WOORI BANK Form 6-K May 15, 2017 Table of Contents

## SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### Form 6-K

# REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of May 2017

#### Woori Bank

(Translation of Registrant s name into English)

51, Sogong-ro, Jung-gu, Seoul, 04632, 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):

*Note:* Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): +65

*Note:* Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submission to furnish a report or other document that the registration foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant s home country), or under the rules of the home country exchange on which the registrant s securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant s security holders, and if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

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- 1. Summary of 2017 1Q Business Report
- 2. Exhibit 99.1 Woori Bank Review Report for 2017 1Q (Consolidated)
- 3. Exhibit 99.2 Woori Bank Review Report for 2017 1Q (Separate)

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## **Summary of 2017 First Quarter Business Report**

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Except where indicated otherwise, financial information contained in this document (including the attached financial statements) has been prepared in accordance with the Korean equivalent of International Financial Reporting Standards ( Korean IFRS ), which differ in certain important respects from generally accepted accounting principles in the United States.

All references to Woori Bank, we, us or the Bank are to Woori Bank and, unless the context requires otherwise, its subsidiaries. In addition, all references to Won or KRW in this document are to the currency of the Republic of Korea.

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## I. Introduction of the Bank

## 1. Overview of the Bank

## a. History

# (1) Background: Major developments.

March 27, 2001	Became a subsidiary of Woori Finance Holdings Co., Ltd. ( Woori Finance Holdings )				
December 31, 2001	er 31, 2001 Merged with the spun off banking division of Peace Bank of Korea				
January 31, 2002	Transferred the credit card business of Hanvit Bank to Woori Card				
May 22, 2003	Awarded Republic of Korea Corporate Image Grand Prize Grand Prize for CI and First Prize for Knowledge Management				
July 31, 2003	Merged with Woori Investment Bank				
March 31, 2004	Merged with Woori Credit Card				
September 7, 2004	Selected as 2004 Top Bank of Korea by British magazine The Bankers				
November 4, 2005	Opened the first comprehensive financial office in the financial sector, Woori Finance Plaza				
May 19, 2006	Established Korea BTL Infrastructure Fund				
December 1, 2006	Officially launched Woori Global Markets Asia Limited				
November 12, 2007	Established a local legal entity in China, Woori Bank China Ltd.				
January 9, 2008	Established a local legal entity in Russia, ZAO Woori Bank				
December 16, 2008	Issued 70,000,000 convertible preferred shares (par value KRW 5,000, issue price KRW 10,000)				
April 1, 2009	Issued 60,000,000 common shares for increase in capital				
April 1, 2009	Selected as Outstanding Company in Gender Equal Employment sponsored by the Ministry of Labor				
December 15, 2009	Awarded Asian Financial Culture Grand Prize Top Prize in Community Activities				
March 21, 2010	Woori Bank China Ltd. acquired qualification as a settlement bank for Renminbi currency in international trade				

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April 18, 2011	Woori Smile Microcredit executed an MOU to jointly support microcredit with the Ministry of Land, Transport and Maritime Affairs
August 24, 2011	Internet banking reached 10 million customers
April 25, 2012	Awarded 2012 Top Bank of Korea by the Asian Banker for two consecutive years
August 30, 2012	Awarded 2012 Asia PB Top Award by Asia Economic Daily
September 25, 2012	Woori Brazil Bank began business
October 11, 2012	Selected as Top Financial Institution for Anti-Money Laundering
November 7, 2012	Awarded Grand Prize for the First Awards for Protection of Financial Consumers in 2012 by the Korea Economic Daily
November 29, 2012	Awarded Presidential Award sponsored by the Financial Supervisory Commission for Anti-Money Laundering
December 6, 2012	Awarded 2012 Grand Prize for Small Loan Financing
December 13, 2012	Awarded Grand Prize for 2012 Aju Economy and Finance Award
January 17, 2013	Awarded Grand Prize for Top Customer Service
March 27, 2013	Awarded Grand Prize for Woori Bank Two Chairs PB services for four consecutive years
April 1, 2013	Spun off its credit card business
June 14, 2013	Inaugurated the 48th President of the Bank, concurrently holding the position of the 6th President of Woori Finance Holdings
June 27, 2013	Number 1 in Korean Standard-Service Quality Index (KS-SQI) for three consecutive years
October 4, 2013	Selected by National Pension Fund as Top Foreign Exchange Bank
December 19, 2013	Awarded Grand Prize for Small Loan Finance sponsored by the FSS
January 3, 2014	Awarded final approval to acquire Indonesia s Saudara Bank
	115th anniversary of the establishment of the Bank
January 9, 2014	Awarded 2014 Grand Award for Customer Service
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February 21, 2014	Awarded Grand Prize for Republic of Korea Top Bank
March 26, 2014	The Bank re-selected as the main bank for the City of Seoul
March 29, 2014	Hansae Basketball team, the professional women s basketball team, won the overall championship for 2013-14
April 1, 2014	Established business agreement with Ministry of Health and Welfare for promotion of philanthropic culture
April 17, 2014	Woori Short Term National/Public Bond Fund reached KRW 100 billion in commitments
April 24, 2014	Became the First domestic bank to issue Basel III subordinated debt in foreign currency (USD 1 billion)
May 21, 2014	Awarded Korea s Top Bank in Money Management by Asian Banker in 2014
May 29, 2014	Executed business agreement with the Patent Office for promotion of IP finance
June 2, 2014	Executed business agreement with Korea Housing Guarantee Co., Ltd. for dealing and managing Guaranteed Standard PF Loans
June 26, 2014	The Bank selected by the Ministry of Trade, Industry and Energy as the exclusive bank for R&D Project Development
July 28, 2014	The Bank s board of directors approves the merger between Woori Finance Holdings and Woori Bank (the Merger )
September 30, 2014	The Korea Deposit Insurance Corporation (the $$ KDIC $$ ) announced the sale of the controlling stake (30%) in Woori Bank
October 10, 2014	The first Korean bank to issue Yuan-denominated bonds
November 1, 2014	Woori Finance Holdings merged with and into the Bank
November 10, 2014	Opened office in Vladivostok, Russia
December 30, 2014	Inaugurated the 49th President of the Bank, Kwang-Goo Lee
	Awarded final approval to merge PT. Bank Woori Indonesia with Saudara Bank
February 26, 2015	PT. Bank Woori Saudara Indonesia officially launched

