LG Chem, Ltd. Interim Financial Statements

Interim Financial Statements September 30, 2008 and 2007

.

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Report of Independent Accountants

To the Board of Directors and Shareholders of LG Chem, Ltd.

We have reviewed the accompanying non-consolidated balance sheet of LG Chem, Ltd. (the "Company") as of September 30, 2008, the related non-consolidated statements of income for the three-month and nine-month periods ended September 30, 2008 and 2007, the non-consolidated statements of changes in shareholders' equity and the related non-consolidated statements of cash flows for the nine-month periods ended September 30, 2008 and 2007, expressed in Korean won. These interim financial statements are the responsibility of the Company's management. Our responsibility is to issue a report on these financial statements based on our reviews.

We conducted our reviews in accordance with the quarterly and semi-annual review standards established by the Securities and Futures Commission of the Republic of Korea. These standards require that we plan and perform our review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.

Based on our reviews, nothing has come to our attention that causes us to believe that the accompanying non-consolidated financial statements are not presented fairly, in all material respects, in accordance with financial accounting standards generally accepted in the Republic of Korea.

We have audited the non-consolidated balance sheet of LG Chem, Ltd. as of December 31, 2007, and the related non-consolidated statements of income, appropriations of retained earnings, statements of changes in shareholders' equity and cash flows for the year then ended, in accordance with auditing standards generally accepted in the Republic of Korea. We expressed an unqualified opinion on those non-consolidated financial statements in our audit report dated March 13, 2008. These non-consolidated financial statements are not included in this review report. The non-consolidated balance sheet as of December 31, 2007, presented herein for comparative purposes, is consistent, in all material respects, with the above audited balance sheet as of December 31, 2007.

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Accounting principles and review standards and their application in practice vary among countries. The accompanying non-consolidated financial statements are not intended to present the financial position, results of operations, changes in shareholders' equity and cash flows in conformity with accounting principles and practices generally accepted in countries and jurisdictions other than the Republic of Korea. In addition, the procedures and practices used in the Republic of Korea to review such financial statements may differ from those generally accepted and applied in other countries. Accordingly, this report and the accompanying financial statements are for use by those who are informed about Korean accounting principles or review standards and their application in practice.

Seoul, Korea November 10, 2008

This report is effective as of November 10, 2008, the review report date. Certain subsequent events or circumstances, which may occur between the review report date and the time of reading this report, could have a material impact on the accompanying non-consolidated financial statements and notes thereto. Accordingly, the readers of the review report should understand that there is a possibility that the above review report may have to be revised to reflect the impact of such subsequent events or circumstances, if any.

LG Chem, Ltd. Non-Consolidated Balance Sheets September 30, 2008 and December 31, 2007 (Unaudited)

(in millions of Korean won)		2008	2007		
Assets					
Current assets					
Cash and cash equivalents	₩	409,154	₩	466,438	
Short-term investments		-		106,412	
Trade accounts and					
notes receivable, net (Notes 4, 12 and 17)		1,545,260		977,305	
Other accounts receivable, net (Note 4)		152,706		98,400	
Accrued income		6,355		3,734	
Advance payments		3,283		2,796	
Prepaid expenses		20,702		14,826	
Inventories, net (Note 5)		1,649,012		1,167,837	
Deferred income tax assets		30,996		23,237	
Other current assets		4,931		902	
Total current assets		3,822,399		2,861,887	
Long-term financial instruments (Note 3)		47		68	
Long-term investment securities		1,881		1,912	
Equity-method investments (Note 6)		802,641		634,498	
Derivative instrument transaction debit (Note 12)		76,526		1,035	
Other investments		213		242	
Property, plant and equipment, net (Notes 7 and 18)		3,818,058		3,621,800	
Intangible assets, net (Notes 8 and 18)		(126,510)		(182,776)	
Long-term trade accounts					
and notes receivable, net (Note 4)		144		207	
Long-term other accounts receivable, net (Note 4)		293		639	
Long-term guarantee deposits		34,535		35,373	
Long-term prepaid expenses		19,562		19,816	
Other non-current assets		60,851		55,251	
Total assets	₩	8,510,640	₩	7,049,952	

LG Chem, Ltd. Non-Consolidated Balance Sheets September 30, 2008 and December 31, 2007 (Unaudited)

(in millions of Korean won)		2008		2007
Liabilities and Shareholders' Equity				
Current liabilities			***	540 403
Trade accounts and notes payable (Note 17)	₩	956,667	₩	749,401
Short-term borrowings		230,000		-
Other accounts payable		560,572		559,180
Withholdings		48,436		58,948
Accrued expenses (Note 17)		118,065 348,711		37,333 247,641
Income tax payable		51		40
Dividends payable		545,051		366,283
Current maturities of long-term debts, net (Note 9) Other current liabilities		12,830		11,381
Total current liabilities		2,820,383		2,030,207
				, .
Debentures, net (Note 9)		318,052		684,007
Other long-term debts, net		435,359		307,304
Accrued severance benefits, net (Notes 3 and 10)		110,941		94,908
Deferred income tax liabilities		40,469		20,771
Derivative instrument transaction credit (Note 12)		2,904		1,781
Other non-current liabilities		6,095		32,778
Total liabilities	·	3,734,203		3,171,756
Commitments and contingencies (Note 12)				
Shareholders' equity (Note 1)				
Common stock		376,194		376,194
Preferred stock		43,306		43,306
		419,500		419,500
Capital surplus				
Paid-in capital in excess of par value		1,052,640		1,052,640
Gain on disposal of treasury stock		13,625		841
Asset revaluation surplus		206,769		206,769
Other capital surplus		39,107		39,107
		1,312,141		1,299,357
Capital adjustments				
Treasury stock		(15,245)		(23,475)
Accumulated other comprehensive income (Notes 12 and	15)			
Gain on valuation of equity-method investments	109	96,537		9,744
Loss on valuation of equity-method investments		(4,469)		(26,066)
Valuation loss on cash flow hedge derivative instrument	ts	(7,166)		(===,===)
		84,902		(16,322)
	·			(
Retained earnings (Notes 2 and 13)				<i>EC</i> 700
Legal reserve		73,429		56,729
Other reserves		1,958,693		1,460,097
Unappropriated retained earnings		943,017		682,310
		2,975,139	<u></u>	2,199,136
Total shareholders' equity	•	4,776,437		3,878,196

