

SK TELECOM CO LTD

Form 6-K

November 06, 2007

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**SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**Form 6-K
REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16 OF
THE SECURITIES EXCHANGE ACT OF 1934
FOR THE MONTH OF October 2007**

SK Telecom Co., Ltd.

(Translation of registrant's name into English)

11, Euljiro2-ga, Jung-gu
Seoul 100-999, Korea

(Address of principal executive offices)

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.)

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): _____

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): _____

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submission to furnish a report or other document that the registration foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's home country), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934. Yes No

If Yes is marked, indicate below the file number assigned to the Registrant in connection with Rule 12g3-2(b):
82-_____

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QUARTERLY REPORT

(From January 1, 2007 to June 30, 2007)

THIS IS A SUMMARY OF THE QUARTERLY REPORT ORIGINALLY PREPARED IN KOREAN AND IS IN SUCH FORM AS REQUIRED BY THE KOREAN FINANCIAL SUPERVISORY COMMISSION.

IN THE TRANSLATION PROCESS, SOME PARTS OF THE REPORT WERE REFORMATTED, REARRANGED OR SUMMARIZED FOR THE CONVENIENCE OF READERS.

UNLESS EXPRESSLY STATED OTHERWISE, ALL INFORMATION CONTAINED HEREIN IS PRESENTED ON A NON-CONSOLIDATED BASIS IN ACCORDANCE WITH ACCOUNTING PRINCIPLES GENERALLY ACCEPTED IN KOREA, OR KOREAN GAAP, WHICH DIFFER IN CERTAIN RESPECTS FROM GENERALLY ACCEPTED ACCOUNTING PRINCIPLES IN CERTAIN OTHER COUNTRIES, INCLUDING THE UNITED STATES. WE HAVE MADE NO ATTEMPT TO IDENTIFY OR QUANTIFY THE IMPACT OF THESE DIFFERENCES.

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I. OVERVIEW

1. Corporate Purpose of SK Telecom Co., Ltd. (the Company)

Business Objectives

1. Information and communication business
2. Handset sales and lease business
3. New media business
4. Advertisement business
5. Communication sales business
6. Personal property and real property lease business
7. Research and technology development related to Clause 1 through 4
8. Overseas business and trading business related to Clause 1 through 4
9. Manufacturing and distribution business related to Clause 1 through 4
10. Tourism
11. Other businesses related to the above

2. Company History

A. Changes Since Incorporation

(1) Date of Incorporation

March 29, 1984 (date of shareholders meeting for the incorporation): Incorporated as Korea Mobile Communications Service Co., Ltd.

(Authorized capital: Won 500 million / Paid-in capital: Won 250 million)

(2) Location of Headquarters

22 Dohwa-dong, Mapo-gu, Seoul (July 11, 1988)

16-49 Hangang-ro 3-ga, Yongsan-gu, Seoul (November 19, 1991)

267 Namdaemun-ro 5-ga, Jung-gu, Seoul (June 14, 1995)

99 Seorin-dong, Jongro-gu, Seoul (December 20, 1999)

11, Euljiro 2-ga, Jung-gu, Seoul (December 13, 2004)

B. Mergers

(1) Target: Shinsegi Communication Co., Ltd.

Date: January 13, 2002

Registration: January 16, 2002

(2) Target: SK IMT Co., Ltd.

