## S-OIL Corporation and Subsidiary Consolidated Statements of Cash Flows Nine-Month Periods Ended September 30, 2013 and 2012

Cash generated from operations         W 274,070         W 757,488           Interest received         31,597         29,586           Interest paid         (43,197)         (61,873)           Income tax refund (paid)         (190,809)         (370,670)           Dividends received         8,093         5,590           Net cash generated from(used in) operating activities           Proceeds from sale of property, plant and equipment         2,170         3,256           Proceeds from sale of intangible assets         326         1,149           Decrease in other receivables         16,788         22,369           Decrease in other financial assets         3,473         -           Decrease in other financial assets         3,473         -           Decrease in other financial assets         9         (6,207)         (2,092)           Increase of property, plant and equipment         8         (385,591)         (143,204)           Purchases of property, plant and equipment         8         (385,591)         (143,204)           Purchases of intangible assets         9         (6,207)         (2,092)           Increase in other receivables         (18,718)         (12,911)           Settlement of derivative financial instruments         (	(in millions of Korean won)	Notes	2013	2012
Interest received         31,597         29,586           Interest paid         (43,197)         (61,873)           Income tax refund (paid)         (190,809)         (370,670)           Dividends received         8,093         5,590           Net cash generated from(used in) operating activities         79,754         360,121           Cash flows from investing activities           Proceeds from sale of property, plant and equipment         2,170         3,256           Proceeds from sale of intangible assets         326         1,149           Decrease in other receivables         16,788         22,369           Decrease in other receivables         3,473         -           Decrease in other assets         2,875         3,039           Purchases of property, plant and equipment         8         (385,591)         (143,204)           Purchases of intangible assets         9         (6,207)         (2,092)           Increase in other receivables         (18,718)         (12,911)           Settlement of derivative financial instruments         (10,674)         11,146           Increase in financial assets         -         (645,016)           Increase in other assets         (3,508)           Net cash generated from(used in) investing activ	Cash flows from operating activities			
Interest paid	Cash generated from operations		₩ 274,070	₩ 757,488
Income tax refund (paid)	Interest received		31,597	29,586
Dividends received         8,093         5,590           Net cash generated from(used in) operating activities         79,754         360,121           Cash flows from investing activities         Froceeds from sale of property, plant and equipment         2,170         3,256           Proceeds from sale of intangible assets         326         1,149           Decrease in other receivables         16,788         22,369           Decrease in other financial assets         3,473         -           Decrease in other assets         2,875         3,039           Purchases of property, plant and equipment         8         (385,591)         (143,204)           Purchases of intangible assets         9         (6,207)         (2,092)           Increase in other receivables         (18,718)         (12,911)           Settlement of derivative financial instruments         (10,674)         11,146           Increase in other receivables         (4,380)         (3,508)           Net cash generated from(used in) investing activities         (4,380)         (35,08)           Net cash generated from(used in) investing activities         869,135         927,297           Repayment of borrowings         869,135         927,297           Repayment of borrowings         314,591)	Interest paid		(43,197)	(61,873)
Net cash generated from(used in) operating activities         79,754         360,121           Cash flows from investing activities         2         360,121           Proceeds from sale of property, plant and equipment Proceeds from sale of intangible assets         3,26         1,149           Decrease in other receivables         16,788         22,369           Decrease in other financial assets         3,473         -           Decrease in other assets         2,875         3,039           Purchases of property, plant and equipment         8         (385,591)         (143,204)           Purchases of intangible assets         9         (6,207)         (2,092)           Increase in other receivables         (18,718)         (12,911)           Settlement of derivative financial instruments         (10,674)         11,146           Increase in financial assets         (645,016)         (11,674)         11,146           Increase in other assets         (4,380)         (3,508)           Net cash generated from(used in) investing activities         (399,938)         (765,772)           Cash flows from financing activities         869,135         927,297           Repayment of borrowings         (314,591)         (376,072)           Dividends paid         (308,570)         (425,014)	Income tax refund (paid)		(190,809)	(370,670)
