

FINANCIAL STATEMENTS AS OF JUNE 30, 2001 AND 2000 TOGETHER WITH ACCOUNTANTS' REVIEW REPORT





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INDEPENDENT ACCOUNTANTS' REVIEW REPORT

To the Shareholders and Board of Directors of Hyundai Motor Company:

We have reviewed the accompanying balance sheets of Hyundai Motor Company as of June 30, 2001 and 2000, and the related statements of income for the six-month periods then ended, all expressed in Korean won. These 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 standards for independent accountants' review of semi-annual financial statements as established by the Securities & Futures Commission of the Republic of Korea applicable to review engagements. These standards require that we plan and perform the 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 financial statements are not presented fairly, in all material respects, in accordance with financial accounting standards in the Republic of Korea (see Note 2).

The translated amounts in the accompanying financial statements have been translated into U.S. dollars, solely for the convenience of the reader, on the basis set forth in Note 2 to the financial statements.

As explained Note 1 to the financial statements, which summarizes the effect of the current economic environment in the Republic of Korea, the operations of the Company have been significantly affected, and may continue to be affected for the foreseeable future, by the general adverse economic conditions in the Republic of Korea and in the Asia Pacific region. The ultimate effect of these significant uncertainties on the financial position of the Company as of the balance sheet dates cannot presently be determined and, accordingly, no adjustments have been made in the accompanying financial statements related to such uncertainties.

As discussed in Note 22 to the financial statements, effective January 31, 2000, the Company sold the Sales Division for motor parts for after-sales service, which handled sales and distribution of the parts used for after-sales service, to Hyundai MOBIS. In addition to the receipt for the book value of the disposed net assets of \$396,422 million (US\$ 304,776 thousand), the Company shall receive payment for goodwill consisting of a lump-sum royalty of \$50,000 million (US\$ 38,441 thousand), and for a running royalty of ten percent of ordinary income in the Sales Division for motor parts for after-sales service which will be received every year during a ten year period starting 2000.



Accounting principles and review standards and their application in practice vary among countries. The accompanying financial statements are not intended to present the financial position and results of operations in accordance with accounting principles and practices generally accepted in countries other than the Republic of Korea. In addition, the procedures and practices utilized 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 knowledgeable about Korean accounting principles and review standards and their application in practice.

Cenjin & Co.

Seoul, Korea, August 3, 2001

BALANCE SHEETS

AS OF JUNE 30, 2001 AND 2000

		Korear (in mil			Translation into U. S. dollars (Note 2) (in thousands)			
ASSETS		2001		2000	2001			2000
Current assets:								
Cash and bank deposits	₩	2,348,456	₩	847,735	\$	1,805,533	\$	651,753
Marketable securities (Note 4)		605,743		153,758		465,705		118,212
Trade notes and accounts receivable, less allowance for doubtful accounts of 22,576								
million in 2001 and $W22,633$ million in 2000		1,015,185		1,008,665		780,491		775,478
Inventories (Note 3)		887,153		704,093		682,058		541,319
Advances and other		581,526		890,038		447,087		684,276
Total current assets		5,438,063		3,604,289		4,180,874		2,771,038
Non-current assets:								
Investment securities (Notes 4, 10 and 12)		2,883,012		2,555,066		2,216,508		1,964,377
Property, plant and equipment, net of accumulated depreciation of W2,572,562								
million in 2001 and W2,037,144 million in 2000 (Notes 5, 6, 7, 10 and 12)		8,594,236		7,858,093		6,607,393		6,041,434
Intangibles (Note 8)		1,603,863		1,328,374		1,233,077		1,021,276
Other assets (Note 9)		641,696		1,071,061		493,346		823,450
Deferred income tax assets (Note 17)		404,092		236,890		310,673		182,125
Total non-current assets		14,126,899		13,049,484	_	10,860,997		10,032,662
Total assets	₩	<u>19,564,962</u>	₩	<u>16,653,773</u>	<u>\$</u>	15,041,871	<u>\$</u>	12,803,700

(continued)

BALANCE SHEETS (CONTINUED)

AS OF JUNE 30, 2001 AND 2000

LIABILITIES AND	Korean (in mil		Translation into U. S. dollars (Note 2) (in thousands)			
SHAREHOLDERS' EQUITY	2001	2000	2001	2000		
Current liabilities:						
Short-term borrowings (Note 10)	₩ 828,144	₩ 1,019,178 \$	636,691 \$	783,561		
Current maturities of long-term debt (Note 11)	1,769,331	1,414,286	1,360,291	1,087,327		
Trade notes and accounts payable	2,759,007	2,393,789	2,121,171	1,840,385		
Accrued warranties	211,022	120,586	162,237	92,709		
Accounts payable-other	451,436	509,406	347,072	391,640		
Other	968,370	517,575	744,499	397,920		
Total current liabilities	6,987,310	5,974,820	5,371,961	4,593,542		
 Long-term liabilities: Long-term debt, net of current maturities (Notes 7 and 11) Accrued severance benefits, net of National Pension payments for employees of W92,148 million in 2001 and W110,801 million in 2000 and individual severance insurance 	2,861,877	2,392,475	2,200,259	1,839,375		
deposits of #432,186 million in 2001 and #203,009 million in 2000 (Note 2)	472,673	679,689	363,399	522,556		
Accrued product liabilities and other	722,437	301,257	555,422	231,612		
Total long-term liabilities	4,056,987	3,373,421	3,119,080	2,593,543		
Total liabilities	11,044,297	9,348,241	8,491,041	7,187,085		
Commitments and contingencies (Note 12)						
Shareholders' equity:						
Capital stock (Note 13)	1,476,454	1,373,364	1,135,123	1,055,865		
Capital surplus (Note 14)	5,380,954	5,033,472	4,136,968	3,869,817		
Retained earnings (Note 15) (Net income of ₩610,521 million in 2001						
and₩310,363 million in 2000)	1,974,834	1,687,570	1,518,285	1,297,432		
Capital adjustments (Note 16)	(311,577)	(788,874)	(239,546)	(606,499)		
Total shareholders' equity	8,520,665	7,305,532	6,550,830	5,616,615		
Total liabilities and shareholders' equity	₩ 19,564,962		<u>5 15,041,871</u> <u>\$</u>	12,803,700		

The accompanying accountants' review report and the notes to financial statements should be read in conjunction with these balance sheets.