LG Chem, Ltd. Non-Consolidated Statements of Income Three-Month and Nine-Month Periods Ended September 30, 2008 and 2007 (Unaudited)

(in millions of Korean won, except per share amounts)		20	08		2007				
	Th	ree months	Ni	ne months	Th	ree months	Ni	ne months	
Sales (Notes 17 and 18)	₩	4,064,817	₩	11,250,894	₩	2,763,275	₩	7,785,854	
Cost of sales (Notes 14 and 17)		3,324,032		9,083,398		2,250,119		6,478,052	
Gross profit		740,785	*******	2,167,496		513,156		1,307,802	
Selling and administrative expenses		297,876		864,404	-	260,849		764,111	
Operating income		442,909		1,303,092		252,307		543,691	
Non-operating income	•••••								
Interest income		5,298		17,811		2,259		6,932	
Foreign exchange gains		87,281		148,068		12,109		27,670	
Gain on foreign currency translation		25,124		39,191		4,300		10,029	
Gain on valuation of equity-method investments		14,633		71,676		56,877		159,996	
Gain on disposal of property, plant and equipment		1,185		3,873		934		7,303	
Reversal of negative goodwill		9,792		29,377		9,792		29,377	
Gain on valuation of derivative instruments (Note 12)		49,355		87,156		-		-	
Others		4,499		18,474		2,145		11,521	
		197,167		415,626		88,416		252,828	
Non-operating expenses								-0 (0)	
Interest expenses		13,601		43,899		19,651		58,621	
Foreign exchange losses		70,276		151,655		14,688		29,058	
Loss on foreign currency translation		111,330		181,312		1,717		2,597	
Loss on disposal of trade accounts receivable		10,935		25,894		9,477		27,582	
Loss on valuation of equity-method investments		16,370		16,115		4,735		2,242	
Loss on disposal of property, plant and equipment		4,720		10,306		5,338		13,799	
Impairment loss on intangible assets		-		42		5,751		5,897	
Loss on valuation of derivative instruments (Note 12)		-		-		1,475		1,892	
Donations		1,177		3,311		570		2,979	
Others		12,319		30,115		4,903		7,134	
		240,728	. <u></u>	462,649		68,305		151,801	
Income from continuing operations before income	tax	399,348		1,256,069		272,418		644,718	
Tax on income from continuing operations		102,352		315,095		61,025		77,594	
Income from continuing operations		296,996		940,974		211,393		567,124	
Loss from discontinued operations (Note 19)		-		ب ب		673		6,798	
Net income	₩	296,996	₩	940,974	₩	210,720	₩	560,326	
Per share data (in won) (Note 16)									
Income from continuing operations per share	₩	3,561	₩	11,290	₩	2,915	₩	7,821	
Earnings per share	₩	3,561	₩	11,290	₩	2,906	₩	7,727	
₩ 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	-		NT1				111		
Diluted income from continuing operations per share	₩	3,561	₩	11,290	₩	2,915	₩	7,821	

LG Chem, Ltd. Non-Consolidated Statements of Changes in Shareholders' Equity Nine-Month Periods Ended September 30, 2008 and 2007 (Unaudited)

(in millions of Korean won)		Capital Capita 			Accumulated other Capital comprehensive adjustment Income			Retained earnings		Total
Balance as of January 1, 2007	₩	365,432	₩	739,612	₩	(23,129) ₩	(54,419) ₩	^z 1,589,744	₩	2,617,240
Accumulated effects from changes							10.000	(2,005)		(100
of financial accounting standards				-		-	10,025	(3,905)		6,120
Dividends		-		-		~	-	(72,908)		(72,908)
Net income		-		-		-	-	560,326		560,326
Changes in equity arising from equity method investments				-		-	50,119	-		50,119
Balance as of September 30, 2007	₩	365,432	₩	739,612	₩	(23,129) ₩	5,725 ₩	^z 2,073,257	₩	3,160,897
Balance as of January 1, 2008	₩	419,500	₩	1,299,357	₩	(23,475) ₩	(16,322) ₩	4 2,199,136	₩	3,878,196
Accumulated effects from changes of financial accounting standards (Note 2	2)	-		-		-	-	2,035		2,035
Dividends	,	-		•		-	-	(167,006)		(167,006)
Net income		-		-		-	-	940,974		940,974
Disposal of treasury stock				12,784		8,230	-	-		21,014
Changes in equity arising										
from equity method investments (Note 1	5)	-		-		-	108,390	-		108,390
Valuation loss on cash flow hedge	1									
derivative instruments (Notes 12 and 15)		-		-		-	(7,166)	-		(7,166)
Balance as of September 30, 2008	₩	419,500	₩	1,312,141	₩	(15,245) ₩	84,902 ₩	F 2,975,139	₩	4,776,437

LG Chem, Ltd. Non-Consolidated Statements of Cash Flows Nine-Month Periods Ended September 30, 2008 and 2007 (Unaudited)

(in millions of Korean won)	2008	2007
Cash flows from operating activities	NU 040.074	W 5(0.22)
Net income	₩ 940,974	₩ 560,326
Adjustments to reconcile net income to net cash		
provided by operating activities		
Depreciation and amortization	310,295	357,645
Provision for severance benefits	50,852	44,265
Loss (gain) on foreign currency translation, net	143,872	(7,284)
Loss on disposal of trade accounts receivable	25,894	27,582
Gain on valuation of equity-method investments, net	(55,561)	(157,754)
Loss on disposal of property, plant and equipment, net	6,433	6,496
Impairment loss on intangible assets	42	5,897
Gain (loss) on valuation of derivative instruments, net	(87,156)	1,892
Reversal of negative goodwill	(29,377)	(29,377)
Others, net	16,739	26,284
	382,033	275,646
Changes in operating assets and liabilities		
Increase in trade accounts and notes receivable	(565,865)	(245,071)
Increase in inventories	(472,617)	(52,684)
Dividends received	51,193	58,548
Decrease in other accounts receivable	5,270	31,661
Increase in accrued income	(2,621)	(2,185)
(Increase) decrease in advance payments	(487)	97
Increase in prepaid expenses	(5,877)	(8,681)
Increase in deferred income tax assets	(10,154)	(21,386)
Increase in other current assets	(3,827)	(1,693)
Increase (decrease) in trade accounts and notes payable	180,817	(33,593)
Decrease in other accounts payable	(13,807)	(118,380)
Increase in accrued expenses	67,197	47,431
Increase in income tax payable	101,070	117,218
(Decrease) increase in other current liabilities	(13,077)	9,835
Accrued severance benefits transferred from affiliated companie		608
Decrease in deferred income tax liabilities	(11,107)	(77,666)
Payment of severance benefits	(44,683)	(40,145)
Others, net	9,426	12,797
	(728,585)	(323,289)
Net cash provided by operating activities	594,422	512,683

