

SHINHAN FINANCIAL GROUP CO LTD  
Form 6-K  
February 21, 2017

**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 February 2017**

**SHINHAN FINANCIAL GROUP CO., LTD.**

**(Translation of registrant's name into English)**

**20, Sejong-daero 9-gil, Jung-gu, Seoul 04513, 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.

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Form 20-F

Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

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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- n/a.

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**Letter to the Shareholders**

Shinhan Financial Group

20, Sejong-daero 9-gil, Jung-gu,

Seoul 04513, Korea

February 21, 2017

Dear Shareholders,

The Board invites you to attend the Annual General Meeting of Shareholders( AGM ) to be held on **Thursday March 23<sup>rd</sup> Auditorium, 20th floor, Shinhan Bank, 20, Sejong-daero 9-gil, Jung-gu, Seoul 04513, Korea**. The AGM offers a valuable opportunity for you to meet the members of our Board and senior management and to ask questions on the operation, management and other issues relating to the Group.

The items of business to be considered at the AGM are described in detail in the notice of the AGM which follows this letter. **Your participation at the AGM is very important and you can exercise your right to vote whether you choose to attend the meeting or not.**

The Board believes sound corporate governance is crucial to our development in the long term and aspires to a high standard of governance. As part of our ongoing efforts to enhance our corporate governance and transparency, **we have provided in this circular background information to the resolutions to be proposed at the AGM including biographical details of the Directors standing for election/re-election explanatory statement for relevant proposals, and information on voting and other issues relating to the AGM** so that shareholders have a better understanding of their rights and can make an informed decision in relation to the subject matters of the AGM.

**The Board considers that all resolutions proposed for consideration and approval by the shareholders at the AGM are in the best interests of the Company and its shareholders as a whole.** Accordingly, the Board recommends the shareholders to vote in favour of the proposed resolutions.

We look forward to seeing you and answering your questions at the AGM.

Yours faithfully,

On behalf of the Board

Han Dongwoo

*Chairman & CEO of Shinhan Financial Group*

**Convocation Notice of the 16th Annual General Meeting of Shareholders**

Notice is hereby given that the 16th Annual General Meeting of Shareholders of Shinhan Financial Group will be held as described hereunder and your attendance is cordially requested.

**Meeting Description**

1. Date and Time: March 23, 2017 10 A.M. in Seoul time.

2. Place: Auditorium, 20th floor, Shinhan Bank, 20, Sejong-daero 9-gil, Jung-gu, Seoul 04513, Korea  
**Agendas to be voted on:**

1) Approval of Financial Statements (Including Statements of Appropriation of Retained Earnings) for fiscal year 2016 (January 1, 2016 ~ December 31, 2016)

2) Approval of Revision to Articles of Incorporation

3) Appointment of Directors (1 Executive Director, 1 Non-Executive Director & 6 Outside Directors)

3-1) Executive Director Candidate : Mr. Cho Yong-byoung

3-2) Non-Executive Director Candidate : Mr. Wi Sung-ho

3-3) Outside Director Candidate : Mr. Park Ansoon

3-4) Outside Director Candidate : Mr. Park Cheul

3-5) Outside Director Candidate : Mr. Lee Sang-kyung

3-6) Outside Director Candidate : Mr. Joo Jaeseong

3-7) Outside Director Candidate : Mr. Yuki Hirakawa

3-8) Outside Director Candidate : Mr. Philippe Avril

- 4) Appointment of Outside Director who will serve as Audit Committee Member
- Outside Director Candidate : Mr. Lee Manwoo

- 5) Appointment of Audit Committee Member (2 members)

5-1) Audit Committee Member Candidate: Mr. Lee Sang-kyung

5-2) Audit Committee Member Candidate: Mr. Lee Steven Sung-ryang

- 6) Approval of the Maximum Limit on Director Remuneration



**Meeting Agendas**

**Agenda Item No. 1** Approval of Financial Statements

(Separate Financial Statements & Consolidated Financial Statements for fiscal year 2016 (January 1, 2016 ~ December 31, 2016), Including Statements of Appropriation of Retained Earnings)

**Voting Item(s)**

Pursuant to Article 449 of the Commercial Act, we seek shareholders' approval during the Annual General Meeting of Shareholders on the Company's separate financial statements and consolidated financial statements for fiscal year 2016.

