SHINHAN FINANCIAL GROUP CO LTD Form 6-K March 30, 2012 Table of Contents

# 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 March 2012

# 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 x 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 x

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

#### **Table of Contents**

#### **Summary of FY2011 Business Report**

On March 30, 2012, Shinhan Financial Group ( SFG ) filed its FY2011 Business Report (the Business Report ) with the Financial Supervisory Service of the Republic of Korea ( Korea ) pursuant to the Financial Investment Services and Capital Market 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 International Financial Reporting Standards.

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Exhibit 99-1

Independent Accountant s Audit Report (Separate Financial Statements) of Shinhan Financial Group as of December 31, 2011

#### Exhibit 99-2

Independent Accountant s Audit Report (Consolidated Financial Statements) of Shinhan Financial Group as of December 31, 2011

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#### 1. Introduction of the Group

#### Company History in 2009 through 2011

January 2009: Shinhan BNP Paribas Asset Management launched through the merger of Shinhan BNP Paribas ITMC and SH Asset Management

June 2009: SH&C separated from SFG after SFG consummated share transfers of SH&C

Sep. 2009: SBJ became an indirect subsidiary of SFG

Oct. 2009: Shinhan Vietnam Bank became an indirect subsidiary of SFG

Nov. 2009: Liquidated Shinhan Finance Ltd., an indirect subsidiary of SFG

Dec. 2009: Shinhan Capital Petra PEF became an indirect subsidiary of SFG

Jan. 2010: Shinhan Data System became a subsidiary of SFG

June 2010: CHB Valuemeet 2001 First SPC was disaffiliated from SFG

June 2010: CHB Valuemeet 2001 Second SPC and CHB Valuemeet 2002 First SPC were disaffiliated from SFG

Aug. 2010: Shinhan Macquarie Financial Advisory was disaffiliated from SFG

Oct. 2010: Shinhan Maritime Private Equity Fund I became an indirect subsidiary of SFG

Dec. 2010: KOFC Shinhan Frontier Champ 2010-4 PEF Investment Corp. became an indirect subsidiary of SFG

Feb. 2011: Shinhan BNP Paribas Asset Management (Hong Kong) Limited became an indirect subsidiary of SFG

Nov. 2011: Shinhan Bank Vietnam was merged with Shinhan Vina Bank.

Dec. 2011: Shinhan Savings Bank became a subsidiary of SFG

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Principal Subsidiaries under Korean Law (as of December 31, 2011)

#### **Direct Subsidiaries**

| Subsidiaries   | Ownership by SFG |
|--|------------------|
| Shinhan Bank   | 100.0%           |
| Shinhan Card   | 100.0%           |
| Shinhan Investment Corp.                                   | 100.0%           |
| Shinhan Life Insurance                                     | 100.0%           |
| Shinhan Capital  | 100.0%           |
| Jeju Bank <sup>1)</sup>                                    | 68.9%            |
| Shinhan BNP Paribas Asset Management                       | 65.0%            |
| Shinhan Data System  | 100.0%           |
| Shinhan Credit Information                                 | 100.0%           |
| Shinhan Private Equity Investment Management <sup>2)</sup> | 100.0%           |
| SHC Management   | 100.0%           |
| Shinhan Savings Bank 3)                                    | 100.0%           |

- 1) Jeju Bank is currently listed on the Korea Exchange.
- 2) On November 2, 2011, Shinhan Private Equity renamed as Shinhan Private Equity Investment Management upon acquisition of Non-discretionary investment advisory license.
- 3) On December 28, 2011, Shinhan Savings Bank became a direct subsidiary upon obtaining a savings bank license.

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Indirect subsidiaries held through direct subsidiaries (as of December 31, 2011)

| Direct Subsidiaries                     | Indirect Subsidiaries                                    | Ownership by the Parent |
|---|--|-------------------------|
| Shinhan Bank                            | Shinhan Asia Limited                                     | 100.0%                  |
|   | Shinhan Bank America                                     | 100.0%                  |
|   | Shinhan Bank Europe                                      | 100.0%                  |
|   | Shinhan Khmer Bank Limited                               | 90.0%                   |
|   | Shinhan Bank Kazakhstan                                  | 100.0%                  |
|   | Shinhan Bank China Limited                               | 100.0%                  |
|   | Shinhan AITAS  | 99.8%                   |
|   | Shinhan Bank Canada                                      | 100.0%                  |
|   | Shinhan Bank Japan                                       | 100.0%                  |
|   | Shinhan Vietnam Bank 2)                                  | 100.0%                  |
| Shinhan Card                            | Shinhan-KT Mobile Card                                   | 50.0%                   |
| Shinhan Investment Corp.                | Shinhan Investment Corporation Europe Ltd.               | 100.0%                  |
|   | Shinhan Investment Corporation USA Inc.                  | 100.0%                  |
|   | Shinhan Investment Corporation Asia Ltd.                 | 100.0%                  |
|   | Shinhan Maritime Private Equity Fund I                   | 7.1%                    |
|   | KOFC Shinhan Frontier Champ 2010-4 PEF                   |                         |
|   | Investment Corp <sup>3)</sup>                            | 8.5%                    |
| Shinhan Capital                         | PETRA PEF  | 23.8%                   |
| Shinhan BNP Paribas Asset<br>Management | Shinhan BNP Paribas Asset Management (Hong Kong) Limited | 100.0%                  |
| Shinhan Private Equity                  |  |                         |
| Investment Management 1)                | Shinhan NPS Private Equity Fund 1st                      | 5.0% 4)                 |
|   | Shinhan Private Equity Fund II                           | $2.2\%^{(5)}$           |