Cash flows from investing activities           Proceeds from sale of property, plant and equipment         2,170         3,256           Proceeds from sale of intangible assets         326         1,149           Decrease in other receivables         16,788         22,369           Decrease in other financial assets         3,473         -           Decrease in other assets         2,875         3,039           Purchases of property, plant and equipment         8         (385,591)         (143,204)           Purchases of intangible assets         9         (6,207)         (2,092)           Increase in other receivables         (18,718)         (12,911)           Settlement of derivative financial instruments         (10,674)         11,146           Increase in financial assets         (645,016)         (10,674)         11,146           Increase in other assets         (4,380)         (3,508)           Net cash generated from(used in) investing activities         (399,938)         (765,772)           Cash flows from financing activities         869,135         927,297           Repayment of borrowings         869,135         927,297           Repayment of borrowings         (314,591)         (376,072)           Dividends paid         (308,570)         (425,014	Dividends received		8,093	5,590
Proceeds from sale of property, plant and equipment         2,170         3,256           Proceeds from sale of intangible assets         326         1,149           Decrease in other receivables         16,788         22,369           Decrease in other financial assets         3,473         -           Decrease in other assets         2,875         3,039           Purchases of property, plant and equipment         8         (385,591)         (143,204)           Purchases of intangible assets         9         (6,207)         (2,092)           Increase in other receivables         (18,718)         (12,911)           Settlement of derivative financial instruments         (10,674)         11,146           Increase in financial assets         (645,016)         (10,674)         11,146           Increase in other assets         (4,380)         (3,508)           Net cash generated from(used in) investing activities         (399,938)         (765,772)           Cash flows from financing activities         869,135         927,297           Repayment of borrowings         869,135         927,297           Repayment of borrowings         (314,591)         (376,072)           Dividends paid         (308,570)         (425,014)           Net cash generated from(used in) financing acti	Net cash generated from(used in) operating activities		79,754	360,121
Proceeds from sale of intangible assets         326         1,149           Decrease in other receivables         16,788         22,369           Decrease in other financial assets         3,473         -           Decrease in other assets         2,875         3,039           Purchases of property, plant and equipment         8         (385,591)         (143,204)           Purchases of intangible assets         9         (6,207)         (2,092)           Increase in other receivables         (18,718)         (12,911)           Settlement of derivative financial instruments         (10,674)         11,146           Increase in financial assets         -         (645,016)           Increase in other assets         (4,380)         (3,508)           Net cash generated from(used in) investing activities         (399,938)         (765,772)           Cash flows from financing activities         869,135         927,297           Repayment of borrowings         (314,591)         (376,072)           Dividends paid         (308,570)         (425,014)           Net cash generated from(used in) financing activities         245,974         126,211           Net increase (decrease) in cash and cash equivalents         (74,210)         (279,440)           Cash and cash equivalents at the beginni	Cash flows from investing activities			