**Business Results for FY 2016 (stand-alone or separate basis)**

Shinhan Financial Group is a financial holding company established in accordance with the Financial Holding Company Acts and engages in the primary business of 1) controlling or managing companies that either provide financial services or are closely related to financial business through ownership of shares, 2) investing in or providing financial support to subsidiaries and to raise capital necessary for financial support, and 3) supporting the business of subsidiaries for joint development, marketing of new products and joint utilization of facilities and ICT systems and etc.

As of December 31, 2016, Shinhan Financial Group consists of 13 direct subsidiaries that include Shinhan Bank, Shinhan Card, Shinhan Investment Corp., Shinhan Life Insurance and Shinhan BNP Paribas Asset Management, and 24 indirect subsidiaries.

During the fiscal year of 2016, Shinhan Financial Group received annual dividend for FY 2015 from its subsidiaries that amounts KRW 1,646.1 billion in total. In addition, as the owner of Shinhan brand trademark, Shinhan Financial Group received brand fees from users of our brand and recognized brand fee income of total KRW 46.7 billion in 2016.

**Business Results of FY 2016 (consolidated basis)**

For the fiscal year 2016, Shinhan Financial Group recorded KRW 2,774.8 billion of consolidated net income attributable to equity shareholders.

Group net income increased by 17.2% year-on-year attributed to increase in earnings from bank subsidiaries.

Interest income increased by 7.7% year-on-year attributed to moderate loan growth coupled with well-protected NIM, whereas non-interest income decreased by 12.0% year-on-year due to decreased non-recurring sales gains from securities disposal and mortgage loans sell-off(Relief loan).

Group's accumulated provision for credit losses increased by 12.3% year-on-year to KRW 1,165.1 billion, mainly due to restructuring companies such as shipbuilding and shipping. However, Group recurring credit costs has consistently enter into improving trajectory attributed to consistent credit risk management and disciplined credit appetite.

**(Subsidiaries Income Reflecting**

| <b>SFG Ownership, in KRW bil.)</b> | <b>FY<br/>2016</b> | <b>FY<br/>2015</b> | <b>YoY%</b> |
|------------------------------------|--------------------|--------------------|-------------|
| <b>Bank (a)</b>                    | <b>1,957.6</b>     | <b>1,503.0</b>     | <b>30.2</b> |
| Shinhan Bank                       | 1,940.3            | 1,489.7            | 30.2        |
| Jeju Bank                          | 17.3               | 13.4               | 29.7        |
| <b>Non-Bank (b)</b>                | <b>1,045.7</b>     | <b>1,087.5</b>     | <b>-3.8</b> |
| Shinhan Card                       | 715.9              | 694.8              | 3.0         |
| Shinhan Investment Corp.           | 115.4              | 215.5              | -46.4       |
| Shinhan Life Insurance             | 150.6              | 100.2              | 50.2        |
| Shinhan BNPP AM                    | 9.3                | 15.4               | -39.5       |
| Shinhan Capital                    | 33.9               | 46.1               | -26.5       |
| Shinhan Savings Bank               | 12.5               | 8.0                | 56.0        |
| Shinhan Data System                | 1.2                | 1.0                | 13.4        |
| Shinhan AITAS                      | 7.6                | 6.4                | 19.0        |
| Shinhan Credit Information         | -1.2               | 0.7                | n.a.        |
| Shinhan Private Equity             | 0.5                | -0.6               | n.a.        |
| <b>SFG (a+b)</b>                   | <b>3,003.3</b>     | <b>2,590.5</b>     | <b>15.9</b> |
| <b>Consolidate Net Income</b>      | <b>2,774.8</b>     | <b>2,367.2</b>     | <b>17.2</b> |

Shinhan Bank reported net income of KRW 1,940.3 billion, increased by 30.2% from the previous year and Jeju Bank reported net income of KRW 17.3 billion, up by 29.7% from 2015.