Date: May 1, 2003

Registration: May 7, 2003

C. Significant Recent Business Events

N/A

3. Information Regarding Shares

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A. Total number of shares

(As of June 30, 2007)		(Unit: shares)		
Classification	Common shares	Share type	Total	Remarks
I. Total number of issuable shares	220,000,000		220,000,000	
II. Total number of shares issued to date	89,278,946		89,278,946	
III. Total number of shares retired to date	8,085,235		8,085,235	
1. Capital reduction				
2. Share cancellation	8,085,235		8,085,235	
3. Redeemed shares				
4. Others				
IV. Total number of shares (II-III)	81,193,711		81,193,711	
V. Number of treasury shares	8,526,252		8,526,252	
VI. Number of shares outstanding (IV-V)	72,667,459		72,667,459	

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B. Capital Stock and Price per Share

(As of June 30, 2007)

(Unit: Won, shares)

Classification	Type Common shares	Capital (total face value)			Price per share		
		Capital amount in financial statements (a)	Total number of issued shares (IV of A×b)	Total amount of distributed shares (VI of A×b)	Par value per share (b)	Capital/ Total number of issued shares (a / IV of A.)	Capital/ Number of distributed shares (a / VI of A.)
Registered		44,639,473,000	40,596,855,500	36,333,729,500	500	549.8	614.3
Total		44,639,473,000	40,596,855,500	36,333,729,500	500	549.8	614.3

C. Acquisition and Disposition of Treasury Shares

(1) Status of Acquisition and Disposition of Treasury Shares

Acquisition method	Type of share	Amount at the beginning of period	Acquisition/Disposition		Retirement ()	Amount at the end of period
			(+)	()		
Direct acquisition pursuant to Article 189-2 (1) of the relevant Act	Common share	4,561,572				4,561,572
	Preferred share					
Direct acquisition based on causes other than those stipulated in Article 189-2 (1) of the relevant Act	Common share	77,970				77,970
	Preferred share					
Sub-total	Common share	4,639,542				4,639,542
	Preferred share					
Indirect acquisition through trust and other agreements	Common share	3,886,710				3,886,710
	Preferred share					
Total	Common share	8,526,252				8,526,252

Notes:

* Of the
4,639,542
shares of

treasury stocks
directly
acquired based
on causes other
than those
provided in
Article 189-2
(1) of the
relevant Act,
1,688,842
shares were
deposited with
the Korea
Securities
Depository as of
June 30, 2007
for any
exchange of the
Company's
overseas
exchangeable
bonds.

Table of Contents**D. Employee Stock Ownership Program****(1) Transactions with the Employee Stock Ownership Program**

- a) On August 23, 1999, the Company lent Won 118.6 billion of purchase funds for employee stock ownership to the Employee Stock Ownership Program, and the Employee Stock Ownership Program re-lent the amount to the Company's employees in accordance with its internal allotment standards.

Terms of the loan: 8-year installment repayment plan following a three-year grace period

The loan is deducted from wages for each individual to repay the Employee Stock Ownership Program, and is subsequently repaid to the company.

- b) Repayment amount during the first to the second quarter of 2007 : Won 1,808,302,000

Details of the loan repayment

(As of June 30, 2007)

(Unit: in thousand Won)

Classification	Amount	Remarks
Initial loan amount	118,577,755	Lent on August 23, 1999 to 3,540 persons Includes Won 1.81 billion repaid during the first to the second quarter of 2007
Accumulated repayment amount	112,856,502	
Balance	5,721,253	Expected full repayment by June 2010

(2) Voting Rights of the Employee Stock Ownership Program

During a designated period, to be 7 days or longer, each individual member of the Program may exercise his voting rights by expressing his intention on the shareholders' meeting agenda through a written power of attorney to a designated proxy.

(3) Shareholdings of the Employee Stock Ownership Program

(Unit: shares)

Account classification	Types of share	Balance at the beginning of period	Balance at the end of period
E.S.O.P. account			
Member account	Common share	197,240	174,646

* As the relevant law requires an immediate transfer of the shares directly purchased by the employees to the account of the individual purchasers, the Company transfers and holds the employees' stocks in

separate
individual
accounts within
the program
once the number
of shares for
each individual
member is
determined.