- 1) On November 2, 2011, Shinhan Private Equity renamed as Shinhan Private Equity Investment Management upon acquisition of Non-discretionary investment advisory license.
- On November 28, 2011, upon 100% acquisition of Shinhan Vina Bank, Shinhan Bank Vietnam was merged with Shinhan Vina Bank.
- 3) Shinhan Capital currently owns 6.5% of KOFC Shinhan Frontier Champ 2010-4 PEF Investment Corp.
- 4) Shinhan Financial Group and its subsidiaries currently own 36.7% of Shinhan NPS Private Equity Fund 1st.
- 5) Shinhan Financial Group and its subsidiaries currently own 32.6% of Shinhan Private Equity Fund II.

Number of Shares (as of December 31, 2011)

| Types of Shares                            | Number of Shares |
|--|------------------|
| Common Shares                              | 474,199,587      |
| Redeemable Preferred Shares 1)             | 40,090,000       |
| Redeemable Convertible Preferred Shares 1) | 14,721,000       |
|  |                  |
| Total                                      | 529,010,587      |

<sup>1)</sup> Upon the resolution of Board of Directors on December 15, 2011, Shinhan Financial Group redeemed Series 10 redeemable preferred shares (28,990,000 shares) and Series 11 redeemable convertible preferred shares (14,721,000) on January 25, 2012.

#### 2. Business Results

**Operation Results** 

(KRW billion) 2011 2010 (Jan. 1 ~ Dec. (Jan. 1 ~ Dec. 31) 31) Operating income 4,134.8 3,414.5 Equity in income(loss) of associates 57.8 15.3 Earnings before income tax 4,192.6 3,429.8 Income taxes 919.9 570.4 2,859.4 Consolidated net income 3,272.6 Net income in majority interest 3,100.0 2,684.6 Net income in minority interest 172.6 174.8

# F Some of the totals may not sum due to rounding *Dividend Payout*

The Annual General Meeting of Shinhan Financial Group, held on March 29, 2012, approved cash dividend payment for the fiscal year of 2011 as follows:

- \* Total Dividend Amount: KRW 629,507,710,945
  - 1) Dividend Amount for Common Stocks: KRW 355,649,690,250
  - 2) Dividend Amount for Preferred Stocks: KRW 273,858,020,695

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Source and Use of Funds

Source of Funds

 $\begin{array}{ccc} 2011 & 2010 \\ \text{Jan. 1} \sim \text{Dec. 31} & \text{Jan. 1} \sim \text{Dec. 31} \\ \end{array}$  Consolidated Basis

| Conson | idated Basis              |           |             |          |          |           |             |          |          |
|--------|---------------------------|-----------|-------------|----------|----------|-----------|-------------|----------|----------|
|        |                           | Average   | Proportions | Interest | Interest | Average   | Proportions | Interest | Interest |
| (KRW   | billion, %)               | Balance   | (%)         | Paid     | Rate (%) | Balance   | (%)         | Paid     | Rate (%) |
| Source | Deposits                  | 1,562,805 | 55.28       | 4,181.0  | 2.68     | 1,496,533 | 56.11       | 3,935.6  | 2.63     |
|        | Borrowings                | 140,374   | 4.97        | 259.2    | 1.85     | 124,034   | 4.65        | 250.4    | 2.02     |
|        | Debentures                | 400,172   | 14.16       | 1,942.9  | 4.86     | 403,563   | 15.13       | 2,041.2  | 5.06     |
|        | Other Liabilities         | 441,746   | 15.63       |          |          | 384,462   | 14.41       |          |          |
|        | Total Liabilities         | 2,545,097 | 90.03       |          |          | 2,408,592 | 90.30       |          |          |
|        | Stockholder s Equity      | 281,846   | 9.97        |          |          | 258,724   | 9.70        |          |          |
|        | Total Liabilities & SE    | 2,826,943 | 100.00      |          |          | 2,667,316 | 100.00      |          |          |
| Use    | Currency & Due from Banks | 14,396.1  | 5.09        | 248.6    | 1.73     | 14,457.1  | 5.42        | 168.5    | 1.17     |
|        | Loans                     | 186,828.2 | 66.09       | 11,265.3 | 6.03     | 174,360.4 | 65.37       | 10,561.5 | 6.06     |
|        | Loans in KRW              | 143,097.0 | 50.62       | 8,281.2  | 5.79     | 135,645.6 | 50.85       | 7,632.4  | 5.63     |
|        | Loans in Foreign Currency | 9,510.8   | 3.36        | 379.1    | 3.99     | 8,940.8   | 3.35        | 377.3    | 4.22     |
|        | Credit Card Accounts      | 17,740.2  | 6.28        | 1,887.5  | 10.64    | 16,278.4  | 6.10        | 1,794.8  | 11.03    |
|        | Others                    | 16,480.2  | 5.83        | 717.5    | 4.35     | 13,495.8  | 5.06        | 756.9    | 5.61     |
|        | AFS Financial Assets      | 25,588.5  | 9.05        | 1,025.9  | 4.01     | 22,045.7  | 8.27        | 953.6    | 4.33     |
|        | HTM Financial Assets      | 12,307.7  | 4.35        | 642.9    | 5.22     | 12,899.1  | 4.84        | 687.4    | 5.33     |
|        | Other Assets              | 43,573.8  | 15.41       |          |          | 42,969.3  | 16.11       |          |          |
|        | Total Assets              | 282,694.3 | 100.00      |          |          | 266,731.6 | 100.00      |          |          |
|        |                           |           |             |          |          |           |             |          |          |

<sup>1)</sup> The Average Balance is the arithmetic mean of the ending balance of each quarter.