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March 31, 2015	Commemoration of the 100 year partnership between Woori Bank and Seoul Metropolitan Government
May 26, 2015	Launched mobile-only bank, WiBee Bank
	WiBee Bank mobile loan products released
August 20, 2015	Launched Woori-Samsung Pay Service
September 19, 2015	Launched first overseas service of WiBee Bank, WiBee Bank Cambodia
November 29, 2015	K-Bank is selected as the first internet-only bank
	(Woori Bank stake 10%)
January 6, 2016	Launched 1st bank mobile messenger service, WibeeTalk
June 24, 2016	First Korean Bank to launch offshore Won-Yuan clearing services
September 21, 2016	Successfully issued \$500 million foreign currency denominated contingent convertible bonds, the first in the form of perpetual bonds in Korea.
November 13, 2016	The FSC announced the KDIC s successful privatization efforts through the sales of a combined 29.7% ownership interest in Woori Bank to seven financial companies
December 8, 2016	Selected as 2016 Top Bank of Korea by British magazine The Bankers
December 27, 2016	Achievement of an overseas network comprising 250 branches
December 28, 2016	The number of users of WiBee platforms, WiBee Talk and WiBee Members, exceeds 3 million
January 12, 2017	Selected as the 2016 Best Korean Wealth Management Provider by British magazine World Finance
January 16, 2017	Opened Gurgaon Branch, India
February 5, 2017	Opened office in Katowice, Poland, the first among Korean banks
February 5, 2017	Launched SORi, the first voice recognition AI banking service in Korea

## b. Affiliated Companies

- (1) Overview of Business Group
  - 1. Name of business group: Woori Bank
- (2) Affiliated companies within the business group As of March 31, 2017

Type	Name of Company	Controlling Company	Notes
Company	Woori Bank	1 7	
First Tier Subsidiaries	Woori Card (equity ownership 100.0%) Woori Investment Bank (equity ownership 58.15%) Woori FIS (equity ownership 100.0%) Woori Private Equity Asset Management (equity ownership 100.0%) Woori Finance Research Institute (equity ownership 100.0%) Woori Credit Information (equity ownership 100.0%) Woori Fund Services (equity ownership 100.0%) Korea BTL Infrastructure Fund (equity ownership 99.87%) Woori America Bank (equity ownership 100.0%) PT. Bank Woori Saudara Indonesia (equity ownership 74.02%) AO Woori Bank (equity ownership 100.0% - 1 share) Woori Bank China Limited (equity ownership 100.0%) Woori Bank Brasil (equity ownership 100.0% - 1 share) Woori Finance Cambodia (equity ownership 100.0%) Woori Finance Myanmar (equity ownership 100.0%) Woori Wealth Bank Philippines (equity ownership 51%) Woori Global Markets Asia Ltd. (equity ownership 100.0%)	Woori Bank	18 companies
	Woori Private Equity Fund (equity ownership 2.94%) Woori Blackstone Korea Opportunity Private Equity Fund No.1		
		Woori Private	
Second Tier Subsidiaries	(equity ownership 4.95%) Woori Columbus Private Equity Fund No.1 (equity ownership 1.92%)	Equity	4 companies
	TUTU Finance-WCI Myanmar (equity ownership 100.0%)	Woori Card	

\* Listed Companies: Woori Bank, Woori Investment Bank and PT. Bank Woori Saudara Indonesia

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## 2. Capital Structure (Changes in Capital)

As of March 31, 2017 (units: Won, shares)