Non-bank subsidiaries realized a combined net income of KRW 1,045.7 billion, decreased by 3.8% from 2015. Shinhan Card and Shinhan Life Insurance net profits increased by 3.0% and 50.2% year-on-year respectively, whereas Shinhan Investment Corp. and Shinhan BNPP AM decreased by 46.4% and 39.5% year-on-year.

The net income contribution from non-bank subsidiaries in 2016 decreased down to 35% from 42% in 2015.

| Net profits reported by         | Net Income Contribution |
|---------------------------------|-------------------------|
| <b>Shinhan Bank</b>             | 65%                     |
| <b>Shinhan Card</b>             | 24%                     |
| <b>Shinhan Investment Corp.</b> | 4%                      |
| <b>Shinhan Life Insurance</b>   | 5%                      |
| <b>Other Subsidiaries</b>       | 2%                      |

### Dividend Distribution

We have been making efforts to increase shareholder value through consistent and sustainable shareholder return policy and in connection with this efforts, the BOD has proposed KRW 1,450 dividend per common share for FY2016 which is 20.8% increase from the previous year and the total dividend amount is KRW 688 bil. (payout ratio : FY2015 24.0% g FY2016 24.8%)

| Dividend for Common Stocks      | FY2016       | FY2015       | FY2014       |
|---------------------------------|--------------|--------------|--------------|
| <b>Dividend per Share</b>       | KRW 1,450    | KRW 1,200    | KRW 950      |
| <b>Total Amount of Dividend</b> | KRW 688 bil. | KRW 569 bil. | KRW 450 bil. |
| <b>Dividend Payout Ratio</b>    | 24.8%        | 24.0%        | 21.6%        |
| <b>Dividend Yield</b>           | 3.1%         | 2.9%         | 2.0%         |

(Based on the Korea Exchange)

- Please refer to Appendix A for the separate financial statements and Consolidate financial statements of Shinhan Financial Group. For more detailed information of notes to financial statements, please refer to the audit report through a 6-K filing disclosure provisionally scheduled to be released on 8 March, 2017, allowing shareholders to view the financial statements at least two weeks to review prior to the Annual General Meeting.

**Agenda Item No. 2** Approval of Revisions to Articles of Incorporation

**Voting Item(s)**

Pursuant to Article 433 of the Commercial Act, we seek shareholders' approval during the Annual General Meeting of Shareholders on revision to the Articles of Incorporation. In particular articles 38, 39, 48 and 51. Outlined below are the articles as they stand, alongside the proposed amendments.

