

KOREA ELECTRIC POWER CORP
Form 6-K
March 16, 2015

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 2015

KOREA ELECTRIC POWER CORPORATION

(Translation of registrant's name into English)

55 Jeollyeok-ro, Naju-si, Jeollanam-do, 520-350, 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): ☐

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

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

Yes ☐ No ☒

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

This Report of Foreign Private Issuer on Form 6-K is deemed filed for all purposes under the Securities Act of 1933, as amended, and the Securities Exchange Act of 1934, as amended.

Korea Electric Power Corporation (KEPCO) hereby calls the annual ordinary general meeting of shareholders (AGM) and seeks the attendance of its shareholders.

The following is an English translation of the notice given to the shareholders in connection with the AGM:

To: Shareholders

From: Cho, Hwan-Eik, President & CEO of KEPCO

We hereby call the 54th annual ordinary general meeting of shareholders pursuant to Article 18 of the Articles of Incorporation of Korea Electric Power Corporation as follows and seek your attendance. Pursuant to Article 542-4 of the Commercial Code, this notice shall be in lieu of notices to be given to the shareholders.

1. **Date / Time:** March 31, 2015 / 10:00 a.m. (Seoul Time)
2. **Location:** 55 Jeollyeok-ro, Naju-si, Jeollanam-do, 520-350
Korea Electric Power Corporation

3. **Items to be Reported:**

Audit report

Management report on KEPCO's operation

4. **Agenda for Shareholder Approval:**

- 1) Approval of financial statements for the 54th fiscal year
- 2) Approval of the ceiling amount of remuneration for directors in 2015
- 3) Election of the standing director: Mr. Chang, Jae-Won
- 4) Election of the non-standing director and member of the Audit Committee: Mr. Sung, Tae-Hyun

Details on the proposed agenda for the AGM are attached hereto.

SIGNATURES

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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.

By: /s/ Ko, Weon-Gun

Name: Ko, Weon-Gun

Title: Vice President

Date: March 16, 2015

Attachment

Agenda 1. Approval of Financial Statements for the 54th Fiscal Year

Disclaimer: The financial statements for the 54th fiscal year as presented below is in accordance with the International Financial Reporting Standard adopted in Korea (K-IFRS), and are subject to change based on the audit of KEPCO's independent accountants.

KOREA ELECTRIC POWER CORPORATION AND SUBSIDIARIES**CONSOLIDATED STATEMENTS OF FINANCIAL POSITION****AS OF DECEMBER 31, 2014 AND DECEMBER 31, 2013**

	Dec. 31, 2014	Dec. 31, 2013
	(KRW in millions)	
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	1,796,300	2,232,313
Current financial assets, net	176,428	436,213
Trade and other receivables, net	7,697,862	7,526,311
Inventories, net	4,537,469	4,279,593
Income tax receivables	18,475	223,803
Current non-financial assets	502,511	570,845
Assets held-for-sale	2,090,810	
	16,819,855	15,269,078
NON-CURRENT ASSETS:		
Non-current financial assets, net	2,040,921	1,902,953
Non-current trade and other receivables, net	1,724,357	1,644,333
Property, plant and equipment, net	135,812,499	129,637,596
Investment properties, net	317,264	538,327
Goodwill	2,582	2,582
Intangible assets other than goodwill, net	821,060	810,664
Investments in joint ventures	1,166,894	1,106,181
Investments in associates	4,341,830	4,124,574
Deferred tax assets	526,934	359,535
Non-current non-financial assets	134,093	131,511
	146,888,434	140,258,256
Total Assets	163,708,289	155,527,334
LIABILITIES		
CURRENT LIABILITIES:		
Trade and other payables, net	6,128,604	5,892,763
Current financial liabilities, net	7,162,372	8,425,231
Income tax payables	570,550	51,407
Current non-financial liabilities	6,464,356	4,730,631
Current provisions	1,274,186	1,113,817
	21,600,068	20,213,849

NON-CURRENT LIABILITIES:

