0.04
SH&C Life Insurance	13,415	0.15	13,985	0.19	2,638	0.06
Investment on Bonds	-	0.00	905	0.01	1,170	0.03
Loans	2,004,746	22.48	1,618,091	21.41	390,359	8.32
Fixed Assets	1,559	0.02	1,434	0.02	1,170	0.03
Intangible Assets	381	0.00	471	0.01	59,638	1.27
Cash Deposit in bank	61,426	0.69	25,326	0.34	57,359	1.23
Other Assets	36,932	0.41	30,808	0.41	10,119	0.22
Total	8,917,848	100.00	7,559,046	100.00	4,334,574	90.00

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

1. The Average Balance was calculated by averaging the ending balance of each quarter.
2. The Average Balance of Good Morning Shinhan Securities for 2002 is the sum of the pre-merger balances of Shinhan Securities and Good Morning Securities.

10

OTHER FINANCIAL INFORMATION

REQUISITE CAPITAL RATIO

	(in millions of Korean Won)		
	3rd Quarter of 2004	2003 (2)	2002
	-----	-----	-----
Aggregate Amount of Equity Capital (A)	10,129,151	8,847,673	4,842,795
Requisite Capital (B)	7,857,715	7,472,030	3,698,754
Requisite Capital Ratio (A/B) (1)	128.91%	118.41%	130.93%

1. Under the guidelines issued by the Financial Supervisory Commission applicable to financial holding companies, we, at the holding company level, are required to maintain a minimum requisite capital ratio of 100%.
2. The numbers for the 3rd Quarter of 2004 are provisional and are subject to change.

WON LIQUIDITY RATIO

	(in millions of Korean Won)		
	3rd Quarter of 2004	2003	2002
	-----	-----	-----
Won Assets due within 3 months (A)	223,899	16,687	14,945
Won Liabilities due within 3 months (B)	219,011	15,504	6,480
Won Liquidity Ratio (A/B) (1)	102.23%	107.63%	230.63%

1. Under the guidelines issued by the Financial Supervisory Commission, we, at the holding company level, are required to maintain a Won liquidity ratio of not less than 100%.

LIABILITIES TO EQUITY RATIO

	(in millions of Korean Won)		
	3rd Quarter of 2004	2003	2002

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

	-----	----	----
Liabilities (A)	2,474,612	2,176,875	774,759
Adjusted Equity (B) (1)	6,963,049	6,117,555	4,010,220
Liabilities to Equity Ratio (A/B)	35.54%	35.58%	19.32%

1. Adjusted Equity was calculated by subtracting the amount of intangible assets from total net assets.

CAPITAL ADEQUACY RATIO AND OTHER RATIOS OF CERTAIN SUBSIDIARIES

1) Total Capital Adequacy Ratio (%)

	3rd Quarter of		
	2004	2003	2002
	----	----	----
Shinhan Bank	11.60	10.49	10.91
Chohung Bank	8.94	8.87	8.66
Jeju Bank	10.50	10.96	11.71

11

* The Total Capital Adequacy Ratios are computed in accordance with the guidelines issued by the Financial Supervisory Commission for commercial banks. Under these guidelines, commercial banks are required to maintain a minimum capital adequacy ratio of 8%.

* The numbers for the 3rd Quarter of 2004 are provisional and are subject to change.

2) Net Capital Ratio

	Sep.30 2004	Mar.31 2004	Mar.31 2003
	-----	-----	-----
Good Morning Shinhan Securities	445.37%	480.7%	412.6%

*Net Capital Ratio is computed in accordance with the guidelines issued by the Financial Supervisory Service for securities investment trust businesses. Under these guidelines, Good Morning Shinhan Securities is required to maintain a minimum net capital ratio of 100%.