LG Chem, Ltd. Non-Consolidated Statements of Cash Flows Nine-Month Periods Ended September 30, 2008 and 2007 (Unaudited)

(in millions of Korean won)	2008			2007
Cash flows from investing activities				
Disposal (acquisition) of short-term investments, net	₩	106,410	₩	(68)
Disposal of property, plant and equipment		11,518		15,385
Disposal of long-term guarantee deposits, net		850		2,903
Acquisition of property, plant and equipment		(588,830)		(321,618)
Acquisition of equity-method investments		(17,430)		(20,980)
Acquisition of intangible assets, net		(37,194)		(12,928)
Others, net		(3,894)		(14,565)
Net cash used in investing activities		(528,570)		(351,871)
Cash flows from financing activities				
Proceeds from short-term borrowings, net		230,000		84,924
Repayment of current maturities of long-term debts		(299,790)		(393,963)
Issuance of debentures		-		94,059
Payment of dividends		(166,995)		(72,907)
Proceeds from long-term debts, net		92,802		139,041
Others, net		20,847		(664)
Net cash used in financing activities	<u></u>	(123,136)		(149,510)
Net (decrease) increase in cash and cash equivalents		(57,284)		11,302
Cash and cash equivalents				
Beginning of the period	•••••	466,438		115,830
End of the period	₩	409,154	₩	127,132

1. The Company

The Company was spun off from LG Chem Investment Ltd. (formerly LG Chemical Ltd.) on April 1, 2001, and completed the registration process on April 3, 2001. The Company engages in the business of petrochemicals, industrial materials, and information and electronic materials. The Company has its manufacturing facilities in Yeosu, Cheongju, Ulsan, Naju, Onsan, Iksan, Daesan, Ochang and Gimcheon.

The Company merged with LG Daesan Petrochemical Ltd. on January 1, 2006, and LG Petrochemical Co., Ltd. on November 1, 2007.

As of September 30, 2008 and December 31, 2007, the Company has an outstanding capital stock of #419,500 million, including preferred stock of #43,306 million. The Company has been listed on the Korea Stock Exchange since April 25, 2001.

The Company is authorized to issue 292 million shares of common stock with par value of #5,000 per share. As of September 30, 2008 and December 31, 2007, the Company has issued 75,238,770 common shares and 8,661,251 preferred shares. Preferred shareholders have no voting rights but are entitled to dividends at a rate 1% more than those paid to common shareholders.

2. Summary of Significant Accounting Policies

The significant accounting policies followed by the Company in the preparation of its non-consolidated financial statements are summarized below.

Basis of Financial Statements Presentation

The Company maintains its accounting records in Korean won and prepares statutory financial statements in the Korean language, in conformity with financial accounting principles generally accepted in the Republic of Korea. Certain accounting principles applied by the Company that conform with financial accounting standards and accounting principles in the Republic of Korea may not conform with generally accepted accounting principles in other countries. Accordingly, these financial statements are intended for use by those who are informed about Korean accounting principles and practices. The accompanying non-consolidated financial statements. Certain information attached to the Korean language financial statements, but not required for a fair presentation of the Company's financial position, results of operations, or cash flows, is not presented in the accompanying non-consolidated financial statements.

Application of the Statements of Korean Financial Accounting Standards

The Korean Accounting Standards Board has published a series of Statements of Korean Financial Accounting Standards (SKFAS), which will gradually replace the existing financial accounting standards established by the Korean Financial Supervisory Commission. The Company's interim financial statements have been prepared in accordance with the SKFAS Nos. 1 through 23, except No.14. Significant accounting policies adopted for the preparation of the Company's interim financial statements are identical to those adopted for the financial statements for the year ended December 31, 2007.

Changes in Accounting Policy

In the preparation of the Company's interim financial statements, the Company adopted the Korea Accounting Institute opinion on Korean Accounting Statement Implementation 06-2, *Accounting treatment for taxable temporary differences associated with investments in subsidiaries, associates, and interest in joint ventures,* which was revised on February 22, 2008. The financial statements as of and for the year ended December 31, 2007, have not been restated, and the effect of the change is shown as a one-time charge to the beginning balance of 2008. The effects of this change were an increase in retained earnings by \forall 1,358 million, an increase in changes in equity arising from equity-method investments by \forall 179 million, and a decrease in deferred income tax liabilities by \forall 1,537 million as of December 31, 2006. Also, the effect of this change was a decrease in increase by \forall 677 million for the year ended December 31, 2007, a decrease in deferred income tax liabilities by \forall 2,035 million, an increase in retained earnings by \forall 2,035 million, and an increase in retained earnings by \forall 2,035 million as of December 31, 2007.

3. Restricted Bank Deposits

As of September 30, 2008, long-term financial instruments are deposited in connection with bank overdraft agreements, and withdrawal of these deposits is restricted.

Further, the withdrawal of group severance insurance deposits is restricted to employees' severance payments (Note 10).