Non-current trade and other payables, net	3,806,735	3,971,519
Non-current financial liabilities, net	55,999,761	53,163,394
Non-current non-financial liabilities	6,946,410	6,985,641
Employee benefits obligations, net	1,277,415	2,137,296
Deferred tax liabilities, net	5,723,880	5,002,585
Non-current provisions	13,529,010	12,602,314
	87,283,211	83,862,749
Total Liabilities	108,883,279	104,076,598

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CONSOLIDATED STATEMENTS OF FINANCIAL POSITION (CONTINUED)**AS OF DECEMBER 31, 2014 AND DECEMBER 31, 2013**

	Dec. 31, 2014	Dec. 31, 2013
	(KRW in millions)	
<u>EQUITY</u>		
CONTRIBUTED CAPITAL:		
Shares issued	3,209,820	3,209,820
Share premium	843,758	843,758
	4,053,578	4,053,578
RETAINED EARNINGS:		
Legal reserves	1,604,910	1,603,919
Voluntary reserves	22,999,359	22,753,160
Unappropriated retained earnings	10,699,378	8,409,007
	35,303,647	32,766,086
OTHER COMPONENTS OF EQUITY:		
Other capital surpluses	1,151,402	830,982
Cumulative other comprehensive income	(202,269)	55,538
Treasury stocks		(741,489)
Other equity	13,294,973	13,294,973
	14,244,106	13,440,004
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY	53,601,331	50,259,668
NON-CONTROLLING INTERESTS	1,223,679	1,191,068
Total Equity	54,825,010	51,450,736
Total Liabilities and Equity	163,708,289	155,527,334

KOREA ELECTRIC POWER CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED DECEMBER 31, 2014 AND DECEMBER 31, 2013

	2014	2013
	(KRW in millions except per share amounts)	
SALES		
Sales of goods	53,706,828	51,132,803
Sales of service	451,013	326,619
Sales of construction contracts	2,965,185	2,253,083
Revenue related to transfer of assets from customers	351,857	325,290
	57,474,883	54,037,795
COST OF SALES		
Cost of sales of goods	46,509,555	47,983,987
Cost of sales of service	500,787	452,628
Cost of sales of construction contracts	2,752,610	2,159,023
	49,762,952	50,595,638
GROSS PROFIT	7,711,931	3,442,157
SELLING AND ADMINISTRATIVE EXPENSES	1,924,366	1,923,192
OPERATING PROFIT	5,787,565	1,518,965
OTHER NON-OPERATING INCOME	402,329	400,167
OTHER NON-OPERATING EXPENSES	88,220	99,811
OTHER GAINS, NET	107,396	128,514
FINANCE INCOME	885,290	629,542
FINANCE EXPENSES	3,140,038	2,931,622
Equity method income (loss) of associates and joint ventures	274,984	(42,243)
Share in income of associates and joint ventures	319,506	170,399
Gain on disposal of associates and joint ventures	87,521	1,725
Share in loss of associates and joint ventures	78,493	140,984
Loss on disposal of associates and joint ventures	1,271	45,291
Impairment loss on investments in associates and joint ventures	52,279	28,092
PROFITS (LOSS) BEFORE INCOME TAX	4,229,306	(396,488)
INCOME TAX EXPENSE (BENEFIT)	1,430,339	(570,794)

PROFIT FOR THE PERIOD	2,798,967	174,306
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CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (CONTINUED)**FOR THE YEARS ENDED DECEMBER 31, 2014 AND DECEMBER 31, 2013**

	2014	2013
	(KRW in millions except per share amounts)	
OTHER COMPREHENSIVE INCOME (LOSS)		
Items that will not be reclassified subsequently to profit or loss		
Defined benefit plan actuarial gain (loss), net of tax	(108,430)	132,457
Share in other comprehensive income (loss) of associates and joint ventures, net of tax	(1,899)	7,671
Items that may be reclassified subsequently to profit or loss:		
Net change in the unrealized fair value of available-for-sale financial assets, net of tax	(97,251)	86,570
Net change in the unrealized fair derivatives using cash flow hedge accounting, net of tax	(84,793)	29,332
Share in other comprehensive income (loss) of associates and joint ventures, net of tax	5,228	38,366
Foreign currency translation of foreign operations, net of tax	(70,576)	(108,625)
	(357,721)	185,771
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	2,441,246	360,077
PROFIT OR LOSS ATTRIBUTABLE TO;		
Owners of the Company	2,686,873	60,011
Non-controlling interests	112,094	114,295
	2,798,967	174,306
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO;		
Owners of the Company	2,335,827	245,384
Non-controlling interests	105,419	114,693
	2,441,246	360,077
EARNINGS PER SHARE;		
Basic earnings per share	4,290	96
Diluted earnings per share	4,290	96

