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Subject: Know Your Regulators: FSC, FSS, and KB Financial

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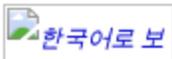


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## Know Your Regulators: FSC, FSS, and KB Financial



When operating in a foreign jurisdiction, it is important for a financial institution to understand the roles the various local regulatory authorities play and how the different regulatory bodies interact with one another. This is doubly true in Korea, in which financial regulators manage and regulate the industry very closely. For the financial sector players, the two key regulatory bodies in Korea are the Financial Services Commission (FSC) and the Financial Supervisory Services (FSS). The FSC covers banking, securities, insurance, and non-bank financial institutions. The primary function of the FSS is to examine and supervise a broad array of activities conducted by these financial institutions, and it can extend to other oversight and enforcement functions.

One recent development involving KB Financial Group's (listed on NYSE: KB) efforts to replace their electronic system demonstrates just how closely FSC and FSS supervise banks. KB Financial Group's main subsidiary Kookmin Bank holds and manages approximately US\$ 267 billion for its clients and itself, which is the largest in asset size among the Korean financial institutions. Kookmon Bank has been using IBM Korea's main electronic system since 2008, and was planning to move on to the Unix-based system

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when the IBM deal expired in the fall of 2015. The decision was at the final approval stage when IBM Korea offered a deep discount for renewal pricing, which Kookmin Bank's president Gunho Lee brought to the Kookmin Bank board to consider as an alternative. This proposal was ultimately rejected, and in April 2014, the Kookmin Bank board decided to proceed with the Unix deal.

Shortly after the decision, Lee reported the incident to the FSS, alleging KB Financial's Chairman Yongrok Lim exercised undue influence over the Kookmin Bank board members and caused them to falsify relevant records, pushing for the Unix deal. Based on the FSS's special investigation, the FSC decided to take disciplinary actions against both bank president Lee and holding company chairman Lim for failing to adequately supervise the review and determination process. Lee later resigned and Lim was reprimanded. Lim's appeal from the disciplinary action was withdrawn 10 days after commencement. KB Financial has announced that it will review the replacement plan from the scratch, and it is reported that IBM Korea will most likely be able to renew the existing contract.

This event is a clear example of the willingness of Korea's financial regulators to severely discipline even the highest level executives. In Korea, banks are very closely regulated to a point that the Korean financiers joke, with some justification, that the government runs all of Korea's financial institution. This is particularly true for a large institution like KB Financial and Kookmin Bank. Although, as a matter of form, there is a process of selecting the chief executives of KB Financial and Kookmin Bank in a neutral manner, the actual selection process involves heavy politicking, with much of the pressure coming from the Korean government itself.

On a cursory look, a row over selection of internal IT system may not appear to be a scandal significant enough for not one, but two, chief executives to lose their positions. However, because the FSC and the FSS do not hesitate to exercise their far-reaching power, any internal dissension exposed to the eyes and ears of Korea's financial regulators raises the possibility that severe consequences may follow. In certain instances, such drastic measure could be taken to resolve the issue quickly, rather than going through the long way of conducting thorough investigation. In short, when operating a financial business out of Korea, one must always remember that any internal strife may implicate regulatory scrutiny, and manage the company accordingly.

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