#### **Other Financial Information**

#### 1) Capital Adequacy

#### Consolidated BIS Ratio (Shinhan Financial Group)

|                                       | Dec. 31, 2011 | (KRW billion) <b>Dec. 31, 2010</b> |
|---------------------------------------|---------------|------------------------------------|
| Aggregate Amount of quity Capital (A) | 22,315.4      | 23.369.7                           |
| Risk-Weighted Assets (B)              | 195,579.4     | 188,785.7                          |
| BIS Ratio (A/B) 1)                    | 11.41%        | 12.38%                             |

- 1) In accordance with the amendments in the Financial Holding Company Guidelines of the Financial Service Commission (FSC), the Group BIS Ratio under BASEL I. is used as an index for measuring capital adequacy.
- 2) BIS ratio for Dec. 31, 2010 based on Korean GAAP is 12.77%

#### Capital Adequacy Ratios (Subsidiaries)

| Subsidiary                  | Capital Adequacy Ratio        | Dec. 31, 2011 | (%)<br>Dec. 31, 2010 |
|-----------------------------|-------------------------------|---------------|----------------------|
| Shinhan Bank 1)             | BIS Capital Adequacy Ratio    | 15.26         | 15.47                |
| Jeju Bank 1)                | BIS Capital Adequacy Ratio    | 13.27         | 13.40                |
| Shinhan Card 1)             | Adjusted Equity Capital Ratio | 24.84         | 25.18                |
| Shinhan Investment Corp. 2) | Net Capital Ratio             | 700.78        | 658.31               |
| Shinhan Life Insurance 2)   | Solvency Margin Ratio         | 324.02        | 397.93               |
| Shinhan BNPP AM 2)          | Net Capital Ratio             | 599.73        | 708.31               |
| Shinhan Capital 2)          | Adjusted Equity Capital Ratio | 14.90         | 14.23                |

The BIS Capital Adequacy Ratio is computed in accordance with the guidelines issued by the FSC for commercial banks. Under these guidelines, commercial banks are required to maintain a minimum capital adequacy ratio of 8%.

Basel II FIRB Approach was applied in calculating Shinhan Bank s BIS Capital Adequacy Ratios

Basel II TSA Approach was applied in calculating Jeju Bank s BIS Capital Adequacy Ratios

The Adjusted Equity Capital Ratio represents the ratio of total adjusted shareholder s equity to total adjusted assets and is computed in accordance with the guidelines issued by FSC. Under these guidelines, Shinhan Card and Shinhan Capital are required to maintain a minimum adjusted equity capital ratio of 8%.

Net Capital Ratio is computed in accordance with the guidelines issued by the FSC. Under these guidelines, Shinhan Investment Corporation & Shinhan BNP Paribas Asset Management are required to maintain a minimum net capital ratio of 100%.

- Under the guidelines issued by the FSC, Shinhan Life Insurance is required to maintain a minimum solvency margin ratio of 100%.
- 1) Capital adequacy ratios for Dec. 31, 2010 based on K-GAAP: Shinhan Bank: 15.93%, Jeju Bank: 14.18%, Shinhan Card: 24.99%
- 2) Capital adequacy ratios for Dec. 31, 2010 are based on K-GAAP

### 1) Liquidity Ratios

Won Liquidity Ratio

(KRW billion, %) FY2010 FY2011 Won Won Liquidity Won Won Liquidity Company Won Assets Liabilities Ratio Won Assets Liabilities Ratio Shinhan Financial Group 395.3 4,226 3,911 108.0 973 246 Shinhan Bank 56,610 46,635 121.4 54,646 45,787 119.3 Shinhan Card 15,417 3,418 451.1 13,161 3,450 381.5 Shinhan Investment Corp. 6,161 5,037 122.3 6,616 5,294 125.0 247.0 Shinhan Life Insurance 844 342 517 255 203.1 Shinhan Capital 519 148 350.8 759 295 257.2 Jeju Bank 982 686 143.1 899 619 145.3

- 1) Shinhan Financial Group, Shinhan Bank, Jeju Bank: Due within 1 month, Other Subsidiaries: Due within 3 months
- 2) Shinhan Life Insurance: (Won assets due within 3 months /3 months average of Claim payments )\*100 *Foreign Currency Liquidity Ratio*

|                          |          |             |           |          | (KRV        | billion, %) |
|--------------------------|----------|-------------|-----------|----------|-------------|-------------|
|                          |          | FY2011      |           |          | FY2010      |             |
|                          |          |             | Foreign   |          |             | Foreign     |
|                          | Foreign  | Foreign     | Currency  | Foreign  | Foreign     | Currency    |
|                          | Currency | Currency    | Liquidity | Currency | Currency    | Liquidity   |
| Company                  | Assets   | Liabilities | Ratio     | Assets   | Liabilities | Ratio       |
| Shinhan Financial Group  |          |             |           |          |             |             |
| Shinhan Bank             | 25,888   | 22,254      | 116.3     | 24,239   | 23,093      | 105.0       |
| Shinhan Card             |          |             |           |          |             |             |
| Shinhan Investment Corp. | 23       | 24          | 99.0      | 12       | 10          | 111.5       |
| Shinhan Life Insurance   |          |             |           |          |             |             |
| Shinhan Capital          | 52       | 22          | 235.7     | 334      | 285         | 117.0       |
| Jeju Bank                | 15       | 9           | 164.3     | 13       | 11          | 123.8       |

