

1 November 2012





As of January 1, 2010 we adopted the Korean International Financial Reporting Standards (K-IFRS).

All financial information contained in this document is based on K-IFRS.

The aforementioned forward-looking statements are influenced by changes in the management environment and relative events, and by their nature, these statements refer to uncertain circumstances. Consequently, due to these uncertainties, the Company's actual future results may differ materially from those expressed or implied by such statements.

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In addition, the information contained herein has been prepared in advance, prior to being audited by external auditors, solely for the convenience of investors of the Company, and is subject to change in the process of final auditing by external auditors.

## 1. Financial Highlights



- In 3Q 2012, Revenues increased by 19.1% YoY and 1.3% QoQ due to increase in handset revenue and service revenue
- Service Revenue increased by 11.6% YoY and 3.1% QoQ due to increase in wireless revenues
- Operating Income turned red QoQ due to increase in marketing expenses leading to net loss of 6.1 billion KRW

(Unit: KRW billion)

Classification	3Q '11	2Q '12	3Q '12	Yo	ρY	Qo	oQ.
Classification	3Q 11	2Q 12	3Q 12	Amount	Growth	Amount	Growth
Revenues	2,382.0	2,799.0	2,836.2	454.2	19.1%	37.2	1.3%
Service Revenue	1,615.2	1,748.3	1,802.4	187.2	11.6%	54.1	3.1%
Handset Revenue	732.0	1,035.1	1,012.8	280.8	38.4%	(22.4)	-2.2%
Other Revenue	34.8	15.6	21.0	(13.8)	-39.6%	5.4	34.4%
Expenses	2,287.1	2,795.9	2,842.3	555.2	24.3%	46.4	1.7%
Operating Income	95.0	3.1	(6.1)	(101.1)	Turn Red	(9.2)	Turn Red
OP Margin	5.9%	0.2%	-0.3%	-	-6.2%p	-	-0.5%p
Operating Income(Guidance Basis) <sup>(1)</sup>	148.9	57.1	47.9	(101.1)	-67.9%	(9.2)	-16.2%
OP Margin(Guidance Basis) <sup>(2)</sup>	9.2%	3.3%	2.7%	-	-6.6%p	-	-0.6%p
Non-operating Income	21.1	18.7	18.1	(3.0)	-14.2%	(0.6)	-3.2%
Non-operating Expenses	47.8	73.2	75.2	27.4	57.5%	1.9	2.7%
Income Before Tax	68.3	(51.4)	(63.2)	(131.5)	Turn Red	(11.8)	
Income Tax	11.7	(19.3)	(24.8)	(36.5)	-311.0%	(5.5)	28.3%
Net Income	56.6	(32.1)	(38.4)	(95.0)	Turn Red	(6.3)	
EBITDA	399.2	341.5	350.6	(48.6)	-12.2%	9.0	2.6%
EBITDA Margin <sup>(3)</sup>	24.7%	19.5%	19.5%	-	-5.3%p	-	-0.1%p
CAPEX	520.3	438.3	398.7	(121.6)	-23.4%	(39.7)	-9.1%
Net Debt	3,382.8	4,290.4	4,349.1	966.3	28.6%	58.7	1.4%
Total Shareholders' Equity	3,936.2	3,780.1	3,730.1	(206.1)	-5.2%	(50.0)	-1.3%
Net Debt to Equity Ratio	85.9%	113.5%	116.6%	-	30.7%p	-	3.1%p
Marketing Expenses	354.1	486.6	499.7	145.7	41.1%	13.1	2.7%
Marketing Exp/Service Revenue	21.9%	27.8%	27.7%	-	5.8%p	-	-0.1%p

<sup>(1)</sup> Operating Income(Guidance Basis): Operating Income + Customer Value related Amortization expenses due to the merger (Amortization ends in 2012)

<sup>(2)</sup> OP Margin(Guidance Basis) : Operating Income(Guidance Basis)/Service Revenue (3) EBITDA Margin : EBITDA/Service Revenue

### 2. Wireless Business (LG Uplus Only)



- Wireless Revenue up by 22.6% YoY and 6.8% QoQ due to increased service revenue from LTE subscriber growth
- Wireless ARPU up by 13.5% YoY and 4.3% QoQ due to increased number of high value subscribers
- LTE subscribers increased to 3.56 million, up by 38.4% QoQ