| Current Provisions  | Proposed Amendments   | Rationale for Change  |
|---|---|---|
| <b>Article 1 ~ 37</b>   | [No change]   |   |
| <b>Article 38 (Term of Director)</b>  | <b>Article 38 (Term of Director)</b>  | To reflect the Article 6, Paragraph 1, Subparagraph 7 of the Act on Corporate Governance of Financial Companies           |
| (1) The term of office of the Director shall be determined at the General Meeting of Shareholders to the extent not exceeding three years, and the Director may be re-appointed. Provided that, the term of office of the Outside Director shall be no more than two years (or, in the case of reappointment, no more than one year), and the Outside Director may not serve consecutive terms in excess of five years. | (1) The term of office of the Director shall be determined at the General Meeting of Shareholders to the extent not exceeding three years, and the Director may be re-appointed. Provided that, the term of office of the Outside Director shall be no more than two years (or, in the case of reappointment, no more than one year), and the Outside Director may not serve as an outside director of the Company for a total of more than six years, or as an outside director of the Company or any of its subsidiaries for a total of more than nine years. |   |
| (2)   | (2) [No change]   |   |
| <b>Article 39 (Eligibility of Outside Director)</b>   | <b>Article 39 (Eligibility of Outside Director)</b>   | To reflect the Article 8, Paragraph 4 of the Enforcement Decree of the Act on Corporate Governance of Financial Companies |
| (1) The Company shall appoint a person with expertise and general knowledge as an outside director considering the qualifications set forth in each of the following subparagraphs.   | (1) The Company shall appoint a person with expertise and general knowledge as an outside director considering the qualifications set forth in each of the following subparagraphs.   |   |
| 1. Whether such person possesses sufficient work experience or expert knowledge in relevant areas, such as finance, economy, business administration, accounting or legal affairs, to the extent necessary to perform   | 1. Whether such person possesses sufficient work experience or expert knowledge in relevant areas of financial businesses of financial institutions, such as finance, economy, business   |   |

duties as an Outside Director;

administration, accounting, legal affairs, consumer protection or information technology, to the extent necessary to perform duties as an Outside Director;

2. ~ 4.

2. ~ 4. [No change]

(2)

(2) [No change]

**Article 40 ~ 47**

[No change]

| Current Provisions   | Proposed Amendments  | Rationale for<br>Change   |
|--|--|---|
| <b>Article 48 (Committees under the Board of Directors)</b>  | <b>Article 48 (Committees under the Board of Directors)</b>  | This provision reflects each Subparagraph of Article 16, Paragraph 1 of the Act on Corporate Governance of Financial Companies. |
| (1) The Company shall maintain committees set forth in each of the following subparagraphs as its Committees under the Board of Directors on an ongoing basis. | (1) The Company shall maintain committees set forth in each of the following subparagraphs as its Committees under the Board of Directors on an ongoing basis. |   |
| 1. Governance and CEO Recommendation Committee;  | 1. Governance and CEO Recommendation Committee;  |   |
| 2. Board Steering Committee;   | 2. Board Steering Committee;   |   |
| 3. Audit Committee;  | 3. Audit Committee;  |   |
| 4. Outside Director Recommendation Committee;  | 4. Outside Director Recommendation Committee;  |   |
| 5. Risk Management Committee;  | 5. Risk Management Committee;  |   |
| 6. Compensation Committee;   | 6. Remuneration Committee;   |   |
| 7. Audit Committee Member Recommendation Committee; and  | 7. Audit Committee Member Recommendation Committee; and  |   |
| 8. Corporate Social Responsibility Committee   | 8. Corporate Social Responsibility Committee   |   |

(2~3)

**Article 49 ~ 50**

**Article 51 (Constitution of Audit Committee)**

(1) The Company shall have the Audit Committee, as prescribed by Article 41 Paragraph 1 of the Financial Holding Companies Act.

(2~3) [No change]

[No change]

**Article 51 (Constitution of Audit Committee)**

(1) The Company shall have the Audit Committee, as prescribed by article 41 paragraph 1 of the Act on Corporate Governance of Financial Companies.

This provision reflects Article 16, Paragraph 1, , Subparagraph 2 of the Act on Corporate Governance of Financial Companies.

(2~5)

**Article 52 ~ 61**

**Addenda(1) ~ Addenda(11)**

(2 ~ 5) [No change]

[No change]

**Addenda(1) ~ Addenda(11)**

[No change]

Addendum on the effective date has been newly added.

[Added]

Addenda (12)

Article 1 (Effective Date) These Articles of Incorporation shall become effective as of March 23, 2017.