- 1) Foreign currency liquidity ratios are computed with assets and liabilities due within 3 months
- 2) Shinhan Bank s foreign currency liquidity ratio reflected securitization weight with the guidelines issued by the FSS

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#### 3) Asset Quality

Consolidated Basis

(KRW billion, %) Dec. 31, 2010 Dec. 31, 2011 Changes **Total Loans** 201,245.9 184,676.3 16,569.6 Substandard & Below 2,587.1 2,736.8 (149.7)Substandard & Below Ratio 1.29% 1.48% (0.19%p)Non-Performing Loans 1,903.5 1,977.7 (74.3)**NPL Ratio** 0.95% 1.07% (0.12%p)NPL Coverage Ratio 162.39 132.8 29.6%p Loan Loss Allowance 1) 4,201.2 3,634.5 566.7 Substandard & Below 2,587.1 2,736.8 (149.7)

# 1) Including reserve for credit losses *Separate Basis*

(KRW billion, %) Dec. 31, 2011 Dec. 31, 2010 Substandard & NPL Substandard & NPL Below Coverage Below Coverage **NPL Ratio NPL Ratio** Ratio Ratio 1) Ratio Ratio 1) Shinhan Financial Group Shinhan Bank 1.09 0.82 1.31 0.91 133.10 166.11 Shinhan Card 236.08 1.90 1.44 1.69 1.26 182.65 Shinhan Investment Corp. 16.97 12.29 12.29 16.92 71.46 82.41 Shinhan Life Insurance 0.45 0.23 280.64 0.62 1.48 226.89 Shinhan Capital 2.79 1.31 82.85 2.38 1.86 80.44 Jeju Bank 1.62 1.03 93.73 1.57 1.28 113.74

1) Including reserve for credit losses

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## 4) Write-Offs & Provision for Credit Losses

<Consolidated Basis>

Allowance for Loan Losses

|   |        | (K     | RW billion) |
|---|--------|--------|-------------|
|   | FY2011 | FY2010 | Changes     |
| Allowance for loan losses               | 2,729  | 2,993  | (264)       |
| Allowance for acceptances and guarantee | 86     | 171    | (85)        |
| Allowance for unused loan commitments   | 445    | 463    | (18)        |
| Other allowance                         | 339    | 226    | 113         |
| Total                                   | 3,599  | 3,853  | (254)       |

## Write-Offs by Loan Types

|                            |         | (K      | RW billion) |
|----------------------------|---------|---------|-------------|
|                            | FY2011  | FY2010  | Changes     |
| Household Loans            | 70.5    | 86.4    | (15.9)      |
| Card Receivables           | 447.0   | 428.1   | 18.9        |
| Corporate Loans and Others | 864.6   | 770.2   | 94.4        |
|                            |         |         |             |
| Total                      | 1,382.1 | 1,284.7 | 97.4        |

## NPL Sales by Loan Types

|                            |        | (K     | KRW billion) |
|----------------------------|--------|--------|--------------|
|                            | FY2011 | FY2010 | Changes      |
| Household Loans            | 34.8   | 89.0   | (54.2)       |
| Card Receivables           | 0.1    | 0.0    | 0.1          |
| Corporate Loans and Others | 641.0  | 493.8  | 147.2        |
| •                          |        |        |              |
| Total                      | 675.9  | 582.8  | 93.1         |

### <Shinhan Bank>

Allowance for Loan Losses

|   |         | (K      | (RW billion) |
|---|---------|---------|--------------|
|   | FY2011  | FY2010  | Changes      |
| Allowance for loan losses               | 1,580.9 | 1,803.8 | (222.9)      |
| Allowance for acceptances and guarantee | 109.5   | 208.7   | (99.3)       |
| Allowance for unused loan commitments   | 85.2    | 85.8    | (0.6)        |
| Other allowance                         | 256.2   | 155.4   | 100.9        |
|   |         |         |              |
| Total                                   | 2.031.9 | 2.253.8 | (221.9)      |

## Write-Offs by Loan Types

|                            |        | (      | KRW billion) |
|----------------------------|--------|--------|--------------|
|                            | FY2011 | FY2010 | Changes      |
| Household Loans            | 63.9   | 78.1   | (14.2)       |
| Card Receivables           |        |        | 0.0          |
| Corporate Loans and Others | 747.9  | 695.0  | 52.9         |
|                            |        |        |              |
| Total                      | 811.8  | 773.1  | 38.7         |

## NPL Sales by Loan Types

|                            |        | (K     | (RW billion) |
|----------------------------|--------|--------|--------------|
|                            | FY2011 | FY2010 | Changes      |
| Household Loans            | 79.1   | 86.6   | (7.5)        |
| Card Receivables           |        |        | 0            |
| Corporate Loans and Others | 608.1  | 458.3  | 149.8        |
|                            |        |        |              |
| Total                      | 687.2  | 544.9  | 142.3        |