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Classification	3Q '11	2Q '12	3Q '12	YoY	QoQ
Wireless Revenues	860.8	987.5	1,055.1	22.6%	6.8%
Service Revenue <sup>(1)</sup>	717.7	853.7	913.3	27.2%	7.0%
Interconnection	124.5	117.2	125.1	0.5%	6.7%
Sign-up Fee	18.6	16.6	16.8	-9.7%	1.0%

(1) Service Revenue : Monthly fee + Usage Charges + VAS + Sales Discount + Data

(Unit: KRW)

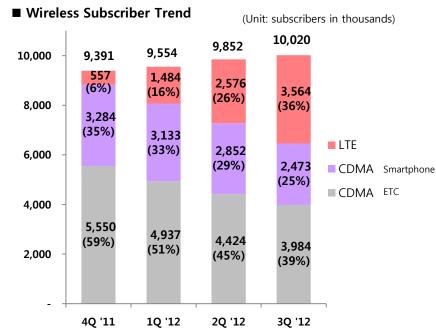
(Unit: KRW hillion)

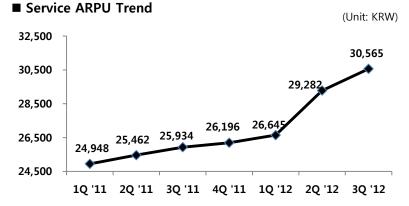
Classification	3Q '11	2Q '12	3Q '12	YoY	QoQ
Wireless ARPU	31,102	33,871	35,312	13.5%	4.3%
Service ARPU <sup>(2)</sup>	25,934	29,282	30,565	17.9%	4.4%

(2) Service ARPU: Service ARPU excludes Interconnection & Sign-up fee from Wireless ARPU

(Unit: Subscribers in thousands)

Classification	3Q '11	2Q '12	3Q '12	YoY	QoQ
Wireless Subscribers	9,305	9,852	10,020	7.7%	1.7%
LTE	-	2,576	3,564	-	38.4%
CDMA	9,305	7,276	6,457	-30.6%	-11.3%
New Subscribers	1,025	1,139	1,162	13.3%	2.0%
Churn-outs	905	842	994	9.8%	18.1%
Churn Rate	3.3%	2.9%	3.3%	0.1%p	0.4%p
Net Additions	120	298	168	40.0%	-43.4%
Average Subscribers	9,225	9,719	9,960	8.0%	2.5%





## 3. Wireline Business (LG Uplus Only)



- Wireline Revenues down by 1.1% YoY and 1.5% QoQ due to decrease in TPS revenue
- TPS Revenue down by 3.2% YoY due to decrease in broadband subscribers
- Data Revenue up by 2.8% YoY and 0.4% QoQ due to increased e-Biz related business
- Telephony Revenue down by 6.0% YoY due to decreased telephony usage

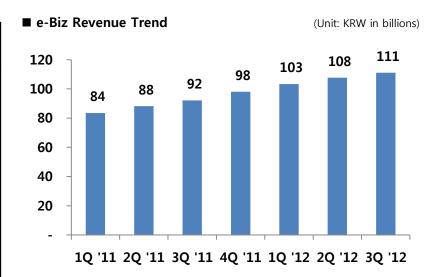
(Unit:	KRW	bil	lion	)
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Classification	3Q '11	2Q '12	3Q '12	YoY	QoQ
Wireline Revenues	756.5	759.7	748.3	-1.1%	-1.5%
TPS Revenue	297.4	299.8	287.8	-3.2%	-4.0%
IPTV	39.8	48.7	51.3	29.1%	5.4%
VoIP	74.0	70.5	68.4	-7.5%	-2.9%
Broadband	183.6	180.6	168.0	-8.5%	-7.0%
Data Revenue	329.2	337.1	338.5	2.8%	0.4%
e-Biz <sup>(1)</sup>	92.2	107.6	111.1	20.5%	3.2%
Leased Line	193.5	183.6	185.3	-4.2%	1.0%
IDC	32.6	36.1	34.7	6.6%	-3.9%
Solution	10.9	9.7	7.3	-33.0%	-24.8%
Telephony Revenue	129.9	122.8	122.0	-6.0%	-0.6%
Domestic	29.1	27.7	27.7	-5.0%	-0.1%
International	59.8	58.9	55.3	-7.6%	-6.2%
Value-Added	40.9	36.2	39.1	-4.5%	8.0%

<sup>(1)</sup> e-Biz: Webhard, e-Credit(Payment solution), SMS & Digital signage, etc.