**Agenda Item No. 3** Appointment of Directors

(1 Executive Director, 1 Non-Executive Director & 6 Outside Directors)

**Voting Item(s)**

Pursuant to Article 382 of the Commercial Act and Article 37 of the Company's Articles of Incorporation, we seek shareholders' approval during the Annual General Meeting of Shareholders on the appointment of directors.

At the 16th Annual General Meeting of Shareholders, the following 8 directors(1 Executive Director, 1 Non-Executive Director & 6 Outside Directors) will seek the approval of appointment from shareholders.

Agenda Item No. 3-1 Executive Director Candidate : Mr. Cho Yong-byoung

Agenda Item No. 3-2 Non-Executive Director Candidate : Mr. Wi Sung-ho

Agenda Item No. 3-3 Outside Director Candidate : Mr. Park Ansoon

Agenda Item No. 3-4 Outside Director Candidate : Mr. Park Cheul

Agenda Item No. 3-5 Outside Director Candidate : Mr. Lee Sang-kyung

Agenda Item No. 3-6 Outside Director Candidate : Mr. Joo Jaeseong

Agenda Item No. 3-7 Outside Director Candidate : Mr. Yuki Hirakawa

Agenda Item No. 3-8 Outside Director Candidate : Mr. Philippe Avril

**Overview**

The Board of Directors is currently composed of 12 directors, 1 executive director and 2 non-executive director and 9 outside directors. The terms of 1 executive director (Mr. Han Dongwoo), 2 non-executive directors (Messrs Cho Yong-byoung and Namkoong Hoon) and 6 outside directors (Messrs. Ko Boo-in, Park Cheul, Lee Manwoo, Lee Sang-kyung, Yuki Hirakawa, Philippe Avril) terms will be completed in March 2017 on the date of the Annual General Meeting of Shareholders.

In keeping with best practice the Company has established the Corporate Governance and CEO Recommendation committee, the Board Steering Committee and the Outside Director Recommendations committee under the Board of Directors who recommend, executive directors, non-executive directors and outside directors for the company respectively. In particular, the Outside Director Recommendations Committee is a committee under the Board of Directors and assesses the independence and ability of potential candidates for outside directors and recommends relevant candidates to the Board of Directors.



**Committee**

**Members**

Chair: Lee Sang-kyung (o)

**Corporate Governance and**

**CEO Recommendation Committee**

Members: Ko Boo-in (o), Park Cheul (o), Philippe Avril (o), Yuki Hirakawa (o),

Namkoong Hoon, Han Dongwoo

Chair: Han Dongwoo

**Board Steering Committee**

Members: Lee Sang-kyung (o), Lee Steven Sung-ryang (o), Yuki Hirakawa (o),

Namkoong Hoon

Chair: Lee Steven Sung-ryang (o)

**Outside Director Recommendation Committee**

Members: Lee Manwoo (o), Lee Jung-il (o), Lee Heun-ya (o), Han Dongwoo

*(o) Indicates outside directors*

**Director Recommendations**

The Corporate Governance and CEO Recommendation Committee recommended Mr. Cho Yong-byoung, the current CEO of Shinhan Bank, as a executive director for the Company. On February 21, 2017, the Board of Directors endorsed the nominee selected by the Corporate Governance and CEO Recommendation Committee.

The Board Steering Committee recommended Mr. Wi Sung-ho, the current CEO of Shinhan Card, as a non-executive director for the Company. On February 21, 2017, the Board of Directors endorsed the nominee selected by the Board Steering Committee.

The Outside Director Recommendation Committee under the Board of Directors recommended 6 outside directors, of which 4 directors, Messrs. Park Cheul, Lee Sang-kyung, Yuki Hirakawa and Philippe Avril are to renew their terms. Messrs. Park Ansoon and Joo Jaeseong have been newly nominated and recommended as an outside directors. On February 21, 2017, the Board of Directors endorsed the nominees selected by the Outside Director Recommendation Committee.