KOREA ELECTRIC POWER CORPORATION

SEPARATE (NON-CONSOLIDATED) STATEMENTS OF FINANCIAL POSITION

AS OF DECEMBER 31, 2014 AND DECEMBER 31, 2013

	Won	
	Dec. 31, 2014	Dec. 31, 2013
	(KRW in millions)	
<u>ASSETS</u>		
CURRENT ASSETS:		
Cash and cash equivalents	614,514	731,833
Current financial assets	20,875	16,221
Trade and other receivables, net	6,995,697	6,872,873
Inventories, net	126,326	88,662
Income tax receivables	12,493	716
Current non-financial assets	72,425	62,896
Assets held-for-sale	2,056,207	
	9,898,537	7,773,201
NON-CURRENT ASSETS:		
Non-current financial assets	461,706	899,291
Non-current trade and other receivables, net	411,582	354,808
Property, plant and equipment, net	57,653,543	57,359,689
Investment properties, net	357,297	853,881
Intangible assets, net	56,277	63,238
Investments in subsidiaries	28,864,233	28,866,623
Investments in joint ventures	20,642	20,642
Investments in associates	1,956,568	2,021,302
Non-current non-financial assets	38,721	37,252
	89,820,569	90,476,726
Total Assets	99,719,106	98,249,927
<u>LIABILITIES</u>		
CURRENT LIABILITIES:		
Trade and other payables, net	5,614,840	4,513,403
Current financial liabilities, net	5,149,545	4,819,861
Current non-financial liabilities	7,446,189	5,339,106
Current provisions	298,160	309,019
	18,508,734	14,981,389

NON-CURRENT LIABILITIES:

Non-current trade and other payables, net	816,300	917,456
Non-current financial liabilities	27,807,868	30,701,559
Non-current non-financial liabilities	6,876,469	6,918,489
Employee benefits liabilities	558,295	1,500,508
Deferred tax liabilities	1,542,445	1,321,755
Non-current provisions	227,927	249,225
	37,829,304	41,608,992
Total Liabilities	56,338,038	56,590,381

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SEPARATE STATEMENTS OF FINANCIAL POSITION (CONTINUED)

AS OF DECEMBER 31, 2014 AND DECEMBER 31, 2013

	Won	
	Dec. 31, 2014	Dec. 31, 2013
	(KRW in millions)	
<u>SHAREHOLDER'S EQUITY</u>		
CONTRIBUTED EQUITY:		
Shares issued	3,209,820	3,209,820
Share premium	843,758	843,758
	4,053,578	4,053,578
RETAINED EARNINGS:		
Legal reserves	1,604,910	1,603,919
Voluntary reserves	22,999,360	22,753,161
Unappropriated retained earnings	1,041,789	303,263
	25,646,059	24,660,343
OTHER COMPONENTS OF EQUITY:		
Other capital surpluses	387,524	303,028
Cumulative other comprehensive income	(1,191)	88,988
Treasury stock		(741,489)
Other equity	13,295,098	13,295,098
	13,681,431	12,945,625
Total Shareholder's Equity	43,381,068	41,659,546
Total Liabilities and Equity	99,719,106	98,249,927