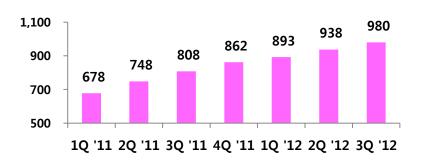
(Unit: Subscribers in thousands)

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Classification	3Q '11	2Q '12	3Q '12	YoY	QoQ
TPS Subscribers	6,784	7,102	7,225	6.5%	1.7%
IPTV	808	938	980	21.3%	4.5%
VoIP	3,143	3,409	3,509	11.6%	2.9%
Broadband	2,833	2,755	2,736	-3.4%	-0.7%
PSTN Subscribers	370	365	380	2.9%	4.3%



#### ■ IPTV Subscriber Trend

(Unit: subscribers in thousands)



### 4. Expense Breakdown



(Unit: KRW billion)

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Classification	3Q '11	2Q '12	3Q '12	YoY	QoQ
Operating Expenses	2,272.6	2,789.2	2,831.5	24.6%	1.5%
Wages	137.6	157.3	158.9	15.5%	1.0%
Depreciation	235.0	269.8	279.5	18.9%	3.6%
Amortization	69.3	68.6	77.2	11.5%	12.6%
Telecom Circuit Rent	64.9	68.8	70.5	8.6%	2.5%
Rental	68.4	71.7	74.5	8.9%	3.8%
Outsourcing	63.4	65.0	65.5	3.4%	0.7%
Electricty Fee	29.4	26.8	39.9	35.7%	48.7%
Repair Expense	23.4	26.3	25.3	8.4%	-3.7%
Interconnection	165.8	163.9	166.9	0.7%	1.8%
Settlement	43.1	43.9	43.7	1.3%	-0.5%
Fees & Charges	206.1	232.1	233.4	13.2%	0.6%
Sales Comission*	426.8	626.5	612.8	43.6%	-2.2%
Advertising*	69.2	68.2	61.9	-10.6%	-9.3%
Cost of Handsets Sold	607.0	841.3	852.8	40.5%	1.4%
Handset Purchase*	590.1	827.0	837.9	42.0%	1.3%
Etc	16.9	14.3	14.9	-11.7%	4.2%
Ordinary R&D Expense	20.5	18.6	17.1	-16.4%	-8.1%
Taxes & Dues	9.9	2.9	9.1	-8.4%	211.4%
Others	32.9	37.3	42.6	29.5%	14.1%
Other Operating Expenses	14.5	6.7	10.8	-25.8%	61.5%

<sup>\*</sup> Marketing Expense items

(Unit: KRW billion)

Classification	3Q '11	2Q '12	3Q '12	YoY	QoQ
Total Marketing Expenses	354.1	486.6	499.7	41.1%	2.7%
Sales Commission	426.8	626.5	612.8	43.6%	-2.2%
Advertising	69.2	68.2	61.9	-10.6%	-9.3%
Gross Profit from Handset Sales	(141.9)	(208.1)	(174.9)	23.2%	-16.0%
Mkt. Exp. / Service Revenue	21.9%	27.8%	27.7%	5.8%p	-0.1%p

<sup>(1)</sup> Gross Profit from Handset Sales = Handset Revenue - Handset Purchase

#### ■ Operating Expenses

Up by 24.6% YoY and 1.5% QoQ due to increase in cost of handsets sold and depreciation expense, etc

- Wages
- Up by 15.5% YoY and 1.0% QoQ due to increased personnel and wage, etc.
- Depreciation
- Up by 18.9% YoY and 3.6% QoQ due to nationwide LTE network deployment
- Amortization
- Up by 11.5% YoY and 12.6% QoQ due to increase in amortization cost from newly acquired spectrum
- Rental
- Up by 8.9% YoY and 3.8% QoQ due to increase in LTE network base stations
- Electricity Fee
- Up by 35.7% YoY due to increased electricity free and number of LTE base stations
- Fees & Charges
- Up by 13.2% YoY due to increased e-credit related commissions
- Cost of Handsets Sold
- Up by 40.5% YoY and 1.4% QoQ due to increased LTE devices sold
- Advertising
- Down by 10.6% YoY and 9.3% QoQ due to decrease in sales promotion related fees