Table of Contents**4. Status of Voting Rights**

(As of June 30, 2007)	Classification	(Unit: shares)	Number of shares	Remarks
Total outstanding shares (A)	Common share		81,193,711	
	Preferred share			
	Common share			Treasury
Number of shares without voting right (B)			8,526,252	shares
	Preferred share			
Shares with restricted voting right under the Stock Exchange Act and other laws (C)	Common share			
Shares with reestablished voting right (D)				
The number of shares with exercisable voting right (E = A - B - C + D)	Common share		72,667,459	
	Preferred share			

5. Dividends and Others

Classification	2007(Half year)	2006	2005
Par value per share	500	500	500
Current net income	799,584	1,446,598	1,871,380
Net income per share	11,003	19,734	25,421
Income available for distribution as dividend		1,574,716	1,930,626
Total cash dividend	72,667	582,386	662,529
Total stock dividend			
Percentage of cash dividend to available income (%)		40.3	35.4
Cash dividend yield ratio(%)			
Common share		3.6	4.9
Preferred share			
Stock dividend yield ratio (%)			
Common share			
Preferred share			
Cash dividend per share			
Common share	1,000	8,000	9,000

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		(Unit: in million Won except per share value)		
	Classification	2007(Half year)	2006	2005
	Preferred share			
	Stock dividend per share			
	Common share			
	Preferred share			

* The total amount of cash dividend for the year ended December 31, 2006 includes the interim dividend amount of Won 73,714 million, and the cash dividend amount per share of Won 8,000 for the same period includes the interim dividend amount of Won 1,000 per share.

* The total amount of cash dividend for the year ended December 31, 2005 includes the interim dividend amount of Won 73,614 million, and the cash dividend amount per share of Won 9,000 for the same period includes the

interim dividend
amount of Won
1,000 per share.

II. BUSINESS

1. Business Summary

A. Industry Status

(1) Characteristics of the Industry

As of June 30, 2007, the number of domestic mobile phone subscribers reached 42.3 million and with a 87.5% penetration rate, and the Korean mobile communication market can be considered to have reached its maturation stage. However, considering the number of European countries with penetration rates exceeding 90%, additional future growth of the domestic market may be possible.

The Korean mobile communications market continues to improve with the help of advances in network-related technology evidenced by the world's first commercialization of CDMA2000 1x, CDMA 1x EV-DO, and the development of highly advanced handsets that enables the provision of convergence services for multimedia contents, mobile commerce, telematics, satellite DMB, digital home services and other related contents.

(2) Industry Growth

Classification	(Unit: 1,000 persons)				
	End of 1H 2007	End of 2006	End of 2005	End of 2004	End of 2003
Penetration rate (%)	87.5	83.2	79.4	75.9	70.1
Number of subscribers					
SK Telecom	21,358	20,271	19,530	18,783	18,313
PCS	20,962	19,926	18,812	17,803	15,279
Total	42,320	40,197	38,342	36,586	33,592

(Data: Ministry of Information and Communication website)

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(3) Market Characteristics

The Korean mobile communication market includes the entire population of Korea with mobile communication service needs, and almost every Korean is considered a potential user. With the market penetration rate reaching as high as 87.5% (as of the end of June 2007), the customer base is continuing to expand to include elementary school and pre-school children. Although demand to date has primarily been in the domestic market, as the business territory expands to overseas market, the size of overseas sales is expected to grow in the near future. Seasonal and economic fluctuations have much less impact on the Korean mobile communication market compared to other industries.

B. Company Status

(1) Market Share

* Historical market share of the Company

		(Unit: %)		
	Classification	End of 1H 2007	2006	2005
Mobile phone		50.5	50.4	50.9

* Comparative market share

(As of June 30, 2007)

		(Unit: %)		
	Classification	SK Telecom	KTF	LG Telecom
Market share		50.5	31.9	17.6

(Data: Ministry of Information and Communication website)

(2) New Business Contents and Prospects

N/A

2. Major Products

A. Status of Major Products as of June 30, 2007

(Unit: in million Won, %)

Business field	Sales type	Item	Major trademarks	Sales amount (ratio)
Information and communication	Services	Mobile phone	June, NATE and others	5,473,435 (98.5%)
		Others	Others	80,888 (1.5%)

B. Price Trend of Major Products

	Item	1H 2007	During 2006	During 2005
Mobile phone	Basic fee (per month)	13,000	13,000	13,000
(Based on standard call charge)	Service fee (per 10 seconds)	20	20	20

*

Caller ID
service became
free of charge
beginning
January 2006.