KOREA ELECTRIC POWER CORPORATION

SEPARATE (NON-CONSOLIDATED) STATEMENTS OF COMPREHENSIVE INCOME

FOR YEARS ENDED DECEMBER 31, 2014 AND 2013

	2014	2013
	(KRW in millions, except per share amounts)	
SALES		
Sales of goods	54,386,536	51,564,321
Sales of services	146,113	70,238
Sales of construction services	2,449,934	1,732,557
Revenue related to transfer of assets from customers	351,857	325,290
	57,334,440	53,692,406
COST OF SALES		
Costs of sales of goods	51,871,640	50,280,455
Costs of sales of services	290,426	238,017
Costs of sales of construction contracts	2,276,213	1,646,292
	54,438,279	52,164,764
GROSS PROFIT	2,896,161	1,527,642
SELLING AND ADMINISTRATIVE EXPENSES	1,222,453	1,264,647
OPERATING PROFIT	1,673,708	262,995
OTHER NON-OPERATING INCOME	285,784	243,806
OTHER NON-OPERATING EXPENSES	47,861	49,398
OTHER GAINS, NET	139,095	92,527
FINANCE INCOME	698,485	792,518
FINANCE EXPENSES	1,695,640	1,634,286
INCOME ON SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES	208,192	47,916
PROFIT (LOSS) BEFORE INCOME TAX	1,261,763	(243,922)
INCOME TAX EXPENSE (BENEFIT)	221,876	(482,229)
PROFIT FOR THE PERIOD	1,039,887	238,307
OTHER COMPREHENSIVE INCOME		

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Items that may be reclassified subsequently to profit or loss:		
Net change in the unrealized fair value of available-for-sale financial assets, net of tax	(90,179)	85,203
Items that will not be reclassified subsequently to profit or loss:		
Defined benefit plan actuarial gain, net of tax	1,902	64,956
	(88,277)	150,159
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	951,610	388,466
EARNINGS PER SHARE		
Basic earnings per share	1,660	382
Diluted earnings per share	1,660	382

STATEMENT OF APPROPRIATION OF RETAINED EARNINGS
FOR YEARS ENDED DECEMBER 31, 2013 AND DECEMBER 31, 2012

	For year ended,	
	2014	2013
	(KRW in millions)	
I. RETAINED EARNINGS BEFORE APPROPRIATIONS:		
Retained earnings carried over from prior year		
Effect of transition to K-IFRS		
Profit for the period	1,039,887	238,307
Defined benefit plan actuarial gain, net of tax	1,902	64,956
	1,041,789	303,263
II. TRANSFER FROM VOLUNTARY RESERVES:		
Reserve for business expansion		
III. I + II	1,041,789	303,263
IV. APPROPRIATIONS OF RETAINED EARNINGS:		
Legal reserve		(991)
Dividends (government, individual)	(320,982)	(56,073)
Reserve for business expansion	(720,807)	(246,199)
	(1,041,789)	(303,263)
V. UNAPPROPRIATED RETAINED EARNINGS TO BE CARRIED FORWARD TO SUBSEQUENT YEAR		

DIVIDEND PAYMENT
FOR THE FISCAL YEARS 2014 AND 2013

Fiscal year	2014		2013	
Dividend per share	KRW	500	KRW	90
Aggregate dividend amount	KRW 320,982,038,500		KRW 56,073,067,380	
Market value dividend ratio	1.1%		0.3%	

Agenda 2. Approval of the ceiling amount of remuneration for directors

Proposed aggregate ceiling on remuneration for directors:

2,012,072 thousand won in fiscal year 2015 (total number of directors: 15; number of non-standing directors: 8)

1,921,067 thousand won in fiscal year 2014 (total number of directors: 15; number of non-standing directors: 8)

Agenda 3. Election of a standing director

Name	Details
Chang, Jae-Won	Date of Birth: March 28, 1959
	Current Position: Vice President Transmission & Substation Construction Department, KEPCO
	Previous Positions: Vice President of Incheon District Division, KEPCO
	Education: Ph. D, Electrical Engineering, Rensselaer Polytechnic Institute

Agenda 4. Election of a Non-Standing Director and member of the Audit Committee

Name	Details
Sung, Tae-Hyun	Date of Birth: October 9, 1959
	Current Position: Professor, College of Electrical Engineering, Hanyang University
	Previous Positions: Member of board of directors for KIASC*
	*The Korea Institute of Applied Superconductivity and Cryogenics
	Education: Ph. D in Material Science and Engineering, Tokyo Institute of Technology