<Shinhan Card>

Allowance for Loan Losses

|   |         | (K      | RW billion) |
|---|---------|---------|-------------|
|   | FY2011  | FY2010  | Changes     |
| Allowance for loan losses               | 706.2   | 703.8   | 2.4         |
| Allowance for acceptances and guarantee | 0.0     | 0.0     | 0.0         |
| Allowance for unused loan commitments   | 345.3   | 367.5   | (22.2)      |
| Other allowance                         | 50.6    | 42.5    | 8.1         |
|   |         |         |             |
| Total                                   | 1,102.1 | 1,113.8 | (11.7)      |

Write-Offs by Loan Types

|                            |        | (K     | (RW billion) |
|----------------------------|--------|--------|--------------|
|                            | FY2011 | FY2010 | Changes      |
| Household Loans            |        |        |              |
| Card Receivables           | 446.5  | 427.4  | 19.1         |
| Corporate Loans and Others | 5.0    | 9.4    | (4.4)        |
|                            |        |        |              |
| Total                      | 451.5  | 436.8  | 14.7         |

NPL Sales by Loan Types

Not Applicable

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### 4) Debt to Equity Ratios

Shinhan Financial Group

|                      |                             | (KRW billion) |
|----------------------|-----------------------------|---------------|
| Separate Basis       | Dec. 31, 2011 <sup>1)</sup> | Dec. 31, 2010 |
| Debt                 | 11,413.4                    | 6,907.6       |
| Equity               | 19,430.8                    | 20,753.0      |
| Debt to Equity Ratio | 58.74%                      | 33.29%        |

1) Upon the resolution of Board of Directors to redeem Series 10 redeemable preferred shares and Series 11 convertible redeemable preferred shares held on December 15, 2011, KRW 3.75 trillion capital decrease and liability increase reflected on Debt to Equity Ratio.

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Twenty Largest Exposures by Borrower

(KRW billion)

|  |          |          |            |             | (1)    | KKW billion) |
|--|----------|----------|------------|-------------|--------|--------------|
| As of Dec. 31, 2011                          |          | Loans in |            | Guarantees  |        |              |
|  | Loans in | Foreign  |            | and         |        | Total        |
| Consolidated basis                           | Won      | Currency | Securities | Acceptances | Others | Exposures    |
| Ministry of Strategy & Finance               | 0        | 0        | 8,029      | 0           | 0      | 8,029        |
| Bank of Korea                                | 780      | 0        | 4,836      | 0           | 0      | 5,616        |
| Korea Deposit Insurance Corporation          | 1,982    | 0        | 2,067      | 0           | 0      | 4,049        |
| Industrial Bank of Korea                     | 537      | 88       | 2,906      | 0           | 0      | 3,530        |
| Hyundai Heavy Industries Co., Ltd.           | 2        | 176      | 365        | 2,526       | 0      | 3,069        |
| Korea Development Bank                       | 17       | 0        | 2,257      | 0           | 0      | 2,274        |
| Korea Land & Housing Corporation             | 0        | 0        | 2,059      | 0           | 0      | 2,059        |
| Korea Finance Corporation                    | 0        | 0        | 1,838      | 0           | 0      | 1,838        |
| Hana Bank                                    | 13       | 15       | 1,393      | 0           | 0      | 1,421        |
| Samsung Heavy Industries Co., LTd.           | 0        | 0        | 0          | 1,351       | 0      | 1,352        |
| Hyundai Samho Heavy Industries Co., Ltd.     | 0        | 27       | 10         | 1,200       | 0      | 1,237        |
| Woori Bank                                   | 59       | 88       | 1,036      | 6           | 0      | 1,188        |
| Songdo Cosmopolitan City Development Inc.    | 975      | 0        | 211        | 0           | 0      | 1,186        |
| Kookmin Bank                                 | 79       | 53       | 973        | 3           | 0      | 1,108        |
| SH Corporation                               | 190      | 0        | 896        | 0           | 0      | 1,086        |
| National Agricultural Cooperative Federation | 58       | 3        | 937        | 3           | 0      | 1,000        |
| POSCO  | 11       | 37       | 899        | 45          | 0      | 992          |
| Samsung Electronics                          | 0        | 956      | 12         | 0           | 0      | 968          |
| Export-Import Bank of Korea                  | 0        | 0        | 892        | 0           | 0      | 892          |
| KEPCO  | 2        | 0        | 864        | 9           | 0      | 875          |
| Total  | 4,704    | 1,443    | 32,479     | 5,144       | 0      | 43,769       |

F Some of the totals may not sum due to rounding

Exposure to Main Debtor Groups

(KRW billion)

|                          |              |                     |            |                   | (      | men onnon) |
|--------------------------|--------------|---------------------|------------|-------------------|--------|------------|
| As of Dec. 31, 2011      |              | Loans in<br>Foreign |            | Guarantees<br>and |        | Total      |
| Consolidated basis       | Loans in Won |                     | Securities | Acceptances       | Others | Exposures  |
| Hyundai Heavy Industries | 102          | 257                 | 429        | 4,286             | 0      | 5,074      |
| Samsung                  | 215          | 1,247               | 849        | 1,900             | 0      | 4,212      |
| Hyundai Motors           | 1,216        | 1,342               | 680        | 457               | 0      | 3,695      |
| SK                       | 497          | 462                 | 644        | 1,088             | 0      | 2,691      |
| LG                       | 1,441        | 328                 | 239        | 154               | 0      | 2,162      |
| POSCO                    | 236          | 221                 | 950        | 346               | 6      | 1,760      |
| Lotte                    | 556          | 97                  | 500        | 180               | 1      | 1,334      |
| GS                       | 345          | 256                 | 229        | 467               | 0      | 1,297      |
| LS                       | 256          | 327                 | 112        | 271               | 0      | 968        |
| Hanwha                   | 379          | 197                 | 81         | 109               | 0      | 767        |
|                          |              |                     |            |                   |        |            |
| Total                    | 5,245        | 4,735               | 4,713      | 9,258             | 8      | 23,959     |