3) Adjusted Equity Capital Ratio

	3rd Quarter of 2004		
	2004	2003	2002
	-----	----	----
Shinhan Card	14.48%	13.78%	10.86%

*The Adjusted Equity Capital Ratio represents the ratio of total adjusted

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

shareholder's equity to total adjusted assets and is computed in accordance with the guidelines issued by the Financial Supervisory Commission for credit card companies. Under these guidelines, Shinhan Card is required to maintain a minimum adjusted equity capital ratio of 8%.

4) Non Performing Loans

	Sep. 30. 2004		Dec.31. 2003 (March 31,2004 for GMS Securities)		(in 100 milli Dec (March Se
	Balance of NPL	NPL to total Loans (%)	Balance of NPL	NPL to total Loans (%)	Balance of NPL
Shinhan Bank 1)	4,764	0.89	3,985	0.82	2,983
Chohung Bank 1)	13,091	2.99	18,796	4.19	19,811
Jeju Bank 1)	508	3.93	298	2.27	238
G.MS Securities 2)	324	13.59	382	13.48	410
Shinhan Card 3)	468	5.40	747	6.34	714

1. Non-performing loans of banks are defined as those loans are past due more than 90 days or those are placed on non-accrual status according to the guidelines of the Financial Supervisory Service.
2. Under the guidelines of the Financial Supervisory Service, every securities company shall classify its loans into five categories: "normal", "precautionary", "substandard", "doubtful", and "estimated loss". Under the Group's internal measures, non-

12

performing loans of Good Morning Shinhan Securities includes loans classified as "substandard", "doubtful", and "estimated loss."

3. Under the guidelines of the Financial Supervisory Service, every credit card company shall classify its loans into five categories: "normal", "precautionary", "substandard", "doubtful", and "estimated loss. Under the Group's internal measures, non-performing loans of Shinhan Card includes loans classified as "substandard", "doubtful", and "estimated loss."

5) Loan Loss Allowances & Write-offs for the period

			(in 100 millions of Korean Won)		
			Jan.1,2004~ Sep.30, 2004	Jan. 1, 2003~ Dec.31, 2003	Jan.1,2002~ Dec.31, 2002
Shinhan Bank	Loan Loss	Domestic	7,520	8,664	4,925
	Allowance	Overseas	728	745	733
Total			8,248	9,409	5,658
Write-offs			2,602	715	1,375

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

Chohung Bank	Loan Loss Allowance	Domestic	12,516	16,026	16,988
		Overseas	547	563	563
		Total	13,063	16,589	17,551
Jeju Bank	Write-offs Loan Loss Allowance	Domestic	10,219	17,812	11,007
		Overseas	407	345	273
		Total	407	345	273
GM Shinhan Securities 1)	Write-offs Loan Loss Allowance	Domestic	181	179	240
		Overseas	320	309	370
		Total	320	309	370
Shinhan Card 2)	Write-offs Loan Loss Allowance	Domestic	412	-	75
		Overseas	576	946	961
		Total	576	946	961
	Write-offs		1,881	2,770	544

1. The fiscal year of Good Morning Shinhan Securities ends on March 31 of each year. Accordingly, the relevant periods for Good Morning Shinhan Securities are adjusted as follows: (i) from April 1, 2004 to September 30, 2004, (ii) from April 1, 2003 to March 31, 2004, and (iii) from April 1, 2002 to March 31 2003.
2. Shinhan Card was incorporated on July 1, 2002.

13

3. INDEPENDENT ACCOUNTANT

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 prepared in accordance with generally accepted accounting principles in Korea.

Year	Auditor	Payment (KRW)	Working hours
----	-----	-----	-----
2004(1)	KPMG Samjong Accounting Corp.	300,000,000	450.0 hours(3Q) 450.5 hours(1H) 370.5 hours(1Q)
2003	KPMG Samjong Accounting Corp.	210,000,000	1,560 hours
2002	KPMG Samjong Accounting Corp.	150,000,000	1,484 hours

1) The payment for 2004 is an engagement amount, and therefore, it has not been fully paid yet.