4. Receivables

Receivables and allowance for doubtful accounts as of September 30, 2008 and December 31, 2007, consist of the following:

(in millions of Korean won)		2008		2007
Trade accounts and notes receivable Less : Allowance for doubtful accounts	₩	1,597,785 (52,525)	₩	1,025,892 (48,587)
	₩	1,545,260	₩	977,305
Other accounts receivable	₩	176,869	₩	122,605
Less : Allowance for doubtful accounts Less : Present value discount		(24,131) (32)		(24,169) (36)
	₩	152,706	₩	98,400
Long-term trade accounts and notes receivable	₩	164	₩	239
Less : Allowance for doubtful accounts		(20)		(32)
	₩	144	₩	207
Long-term other accounts receivable	₩	304	₩	685
Less : Present value discount		(11)		(46)
	₩	293	₩	639

5. Inventories

Inventories as of September 30, 2008 and December 31, 2007, consist of the following:

(in millions of Korean won)		2008	2007		
Merchandise, net of valuation allowance of ₩614 million					
(December 31, 2007: ₩607 million)	₩	55,005	₩	43,812	
Finished products, net of valuation allowance of ₩7,487 million		746,190		528,350	
(December 31, 2007: $\$$ 5,298 million)					
Work-in-process		192,437		141,239	
Raw materials, net of valuation allowance of Ψ 404 million		456,661		354,493	
(December 31, 2007: ₩335 million)					
Supplies		46,395		37,089	
Materials-in-transit		152,324		62,854	
	₩	1,649,012	₩	1,167,837	

6. Equity-Method Investments

Equity-method investments as of September 30, 2008 and December 31, 2007, are summarized as follows:

(in millions of Korean won)	Percen Owne						Fair Vali	ie or Net
Investee ⁴	(%	•	Acquisiti	Acquisition Cost		Value	Asset Valu	
	2008	2007	2008	2007	2008	2007	2008	2007
Tianjin LG Dagu Chemical Co., Ltd.	75.00	75.00	₩ 17,440	₩ 17,440	₩ 26,370	₩ 23,370	₩ 26,438	₩ 23,416
Tianjin LG New Building								
Materials Co., Ltd.	85.35	85.35	33,649	33,649	50,805	31,472	56,995	37,544
Ningbo LG Yongxing Chemical Co., Ltd.	75.00	75.00	110,746	110,746	154,635	143,143	153,280	142,382
LG Chemical India Pvt. Ltd.	100.00	100.00	31,466	31,466	56,584	50,173	57,201	50,173
LG Chemical Hong Kong Ltd.	100.00	100.00	254	254	11,391	7,489	10,200	6,997
LG Vina Chemical J/V Company	40.00	40.00	1,194	1,194	3,107	2,561	3,299	2,614
LG Chem America, Inc.	100.00	100.00	9,596	9,596	7,657	5,441	12,942	8,531
M. Dohmen S.A.	49.00	49.00	43,203	43,203	993	993	5,889	5,889
SEETEC Co., Ltd.	50.00	50.00	36,643	36,643	70,965	64,306	161,048	157,490
LG Dow Polycarbonate Ltd.	50.00	50.00	36,794	36,794	61,454	75,919	61,741	74,822
LG Chemical (Guangzhou) Engineering								
Plastics Co., Ltd.	100.00	100.00	13,091	13,091	27,188	15,435	27,444	15,453
LG Chem (Nanjing) Information &								
Electronics Materials Co., Ltd. ¹	81.99	77.00	67,286	50,704	85,806	37,339	101,745	51,846
LG Chem Trading (Shanghai) Co., Ltd.	100.00	100.00	3,503	3,503	2,494	1,724	2,492	1,739
LG Chem (China) Investment Co., Ltd.	100.00	100.00	40,340	40,340	47,046	43,125	47,047	43,127
LG Chem (Taiwan), Ltd.	100.00	100.00	6,888	6,888	3,096	2,566	9,841	6,434
LG Chem Industrial Materials Inc.	100.00	100.00	17,846	17,846	15,582	8,545	16,913	8,891
LG Holdings (HK) Ltd. ²	18.18	18.18	41,582	41,582	30,159	27,222	28,196	24,866
Compact Power Inc. ³	100.00	81.00	5,483	4,635	1,012	611	1,012	611
LG Chem (Tianjin) Engineering Plastics								
Co., Ltd.	90.00	90.00	5,589	5,589	13,774	7,125	14,797	7,765
LG Chem Display Materials (Beijing)								
Co., Ltd.	90.00	90.00	6,865	6,865	11,201	7,200	11,953	7,961
Tianjin LG Bohai Chemical Co., Ltd.	65.00	65.00	63,524	63,524	103,688	67,238	114,724	77,313
LG Chem Europe GmbH	100.00	100.00	1,927	1,927	3,668	2,015	5,041	2,781
LG Chem Brasil, Ltd.	100.00	100.00	258	258	258	258	258	258
LG Chem Poland Sp. Z.O.O	100.00	100.00	5,790	5,790	13,708	9,228	13,689	9,214
-		-	₩600,957	₩583,527	₩ 802,641	₩ 634,498	₩ 944,185	₩ 768,117

¹ In 2008, the Company acquired additional shares of LG Chem (Nanjing) Information & Electronics Materials Co., Ltd. for ₩16,582 million, increasing its percentage of ownership to 81.99%.

² This investment is classified as an equity-method investment as the combined percentage of ownership of the Company and LG Electronics Inc., a consolidated subsidiary of LG Corp., exceeds 20%.

³ In 2008, the Company acquired additional shares of Compact Power Inc. for ₩848 million, increasing its percentage of ownership to 100%.

⁴ As of September 30, 2008, the Company has control over all the investees, except for M. Dohmen S.A., SEETEC Co., Ltd. and LG Holdings (HK) Ltd.

7. Property, Plant and Equipment

Property, plant and equipment as of September 30, 2008 and December 31, 2007, consist of the following:

(in millions of Korean won)		2008		2007
Buildings	₩	1,037,062	₩	1,015,083
Structures		507,205		492,002
Machinery and equipment		4,832,226		4,575,811
Vehicles		30,329		26,413
Tools and furniture		653,408		606,317
Others		-		12,935
		7,060,230		6,728,561
Accumulated depreciation		(4,101,659)		(3,898,819)
Accumulated impairment loss		(12,301)		(12,408)
·		2,946,270		2,817,334
Land		499,728		497,823
Construction-in-progress		304,647		286,560
Machinery-in-transit		67,413		20,083
-	₩	3,818,058	₩	3,621,800

As of September 30, 2008, certain property, plant and equipment have been pledged as collateral for bank loans up to a maximum of W384,520 million (December 31, 2007: W365,822 million).