# F Some of the totals may not sum due to rounding *Loan Concentration by Industry*

(KRW billion)
As of Dec. 31, 2011 Total Exposures

| Consolidated basis               | Amount  | Weight (%) |
|----------------------------------|---------|------------|
| Finance and Insurance            | 49,710  | 19.35%     |
| Manufacturing                    | 34,849  | 13.57%     |
| Retail and wholesale             | 12,044  | 4.69%      |
| Real Estate, leasing and service | 19,147  | 7.45%      |
| Construction                     | 5,069   | 1.97%      |
| Hotel and leisure                | 3,569   | 1.39%      |
| Others                           | 39,350  | 15.32%     |
| Consumers                        | 93,154  | 36.26%     |
|                                  |         |            |
| Total                            | 256,892 | 100.00%    |

<sup>\*</sup> Including deposits, loans, and securities

Top Twenty Non-Performing Loans

| Borrower | Industry                         | Gross Principal<br>Outstanding | (KRW billion)  Allowance for Loan  Losses |
|----------|----------------------------------|--------------------------------|---|
| A        | Real estate, leasing and service | 130                            | 13  |
| В        | Construction                     | 53                             | 14  |
| C        | Construction                     | 48                             | 38  |
| D        | Real estate, leasing and service | 47                             | 14  |
| E        | Manufacturing                    | 47                             | 21  |
| F        | Construction                     | 44                             | 25  |
| G        | Construction                     | 39                             | 37  |
| Н        | Finance and insurance            | 36                             | 0   |
| I        | Real estate, leasing and service | 35                             | 2   |
| J        | Manufacturing                    | 32                             | 35  |
| K        | Construction                     | 30                             | 30  |
| L        | Real estate, leasing and service | 30                             | 20  |
| M        | Manufacturing                    | 30                             | 0   |
| N        | Retail and wholesale             | 27                             | 14  |
| 0        | Manufacturing                    | 26                             | 8   |
| P        | Manufacturing                    | 25                             | 25  |
| Q        | Manufacturing                    | 25                             | 0   |
| R        | Manufacturing                    | 23                             | 2   |
| S        | Real estate, leasing and service | 23                             | 9   |
| T        | Real estate, leasing and service | 23                             | 1   |
|          | Total                            | 770                            | 309                                       |

<sup>1)</sup> Consolidated basis as of Dec. 31, 2011

<sup>2)</sup> Non-Performing Loans are defined as loans past due longer than 90 days.

F Some of the totals may not sum due to rounding

### 3. Independent Auditor

Audit Opinion for the last 3 years

|               | FY 2011     | FY 2010     | FY 2009     |
|---------------|-------------|-------------|-------------|
| Audit Opinion | Unqualified | Unqualified | Unqualified |
|               |             |             |             |

Compensation to the Independent Auditor for Audit and Review Services

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

| Payment    |                                      |             |
|------------|--------------------------------------|-------------|
|            |                                      | Working     |
| (KRW mil.) | Details                              | hours       |
| 487        | Review/Audit of Financial Statements | 9,016 hours |
| 366        | Review/Audit of Financial Statements | 4 650 hours |

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### 4. Directors, Executive Officers and Employees

### Directors and Executive Officers

1) Executive Directors

#### Month and Year

| Name         | of Birth  | Position                              | Service Term                         |
|--------------|-----------|---------------------------------------|--------------------------------------|
| Dong Woo Han | Nov. 1948 | Chairman of Shinhan Financial Group   | 3 years starting from March 23, 2011 |
|              |           | <b>Board Steering Committee Chair</b> |                                      |
|              |           | Corporate Governance & CEO            |                                      |
|              |           | Recommendation Committee Chair        |                                      |

#### 2) Non-Executive Directors

Currently, 11 non-executive directors are in office, 10 of which outside directors who are nominated by our Outside Director Recommendation Committee and appointed pursuant to the approval of general shareholders meeting on March 29, 2012.

Our non-executive directors are as follows:

|                     | Month and Year                | Outside       |  |   |
|---------------------|-------------------------------|---------------|--|---|
| Name<br>Jin Won Suh | <b>of Birth</b><br>April 1951 | Director<br>X | <b>Sub-Committees</b>  | Service Term 4 years starting from March 23, 2011 |
| Taeeun Kwon         | January 1941                  | O             | Audit Committee member<br>Corporate Governance & CEO<br>Recommendation Committee<br>member   | 2 years starting from March 23, 2011              |
| Kee Young Kim       | October 1937                  | 0             | Risk Management Committee<br>member Compensation Committee<br>member Corporate Governance<br>& CEO Recommendation<br>Committee member                      | 2 years starting from March 23, 2011              |
| Seok Won Kim        | April 1947                    | O             | Audit Committee member Compensation Committee member   | 2 years starting from March 23, 2011              |
| Hoon Namkoong       | June 1947                     | O             | Chairman of Board of Directors Board Steering Committee member Risk Management Committee member Corporate Governance & CEO Recommendation Committee member | 2 years starting from March 23, 2011              |
| Jaekun Yoo          | August 1941                   | 0             | Corporate & CEO Recommendation<br>Committee member   | 2 years starting from March 23, 2011              |
| Sang-Kyeong Lee     | September 1945                | O             | Audit Committee member Compensation Committee member   | 2 years starting from March 29, 2012              |
| Ke Sop Yun          | May 1945                      | O             | Audit Committee Chair Board<br>Steering Committee member   | 4 years starting from March 17, 2009              |