The Board of Directors recommends a vote FOR the election of the aforementioned candidates;

**Members of the Board of Directors after the 16<sup>th</sup> AGM**

| Name                    | Director Classification | Gender | Date of Birth | Nationality | Professional            | End of Tenure | Share Ownership | BoD Meeting Attendance Rate |
|-------------------------|-------------------------|--------|---------------|-------------|-------------------------|---------------|-----------------|-----------------------------|
| <b>Cho Yong-byoung*</b> | Executive Director      | Male   | Jun. 30, 1957 | Korea       | Finance                 | FY2019<br>AGM | 0.00%           | n/a                         |
| <b>Wi Sung-ho*</b>      | Non-Executive Director  | Male   | Jun. 12, 1958 | Korea       | Finance                 | FY2018<br>AGM | n/a             | n/a                         |
| <b>Park Ansoon*</b>     | Outside Director        | Male   | Jan. 24, 1945 | Korea       | Business Administration | FY2018<br>AGM | n/a             | n/a                         |
| <b>Park Cheul</b>       | Outside Director        | Male   | Apr. 27, 1946 | Korea       | Economics               | FY2017<br>AGM |                 | 100%                        |
| <b>Lee Manwoo</b>       | Outside Director        | Male   | Nov. 22, 1954 | Korea       | Accounting              | FY2017<br>AGM |                 | 100%                        |

| Name                         | Director Classification | Gender | Date          |             | Professional            | End of Tenure | Share Ownership | BoD Meeting Attendance Rate |
|------------------------------|-------------------------|--------|---------------|-------------|-------------------------|---------------|-----------------|-----------------------------|
|                              |                         |        | of Birth      | Nationality |                         |               |                 |                             |
| <b>Lee Sang-kyung</b>        | Outside Director        | Male   | Sep. 20, 1945 | Korea       | Legal Affairs           | FY2017<br>AGM |                 | 100%                        |
| <b>Lee Steven Sung-ryang</b> | Outside Director        | Male   | Aug. 30, 1955 | U.S.A       | Economics               | FY2017<br>AGM |                 | 100%                        |
| <b>Lee Jung-il</b>           | Outside Director        | Male   | Aug. 28, 1952 | Korea       | Business Administration | FY2017<br>AGM | 0.06%           | 100%                        |
| <b>Lee Heun-ya</b>           | Outside Director        | Male   | Sep. 10, 1959 | Korea       | Business Administration | FY2017<br>AGM | 0.15%           | 100%                        |
| <b>Joo Jaeseong*</b>         | Outside Director        | Male   | Jau. 17, 1956 | Korea       | Finance                 | FY2018<br>AGM | n/a             | n/a                         |
| <b>Yuki Hirakawa</b>         | Outside Director        | Male   | Oct. 21, 1960 | Japan       | Business Administration | FY2017<br>AGM | 0.00%           | 100%                        |
| <b>Philippe Avril</b>        | Outside Director        | Male   | Apr. 27, 1960 | France      | Finance                 | FY2017<br>AGM |                 | 75%                         |

\* (Newly appointed)

Please refer to the *Additional information* section provided at the end of this document for information on the a) Members of the Board of Directors after the 16th Annual General Meeting of Shareholders and b) Committees of Board of Directors.

## Agenda Item No.3-1 Executive Director Candidate

Mr. Cho Yong-byoung

|  |   |
|--|---|
| 1. Date of Birth   | June 30, 1957   |
| 2. Nominator   | The Corporate Governance and CEO Recommendation Committee           |
| 3. Relation to the largest shareholder                   | None  |
| 4. Business transaction with SFG during the last 3 years | None  |
| 5. Term of Office  | From Mar. 23, 2017 until the 19 <sup>th</sup> AGM<br><br>(3 years)  |
| 6. Current Position                                      | President and CEO of Shinhan Bank                                   |
| 7. New Appointment                                       | Yes   |
| 7-1 If incumbent, prior year BoD meeting attendance rate | N.A.  |
| 8. Education   | B.A. in Law, Korea University                                       |
| 9. Main Work Experience                                  |   |
| 2015 - current   | President and CEO, Shinhan Bank                                     |
| 2013 - 2015  | CEO, Shinhan BNP Paribas Asset Management                           |
| 2011 - 2013  | Deputy President of Retail Business Development Group, Shinhan Bank |
| 2010 - 2011  | Executive Vice President of Management Support Group, Shinhan Bank  |
| 2009 - 2010  | Executive Vice President of Global Business Group, Shinhan Bank     |