STATEMENTS OF INCOME

FOR THE SIX-MONTH PERIODS ENDED JUNE 30, 2001 AND 2000

	Korea (in millions, share am		Translatic U. S. dollars (in thousand per share a	s (Note 2) s, except
	2001	2000	2001	2000
Sales	₩ 11,093,557	₩ 8,471,464	\$ 8,528,913	\$ 6,513,004
Cost of sales	8,328,786	6,640,310	6,403,311	5,105,182
Gross profit	2,764,771	1,831,154	2,125,602	1,407,822
Selling and administrative expenses (Note 21)	1,655,133	1,222,941	1,272,494	940,218
Operating income	1,109,638	608,213	853,108	467,604
Other expenses, net: Interest expense, net	114,896	220,680	88,334	169,662
Foreign exchange gain (loss), net	104,289	(51,657)	80,179	(39,715)
Other, net	98,653	(3,101)	75,846	(2,384)
,	317,838	165,922	244,359	127,563
Ordinary income	791,800	442,291	608,749	340,041
Extraordinary items:				
Loss on disposal of investments, net (Note 4)	-	(166,215)	-	(127,789)
Other extraordinary income (Note 22)	-	50,000	-	38,441
		(116,215)		(89,348)
Income before income tax	791,800	326,076	608,749	250,693
Income tax expense (Note 17)	181,279	15,713	139,370	12,081
Net income	₩ 610,521	₩ 310,363	<u>\$ 469,379</u>	<u>\$ 238,612</u>
Earnings per common share (Note 2)	₩ 2,766	<u>₩ 1,455</u>	<u>\$ 2,127</u>	<u>\$ 1,119</u>
Earnings per fully diluted common share (Note 2)	₩ 2,762	<u>₩ 1,394</u>	<u>\$ 2,123</u>	<u>\$ 1,072</u>

The accompanying accountants' review report and the notes to financial statements should be read in conjunction with these statements of income.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2001 AND 2000

(See Accompanying Accountants' Review Report)

1. General

Hyundai Motor Company (the Company) was incorporated in December 1967, under the laws of the Republic of Korea, to manufacture and distribute motor vehicles and parts. The shares of the Company have been listed on the Korea Stock Exchange since 1974. As of June 30, 2001, 43.33 percent of the Company's stock (excluding preferred stock) is owned by Korean investors and the remaining 56.67 percent is owned by foreign investors, including DaimlerChrysler (10.46 percent) and Mitsubishi of Japan (4.55 percent) under foreign investment agreements.

In connection with its foreign business, the Company operates ten major foreign subsidiaries and one branch: Hyundai Motor America (wholly-owned exclusive importer and distributor of motor vehicles and parts in the United States), Hyundai Motor Finance Company (wholly-owned subsidiary of Hyundai Motor America for lease, wholesale and retail financing), Hyundai America Technical Center Inc. (wholly-owned conductor of research and development), Hyundai Translead (wholly-owned distributor of van trailers and equipment in the United States), Hyundai Motor India (wholly-owned distributor of van trailers and equipment in the United States), Hyundai Motor India (wholly-owned production plant in India), Hyundai Motor Europe Parts (wholly-owned distributor of motor parts in Belgium), Hyundai Motor Japan R&D Center Inc. (wholly-owned conductor of research and development) in Japan, Hyundai Motor Europe GmbH (wholly-owned exclusive importer and distributor of motor vehicles and parts in Germany), Hyundai Motor Japan Company (wholly-owned exclusive importer and distributor of motor vehicles and parts in Japan), Hyundai Motor Poland Sp.zo.o. (wholly-owned exclusive importer and distributor of motor vehicles and parts in Japan), Hyundai Motor Poland Sp.zo.o. (wholly-owned exclusive importer and distributor of motor vehicles and parts in Japan), Hyundai Motor Poland Sp.zo.o. (wholly-owned exclusive importer and distributor of motor vehicles and parts in Japan), Hyundai Motor Poland Sp.zo.o. (wholly-owned exclusive importer and distributor of motor vehicles and parts in Japan), Hyundai Machine Tools America (Branch for the distribution of machine tools in the United States). Production plants are as follows:

Location	Commenced Production	Types of vehicles
Domestic:		
Ulsan	December 1967	Passenger cars Commercial vehicles (Small trucks)
Chunbuk Chunjoo	April 1995	Commercial vehicles (Bus, Trucks)
Chungnam Ahsan	November 1996	Passenger cars
Overseas: Turkey (Hyundai Assan Otomotive		
Sanayi Ve Ticaret A.S.)	September 1997	Passenger cars
India (HMI)	October 1998	Passenger cars

Beginning in 1997, Korea and other countries in the Asia Pacific region experienced a severe contraction in substantially all aspects of their economies. This situation in commonly referred to as the 1997 Asian Financial Crisis. In response to this situation, the Korean government and the private sector began implementing structural reforms to historical business practices. Through early 2000, it was widely accepted that the economic situation had stabilized, but not fully recovered from the 1997 crisis.

The Korean economy is currently experiencing additional difficulties, particularly in the areas of restructuring private enterprises and reforming the banking industry. The Korean government continues to apply pressure to Korean companies to restructure into more efficient and profitable firms. The banking industry is currently undergoing forced consolidations and significant uncertainty exists with regard to the availability of short-term financing during the coming year. The Company may be either directly or indirectly affected by the situation described above.

The accompanying financial statements reflect management's current assessment of the impact to date of the economic situation on the financial position of the Company. Actual results may differ materially from management's current assessment.

2. Summary of Significant Accounting Policies

Basis of Financial Statement Presentation

The Company maintains its official accounting records in Korean won and prepares its statutory non-consolidated financial statements in the Korean language (Hangul) in conformity with the financial accounting standards 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 accounting principles generally accepted in other countries. Accordingly, these financial statements are for use by those who are knowledgeable about Korean accounting principles and practices.