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

COMPENSATION FOR SERVICES OTHER THAN AUDIT AND REVIEW

The following is a description of the fees and commissions paid to our independent auditor for the services set forth below for the last three years.

Year ----	Month -----	Service description -----	Payment (KRW) -----
2004(1)	Jan.	Consulting services for disclosure control and procedure & Internal control system	1,375,000,000
2003	Sept.	Due diligence on the Chohung Bank	904,000,000
	July	Valuation of common shares of Chohung Bank	100,000,000
2002	-	-	-

14

4. PERFORMANCE OF SUBSIDIARY COMPANIES

CONDENSED FINANCIAL STATEMENTS OF SUBSIDIARIES

1) Balance sheets

Condensed balance sheets of subsidiaries as of September 30, 2004 are as follows:

(In millions of Korean Won)

Subsidiaries -----	Total assets -----	Total liabilities -----	Total stockholders' equity -----
Shinhan Bank	W 73,450,866	69,580,276	3,870,590
Chohung Bank	62,984,641	60,610,883	2,373,758
Good Morning Shinhan Securities	2,730,079	2,059,560	670,519
Shinhan Card	1,625,174	1,468,831	156,343
Shinhan Capital	1,373,246	1,259,348	113,898
Shinhan BNP Paribas ITMC	48,121	3,717	44,404
Jeju Bank	1,831,472	1,724,475	106,997
SH&C Life Insurance	230,047	201,487	28,560
e-Shinhan	3,943	854	3,089
Shinhan Macquarie	9,126	8,081	1,045
Shinhan Credit Information	8,485	1,994	6,491
	-----	-----	-----
	W144,295,200	136,919,506	7,375,694
	=====	=====	=====

2) Statements of Earnings

Condensed statements of earnings of subsidiaries for the 9 months ended September 30, 2004 are as follows:

(In millio

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

Subsidiaries	Operating revenue	Operating expense	Operating income (loss)	Ordinary income (loss)
Shinhan Bank	W4,143,614	3,329,525	814,089	988,000
Chohung Bank	4,054,923	3,822,668	232,255	190,800
Good Morning Shinhan Securities	555,676	526,234	29,442	40,700
Shinhan Card	318,325	319,256	(-)931	(-)1,200
Shinhan Capital	143,530	117,147	26,383	26,700
Shinhan BNP Paribas ITMC	10,132	5,444	4,688	4,800
Jeju Bank	99,348	95,094	4,254	4,500
SH&C life Insurance	24,967	26,015	(-)1,048	(-)1,000
e-Shinhan	1,828	2,464	(-)636	(-)600
Shinhan Macquarie	10,720	9,455	1,265	1,400
Shinhan Credit Information	24,170	24,140	30	200
	W9,387,233	8,277,442	1,109,791	1,255,500

15

5. MARKET PRICE INFORMATION OF OUR EQUITY SECURITIES

COMMON SHARE TRADED IN KOREA STOCK EXCHANGE

		(in Korean Won or number of share)					
		Apr.2004	May.2004	Jun.2004	Jul.2004	Aug.2004	Sep.2004
Price per share	High	23,250	21,550	18,800	17,400	20,000	21,000
	Low	20,450	16,200	15,700	15,200	16,800	19,000
Trading Volume		21,938,659	27,771,913	32,986,317	27,090,639	24,600,301	21,029,000

AMERICAN DEPOSITARY SHARES

Shinhan Financial Group listed its American Depositary Shares on the New York Stock Exchange on September 16, 2003.