**Reasons for recommendation**

Mr. Cho is a seasoned executive and has been nominated to serve on the Board because of his extensive experience and expertise in the financial services industry. Through his role as Chief Executive Officer of Shinhan Bank, his prior experience as CEO of Shinhan BNP Asset management and various other leadership roles across Shinhan Bank, Mr. Cho has garnered strong operating experience across all of Shinhan's businesses, including global business, consumer banking, corporate and investment banking, and securities and trading. His leadership, knowledge of the industry and familiarity with the Company's operations will prove to be an asset as the Company continues on its path to strong growth. Mr. Cho received B.A. in Law from Korea University. The committee newly nominated and recommended him as an executive director as he is expected to further contribute to the activities of the Board of Directors, and in turn, the development of the Company.

## Agenda Item No.3-2 Non-Executive Director Candidate

Mr. Wi Sung-ho

|  |   |
|--|---|
| 1. Date of Birth   | June 12, 1958   |
| 2. Nominator   | Board Steering Committee  |
| 3. Relation to the largest shareholder                   | None  |
| 4. Business transaction with SFG during the last 3 years | None  |
| 5. Term of Office  | From Mar.23, 2017 until the 18 <sup>th</sup> AGM<br><br>(2 years)                                     |
| 6. Current Position                                      | CEO, Shinhan Card   |
| 7. New Appointment                                       | Yes   |
| 7-1 If incumbent, prior year BoD meeting attendance rate | N.A.  |
| 8. Education   | B.A. in Economics, Korea University   |
| 9. Main Work Experience                                  |   |
| 2013 - current   | CEO, Shinhan Card   |
| 2011 - 2013  | Deputy President and Head of WM Group, Shinhan Bank and Shinhan Investment Corp.(concurrent position) |
| 2008 - 2011  | Deputy President, Shinhan Financial Group   |

**Reasons for recommendation**

Mr. Wi is an experienced financial services executive and finance professional and has been nominated to serve on the Board because of his extensive experience and expertise in financial industry. Mr. Wi currently serves as the Chief Executive Officer of Shinhan Card. Prior to this role, Mr. Wi has held various leadership positions in the Company including Deputy President of Shinhan Bank and Shinhan Investment Corp.(concurrent position). Additionally, through his time with the Company, Mr. Wi has gained experience across all of Shinhan's business operations, including card business, global business, wealth management, consumer banking and trading etc. Mr. Wi's knowledge of the Company as well as the industry is highly valued and his expertise will be beneficial in all matters concerning the Board of Directors. Mr. Wi received B.A. in Economics from Korea University. The committee newly nominated him as a non-executive director as he is expected to further contribute to the activities of the Board of Directors, and in turn, the development of the Company.

Agenda Item No.3-3 Outside Director Candidate

Mr. Park Ansoon

- |  |   |
|--|---|
| 1. Date of Birth   | January 24, 1945  |
| 2. Nominator   | Outside Director Recommendation Committee                     |
| 3. Relation to the largest shareholder                   | None  |
| 4. Business transaction with SFG during the last 3 years | None  |
| 5. Term of Office  | From Mar.23, 2017 until the 18 <sup>th</sup> AGM<br>(2 years) |
| 6. Current Position                                      | Chairman, Taisei Group Co., Ltd.                              |
| 7. New Appointment                                       | Yes   |