### ■ Marketing Expenses

Up by 41.1% YoY due to increase in total size of newly acquired LTE subs and LTE related commissions

- Gross Profit from Handset Sales
- Up by 23.2% YoY due to increased handset revenue and handset sales from new LTE devices

## 5. Non-operating Income & Expenses / CAPEX



#### (Unit: KRW billion)

Classification	3Q '11	2Q '12	3Q '12	YoY	QoQ
Non-operating Income	21.1	18.7	18.1	-14.2%	-3.2%
Interest Income	20.7	18.1	17.9	-13.4%	-1.5%
Others	0.5	0.6	0.2	-50.1%	-59.1%
Non-operating Expenses	47.8	73.2	75.2	57.5%	2.7%
Interest Expense	46.4	51.6	55.8	20.3%	8.3%
Loss on A/R sold	-	19.3	18.7	-	-3.5%
Others	1.3	2.4	0.7	-47.6%	-70.3%
Non-operating Balance	(26.6)	(54.5)	(57.1)	114.3%	4.7%

### (Unit: KRW billion)

Classification	3Q '11	2Q '12	3Q '12	YoY	QoQ
Capital Expenditure <sup>(1)</sup>	520.3	438.3	398.7	-23.4%	-9.1%
Wireless Network	285.4	308.9	292.0	2.3%	-5.4%
Wireline Network	103.9	89.6	88.6	-14.7%	-1.1%
Other (IT, etc)	131.0	39.9	18.0	-86.2%	-54.8%
Capital Expenditure/Service Revenue	32.2%	25.1%	22.1%	-10.1%p	-3.0%p

<sup>(1)</sup> Capital Expenditure includes Construction in Progress.

### ■ Non-operating Income & Expenses

Net loss up by 4.7% QoQ due to increase in interest expense

- Loss on Account Receivables Sold
- Down 3.5% QoQ due to increased amount of interest bearing installment on account receivables disposed
- Net Interest Expense
- Up YoY & QoQ due to increase in net borrowings

#### **■** Capital Expenditure

Down by 23.4% YoY and 9.1% QoQ respectively due to decrease in wireline/wireless network investments

- Wireless Network
- Up by 2.3% YoY due to increase in LTE network deployment

<sup>\*</sup> The company has started factoring handset receivables from 4Q 2011.

## 6. Consolidated Statements of Financial Position



(Unit: KRW billion)