Decrease in other receivables         16,788         22,369           Decrease in other financial assets         3,473         -           Decrease in other assets         2,875         3,039           Purchases of property, plant and equipment         8         (385,591)         (143,204)           Purchases of intangible assets         9         (6,207)         (2,092)           Increase in other receivables         (18,718)         (12,911)           Settlement of derivative financial instruments         (10,674)         11,146           Increase in financial assets         -         (645,016)           Increase in other assets         (4,380)         (3,508)           Net cash generated from(used in) investing activities         (399,938)         (765,772)           Cash flows from financing activities         869,135         927,297           Repayment of borrowings         869,135         927,297           Repayment of borrowings         (314,591)         (376,072)           Dividends paid         (308,570)         (425,014)           Net cash generated from(used in) financing activities         245,974         126,211           Net increase (decrease) in cash and cash equivalents         (74,210)         (279,440)           Cash and cash equivalents at the beginning of the	Proceeds from sale of property, plant and equipment		2,170	3,256
Decrease in other financial assets         3,473         -           Decrease in other assets         2,875         3,039           Purchases of property, plant and equipment         8         (385,591)         (143,204)           Purchases of intangible assets         9         (6,207)         (2,092)           Increase in other receivables         (18,718)         (12,911)           Settlement of derivative financial instruments         (10,674)         11,146           Increase in financial assets         -         (645,016)           Increase in other assets         (4,380)         (3,508)           Net cash generated from(used in) investing activities         (399,938)         (765,772)           Cash flows from financing activities         869,135         927,297           Repayment of borrowings         869,135         927,297           Repayment of borrowings         (314,591)         (376,072)           Dividends paid         (308,570)         (425,014)           Net cash generated from(used in) financing activities         245,974         126,211           Net increase (decrease) in cash and cash equivalents         (74,210)         (279,440)           Cash and cash equivalents at the beginning of the year         434,414         876,954           Exchange gain(loss)on c	Proceeds from sale of intangible assets		326	1,149
Decrease in other assets         2,875         3,039           Purchases of property, plant and equipment         8         (385,591)         (143,204)           Purchases of intangible assets         9         (6,207)         (2,092)           Increase in other receivables         (18,718)         (12,911)           Settlement of derivative financial instruments         (10,674)         11,146           Increase in financial assets         -         (645,016)           Increase in other assets         (4,380)         (3,508)           Net cash generated from(used in) investing activities         (399,938)         (765,772)           Cash flows from financing activities         869,135         927,297           Repayment of borrowings         (314,591)         (376,072)           Dividends paid         (308,570)         (425,014)           Net cash generated from(used in) financing activities         245,974         126,211           Net increase (decrease) in cash and cash equivalents         (74,210)         (279,440)           Cash and cash equivalents at the beginning of the year         434,414         876,954           Exchange gain(loss)on cash and cash equivalents         4         (38)	Decrease in other receivables		16,788	22,369
Purchases of property, plant and equipment         8         (385,591)         (143,204)           Purchases of intangible assets         9         (6,207)         (2,092)           Increase in other receivables         (18,718)         (12,911)           Settlement of derivative financial instruments         (10,674)         11,146           Increase in financial assets         -         (645,016)           Increase in other assets         (4,380)         (3,508)           Net cash generated from(used in) investing activities         (399,938)         (765,772)           Cash flows from financing activities         869,135         927,297           Repayment of borrowings         (314,591)         (376,072)           Dividends paid         (308,570)         (425,014)           Net cash generated from(used in) financing activities         245,974         126,211           Net increase (decrease) in cash and cash equivalents         (74,210)         (279,440)           Cash and cash equivalents at the beginning of the year         434,414         876,954           Exchange gain(loss)on cash and cash equivalents         4         (38)	Decrease in other financial assets		3,473	-