Table of Contents**3. Investment Status**

A. Investments in Progress

							(Unit: Won 100 million)	
							Amount	
Business field	Classification	Investment period	Subject of Investment	Investment effect	Total investments		already	Future
							invested	investment
	Upgrade/ New installation	2007	Capacity increase and Network, quality systems improvement; and systems others	improvement	15,500		7,178	8,322
Network/Common								

* Amount already invested is the cumulative amount expended through the first to the second quarter of 2007

B. Future Investment Plan

						(Unit: Won 100 million)
Business field	Expected investment amount		Expected investment for each year			Investment effect
	Asset type	Amount	2008	2009		
Network/Common	Network, systems and others	15,500	N/A	N/A		Upgrades to the existing services and provision of new services
Total		15,500	N/A	N/A		

* The expected investment amount of Won 1,550.0 billion is the planned

investment
amount for
2007.

4. Derivative Products and Others

A. Derivatives Contracts

(1) FX Swap

a) Purpose of Contracts: Currency Exchange Risk Hedging

b) Contract Terms

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Cross Currency Swap

(As of June 30, 2007)

(Unit: in million Won)

Contract amount	Contract party	Contract date	Proceeds payment method	Income/loss on valuation
US\$125 million	Citibank	March 23, 2004	Exchange on the date immediately preceding the principal and interest payment date	(37,236)
US\$125 million	Credit Suisse	March 23, 2004	Same as above	(37,337)
US\$50 million	BNP Paribas	March 23, 2004	Same as above	(14,915)
US\$100 million	Calyon	October 10, 2006	Same as above	1,403
Total: US\$400 million				(88,085)

* Income/loss on valuation was calculated using the cash flow hedge accounting and was appropriated for capital adjustment.
FX Swap

(As of June 30, 2007)

(Unit: in million Won)

Contract amount	Contract party	Contract date	Proceeds payment method	Income on valuation
US\$100 million	Credit Suisse	May 27, 2004	Exchange before principal payment date	(23,343)
US\$300 million	Hana Bank	June 30, 2006	Payment of US Dollars and receipt of Korean Won on July 5, 2007	15,732
US\$140 million	Shinhan Bank			
US\$140 million	Woori Bank			
US\$140 million	Korea Exchange Bank			
US\$140 million	Citibank			
US\$140 million	Barclays Capital			

(2) Interest Rate Swap

a) Purpose of Contracts: Interest Rate Risk Hedging

b) Contract Terms

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(As of June 30, 2007)

(Unit: in million Won)

Contract amount	Contract party	Contract date	Proceeds payment method	Income/loss on valuation
2,000	Shinhan Bank	June 28, 2006	Fixing of interest payment date / exchange of floating interest rate	1,555

* Income/loss on valuation was calculated using the cash flow hedge accounting and was appropriated for capital adjustment.

5. R&D Investments

(Unit: in thousand Won)

Category	1H 2007	2006	2005
Raw material	44,715	184,969	234,889
Labor	19,731,438	33,986,701	35,191,759
Depreciation	61,387,278	134,461,257	121,335,301
Commissioned service	45,336,838	83,751,223	86,536,635
Others	14,632,228	35,680,197	41,730,732
Total R&D costs	141,132,497	288,064,347	285,029,316
Accounting			
Sales and administrative expenses	136,581,569	277,807,352	273,223,885
Development expenses (Intangible assets)	4,550,928	10,256,995	11,805,431
R&D cost / sales amount ratio			

(Total R&D costs / Current sales amount×100)