| Jung Il Lee        | August 1952    | O | Board Steering Committee member  | 2 years starting from March 23, 2011 |
|--------------------|----------------|---|--|--------------------------------------|
| Haruki Hirakawa    | November 1964  | O | Compensation Committee member  | 2 years starting from March 23, 2011 |
| Philippe Aguignier | September 1957 | O | Risk Management Committee<br>member Corporate Governance &<br>CEO Recommendation Committee<br>member | 3 years starting from March 24, 2010 |

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## 3) Executive Officers

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

### Month and Year

| Name<br>Buhmsoo Choi           | <b>of Birth</b><br>Aug. 1956 | Position Deputy President  | In charge of<br>Strategic Planning Team        |
|--------------------------------|------------------------------|----------------------------|--|
|                                |                              |                            | Global Business Strategy Team                  |
|                                |                              |                            | Shinhan FSB Research Institute                 |
| Sung Ho Wi                     | June 1958                    | Deputy President           | Wealth Management Planning Office              |
| Se Il Oh                       | Sep. 1957                    | Deputy President           | Corporate & Investment Banking Planning Office |
| Jae-Gwang Soh                  | Aug. 1961                    | Executive Vice-President   | Synergy Management Team                        |
|                                |                              |                            | Information & Technology Planning Team         |
|                                |                              |                            | Audit Team                                     |
| Jung Kee Min                   | Mar. 1959                    | Executive Vice-President & | Finance Management Team                        |
|                                |                              | Chief Financial Officer    | Investor Relations Team                        |
|                                |                              |                            | Business Management Team                       |
| Dong Hwan Lee                  | Sept. 1959                   | Executive Vice-President   | Public Relations Team                          |
|                                |                              |                            | CSR & Culture Management Team                  |
|                                |                              |                            | General Affairs Team                           |
| Bo Hyuk Yim                    | Mar. 1961                    | Managing Director          | Risk Management Team                           |
| Woo Gyun Park<br>Stock Options | Mar. 1959                    | Managing Director          | Compliance Team                                |

(as of Feb. 29, 2012)

|                 | No. of<br>Granted Options<br>(A) | No. of<br>Exercised<br>Options<br>(B) | No. of<br>Cancelled<br>Options<br>(C) | No. of Exercisable Options (D = A B C) | Exercise Price (KRW) |
|-----------------|----------------------------------|---------------------------------------|---------------------------------------|--|----------------------|
| Granted in 2005 | 2,620,331                        | 1,819,332                             | 251,300                               | 549,699                                | 28,006               |
| Granted in 2006 | 3,206,173                        | 698,967                               | 480,300                               | 2,026,906                              | 38,829               |
| Granted in 2007 | 1,231,169                        | 0                                     | 205,313                               | 1,025,856                              | 54,560               |
| Granted in 2008 | 805,174                          | 0                                     | 185,396                               | 619,778                                | 49,053               |
| Total           | 7,862,847                        | 2,518,299                             | 1,122,309                             | 4,222,239                              |                      |

Note 1) The weighted-average exercise price of outstanding exercisable options as of Feb 29, 2012 is KRW 42,743. 2) The closing price of our common stock was KRW 43,300 on Feb. 29, 2012.

## **Employees**

|        |           |                           | Total Salaries and  | (As of Dec. 31, 2011)      |
|--------|-----------|---------------------------|---------------------|----------------------------|
|        |           |                           | wages<br>paid in FY | Average Payment per person |
|        | Number of |                           | 2011                | (KRW                       |
| Gender | Employees | Average length of Service | (KRW million)       | million)                   |
| Male   | 131       | 2 yrs 5 mths              | 13,946              | 107                        |
| Female | 27        | 3 yrs 3 mths              | 1,503               | 56                         |
| Total  | 158       | 2 yrs 6 mths              | 15,449              | 98                         |

### 5. Major Shareholders and Market Price Information of our Common Shares and ADRs

Major Shareholders<sup>1)</sup> of Shinhan Financial Group as of Dec. 31, 2011

| Name                     | No. of Common Shares owned | Ownership% |
|--------------------------|----------------------------|------------|
| National Pension Service | 34,829,793                 | 7.34%      |
| BNP Paribas Group        | 30,106,276                 | 6.35%      |

1) Shareholders who own beneficial ownership of 5% or more.