8. Intangible Assets

Intangible assets as of June 30, 2008 and December 31, 2007, are as follows:

(in millions of Korean won)		2008	2	2007
Intellectual property rights	₩	29,749	₩	24,595
Exclusive facility use rights		1,105		1,242
Development costs, net		44,006		45,471
Goodwill		8,742		10,714
Others		34,698		9,389
Negative goodwill		(244,810)		(274,187)
	₩	(126,510)	₩	(182,776)

9. Debentures

Debentures as of September 30, 2008 and December 31, 2007, consist of the following:

(in millions of Korean won)		Annual Interest Rate (%)				
•	2008 2007			2008		2007
Publicly offered debentures, payable through 2013	3.5~5.02	3.5~5.02	₩	480,000	₩	680,000
Privately offered debentures, payable through 2009 Foreign debentures,	5.02~5.32	5.02~5.32		100,000		100,000
payable through 2010 ¹	LIBOR+0.2-0.45	LIBOR+0.2-0.60		219,725		234,550
				799,725		1,014,550
Less : Current matur	rities			(480,340)		(327,893)
Discount on d	ebentures issued			(1,333)		(2,650)
			₩	318,052	₩	684,007

¹ Floating rate notes were issued on May 25, 2005, to mature on November 25, 2008. Term notes were also issued on March 23, 2006, to mature on September 23, 2008 and September 23, 2009. Further, the Company issued floating rate notes on March 20, 2007, and will redeem these on September 23, 2009 and September 17, 2010.

10. Accrued Severance Benefits

Accrued severance benefits as of September 30, 2008 and December 31, 2007, are as follows:

(in millions of Korean won)		2008		2007
Provision for severance benefits	₩	285,275	₩	278,413
Less: Group severance insurance deposits		(171,328)		(179,983)
Contributions to National Pension Plan		(3,006)		(3,522)
Ending balance	₩	110,941	₩	94,908

11. Stock Options

Based on the Commercial Code of Korea, the Company may grant stock options to directors and employees who have contributed or can contribute to the Company's establishment, management, overseas business or technology innovation through a resolution of the Board of Directors or shareholders. In 2005, the Company granted stock options.

Details of the stock options granted are as follows:

Grant date	Number of Common Shares Granted ¹	Grant Method	Exercise Price per Share (in Korean won)	Exercise Period
March 25, 2005	221,000	To compensate price difference	₩ 42,530	March 26, 2008 to March 25, 2012

¹ Of the stock options granted in 2005, 347,000 shares were forfeited due to the grantees' early termination of employment. Further, if the increase in the stock price is not higher than the increase in the Korea Composite Stock Price Index during the three years after the grant date, the final number of common shares exercised will only be 50% of the number of common shares originally granted.

Changes in stock options during the nine- month periods ended September 30, of 2008 and 2007, are as follows:

	Granted number of	fshares
	2008	2007
Beginning balance	221,000	221,000
Exercised number of shares	221,000	-
Ending balance		221,000

(in millions of Korean won)	Amounts						
	2008		2007				
Beginning balance ¹	${\bf W}$	11,857	₩	-			
Stock compensation cost ²		1,059		11,672			
Exercised amounts		(12,916)		-			
Ending balance	₩		₩	11,672			

¹ As stock price did not exceed the exercise price, no stock compensation expense was recognized as of December 31, 2006.

² Stock compensation expense was recognized due to changes in stock price, excluding reversal of stock compensation expense of W268 million.

12. Commitments and Contingencies

As of September 30, 2008, the Company has provided a joint guarantee for obligations outstanding as of January 1, 2005, for Lotte Daesan Petrochemical Ltd. and SEETEC Co., Ltd. In addition, the Company has provided financial guarantees to customers.

As of September 30, 2008, the Company has been provided with guarantees from the Seoul Guarantee Insurance for the execution of supply contracts.

As of September 30, 2008, the Company has provided one blank promissory note to the Korea National Oil Corporation as collateral in relation to petroleum import surcharges. Further, with respect to the borrowings of the Company, one blank promissory note is provided as collateral to a financial institution.

The Company has guaranteed repayments of various obligations of subsidiaries and affiliated companies. The outstanding balances of such guarantees as of September 30, 2008, amounted to W209,495 million (Note 16).

As of September 30, 2008, the Company is contingently liable for notes receivable from export sales which were discounted through financial institutions in the ordinary course of business amounting to W1,094,347 million.

As of September 30, 2008, the Company has bank overdraft agreements with several banks for up to W82,000 million. The Company has also entered into contracts with several financial institutions to open letters of credit for up to W110,100 million and US\$ 482 million. The Company has entered into contracts with several financial institutions for discounting notes from export for up to W15,000 million and US\$ 956 million, for other foreign currency payment guarantee of up to US\$ 15 million, and for other notes of up to W60,000 million, respectively.

As of September 30, 2008, the Company has entered into various technical license agreements with companies, including Goodyear Tire & Rubber Company, for the production of polymer and rubber products.

The Company entered into a contract with LG Corp. to use trademarks on the products that the Company manufactures and sells, and on the services the Company provides in relation to its business.

As of September 30, 2008, the Company has a long-term purchase contract for certain raw materials and was provided with US\$ 14 million as a guarantee for the contract performance.

As of September 30, 2008, the Company has been named as a defendant and plaintiff in various legal actions. Management believes that these legal actions will not have a material adverse impact on the Company's operations or financial position although the outcome of these legal actions is uncertain.

The Company has cross currency and interest rate swap with financial institutions for hedging against fluctuations in foreign exchange rates and interest rates. As of September 30, 2008, the Company's outstanding contracts and options include currency swap of US\$ 342 million (December 31, 2007: US\$ 242 million).

Details of the changes in valuation gain or loss on derivatives for the nine-month periods ended September 30, 2008 and 2007, are as follows:

		Tra	ding		Hedge ¹						
(in millions of Korean won)	Valuation gain		Valuation loss		Valuation gain	Valuation loss		Other comprehensive income ²			
2008	₩	-	₩		₩ 87,156	₩	-	₩	7,166		
2007		-		1,892	-		-		-		

¹ The Company applies cash flow hedge accounting and is exposed to fluctuations in cash flows up to January 22, 2012, on its cross currency and interest swaps.