The US dollar amounts presented in these financial statements were computed by translating the Korean won into US dollar based on the basic exchange rate of $\mathbb{W}1,300.7$ to US\$1.00 at June 30, 2001, solely for the convenience of the reader. This convenience translation into US dollars should not be construed as a representation that the Korean won amounts have been, could have been, or could in the future be, converted at this or any other rate of exchange.

The accompanying financial statements have been condensed, restructured and translated into English (with certain expanded descriptions) from the Korean language financial statements. Some supplementary information included in the statutory Korean language financial statements, but not required for a fair presentation of the Company's financial position or results of operations is not presented in the accompanying financial statements.

The significant accounting policies followed by the Company in preparing its financial statements are summarized below:

Revenue Recognition

Revenue, including long-term installment sales, is recognized at the time of shipping motor vehicles and parts. However, interest income arising from long-term installment sales is recognized using the level yield method.

Valuation of Marketable Securities

Marketable securities are stated at fair value. The difference between book value and fair value is recognized in current operations.

Allowance for Doubtful Accounts

The Company provides an allowance for doubtful accounts based on management's estimate of the collectibility of receivables.

Inventories

Inventories are stated at the lower of cost or net realizable value, cost being determined by the moving average cost method.

Valuation of Investment Securities

Equity securities held for investment (excluding those accounted for using the equity method discussed in the next paragraph) that are not actively traded (unlisted security) are stated at acquisition cost, as determined by the moving average method. Actively quoted (listed) securities, including those traded over-the-counter, are stated at fair value, with the resulting valuation gain or loss reported as a capital adjustment within shareholders' equity. If the fair value of a listed equity security or the net equity value of an unlisted security held for investment declines compared to acquisition cost and is not expected to recover (impaired investment security), the carrying value of the equity security is adjusted to fair value or net equity value, with the resulting valuation loss charged to current operations. If the net equity value or fair value subsequently recovers, in the case of an unlisted security, the increase in value is recorded in current operations, up to the amount of the previously recognized impairment loss, and in the case of a listed security, the increase in value is recorded in capital adjustments.

Equity securities held for investment that are in companies in which the Company is able to exercise significant influence over the operating and financial policies of the investees are accounted for using the equity method. The Company's share in the net income or net loss of investees is reflected in current operations. Changes in the retained earnings, capital surplus or other capital accounts of investees are accounted for as an adjustment to retained earnings or to capital adjustment.

Debt securities held for investment are classified as either held-to-maturity investment debt securities or available for sale investment debt securities at the time of purchase. Held-to-maturity debt securities are stated at acquisition cost, as determined by the moving average method. When the face value of a held-to-maturity investment debt security differs from its acquisition cost, the effective interest method is applied to amortize the difference over the remaining term of the security. Available-for-sale investment debt security debt securities are stated at fair value, with the resulting valuation gain or loss reported as a capital adjustment within shareholder' equity. However, if the fair value of a held-to-maturity or an available-for-sale investment debt security declines compared to the acquisition cost and is not expected to recover (impaired investment security), the carrying value of the debt security subsequently recovers, in the case of a held-to-maturity debt security, the increase in value is recorded in current operations, up to the amount of the previously recognized impairment loss, and in the case of an available-for-sale debt security, the increase in value is recorded in current operations.

The lower of the acquisition cost of investments in treasury stock funds and the fair value of treasury stock included in a fund is accounted for as treasury stock in capital adjustments.

Property, Plant and Equipment and Related Depreciation

Property, plant and equipment are stated at cost, except for the effects of upward revaluations in accordance with the Asset Revaluation Law of Korea to give accounting recognition to the loss in purchasing power of the Korean won. Routine maintenance and repairs are expensed as incurred. Expenditures that result in the enhancement of the value or extension of the useful lives of the facilities involved are treated as additions to property, plant and equipment.

The Company capitalizes interest as part of the cost of constructing major facilities and equipment. The amounts of capitalized interest for the first six months of 2001 and 2000 were W42,556 million (US\$32,718 thousand) and W47,113 million (US\$36,221 thousand), respectively.

Depreciation is computed using the straight-line method based on the estimated useful lives of the assets as follows:

	<u>Useful lives (Years)</u>
Buildings and structures	12 - 50
Machinery and equipment	12 - 15
Vehicles	6
Dies and moulds	6
Tools	6
Other equipment	6

Intangibles

Intangible assets are stated at cost, net of amortization computed using the straight-line method over the economic useful lives of the related assets (5 - 20 years). Development costs are amortized over the economic useful life (not exceeding 5 years) from the usable date of the related products using the straight-line method. Ordinary development expenses and research expenses are charged to current operations as selling and administrative expenses. Cost in excess of net identifiable assets acquired (goodwill) is amortized over 20 years, using the straight-line method.

Valuation of Receivables and Payables at Present Value

Receivables and payables arising from long-term installment transactions, long-term cash loans (borrowings) and other similar loan (borrowing) transactions are stated at present value, if the difference between nominal value and present value is material. The present value discount is amortized using the effective interest rate method. The Company's long-term accounts receivable included in other assets are stated net of unamortized present value discount of W1,496 million (US\$1,150 thousand) and W8,439 million (US\$6,488 thousand) as of June 30, 2001 and 2000, using an interest rate of 10.0 percent and 12.8 percent, respectively.

Accrued Severance Benefits

Employees and directors with more than one year of service are entitled to receive a lump-sum payment upon termination of their service with the Company, based on their length of service and rate of pay at the time of termination. The accrued severance benefits which would be payable assuming all eligible employees were to resign as of June 30, 2001 and 2000 amounted to W997,007 million (US\$766,570 thousand) and W993,499 million (US\$763,819 thousand), respectively.

Accrued severance benefits are approximately 60 percent funded at June 30, 2001 and 2000, through a group severance insurance plan and individual severance insurance plan. The group severance insurance deposits under this insurance plan are classified as other assets. Subsequent provisions are funded at the discretion of the Company. Group severance insurance deposits may only be withdrawn for the payment of severance benefits. Individual severance insurance deposits, in which the beneficiary is a respective employee, are presented as a deduction from accrued severance benefits.