Stock Decrease/Increase						
Date	Category	Type	Quantity	Par Value Is	sue price	Note
4.1.2013	Capital reduction with compensation	Common	153,797,130	5,000	5,000	Capital reduction due to spin off of credit card business
4.1.2013	Capital reduction with compensation	Preferred	15,469,070	5,000	10,000	Capital reduction due to spin off of credit card business
6.5.2013	Exercise of conversion rights	Common	54,530,930	5,000	10,000	Reduction of preferred shares due to exercise of rights to convert convertible preferred shares
6.5.2013	Exercise of conversion rights	Preferred	54,530,930	5,000	10,000	Increase in common shares due to exercise of rights to convert convertible preferred shares
11.3.2014		Common	596,690,380	5,000	5,000	Capital reduction due to the merger with Woori Finance Holdings
11.3.2014		Common	676,278,371	5,000	5,000	Increase in common shares (new issuance of shares) due to the merger with Woori Finance Holdings
10.2.2015		Common	278,371	5,000		Retirement of shares*

<sup>\*</sup> Upon consummation of the merger with Woori Finance Holdings, 596,690,380 shares of the Bank were cancelled and 676,278,371 shares were newly issued according to the merger ratio.

#### 3. Total Number of Authorized Shares

As of March 31, 2017 (unit: shares)

	Type			
Items	<b>Common Shares</b>	Total		
Total number of shares authorized	5,000,000,000	5,000,000,000		
Total number of shares issued to date	676,000,000	676,000,000		
Number of treasury shares	2,728,774	2,728,774		
Number of outstanding shares	673,271,226	673,271,226		

<sup>\*</sup> On October 2, 2015, 278,371 shares were retired and the total number of shares issued changed to 676,000,000 shares. There was no decrease to Woori Bank s capital as the number of outstanding shares remains the same. [Related Disclosure: Report on Form 6-K submitted by Woori Bank on September 11, 2015, entitled Resolution Relating to Retirement of Shares.]

- \* Upon consummation of the merger with Woori Finance Holdings, 596,690,380 shares of the Bank were cancelled and 676,278,371 shares were newly issued according to the merger ratio.
- \* On September 30, 2015 Woori Bank terminated its trust agreement and acquired 2,913,155 treasury shares which were deposited into Woori Bank s treasury share account. On October 2, 2015, 278,371 of such acquired shares were retired. [Related Disclosure: Report on Form 6-K submitted by Woori Bank on September 11, 2015, entitled Resolution Relating to Retirement of Shares.]

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## 4. Voting Rights

As of March 31, 2017 (unit: shares)

Items		Number of stock	Notes
Total number of shares issued	Common Shares Preferred Shares	676,000,000	
Number of shares without voting rights	Common Shares Preferred Shares	2,728,774	Note 1)
Number of shares for which voting rights are excluded pursuant to the articles of incorporation	Common Shares Preferred Shares		
Number of shares for which voting rights are limited by law	Common Shares Preferred Shares	2,661,978	Note 2)
Number of shares for which voting rights have been restored	Common Shares Preferred Shares		
Number of shares for which voting rights may be exercised	Common Shares Preferred Shares	670,609,248	

Note 1) The shares without voting rights are treasury shares. Please see I. Introduction of the Bank 3. Total Number of Authorized Shares.

Note 2) Pursuant to Article 16-2(2) of the Banking Act, a non-financial business operator is restricted from exercising voting rights in excess of 4% of the total number of outstanding voting shares of a bank.

## 5. Dividend Information

Items		2017 1Q	2016	2015
Par value per share (Won)		5,000	5,000	5,000
Net profit (Millions of Won)		637,473	1,261,266	1,059,157
Earnings per share (Won)		874	1,567	1,301
Total cash dividends (Millions of Won)			269,308	336,636
Total stock dividends (Millions of Won)				
Cash dividend payout ratio (%)			21.35	31.8
Cook dividend viold (%)	Common Shares		3.01	5.50
Cash dividend yield (%)	Preferred Shares			
Stock dividend viold (%)	Common Shares			
Stock dividend yield (%)	Preferred Shares			
Cash dividend per share (Wen)	Common Shares		400	500
Cash dividend per share (Won)	Preferred Shares			
Stook dividend non shore (Wen)	Common Shares			
Stock dividend per share (Won)	Preferred Shares			

- \* Based on K-IFRS consolidated financial statements
- \* 2015 figures include interim dividends

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## **II.** Business Overview

## 1. Results of Operations

As of March 31, 2017 (unit: 100 millions of Won)

Type	1Q 2017	1Q 2016	2016	2015
Operating income	8,797	5,563	15,742	13,516
Non-operating income	602	467	1,690	3,140
Non-operating expenses	1,113	376	1,898	2,136
Ordinary profits	8,286	5,654	15,534	14,519
Income from continuing operations before income tax	8,286	5,654	15,534	14,519
Income tax expense from continuing operations	1,859	1,189	2,759	3,766
Income from discontinued operations				
Net income	6,427	4,465	12,775	10,754

<sup>\*</sup> Based on K- IFRS consolidated financial statements

## 2. Business Performance by Operation

## a. Deposit Services

As of March 31, 2017 (unit: millions of Won)

Type		1Q 2017	2016	2015
Deposits received in local currency	Demand deposits	7,939,880	9,491,680	9,728,839
	Money trusts	1,370,427	1,360,176	1,304,268
	Fixed deposits	185,765,974	183,723,369	175,598,522
	Mutual funds	36,373		