S-OIL Corporation and Subsidiary Consolidated Statements of Cash Flows Three-Month Periods Ended March 31, 2012 and 2011

| (in millions of Korean won) | Notes | 2012 | 2011 |
|---|-------|-------------|-------------|
| Cash flows from operating activities | | | |
| Cash generated from operations | | ₩ 178,692 | ₩ (508,300) |
| Interest received | | 9,469 | 6,644 |
| Interest paid | | (18,792) | (17,598) |
| Income tax paid | | (1,287)) | (64,592) |
| Net cash generated from operating activities | | 168,082 | (583,846) |
| Cash flows from investing activities | | | |
| Proceeds from sale of property, plant and equipment | | 20 | 124 |
| Proceeds from sale of intangible assets | | 9 | - |
| Decrease in other receivables | | 8,735 | 11,784 |
| Decrease in other financial assets | | 105,777 | 19 |
| Decrease in other assets | | 941 | 996 |
| Purchases of property, plant and equipment | 8 | (33,513) | (108,764) |
| Purchases of intangible assets | 9 | (81) | (2,248) |
| Increase in other receivables | | (2,822) | (4,161) |
| Settlement of derivative financial instruments | | 2,030 | (1,908) |
| Increase in financial assets | | - | (210,275) |
| Increase in other assets | | (608) | (389) |
| Net cash used in investing activities | | 80,488 | (314,533) |
| Cash flows from financing activities | | | |
| Proceeds from borrowings | | 179,175 | 1,182,840 |
| Repayment of borrowings | | (1,193) | (326) |
| Dividends paid | | - | (13) |
| Net cash generated from (used in) financing | | | |
| activities | | 177,982 | 1,182,501 |
| Net increase in cash and cash equivalents | | 426,552 | 284,122 |
| Cash and cash equivalents at the beginning of year | | 876,954 | 853,864 |
| Exchange gain(loss)on cash and cash equivalents | | (16) | (34) |
| Cash and cash equivalents at the end of period | | ₩ 1,303,490 | ₩ 1,137,952 |

The accompanying notes are an integral part of these consolidated financial statements.