² The \mathbb{W} 7,166 million, net of tax, was charged to accumulated other comprehensive income (Note 14).

13. Retained earnings

Retained earnings as of September 30, 2008 and December 31, 2007, consist of:

(in millions of Korean won)	2008	2007
Legal reserve	₩ 73,429	₩ 56,729
Other reserves		
Reserve for business rationalization	4,000	4,000
Reserve for technology development	1,366,196	997,664
Voluntary reserve	212,120	212,120
Reserve for investment losses	376,377	246,313
	1,958,693	1,460,097
Unappropriated retained earnings	943,017	682,310
	₩ 2,975,139	₩ 2,199,136

14. Cost of Sales

Cost of sales for the three-month and nine-month periods ended September 30, 2008 and 2007, are as follows:

(in millions of Korean won)

	20	08	2007				
	Three Months	Nine Months	Three Months	Nine Months			
Products							
Beginning inventories	₩ 757,755	₩ 669,154	₩ 503,453	₩ 480,039			
Cost of goods manufactured	3,184,273	8,454,696	1,945,030	5,539,942			
Ending inventories	(938,278)	(938,278)	(528,067)	(528,067)			
Others	(9,531)	(27,543)	(10,297)	(33,193)			
Discontinued operations	•	-	(2,775)	(8,347)			
^	2,994,219	8,158,029	1,907,344	5,450,374			
Merchandise							
Beginning inventories	40,540	43,812	35,520	47,064			
Purchases	326,672	892,728	334,812	993,217			
Ending inventories	(55,005)	(55,005)	(38,650)	(38,650)			
Discontinued operations	-	-	-	(14)			
	312,207	881,535	331,682	1,001,617			
Other cost of sales	17,606	43,834	11,093	26,061			
Total	₩ 3,324,032	₩ 9,083,398	₩ 2,250,119	₩ 6,478,052			

15. Comprehensive Income

Comprehensive income for the three-month and nine-month periods ended September 30, 2008 and 2007, are as follows:

(in millions of Korean won)	2008					2007			
		ee Months	Nine Months		Three Months		Nine Months		
Net income	₩	296,996	₩	940,974	₩	210,720	₩	560,326	
Cumulative effect of the changes in accounting policy		-		2,035		-		-	
Other comprehensive income Increase from equity-method investments,									
net of tax effects of $#37,955$ million								50 1 1 0	
(2007: ₩2,818 million)		53,205		108,390		1,824		50,119	
Valuation loss on cash flow hedge derivative instruments, net of tax effects									
of $W(2,718)$ million		(1,557)		(7,166)				-	
Comprehensive income	₩	348,644	₩	1,044,233	₩	212,544	₩	610,445	

16. Earnings Per Share

Basic income from continuing operations per share and earnings per share for the year ended December 31, 2007, were $\forall 9,466$ and $\forall 9,264$, respectively.

Basic income from continuing operations per share and earnings per share for the three-month and nine-month periods ended September 30, 2008 and 2007, are computed as follows:

(in millions of Korean won, except per share amounts)

	2008					20	07	
	Thre	e Months	Nine Months		Thre	e Months	Nine Month	
Income from continuing operations	₩	296,996	₩	940,974	₩	211,393	₩	567,124
Preferred stock dividends ¹		(2,273)		(6,818)		(2,273)		(6,818)
Preferred stock share in the remaining								
profit available for dividends		(28,664)		(91,250)		(23,075)		(61,214)
Income from continuing operations available for common stock (A)	₩	266,059	₩	842,906	₩	186,046	₩	499,092
Weighted average number of shares of outstanding common stock (B) ²	_	4 701 776	-	4 660 050	6	2 010 100	4	53,818,182
	/	4,721,776		4,660,059	C	3,818,182	C	03,010,102
Basic income from continuing operations per share (A/B)	₩	3,561	;	₩ 11,290	₩	2,915	₩	7,821

(in millions of Korean won, except per share amounts)

	2	008	2007				
	Three Months	Nine Months	Three Months	Nine Months			
Net income	₩ 296,996	₩ 940,974	₩ 210,720	₩ 560,326			
Preferred stock dividends ¹	(2,273)	(6,818)	(2,273)	(6,818)			
Preferred stock share in the remaining profit available for dividends	(28,664)	(91,250)	(22,994)	(60,402)			
Net income available for common stock (A)	₩ 266,059	₩ 842,906	₩ 185,454	₩ 493,107			
Weighted average number of shares of outstanding common stock (B) ² Basic earnings per share (A/B)	74,721,776 ₩ 3,561	<u>74,660,059</u> ₩ 11,290	<u>63,818,182</u> ₩ 2,906	<u>63,818,182</u> ₩ 7,727			

¹ Preferred stock dividends were assumed to be three-quarters of the dividends paid for the previous years.

² Excludes treasury stock.

There are no outstanding convertible bonds or other dilutive securities as of September 30, 2008 and 2007. Accordingly, basic earnings and income from continuing operations per share are identical to fully diluted earnings and income from continuing operations per share.

Basic and diluted loss from discontinued operations per share for the nine-month periods ended September 30, 2008 and 2007, are computed as follows:

(in millions of Korean wo	n, except p	per share	amounts)					
		200	8		2007			
	Three M	Three Months Nine Months				Ionths	Nine Months	
Loss from discontinued operations per share	₩	-	₩	-	₩	10	₩	94

17. Related Party Transactions

The Company is a subsidiary of LG Corp. The ultimate controlling party of LG Corp is Mr. Koo Bon-moo, the chairman of LG Corp, and his related parties.

Significant transactions, which occurred in the ordinary course of business with related companies for the nine-month periods ended September 30, 2008 and 2007, and the related account balances as of September 30, 2008 and December 31, 2007, are summarized as follows:

(in millions of Korean won)	Sales	Purchases ²	Receivables ³	Payables	
Largest shareholder	₩ -	₩ -	₩ -	₩ -	
Controlling company	•••	30,912	7,723	5,279	
Subsidiaries	958,293	130,718	55,404	37,707	
Equity method investees	74,155	123,631	4,868	4,356	
Key management officers	-	57,325	**	55,566	
Other related companies ¹	1,780,252	467,595	416,705	108,608	
2008 Total	₩2,812,700	₩ 810,181	₩ 484,700	₩ 211,516	
2007 Total	₩2,059,387	₩1,851,144	₩ 367,716	₩ 183,528	

Includes LG Display Co., Ltd. (formerly LG Philips LCD Co., Ltd.) and LG Electronics Inc.