Before April 1999, the Company and the employees paid 3 percent and 6 percent, respectively, of monthly pay (as defined) to the National Pension Fund in accordance with the National Pension Law of Korea. The Company paid half of the employees' 6 percent portion and is paid back at the termination of service by netting the receivable against the severance payment. Such receivables, totaling W92,148 million (US\$70,845 thousand) and W110,801 million (US\$85,186 thousand) as of June 30, 2001and 2000, respectively, are presented as a deduction from accrued severance benefits. Since April 1999, according to a revision in the National Pension Law, the Company and the employees each pay 4.5 percent of monthly pay to the Fund.

Accrued Warranties and Product Liabilities

The Company generally provides a warranty to the ultimate consumer for each product and accrues warranty expense at the time of sale based upon actual claims history. Actual warranty costs incurred are charged against the accrual when paid.

Stock Options

The Company computes total compensation expense for stock options, which are granted to employees and directors, by the fair value method using the option-pricing model. The compensation expense has been accounted for as a charge to current operations and a credit to capital adjustment from the grant date using the straight-line method.

Derivative Instruments

All derivative instruments are accounted for at fair value with the valuation gain or loss recorded as an asset or liability. If the derivative instrument is not part of a transaction qualifying as a hedge, the adjustment to fair value is reflected in current operations. The accounting for derivative transactions that are part of a qualified hedge, based both on the purpose of the transaction and on meeting the specified criteria for hedge accounting, differs depending on whether the transaction is a fair value hedge or a cash flow hedge. Fair value hedge accounting is applied to a derivative instrument designated as hedging the exposure to changes in the fair value of an asset or a liability or a firm commitment (hedged item) that is attributable to a particular risk. The gain or loss both on the hedging derivative instruments and on the hedged item attributable to the hedged risk are reflected in current operations. Cash flow hedge accounting is applied to a derivative instrument designated as hedging the exposure to variability in expected future cash flows of an asset or a liability or a forecasted transaction that is attributable to a particular risk. The gain or loss recorded as a capital adjustment and the ineffective portion is recorded in current operations. The effective portion of gain or loss recorded as a capital adjustment is reclassified to current earnings in the same period during which the hedged forecasted transaction affects earnings. If the hedged transaction results in the acquisition of an asset or the incurrence of a liability, the gain or loss in capital adjustment is added to or deducted from the asset or the liability.

The Company entered into derivative instrument contracts related to forward, option and swap to hedge the exposure to changes in foreign exchange rate. In the first half of 2001, the Company deferred the loss on valuation of the effective portion of derivative instruments for cash flow hedging purpose from forecasted exports as capital adjustments, amounting to &27,725 million (US\$21,315 thousand) as of June 30, 2001, and recognized loss of &5,421 million (US\$4,168 thousand) on valuation of the ineffective portion of such instruments and the other derivative instruments in current operations. The period in which the forecasted transactions is expected to occur is within 26 months from June 30, 2001, and all deferred losses in capital adjustments at that date are expected to enter into the determination of net income within the 26 month period. As of June 30, 2001, the Company recorded total loss on valuation of derivatives of &44,579 million (US\$34,273 thousand) in liabilities. In the first half of 2000, the Company recognized gain on the derivative instruments amounting to &15,360 million (US\$11,809 thousand) in current operations and recorded accrued gain on valuation of derivatives in other assets amounting to &22,531 million (US\$17,322 thousand) as of June 30, 2000.

Accounting for Foreign Currency Transactions and Translation

The Company maintains its accounts in Korea won. Transactions in foreign currencies are recorded in Korean won based on the prevailing rates of exchange on the transaction date. Monetary accounts with balances denominated in foreign currencies are recorded and reported in the accompanying financial statements at the exchange rates prevailing at the balance sheet dates. The balances have been translated using the Bank of Korea Basic Rate which was W1,300.7 and W1,114.8 to US \$1.00 at June 30, 2001 and 2000, respectively, and translation gains or losses have been reflected in current operations.

Assets and liabilities of the Branch outside the Republic of Korea are translated at the rate of exchange in effect on the balance sheet date; income and expenses are translated at the average rates of exchange prevailing in the first half of 2001 which was W1,288.7 to US\$1.00.

Conversion Rights Adjustment

The Company is obligated to pay interest at a guaranteed rate to convertible debenture holders who do not exercise their options to convert and instead hold the bond until maturity. The difference between the face value of the bonds and the present value of principal amount payable at maturity is respectively recorded as conversion rights in the capital adjustment account under shareholders' equity and conversion right adjustment account.

At the time of conversion, the consideration received for the conversion rights is presented as other capital surplus, after deducting the amount of related conversion right adjustment. However, if the convertible debentures are repaid, the consideration received for conversion rights is offset against the related premium paid at the time of redemption, and any balance is charged to current operations.

The conversion right adjustment account is presented as a deduction from convertible debentures and amortized over the term of the debentures using the effective interest method with the amortization included in interest expense.

Income Tax Expense

The Company recognizes deferred income tax arising from temporary differences between pre-tax accounting income and taxable income. Accordingly, income tax expense consists of the total income tax and surtaxes currently payable and the changes in deferred income tax assets or liabilities during the period.

Earnings Per Share

Primary earnings per common share is computed by dividing net income, after deduction for expected dividends for six months on preferred stock, by the weighted average number of common shares outstanding during the period. The number of shares used in computing earnings per common share is 213,084,573 in 2001 and 200,128,342 in 2000. Earnings per diluted share is computed by dividing net income, after deduction for expected dividends for six months on preferred stock and addition for the effect of expenses related to diluted securities on net income, by the weighted average number of common shares plus the dilutive potential common shares. The number of shares used in computing earnings per diluted share is 213,423,686 in 2001 and 210,037,788 in 2000.