Share ownership of Employee Stock Ownership Association

| Beginning Balance |           |           |                       | Ownership% |
|-------------------|-----------|-----------|-----------------------|------------|
|                   |           |           | <b>Ending Balance</b> | (Dec. 31,  |
| (Jan. 1, 2011)    | Increase  | Decrease  | (Dec. 31, 2011)       | 2011)      |
| 17,005,029        | 2,592,940 | 2.623,724 | 16,974,245            | 3.58%      |

Common Share Traded on the Korea Exchange

|                              |      |            |            |            |            | (KRW, number of shares) |            |  |
|------------------------------|------|------------|------------|------------|------------|-------------------------|------------|--|
|                              |      | July 2011  | Aug. 2011  | Sep. 2011  | Oct. 2011  | Nov. 2011               | Dec. 2011  |  |
| Price per share              | High | 52,900     | 50,800     | 43,800     | 46,250     | 43,850                  | 43,200     |  |
|                              | Low  | 49,250     | 42,200     | 36,150     | 39,500     | 37,300                  | 37,600     |  |
|                              | Avg. | 51,362     | 45,586     | 40,763     | 43,855     | 40,561                  | 40,548     |  |
| Trading Volume               |      | 35,896,858 | 44,919,359 | 35,264,287 | 36,745,227 | 33,721,051              | 23,231,994 |  |
| Highest Daily Trading Volume |      | 8,453,913  | 4,499,948  | 2,742,072  | 3,023,527  | 3,303,835               | 2,490,608  |  |
| Lowest Daily Trading Volume  |      | 858,287    | 951,613    | 975,661    | 1,113,873  | 710,455                 | 384,626    |  |

American Depositary Shares traded on the New York Stock Exchange

|                              |      |           |           |           |           | (USD, number of share |           |
|------------------------------|------|-----------|-----------|-----------|-----------|-----------------------|-----------|
|                              |      | July 2011 | Aug. 2011 | Sep. 2011 | Oct. 2011 | Nov. 2011             | Dec. 2011 |
| Price per share              | High | 101.33    | 95.66     | 81.70     | 84.00     | 78.85                 | 76.16     |
|                              | Low  | 92.04     | 77.32     | 61.77     | 64.00     | 65.66                 | 62.92     |
|                              | Avg. | 96.86     | 83.97     | 71.44     | 75.45     | 72.15                 | 70.10     |
| Trading Volume               |      | 934,142   | 1,563,192 | 1,155,501 | 1,214,393 | 817,985               | 751,682   |
| Highest Daily Trading Volume |      | 94,089    | 139,207   | 137,235   | 142,754   | 75,178                | 122,342   |
| Lowest Daily Trading Volume  |      | 22,815    | 21,376    | 19,585    | 15,943    | 15,244                | 17,589    |

<sup>\* 1</sup>ADR = 2 Common Shares

#### 6. Related Party Transactions

Loans to Subsidiaries

**Total** 

(As of Dec. 31, 2011, KRW billion) **Ending** Beginning Balance Balance (Dec. Origination Maturity Lending (Jan. 1, 31, 2011) Subsidiary Loan Type Date Date Rate 2011) Decrease Increase Shinhan Investment Corp. Loans in KRW 2006-07-31 2012-01-31 5.64% 100 100 0 0 Shinhan Card Loans in KRW 2007-11-27 2012-11-27 6.41% 100 100 0 0 Loans in KRW 2007-12-18 2012-12-18 6.86% 50 50 0 0 Loans in KRW 2008-02-21 2011-02-21 5.66% 150 150 0 0 Loans in KRW 2008-03-12 2011-03-12 5.84% 200 200 0 0 Loans in KRW 2008-06-27 2011-06-27 6.53% 200 200 0 0 Loans in KRW 2008-07-31 2011-07-31 6.90% 100 100 0 0 2015-10-29 Loans in KRW 2010-10-29 4.37% 100 0 0 100 Loans in KRW 2011-01-28 2016-01-28 0 4.91% 0 100 100 0 Loans in KRW 2011-02-24 2016-02-24 4.82% 0 250 250 Loans in KRW 2011-05-17 2016-05-17 4.47% 0 0 100 100 50 0 Shinhan Capital Loans in KRW 2006-09-26 2011-09-26 4.99% 50 0 Loans in KRW 2007-03-23 2012-03-23 50 0 0 50 5.48% 2012-06-08 50 Loans in KRW 2007-06-08 5.95% 50 0 0 50 Loans in KRW 2008-01-23 2011-01-23 50 0 0 6.60% 50 Loans in KRW 2008-01-23 2013-01-23 50 0 6.60% 0 50 50 0 Loans in KRW 2008-03-12 2011-03-12 5.84% 0 Loans in KRW 2008-07-31 2011-07-31 6.90% 50 50 0 0 Loans in KRW 2010-09-28 2013-09-28 4.12% 100 0 0 100 Loans in KRW 2011-01-28 2014-01-28 4.53% 0 0 50 50 Loans in KRW 2011-04-29 2016-04-29 0 100 100 4.65% 0 Loans in KRW 2011-05-17 2016-05-17 4.47% 0 0 50 50 Shinhan PE 5 5 0 0 Loans in KRW 2010-08-13 2011-08-12 3.64%

2012-08-10

2011-08-12

Loans in KRW

0

1,455

4.09%

0

1,005

5

655

5

1,105

## **Table of Contents**

#### Exhibit 99-1

Independent Accountant s Audit Report (Separate Financial Statements) of Shinhan Financial Group as of December 31, 2011

### Exhibit 99-2

Independent Accountant s Audit Report (Consolidated Financial Statements) of Shinhan Financial Group as of December 31, 2011

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#### **SIGNATURES**

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

SHINHAN FINANCIAL GROUP CO., LTD.

By /s/ Jung Kee Min Name: Jung Kee Min Title: Chief Financial Officer

Date: March 30, 2012

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