² Purchases of 2007 include purchases of ₩1,180,919 million from LG Petrochemical Co., Ltd., which was merged with the Company in November 2007.

³ Allowance for doubtful accounts as of September 30, 2008, amounts to ₩3,577 million. Bad debt expenses recognized in the current period is ₩1,390 million.

Compensation for key management officers for nine-month periods ended September 30, 2008 and 2007, consists of:

(in millions of Korean won)		2008		2007
Short-term employee benefits	₩	38,894	₩	19,976
Post-employment benefits		3,836		2,526
Other long-term employee benefits		13,537		15,361
Share-based payments		1,059		11,672
Total	₩	57,326	₩	49,535

Key management officers include directors and audit committee members having duties and responsibilities over planning, operations and control of the Company's business activities.

The details of guarantees provided by the Company as of September 30, 2008 and December 31, 2007, are as follows:

(in millions of Korean won)		2008							
Guarantee Beneficiary	Amount of Guarantee	Financial Institution	Outstanding Loan Amount						
LG Chem (Nanjing) Information &									
Electronics Materials Co., Ltd.	₩ 19,597		₩ 14,549						
	23,754		23,754						
	20,072		11,877						
	35,631	KEXIM Bank	4,751						
LG Chem Industrial Materials Inc.	30,049		30,049						
Tianjin LG Bohai Chemical Co., Ltd.	47,508		15,837						
LG Chem Poland Sp.Z.O.O.	17,072		17,072						
	5,122		5,122						
LG Chem America, Inc.	4,751	Woori Bank	4,751						
	5,939		1,188						
	₩ 209,495		₩ 128,950						
(in millions of Korean won)		2007							
	Amount of		Outstanding						
Guarantee Beneficiary	Guarantee		Loan Amount						
		Financial Institution							
LG Chem (Nanjing) Information &			Loan Amount						
LG Chem (Nanjing) Information & Electronics Materials Co., Ltd.	₩ 15,480	Bank of China	Loan Amount ₩ 15,480						
	18,764	Bank of China Woori Bank	Loan Amount ₩ 15,480 18,764						
Electronics Materials Co., Ltd.	18,764 15,856	Bank of China Woori Bank Korea Exchange Bank	Loan Amount ₩ 15,480 18,764 9,382						
	18,764	Bank of China Woori Bank Korea Exchange Bank Kookmin Bank	Loan Amount ₩ 15,480 18,764						
Electronics Materials Co., Ltd.	18,764 15,856	Bank of China Woori Bank Korea Exchange Bank Kookmin Bank	Loan Amount ₩ 15,480 18,764 9,382						
Electronics Materials Co., Ltd. LG Chem Industrial Materials Inc.	18,764 15,856 23,736	Bank of China Woori Bank Korea Exchange Bank Kookmin Bank Societe Generale Bank	Loan Amount ₩ 15,480 18,764 9,382						
Electronics Materials Co., Ltd. LG Chem Industrial Materials Inc. LG Chem Europe GmbH	18,764 15,856 23,736 4,144	Bank of China Woori Bank Korea Exchange Bank Kookmin Bank Societe Generale Bank KEXIM Bank	Loan Amount ₩ 15,480 18,764 9,382 23,736						
Electronics Materials Co., Ltd. LG Chem Industrial Materials Inc. LG Chem Europe GmbH Tianjin LG Bohai Chemical Co., Ltd. LG Chem Poland Sp.Z.O.O.	18,764 15,856 23,736 4,144 37,528 13,813 6,216	Bank of China Woori Bank Korea Exchange Bank Kookmin Bank Societe Generale Bank KEXIM Bank KEXIM Bank Nordea Bank	Loan Amount ₩ 15,480 18,764 9,382 23,736 - 15,637 13,813 4,144						
Electronics Materials Co., Ltd. LG Chem Industrial Materials Inc. LG Chem Europe GmbH Tianjin LG Bohai Chemical Co., Ltd.	18,764 15,856 23,736 4,144 37,528 13,813 6,216 3,753	Bank of China Woori Bank Korea Exchange Bank Kookmin Bank Societe Generale Bank KEXIM Bank KEXIM Bank Nordea Bank Woori Bank	Loan Amount ₩ 15,480 18,764 9,382 23,736 - 15,637 13,813 4,144 3,753						
Electronics Materials Co., Ltd. LG Chem Industrial Materials Inc. LG Chem Europe GmbH Tianjin LG Bohai Chemical Co., Ltd. LG Chem Poland Sp.Z.O.O.	18,764 15,856 23,736 4,144 37,528 13,813 6,216	Bank of China Woori Bank Korea Exchange Bank Kookmin Bank Societe Generale Bank KEXIM Bank KEXIM Bank Nordea Bank Woori Bank Kookmin Bank	Loan Amount ₩ 15,480 18,764 9,382 23,736 - 15,637 13,813 4,144						

18. Segment Information

The Company defines its segments by the nature of its products and services.

(1) Industry Segment Information

Industry	Products or Services	Major Customers
Petrochemicals	PE, PVC, VCM, alcohol, plasticizers, ABS/PS, EPS, MBS, SBL, EP, ethylene, propylene, BPA and others	LG Electronics Inc. Daewoo Electronics Co., Ltd. Kia Motors Corp. Youlchon Chemical Co., Ltd. National Plastic Co., Ltd. Mitsubishi Corporation and others
Industrial Materials	Hi Sash, UBR, wall coverings, living materials, building materials and others	Hyundai Motors Co., Ltd. GM Daewoo Auto & Technology Company Distributors and wholesalers
Information & Electronic Materials	Batteries, Polarizers	LG Electronics Inc. LG. Display Co., Ltd. and others

Financial information on industry segments for the nine-month periods ended September 30, 2008 and 2007, follows:

(in millions of Korean won)	Pet	rochemicals		Industrial Materials		2008 Information & Electronic Materials		Others		Total
Sales External sales Inter-segment sales	₩	7,696,547 267,586 7,964,133	₩	1,612,691 8,869 1,621,560	₩	1,931,258 2,617 1,933,875	₩	10,398 151,267 161,665		11,250,894 430,339 11,681,233
Operating income	₩	920,814	₩	105,935	₩	283,152	₩	(6,809)	₩	1,303,092
Property, plant and equipment and intangible assets ¹	₩	2,093,322	₩	436,671	₩	962,641	₩	443,724	₩	3,936,358
Depreciation and amortization	₩	171,961	₩	43,120	₩	90,539	₩	4,675	₩	310,295

(in millions of Korean won) Sales	Petr	ochemicals	2007 Information & Industrial Electronic Materials Materials			rmation & ectronic	C	others	Total		
External sales ¹	₩	4,679,443	₩	1,566,171	₩	1,529,123	₩	11,117	₩	7,785,854	
Inter-segment sales		208,945	1	1,535		1,793	//	109,021		321,294	
	₩	4,888,388	₩	1,567,706	₩	1,530,916	₩	120,138	₩	8,107,148	
Operating income	₩	359,450	₩	92,329	₩	90,590	₩	1,322	₩	543,691	
Property, plant and equipment and intangible assets ²	₩	1,383,930	₩	458,324	₩	874,535	₩	411,234	₩	3,128,023	
Depreciation and amortization	₩	197,715	₩	45,652	₩	111,308	₩	2,970	₩	357,645	

¹External sales from continuing operations.

² Excludes negative goodwill incurred from the merger, which is deducted from intangible assets.

(2) Geographical Segment Information

The sales by geographical segments for the nine-month periods ended September 30, 2008 and 2007, are as follows:

(in	millions	of Korean	won)
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	Domestic ¹	China	North America	South America	South- East Asia	Western Europe	Others	Total
2008	₩6,071,855	₩2,624,183	₩413,561	₩98,584	₩457,933	₩333,686	₩1,251,092	₩ 11,250,894
2007	₩4,217,226	₩2,006,183	₩248,579	₩53,901	₩194,001	₩300,437	₩ 765,527	₩ 7,785,854

¹ Domestic sales include the exports made based on local letters of credit.

Information on property, plant and equipment of each geographical segment has not been included as the Company does not manage its property, plant and equipment by geographical segments.

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19. Discontinued Operations

The Company decided to sell its safety materials business as approved by the CEO of the Company on March 23, 2007. Also, the Company decided to sell its PDP fluorescent substance business and AMS Filter business as approved by the CEO of the Company on October 16, 2007 and December 11, 2007, respectively. The Company disposed of all of the related assets by December 31, 2007.

13

1.1

The loss before tax from discontinued operations for the six-month period ended June 30, 2007, is as follows:

(in millions of Korean won)

	•	Safety materials business		PDP fluorescent substance business		IS Filter usiness	Total	
Impairment loss on discontinued operations	₩	(3,292)	₩	(3)	₩	-	₩ (3,295)	
Loss from the discontinued operations ¹		(3,330)		(44)		(2,275)	(5,649)	
Loss before tax from discontinued operations		(6,622)		(47)		(2,275)	(8,944)	

¹ Excludes impairment loss on discontinued operations.

The income statements of the discontinued operations excluding impairment loss on discontinued operations for the nine-month period ended September 30, 2007, are as follows:

(in millions of Korean won)

	Safety materials business		sub	uorescent stance siness		IS Filter 1siness	Total	
Sales Cost of sales	₩	3,241 (4,354)	₩	6,425 (3,700)	₩	575 (358)	₩ 10,241 (8,412)	
Gross profit (loss)		(1,113)		2,725		217	1,829	
Selling and administrative expenses		(2,416)		(1,967)		(2,493)	(6,876)	
Operating income (loss)		(3,529)		758		(2,276)	(5,047)	
Non-operating income		360		318		1	679	
Non-operating expenses		(161)		(1,120)		-	(1,281)	
Loss from the discontinued operations	₩	(3,330)	₩	(44)	₩	(2,275)	₩ (5,649)	

The loss after tax from discontinued operations for the nine-month period ended September 30, 2007, is as follows:

(in millions of Korean won)

	Safety materials business		PDP fluorescent substance business		AMS Filter business		Total	
Loss before tax from discontinued operations Income tax effects	₩	(6,622) 1,508	₩	(47) 12	₩	(2,275) 626	₩ (8,944) 2,146	
Income (loss) after tax from discontinued operations	₩	(5,114)	₩	(35)	₩	(1,649)	₩ (6,798)	

Cash flows from the discontinued operations for the nine-month period ended September 30, 2007, are as follows:

(in millions of Korean won)

	Safety materials business			fluorescent nce business		Filter iness	Total	
Cash flows from operating activities	₩	(38)	₩	(1,627)	₩	755	₩	(910)
Cash flows from investing activities Cash flows from financing		586		1,876		1,216		3,678
activities	XT7	(548)	117	(249)		(1,971)		(2,768)
Total	₩	-	₩		₩		₩	

20. Business Acquisition

Pursuant to a resolution of Board of directors on June 23, 2008, the Company acquired the Super Absorbent Polymers division (the "SAP division") from Kolon Industry Inc., on September 1, 2008.

The Company recorded the fair value of individually identifiable assets and liabilities acquired. The differences between the acquisition costs and the fair values of assets and liabilities were recorded as goodwill and amortized over ten years.

(1) The acquisition cost and goodwill are as follows :

(in millions of Korean won)	Amount	
Acquisition cost	W	87,000
Fair value of net assets acquired		60,908
Goodwill	₩	26,092

(2) Changes in goodwill are as follows:

(in millions of Korean won)	Ar	Amount	
Goodwill incurred from business combination	₩	26,092	
Amortization		217	
Balance as of September 30, 2008	₩	25,875	

(3) Condensed balance sheet of the SAP division as of September 1, 2008, follows:

(in millions of Korean won)	An	Amount	
Current assets, net	\mathbf{W}	14,372	
Fixed assets		46,536	
Total	₩	60,908	

(4) The fair value of net assets acquired will be adjusted based on the result of the due diligence and the review of contingency liabilities.