2011. 9	2012. 6	2012. 9	YoY	QoQ
10,253.8	11,371.6	11,259.7	9.8%	-1.0%
2,711.5	2,713.5	2,611.2	-3.7%	-3.8%
303.0	169.7	161.2	-46.8%	-5.0%
7,542.4	8,658.1	8,648.5	14.7%	-0.1%
5,146.1	5,930.6	5,979.8	16.2%	0.8%
793.8	1,034.9	966.2	21.7%	-6.6%
6,317.7	7,591.5	7,529.6	19.2%	-0.8%
3,663.7	3,579.9	3,370.4	-8.0%	-5.9%
270.0	270.0	120.0	-55.6%	-55.6%
1,123.8	697.2	783.9	-30.2%	12.4%
2,654.0	4,011.5	4,159.2	56.7%	3.7%
1,897.3	3,493.0	3,606.4	90.1%	3.2%
3,936.2	3,780.1	3,730.1	-5.2%	-1.3%
1,237.5	1,086.6	365.3	-70.5%	-66.4%
2,988.2	4,290.4	4,349.1	45.5%	1.4%
75.9%	113.5%	116.6%	40.7%p	3.1%p
160.5%	200.8%	201.9%	41.4%p	1.0%p
	10,253.8 2,711.5 303.0 7,542.4 5,146.1 793.8 6,317.7 3,663.7 270.0 1,123.8 2,654.0 1,897.3 3,936.2 1,237.5 2,988.2 75.9% 160.5%	10,253.8 11,371.6   2,711.5 2,713.5   303.0 169.7   7,542.4 8,658.1   5,146.1 5,930.6   793.8 1,034.9   6,317.7 7,591.5   3,663.7 3,579.9   270.0 270.0   1,123.8 697.2   2,654.0 4,011.5   1,897.3 3,493.0   3,936.2 3,780.1   1,237.5 1,086.6   2,988.2 4,290.4   75.9% 113.5%   160.5% 200.8%	10,253.8   11,371.6   11,259.7     2,711.5   2,713.5   2,611.2     303.0   169.7   161.2     7,542.4   8,658.1   8,648.5     5,146.1   5,930.6   5,979.8     793.8   1,034.9   966.2     6,317.7   7,591.5   7,529.6     3,663.7   3,579.9   3,370.4     270.0   270.0   120.0     1,123.8   697.2   783.9     2,654.0   4,011.5   4,159.2     1,897.3   3,493.0   3,606.4     3,936.2   3,780.1   3,730.1     1,237.5   1,086.6   365.3     2,988.2   4,290.4   4,349.1     75.9%   113.5%   116.6%     160.5%   200.8%   201.9%	10,253.8   11,371.6   11,259.7   9.8%     2,711.5   2,713.5   2,611.2   -3.7%     303.0   169.7   161.2   -46.8%     7,542.4   8,658.1   8,648.5   14.7%     5,146.1   5,930.6   5,979.8   16.2%     793.8   1,034.9   966.2   21.7%     6,317.7   7,591.5   7,529.6   19.2%     3,663.7   3,579.9   3,370.4   -8.0%     270.0   270.0   120.0   -55.6%     1,123.8   697.2   783.9   -30.2%     2,654.0   4,011.5   4,159.2   56.7%     1,897.3   3,493.0   3,606.4   90.1%     3,936.2   3,780.1   3,730.1   -5.2%     1,237.5   1,086.6   365.3   -70.5%     2,988.2   4,290.4   4,349.1   45.5%     75.9%   113.5%   116.6%   40.7%p

<sup>(1)</sup> Cash & Cash Equivalents = Cash & Cash Equivalents + Short term AFS financial assets + Financial Institution Deposits

#### ■ Assets

- Current Assets
- Down by 3.7% YoY due to decrease in cash & cash equivalents, etc
- Non-current Assets
- Up by 14.7% YoY due to increased property, plant and equipment from LTE network investments and increased intangible assets from newly acquired spectrum

#### **■** Liabilities

- Current Liabilities
- Down by 8.0% YoY due to redemption of current portion of long-term debt
- Non-current Liabilities
- Up by 56.7% YoY and 3.7% QoQ due to increase in borrowings

#### ■ Shareholders' Equity

- Retained Earnings
- Down by 70.5% YoY and 66.4% QoQ due to cancellation of treasury shares and net loss in 3Q

<sup>(2)</sup> Corporate Bond etc.: Corporate Bond + Long-term borrowings + Capital Lease

<sup>(3)</sup> Net Debt to Equity Ratio: Net Debt/Total Shareholders' Equity

<sup>(4)</sup> Debt to Equity Ratio: Total Liabilities/Total Shareholders' Equity

# 7. Consolidated Statements of Income / Financial Position



(Unit: KRW billion)