3. Inventories

Inventories as of June 30, 2001 and 2000 consist of the following:

	Korean won				U.S. dollars (Note 2)				
	(in millions)					(in tho	usands)		
	2001 2000					2001		2000	
Finished goods and merchandise	₩	375,113	₩	237,771	\$	288,393	\$	182,803	
Semifinished goods and work in process		234,685		224,578		180,430		172,659	
Raw materials and supplies		216,965		148,462		166,806		114,140	
Materials in transit		60,390		93,282		46,429		71,717	
	₩	887,153	₩	704,093	\$	682,058	\$	541,319	

4. Marketable Securities and Investment Securities

(1) Marketable securities as of June 30, 2001 and 2000 consist of the following:

	Korean (in mil			lars (Note 2) ousands)			
	2001	2000	2001	2000			
Beneficiary certificates	₩ 589,321	₩ 153,755	\$ 453,080	\$ 118,210			
Debt securities	16,422	3	12,625	2			
	₩ 605,743	₩ 153,758	\$ 465,705	\$ 118,212			

(2) Investments securities as of June 30, 2001 and 2000 consist of the following:

	Korean (in mil			ars (Note 2) usands)
	2001	2000	2001	2000
Equity securities accounted for using the equity method	₩2,410,227	₩2,208,971	\$ 1,853,023	\$ 1,698,293
Marketable equity securities	115,156	74,344	88,534	57,157
Unlisted equity securities	268,648	271,751	206,541	208,927
Debt securities	88,981		68,410	
	₩2,883,012	₩2,555,066	\$ 2,216,508	<u>\$1,964,377</u>

Debt securities as of June 30, 2001 consist of convertible bonds of W40,175 million (US\$30,887 thousand), foreign currency notes of W48,741 million (US\$37,473 thousand) and government bonds of W65 million (US\$50 thousand), which are all held-to-maturity and stated at cost.

		an won illions)	U.S. dolla (in thou		
	Acquisition		Acquisition	Ownership	
Affiliated Company	cost	Book value	cost	Book value	Percentage
Hyundai Motor India	₩ 244,017	₩ 235,234	\$ 187,604	\$ 180,852	100.00
Hyundai Motor America (*)	129,582	-	99,625	-	100.00
Hyundai Translead	- ,				
(formerly Hyundai Precision America Inc.)	74,977	44,627	57,643	34,310	100.00
Hyundai Machine Tool Europe GmbH	25,397	20,585	19,525	15,826	100.00
Hyundai Motor Japan Co.	11,152		8,574	5,538	100.00
Hyundai Motor Poland Sp.zo.o.	11,082	10,759	8,520	8,272	100.00
Hyundai America Technical Center Inc.	5,956	11,416	4,579	8,776	100.00
Hyundai Motor Europe Parts	2,715	1,673	2,088	1,286	100.00
HMJ R&D Center Inc.	1,510	1,980	1,161	1,522	100.00
Hyundai Capital Service Inc.	272,573	337,683	209,559	259,617	85.57
HAOSVT (Turkey)	48,042	20,223	36,936	15,548	50.00
Hyndai Powertrain Technology Co., Ltd.	40,000	40,000	30,753	30,753	50.00
KEFICO	20,911	49,707	16,077	38,216	50.00
Cheju Dynasty Co., Ltd.	8,150	8,066	6,266	6,201	50.00
Korea Drive Train System	48,194	40,586	37,052	31,203	49.93
e-HD.com	5,250	5,053	4,036	3,885	49.30
Korea Rolling Stock Co.	113,694	91,560	87,410	70,392	39.18
Beijing Hyundai Namyang					
Real Estate Development center Ltd.	8,832	8,832	6,790	6,790	35.00
Kia Motor Corporation	923,957	1,136,806	710,354	873,996	34.47
Korea Space & Aircraft Co., Ltd.	129,800	111,270	99,792	85,546	33.33
Hyundai Space & Aircraft Co., Ltd. (*)	112,595	-	86,565	-	25.96
Hyundai HYSCO					
(formerly Hyundai Pipe Co., Ltd.)	200,768	179,016	154,354	137,631	23.43
Korea Economy Daily	19,973	26,175	15,356	20,124	22.75
Wuhan Grand Motor Co., Ltd.	5,502		4,230	6,244	21.43
Hyundai-Kia-Yueda Motor Company	3,354		2,578	2,291	20.00
Iljin Forging Co., Ltd.	826	,	635	5,576	20.00
Daesung Automotive Co., Ltd.	400		307	2,628	20.00
	₩2,469,209	₩2,410,227	<u>\$1,898,369</u>	\$1,853,023	

Equity securities accounted for using the equity method as of June 30, 2001 consist of the following:

(*) Use of the equity method was discontinued since the value of investments is less than zero due to an accumulated deficit.

	Korea (in mil	an won llions)	U.S. dolla (in thou		
	Acquisition		Acquisition		Ownership
Affiliated Company	cost	Book value	cost	Book value	Percentage
Hyundai Motor India	₩ 244,017	₩ 193,537	\$ 187,604	\$ 148,795	100.00
Hyundai Motor America (*)	129,582	28,360	99,625	21,804	100.00
Hyundai Machine Tool Europe GmbH	25,397	25,311	19,525	19,459	100.00
Hyundai Motor Japan Co.	11,152	11,152	8,574	8,574	100.00
Hyundai America Technical Center Inc.	5,956	9,462	4,579	7,274	100.00
Hyundai Motor Europe Parts	2,715	1,650	2,088	1,268	100.00
HMJ R&D Center Inc.	1,510	1,990	1,161	1,530	100.00
Hyundai Capital Service Inc.	272,573	287,955	209,559	221,384	85.57
HAOSVT (Turkey)	48,042	33,763	36,936	25,958	50.00
Hyundai Steel Industries, Inc (*)	-	-	-	-	46.30
Korea Rolling Stock Co.	80,000	80,000	61,505	61,505	40.00
Korea Space & Aircraft Co., Ltd.	96,400	96,400	74,114	74,114	33.33
e-HD.com	3,330	3,330	2,560	2,560	33.30
Kia Motor Corporation	895,842	1,109,738	688,738	853,185	30.16
Beijing Hyundai Namyang Real Estate					
Development center Ltd.	7,352	8,036	5,652	6,178	30.00
KEFICO	12,318	32,644	9,471	25,097	29.94
Korea Drive Train System	13,216	13,216	10,161	10,161	29.90
Hyundai Space & Aircraft Co., Ltd.	112,595	110,647	86,565	85,067	25.96
Korea Economy Daily	13,832	17,840	10,634	13,716	22.75
Wuhan Grand Motor Co., Ltd.	5,502	6,579	4,230	5,058	21.43
Iljin Forging Co., Ltd.	826	4,365	635	3,356	20.00
Daesung Automotive Co., Ltd.	400	1,976	308	1,519	20.00
Hyundai Pipe Co., Ltd.	143,744	131,020	110,512	100,731	11.09

Equity securities accounted for using the equity method as of June 30, 2000 consist of the following:

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(*) Use of the equity method was discontinued since the value of investments is less than zero due to an accumulated deficit.