American Depositary Shares trade on the New York Stock Exchange

		(in US Dollars or number of shares)					
		Apr. 2004	May. 2004	Jun. 2004	Jul. 2004	Aug.2004	Sep.2004
Price per share	High	40.80	37.27	32.00	30.23	34.90	37.20
	Low	35.15	27.60	27.76	26.50	29.33	34.40
Trading Volume		90,700	110,300	110,800	174,500	189,100	71,500

6. CHANGES TO DIRECTORS, EXECUTIVE OFFICERS AND EMPLOYEES

DIRECTORS AND EXECUTIVE OFFICERS

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

1) Executive Directors

Our executive directors are as follows

Name ----	Age ---	Position -----
Eung Chan Ra	65	Chairman of BOD Chairman of the BOD Steering Committee
Young Hwi Choi	58	President & CEO

16

2) Non-Executive Directors

Currently, 13 non executive directors are in office, all of whom were nominated by our BOD and appointed or reappointed pursuant to the approval of general shareholders' meeting on March 25, 2004.

Our non-executive directors are as follows.

Name ----	Age ---	Position -----
In Ho Lee	60	Non-Executive Directors
Young Seok Choi	75	Non-Executive Directors, Audit Committee member, Compensation Committee member
Yong Woong Yang	56	Non-Executive Directors
Pyung Joo Kim	65	Outside Director BOD Steering Committee member Chairman of Risk Management Committee
Il Sup Kim	58	Outside Director Chairman of Audit Committee Compensation Committee member
Sang Yoon Lee	61	Outside Director Audit Committee member Compensation Committee member
Yoon Soo Yoon	58	Outside Director BOD Steering Committee member Risk Management Committee member Chairman of Compensation Committee
Sang Chul Lee	56	Outside Director Compensation Committee member
Byung Hun Park	75	Outside Director BOD Steering Committee member
Moon Pil Oh	73	Outside Director Audit Committee member
Young Soo Lee	70	Outside Director
Dong Hyun Kwon	67	Outside Director Audit Committee member
Philippe Reynieix	55	Outside Director Risk Management Committee member

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

For the personal profiles of the directors, please refer to our Form 6-K filed on March 8, 2004, in which we included the resume of director candidates.

17

3) Executive Officers

In addition to the executive directors who are also our executive officers, we currently have the following executive officers

Name ----	Age ---	Position -----
Bhang Gil Choi	52	Senior Executive Vice President of Integration Coordination Team I II (taking charge of Chohung Bank related issues)
Chil Sun Hong	57	Senior Executive Vice President of Subsidiary Management Team II, Public Relations Team, and Audit & Compliance Team
Hee Soo Kim	53	Senior Executive Vice President of Subsidiary Management Team I and Integration Coordination Team I
Byung Jae Cho	53	Chief Financial Officer and Senior Executive Vice President of Planning & Financial Management Team and Investor Relations Team
Baek Soon Lee	51	Senior Executive Vice President of General Service Team, Information Technology Planning Team and Integration Coordination Team II

EMPLOYEES

(As of September 30, 2004)				
	Number of Employees -----	Average Tenure -----	Total Salaries and wages paid for 3rd Quarter 2004 (in mil. of Korean Won) -----	Average per person of Korea -----
Male	69	1 year & 7 months	5,175	7
Female	15	1 year & 7 months	462	2
Total	84	1 year & 7 months	5,637	6

EXHIBIT 1.

The Independent Accountant's Review Report (under Korean GAAP) to the Non-consolidated Financial Statements of Shinhan Financial Group as of and for the 9 month period ended September 30, 2004.

	Page ----
- Independent Accountant's Review Report	F-1
- Shinhan Financial Group Non-Consolidated Balance Sheets	F-5
- Shinhan Financial Group Non-Consolidated Statements of Earnings	F-6
- Shinhan Financial Group Non-Consolidated Statements of Cash Flows	F-7

Edgar Filing: SHINHAN FINANCIAL GROUP CO LTD - Form 6-K

- Notes to Non-Consolidated Financial Statements

F-9

18

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.

By /s/ Byung Jae Cho

Name: Byung Jae Cho

Title: Chief Financial Officer

Date : November 19, 2004

19