Consolidated Statements						Consolidated Statements of					
of Income	3Q '11	2Q '12	3Q '12	YoY	QoQ	Financial Position	2011. 9	2012. 6	2012. 9	YoY	QoQ
Revenues	2,382.0	2,799.0	2,836.2	19.1%	1.3%	Current Assets	2,711.5	2,713.5	2,611.2	-3.7%	-3.8%
Service Revenue	1,615.2	1,748.3	1,802.4	11.6%	3.1%	Cash and Cash Equivalents	313.4	153.6	144.2	-54.0%	-6.1%
Handset Revenue	732.0	1,035.1	1,012.8	38.4%	-2.2%	Short-term Loans & Accounts Receivables	1,956.5	1,902.5	1,901.1	-2.8%	-0.1%
Other Revenue	34.8	15.6	21.0	-39.6%	34.4%	Inventories	335.0	540.1	445.7	33.0%	-17.5%
Expenses	2,287.1	2,795.9	2,842.3	24.3%	1.7%	Other Current Assets	106.5	117.3	120.3	12.9%	2.6%
Operating Expenses	2,272.6	2,789.2	2,831.5	24.6%	1.5%	Non Current Assets	7,542.4	8,658.1	8,648.5	14.7%	-0.1%
Wages	137.6	157.3	158.9	15.5%	1.0%	Available for Sales Securities	72.8	68.7	75.3	3.5%	9.6%
Depreciation	235.0	269.8	279.5	18.9%	3.6%	Property, Plant and Equipment	5,146.1	5,930.6	5,979.8	16.2%	0.8%
Amortization	69.3	68.6	77.2	11.5%	12.6%	Intangible Assets	793.8	1,034.9	966.2	21.7%	-6.6%
Telecom Circuit Rent	64.9	68.8	70.5	8.6%	2.5%	Long-term Loans & Long Trade Receivables	992.8	1,105.7	1,036.2	4.4%	-6.3%
Rental	68.4	71.7	74.5	8.9%	3.8%	Investment in Properties	50.8	30.8	82.3	61.8%	167.0%
Outsourcing	63.4	65.0	65.5	3.4%	0.7%	Other Non-current Assets	486.1	487.5	508.7	4.6%	4.4%
Electricty Fee	29.4	26.8	39.9	35.7%	48.7%	Total Assets	10,253.8	11,371.6	11,259.7	9.8%	-1.0%
Repair Expense	23.4	26.3	25.3	8.4%	-3.7%						
Interconnection	165.8	163.9	166.9	0.7%	1.8%	Current Liabilities	3,663.7	3,579.9	3,370.4	-8.0%	-5.9%
Settlement	43.1	43.9	43.7	1.3%	-0.5%	Accounts Payable and Other Payables	3,434.7	3,326.5	3,150.7	-8.3%	-5.3%
Fees & Charges	206.1	232.1	233.4	13.2%	0.6%	Other Current Liabilities	229.0	253.5	219.8	-4.0%	-13.3%
Sales Comission	426.8	626.5	612.8	43.6%	-2.2%						
Advertising	69.2	68.2	61.9	-10.6%	-9.3%	Non-current Liabilities	2,654.0	4,011.5	4,159.2	56.7%	3.7%
Cost of Handsets Sold	607.0	841.3	852.8	40.5%	1.4%	Non-current Accounts Payable & Other Payables	2,552.1	3,903.8	4,016.7	57.4%	2.9%
Handset Purchase	590.1	827.0	837.9	42.0%	1.3%	Other Non-current Liabilities	101.9	105.3	136.8	34.3%	29.9%
Etc	16.9	14.3	14.9	-11.7%	4.2%	Others	0.0	2.4	5.6		
Ordinary R&D Expense	20.5	18.6	17.1	-16.4%	-8.1%	Total Liabilities	6,317.7	7,591.5	7,529.6	19.2%	-0.8%
Taxes & Dues	9.9	2.9	9.1	-8.4%	211.4%						
Others	32.9	37.3	42.6	29.5%	14.1%	Shareholders' Equity	3,934.6	3,778.4	3,728.5	-5.2%	-1.3%
Other Operating Expense	14.5	6.7	10.8	-25.8%	61.5%	Capital Stock	2,574.0	2,574.0	2,574.0	0.0%	0.0%
Operating Income	95.0	3.1	(6.1)	Turn Red	Turn Red	Captial Surplus	836.6	836.6	836.6	0.0%	0.0%
						Retained Earnings	1,237.5	1,086.6	365.3	-70.5%	-66.4%
Non-operating Income	21.1	18.7	18.1	-14.2%	-3.2%	Accumulated Other Comprehensive Income	(9.6)	(14.8)	(12.2)	26.5%	-17.6%
Non-operating Expenses	47.8	73.2	75.2	57.5%	2.7%	Other Shareholders' Equity	(703.9)	(703.9)	(35.1)	-95.0%	-95.0%
Income Before Tax	68.3	(51.4)	(63.2)	Turn Red		Non-controlling Interest	1.6	1.6	1.6	-1.8%	-2.7%
Income Tax	11.7	(19.3)	(24.8)	-311.0%	28.3%	Total Shareholders' Equity	3,936.2	3,780.1	3,730.1	-5.2%	-1.3%
Net Income	56.6	(32.1)	(38.4)	Turn Red		Total Liabilities and Shareholders' Equity	10,253.8	11,371.6	11,259.7	9.8%	-1.0%

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