<u>₩2,126,301</u> <u>₩2,208,971</u> <u>\$1,634,736</u> <u>\$1,698,293</u>

The difference between the acquisition cost and the Company's portion of an investee's net equity at the date the Company was considered to be able to exercise significant influence over the operating and financial policy of an investee is amortized (or reversed) over 20 years, using the straight-line method. The unamortized balance of goodwill as of June 30, 2001 and 2000 is W18,232 million (US\$14,017 thousand) and W266,119 million (US\$204,597 thousand), respectively. Significant unrealized profits (losses) that occurred in transactions with investees are eliminated. Investments, excluding those in Hyundai Capital Service Inc., KEFICO, Kia Motor Corporation and Hyundai HYSCO(formerly Hyundai Pipe Co., Ltd.) are valued based on the latest financial statements since the investees did not prepare financial statements as of June 30, 2001 and 2000.

		Korea won (in millions)					U.S. dollars (Note 2) (in thousands)			Ownership			
		Acquisition	cost		Book	valu	e	 Book value			Percentage		
Company		2001	2000		2001		2000	 2001		2000	2001	2000	
Jin Heung Mutual Savings & Finance Co., Ltd.	₩	2,000 ₩	-	₩	840	₩	-	\$ 646	\$	-	9.01	-	
Comet Savings & Finance Co., Ltd.		2,700	-		1,598		-	1,228		-	9.00	-	
Hyundai Heavy Industries Co., Ltd.		59,004	-		69,689		-	53,578		-	2.99	-	
Hyundai Corporation		13,625	14,063		3,776		5,566	2,903		4,279	2.99	2.99	
Hyundai Information Technology Co., Ltd.		10,000	-		5,000		-	3,844		-	2.21	-	
Hyundai Merchant Marine Co., Ltd.		7,328	7,329		1,551		2,631	1,193		2,023	0.55	0.55	
Chohung Bank		25,000	25,000		7,407		9,473	5,695		7,283	0.48	0.48	
INI Steel Company													
(formerly Inchon Iron & Steel Co., Ltd.)		-	60,423		-		17,476	-		13,436	-	4.70	
Treasury Stock Funds		26,485	36,774		9,944		19,983	7,645		15,363			
Stock Market Stabilization Fund		17,664	24,641		15,191		18,917	11,679		14,544			
Other		473	1,235		160		298	 123		229			
	₩	164,279 ₩	169,465	₩	115,156	₩	74,344	\$ 88,534	\$	57,157			

Marketable equity securities as of June 30, 2001 and 2000 consist of the following:

The acquisition costs of Treasury Stock Funds are presented after the deduction of fair value of treasury stocks included in those funds. The fair values of such treasury stock as of June 30, 2001 and 2000 amounted to $\forall 22,357$ million (US\$17,188 thousand) and $\forall 12,211$ million (US\$9,388 thousand), respectively, and are recorded as treasury stock in capital adjustments on the basis set forth in Note 2.

Marketable equity securities are stated at fair value and, of the difference of $\mathbb{W}49,123$ million (US\$37,766 thousand) between acquisition cost and fair value as of June 30, 2001, the Company recorded $\mathbb{W}46,650$ million (US\$35,865 thousand) as loss on valuation of investment equity securities in capital adjustments and recognized $\mathbb{W}2,473$ million (US\$1,901 thousand) of valuation loss on investments of Stock Market Stabilization Fund as non-operating expense in the first half of 2001. The difference of $\mathbb{W}95,121$ million (US\$73,131 thousand) as of June 30, 2000 was recorded as loss on valuation of investment equity securities in capital adjustments.

Unlisted investment equity securities as of June 30, 2001 and 2000 consist of the following:

		Korea won (in millions)					Note 2) nds)	Owne	ership
		Acquisition	cost	Book valu	ie	Book val	ue	Perce	ntage
Company		2001	2000	2001	2000	2001	2000	2001	2000
Hyundai Motor Europe GmbH (*)	₩	5,590 ₩	5,590 ₩	5,590 ₩	5,590 \$	4,298 \$	4,298	100.00	100.00
Hyundai Motor Shanghai Co., Ltd. (*)		2,706	741	2,706	741	2,081	570	100.00	100.00
Hyundai Jingxian Motor Safeguard									
Service Co., Ltd. (*)		2,019	2,019	2,019	2,019	1,552	1,552	84.88	84.88
NGVTEK.com (*)		450	-	450	-	346	-	43.90	-
Auto-ever.com (*)		1,250	1,250	1,250	1,250	961	961	25.00	25.00
Jinil MVC Co., Ltd.		180	180	180	180	138	138	18.00	18.00
Industri Otomotif Komersial		4,439	4,439	4,439	4,439	3,413	3,413	15.00	15.00
Hyundai Petro-Chemical Co., Ltd.		88,163	88,163	88,163	88,163	67,781	67,781	14.99	14.99
Hyundai Technology Investment Co., Ltd.		4,490	4,490	4,490	4,490	3,452	3,452	14.97	14.97
Hyundai Unicorns Co., Ltd.		5,795	5,795	5,795	5,795	4,455	4,455	14.90	14.90
Hyundai Research Institute		1,271	1,271	1,271	1,271	977	977	14.90	14.90
Kihyup Technology Banking Corporation									
(formerly Kihyup Finance)		3,000	3,000	3,000	3,000	2,306	2,306	10.34	10.34
Hyundai Motor Deutschland GmbH		738	738	738	738	567	567	10.00	10.00
Yonhap Capital Co., Ltd.		10,000	10,000	10,000	10,000	7,688	7,688	9.99	9.99
Korea Environment Technology Co., Ltd.								7.50	7.50
(formerly Ulsan Environmental Development)		1,500	1,500	1,500	1,500	1,153	1,153		
Internet Hankyoreh Inc.		4,800	4,800	4,800	4,800	3,690	3,690	7.41	7.41
Hyundai Oil refinery Co., ltd.		78,134	78,134	78,134	78,134	60,071	60,071	6.33	6.33
Hyundai Asan Corporation		22,500	22,500	22,500	22,500	17,298	17,298	5.00	5.00
U.S Electrical Inc.		2,204	2,204	2,204	2,204	1,695	1,695	3.80	3.80
KT Icom		10,800	-	10,800	-	8,304	-	0.60	-
Alcan Taihan Aluminum Ltd.		13,625	13,625	13,625	13,625	10,475	10,475	0.17	0.17
Jilin Hynndai Pipe Manufacturing Co., Ltd. (*)		-	1,002	-	1,002	-	770	-	64.00
Bimantara Hyundai Indonesia		-	2,233	-	2,233	-	1,718	-	50.00
Hyundai Information Technology Co., Ltd.		-	10,000	-	10,000	-	7,688	-	2.45
Other		4,994	8,077	4,994	8,077	3,840	6,211		
	₩	268,648 ₩	271,751 ₩	268,648 ₩	271,751 \$	206,541 \$	208,927		
	_								

(*) In conformity with Financial Accounting Standards in the Republic of Korea, the equity securities of these affiliates were excluded from using the equity method since the Company believes the changes in the investment value due to the changes in the net assets of the investee, whose individual beginning balance of total assets or paid-in capital at the date of its establishment is less than W7,000 million, are not material.

Unlisted investment equity securities are stated at cost, except where an investee's net equity value has declined and is not expected to recover. Total net equity value of unlisted equity securities as at June 30, 2001 and 2000, amounted to W269,729 million (US\$207,372 thousand) and W341,542 million (US\$262,583thound), respectively, based on the investees' latest financial statements.

During the first half of 2000, the Company disposed of its investments in equity securities of Aluminum of Korea Co., Ltd. (13,098,726 shares), Hyundai Technology Investment Co., Ltd. (2,000 shares), Hyundai Unicorns Co., Ltd. (26,120 shares), Hyundai Research Institute (702,000 shares), Hyundai Petro-Chemical Co., Ltd. (350,000 shares), Hyundai Corporation (2,210,000 shares) and Korea Industrial Development Co., Ltd. (18,951,079 shares) and in debt securities of Hyundai Petro-Chemical Co., Ltd. and Korea Industrial Development Co., Ltd. for W63,044 million (US\$48,469 thousand) and recognized an extraordinary loss on disposal of W166,215 million (US\$127,789 thousand), net of extraordinary gain of W3,571 million (US\$2,745 thousand).

5. Insured Assets

As of June 30, 2001, property, plant and equipment are insured for W4,661,449 million (US\$3,583,800 thousand) with Hyundai Fire & Marine Insurance Co. In addition, the Company carries general insurance for vehicles and workers' compensation and casualty insurance for employees.

6. Property, Plant and Equipment

Property, plant and equipment as of June 30, 2001 and 2000 consist of the following:

		Korear (in mil			rs (Note 2) usands)
		2001	2000	2001	2000
Buildings and structures	₩	2,506,670	₩ 2,141,871	\$ 1,927,170	\$ 1,646,706
Machinery and equipment		3,671,690	3,231,453	2,822,857	2,484,395
Vehicles		36,782	29,120	28,279	22,388
Dies and moulds		1,551,367	1,298,177	1,192,717	998,060
Tools		481,094	403,405	369,873	310,145
Other equipment		413,052	333,408	317,561	256,330
		8,660,655	7,437,434	6,658,457	5,718,024
Less: Accumulated depreciation		(2,572,562)	(2,037,144)	(1,977,829)	(1,566,190)
		6,088,093	5,400,290	4,680,628	4,151,834
Land		1,754,646	1,631,883	1,349,001	1,254,619
Construction in progress		751,497	825,920	577,764	634,981
	₩	8,594,236	₩ 7,858,093	<u>\$ 6,607,393</u>	<u>\$ 6,041,434</u>

A substantial portion of the Company's property, plant and equipment is pledged as collateral for various loans up to a maximum of #1,194,028 million (US\$917,989 thousand) (see Notes 10 and 12).

7. Leased Assets

The Company has entered into capital lease agreements for certain machinery and equipment. The lease obligations are included in long-term debt in the accompanying balance sheets. Annual payments on the lease agreements in effect as of June 30, 2001 are as follows:

	Capital Leas	Capital Leases (Korean won in millions)					
	Lease	Interest	Lease				
	Payments	Portion	Obligations				
July 1, 2001 - June 30, 2002	₩ 82,524	₩ 8,314	₩ 74,210				
July 1, 2002 - June 30, 2003	57,720	4,043	53,677				
July 1, 2003 - June 30, 2004	26,710	1,137	25,573				
July 1, 2004 - June 30, 2005	4,312	157	4,155				
	₩ 171,266	₩ 13,651	₩ 157,615				

8. Intangibles

Intangibles as of June 30, 2001 and 2000 consist of the following:

		Korean won (in millions)		urs (Note 2) ousands)
	2001	2000	2001	2000
Cost in excess of fair values of				
identifiable net assets acquired	₩ 552,81	8 ₩ 583,389	\$ 425,016	\$ 448,519
Development costs	1,022,06	3 714,639	785,779	549,426
Other	28,98	2 30,346	22,282	23,331
	₩ 1,603,86	<u>3</u> ₩ 1,328,374	\$ 1,233,077	<u>\$ 1,021,276</u>