Purchases of intangible assets 9 (6,207) (2,092) Increase in other receivables (18,718) (12,911) Settlement of derivative financial instruments (10,674) 11,146 Increase in financial assets (645,016) Increase in other assets (4,380) (3,508) Net cash generated from(used in) investing activities (399,938) (765,772)  Cash flows from financing activities  Proceeds from borrowings 869,135 927,297 Repayment of borrowings (314,591) (376,072) Dividends paid (308,570) (425,014) Net cash generated from(used in) financing activities 245,974 126,211  Net increase (decrease) in cash and cash equivalents (74,210) (279,440) Cash and cash equivalents at the beginning of the year 434,414 876,954 Exchange gain(loss)on cash and cash equivalents 4 (38)	Decrease in other assets		2,875	3,039
Increase in other receivables Settlement of derivative financial instruments Increase in financial assets Increase in other assets Increase in oth	Purchases of property, plant and equipment	8	(385,591)	(143,204)
Settlement of derivative financial instruments Increase in financial assets Increase in other as	Purchases of intangible assets	9	(6,207)	(2,092)
Increase in financial assets Increase in other	Increase in other receivables		(18,718)	(12,911)
Increase in other assets (4,380) (3,508)  Net cash generated from(used in) investing activities (399,938) (765,772)  Cash flows from financing activities  Proceeds from borrowings 869,135 927,297 Repayment of borrowings (314,591) (376,072) Dividends paid (308,570) (425,014)  Net cash generated from(used in) financing activities 245,974 126,211  Net increase (decrease) in cash and cash equivalents (74,210) (279,440)  Cash and cash equivalents at the beginning of the year 434,414 876,954  Exchange gain(loss)on cash and cash equivalents 4 (38)	Settlement of derivative financial instruments		(10,674)	11,146
Net cash generated from(used in) investing activities(399,938)(765,772)Cash flows from financing activities869,135927,297Proceeds from borrowings(314,591)(376,072)Repayment of borrowings(308,570)(425,014)Dividends paid(308,570)(425,014)Net cash generated from(used in) financing activities245,974126,211Net increase (decrease) in cash and cash equivalents(74,210)(279,440)Cash and cash equivalents at the beginning of the year434,414876,954Exchange gain(loss)on cash and cash equivalents4(38)	Increase in financial assets		-	(645,016)
Cash flows from financing activities  Proceeds from borrowings 869,135 927,297 Repayment of borrowings (314,591) (376,072) Dividends paid (308,570) (425,014)  Net cash generated from(used in) financing activities 245,974 126,211  Net increase (decrease) in cash and cash equivalents (74,210) (279,440)  Cash and cash equivalents at the beginning of the year 434,414 876,954  Exchange gain(loss)on cash and cash equivalents 4 (38)	Increase in other assets		(4,380)	(3,508)
Proceeds from borrowings 869,135 927,297 Repayment of borrowings (314,591) (376,072) Dividends paid (308,570) (425,014)  Net cash generated from(used in) financing activities 245,974 126,211  Net increase (decrease) in cash and cash equivalents (74,210) (279,440)  Cash and cash equivalents at the beginning of the year 434,414 876,954  Exchange gain(loss)on cash and cash equivalents 4 (38)	Net cash generated from(used in) investing activities		(399,938)	(765,772)
Repayment of borrowings(314,591)(376,072)Dividends paid(308,570)(425,014)Net cash generated from(used in) financing activities245,974126,211Net increase (decrease) in cash and cash equivalents(74,210)(279,440)Cash and cash equivalents at the beginning of the year434,414876,954Exchange gain(loss)on cash and cash equivalents4(38)	Cash flows from financing activities			
Dividends paid (308,570) (425,014)  Net cash generated from(used in) financing activities 245,974 126,211  Net increase (decrease) in cash and cash equivalents (74,210) (279,440)  Cash and cash equivalents at the beginning of the year 434,414 876,954  Exchange gain(loss)on cash and cash equivalents 4 (38)	Proceeds from borrowings		869,135	927,297
Net cash generated from(used in) financing activities245,974126,211Net increase (decrease) in cash and cash equivalents(74,210)(279,440)Cash and cash equivalents at the beginning of the year434,414876,954Exchange gain(loss)on cash and cash equivalents4(38)	Repayment of borrowings		(314,591)	(376,072)
Net increase (decrease) in cash and cash equivalents (74,210) (279,440)  Cash and cash equivalents at the beginning of the year 434,414 876,954  Exchange gain(loss)on cash and cash equivalents 4 (38)	Dividends paid		(308,570)	(425,014)
Cash and cash equivalents at the beginning of the year434,414876,954Exchange gain(loss)on cash and cash equivalents4(38)	Net cash generated from(used in) financing activities		245,974	126,211
Exchange gain(loss)on cash and cash equivalents 4 (38)	Net increase (decrease) in cash and cash equivalents		(74,210)	(279,440)
	Cash and cash equivalents at the beginning of the year		434,414	876,954
Cash and cash equivalents at the end of the period ₩ 360,208 ₩ 597,476	Exchange gain(loss)on cash and cash equivalents		4	(38)
	Cash and cash equivalents at the end of the period		₩ 360,208	₩ 597,476

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