

SK TELECOM CO LTD  
Form 6-K  
August 09, 2006

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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 AUGUST 2006**

**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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Cash Dividends**

|   |   |                   |                |
|---|---|-------------------|----------------|
| 1. Dividend category                                |   | Interim dividends |                |
| 2. Dividend amount per share (Won)                  | Common Stock  |                   | 1,000          |
|   | Preferred Stock   |                   |                |
| 3. Market dividend rate (%)                         | Common Stock  |                   | 0.5            |
|   | Preferred Stock   |                   |                |
| 4. Total amount of dividend payment (Won)           |   |                   | 73,713,657,000 |
| 5. Record date                                      |   | June 30, 2006     |                |
| 6. Dividend payment date                            |   |                   |                |
| 7. Date of the general shareholders meeting         |   |                   |                |
| 8. Date of the resolution by the Board of Directors |   | July 28, 2006     |                |
| Attendance of external directors                    | Present   | 7                 |                |
|   | Absent  |                   |                |
| Attendance of auditors                              |   |                   |                |
| 9. Other noteworthy matters                         |   |                   |                |
|   | As for Item 6 above, dividends will be paid out within 20 days from the date of the resolution by the Board of Directors, pursuant to the Securities and Exchange Act of Korea. |                   |                |

**Exchange Price Adjustments**

|                             |   |
|-----------------------------|---|
| 1. Details                  | Adjusted the exchange price of foreign exchangeable bonds following the decision to pay interim dividends   |
|                             | <ul style="list-style-type: none"> <li>1. Exchange price <ul style="list-style-type: none"> <li>Won 218,098 before adjustments</li> <li>Won 217,062 after adjustments</li> </ul> </li> <li>2. Number of exchangeable shares <ul style="list-style-type: none"> <li>1,677,812 before adjustments</li> <li>1,685,816 after adjustments</li> </ul> </li> </ul> |
|                             | <p>*Foreign exchangeable bonds</p> <p>Issued on May 27, 2004 in the amount of USD329,450,000</p> <p>5-year maturity</p> <p>Exchange period: from July 7, 2004 to May 13, 2009</p>   |
| 2. Date of confirmation     | July 28, 2006   |
| 3. Other noteworthy matters | Disclosure regarding foreign exchangeable bond offering (May 28, 2004)  |

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**Forward-Looking Statement Disclaimer**

The material above contains forward-looking statements. Statements that are not historical facts, including statements about our beliefs and expectations, are forward-looking statements. These statements are based on current plans, estimates and projections, and therefore you should not place undue reliance on them. Such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the our actual results or performance to be materially different from any future results or performance expressed or implied by such forward-looking statements. We do not make any representation or warranty, express or implied, as to the accuracy or completeness of the information contained herein, and nothing contained herein is, or shall be relied upon as, a promise or representation, whether as to the past or the future. Forward-looking statements speak only as of the date they are made, and we undertake no obligation to update publicly any of them in light of new information or future events. Additional information concerning these and other risk factors are contained in our latest annual report on Form 20-F and in our other filings with the U.S. Securities and Exchange Commission.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**SK Telecom Co., Ltd.**

*(Registrant)*

By: /s/ Hyun Jong Song

*(Signature)*

Name: Hyun Jong Song

Title: Vice President

Date: August 8 , 2006