The changes in development costs for the periods ended June 30, 2001 and 2000 are as follows:

		n won Illions)	U. S. dollars (Note 2) (in thousands)		
	2001	2000	2001	2000	
Beginning of the period	₩ 910,566	₩ 527,748	\$ 700,058	\$ 405,742	
Addition:					
Expenditures for the first half	255,644	240,480	196,543	184,885	
Deduction:					
Ordinary development expenses	(205)	(280)	(157)	(215)	
Research expenses	(2,600)	(5,915)	(1,999)	(4,548)	
Amortization	(141,342)	(47,394)	(108,666)	(36,438)	
End of the period	₩1,022,063	₩ 714,639	<u>\$ 785,779</u>	<u>\$ 549,426</u>	

Development costs are amortized over a period not to exceed 5 years from the usable date of the related products using the straight-line method. Ordinary development expenses and research expenses are charged to current operations as selling and administrative expenses.

9. Other Assets

Other assets as of June 30, 2001 and 2000 consist of the following:

	Korean won (in millions)				U.S. dollars (Note 2) (in thousands)		
		2001	2000		2001		2000
Long-term notes and accounts receivable, less unamortized present value							
discount of ₩1,496 million in 2001 and							
₩8,439 million in 2000	₩	14,171	₩ 14,347	\$	10,895	\$	11,030
Other long-term accounts receivable		110,401	276,002		84,878		212,195
Lease and rental deposits		190,335	207,615		146,332		159,618
Long-term deposits		206,073	394,977		158,432		303,665
Accrued gain on valuation of							
derivatives (See Note 2)		-	22,531		-		17,322
Other		120,716	155,589		92,809		119,620
	₩	641,696	₩ 1,071,061	\$	493,346	\$	823,450

10. Short-term Borrowings

Short-term borrowings as of June 30, 2001 and 2000 amounted to W828,144 million (US\$636,691 thousand) and W1,019,178 million (US\$783,561 thousand), respectively, and consist primarily of bank loans and export financing loans with annual interest rates ranging from 7.91 percent to 13.0 percent. These borrowings are secured by investment securities and property, plant and equipment (See Note 6).

11. Long-term Debt

Long-term debt as of June 30, 2001 and 2000 consists of the following:

	Annual	Korean (in mil	U.S. dollars (Note 2) (in thousands)		
	interest rate (%)	2001	2000	2001	2000
Debentures	6.00 - 25.0	₩ 3,882,987	₩ 3,003,285	<u>\$ 2,985,306</u>	<u>\$ 2,308,976</u>
Local currency loans					
Capital lease (Note 7)) 11.26 – 18.70	186	1,090	143	838
General loans	3.00 - 10.70	71,035	89,309	54,613	68,662
		71,221	90,399	54,756	69,500
Foreign currency loans					
Capital lease (Note 7))	157,429	192,167	121,034	147,741
Other		519,571	520,910	399,454	400,485
		677,000	713,077	520,488	548,226
		4,631,208	3,806,761	3,560,550	2,926,702
	Less: Current maturities	(1,769,331)	(1,414,286)	(1,360,291)	(1,087,327)
		₩ 2,861,877	₩ 2,392,475	<u>\$ 2,200,259</u>	<u>\$ 1,839,375</u>

			Korean won		U.S. dolla	rs (Note 2)
		Annual	(in mi	llions)	(in thou	isands)
	Maturity	interest rate(%)	2001	2000	2001	2000
Guaranteed debentures	21 July., 2000 - 19 Jan., 2001	11.0 - 25.0	₩ -	₩ 769.000	\$-	\$ 591,220
	19 0411, 2001	1110 2010		109,000	Ŷ	¢ 0,1,220
Non-guaranteed	3 July., 2001 -					
Debentures	1 June, 2006	7.0 - 14.0	3,605,200	1,908,852	2,771,739	1,467,557
Overseas debentures	31 Mar., 2001 -	LIBOR+1.89				
	15 Jul., 2007	- 7.60	357,693	374,480	275,000	287,907
			3,962,893	3,052,332	3,046,739	2,346,684
	Discount on deb	entures	(79,906)	(49,047)	(61,433)	(37,708)
			₩ 3,882,987	₩ 3,003,285	<u>\$ 2,985,306</u>	<u>\$ 2,308,976</u>

Debentures outstanding as of June 30, 2001 and 2000 consist of the following:

As of June 30, 2000, the 263rd domestic convertible bonds (face value W31,852 million) due in 2000 and the 217th overseas convertible bonds (face value US \$50,000,000) due in 2001 were included in non-guaranteed debentures and overseas debentures, respectively. These convertible bonds were repaid and were, therefore, not converted into capital stock.

The maturity of long-term debt as of June 30, 2001 due within the twelve-month periods ending June 30, is as follows:

		Korean won (in millions)				U.S. dollars (Note2) (in thousands)		
			Local	F	oreign			
		c	urrency	cu	rrency			
	Debentures	-	loans		loans	Total		Total
2002	₩ 1,395,200	₩	14,500	₩	359,631	₩ 1,769,331	\$	1,360,291
2003	800,000		15,008		191,635	1,006,643		773,924
2004	1,160,000		14,675		118,464	1,293,139		994,187
2005	-		7,521		7,270	14,791		11,372
Thereafter	607,693		19,517		-	627,210		482,209
	3,962,893		71,221		677,000	4,711,114		3,621,983
Less: Discount on								
debentures	(79,906)		-		-	(79,906)		(61,433)
	₩ 3,882,987	₩	71,221	₩	677,000	₩ 4,631,208	\$	3,560,550

12. Commitments and Contingent liabilities

(1) The Company is contingently liable for guarantees of indebtedness, primarily for the following affiliates (including foreign subsidiaries), as of June 30, 2001.

	Korean won	U.S. dollars (Note 2)
	(in millions)	(<u>in thousands</u>)
Hyundai Merchant Marine	₩ 528,719	\$ 406,488
Hyundai MOBIS		
(formerly Hyundai Precision & Ind. Co., Ltd.)	12,692	9,758
HMFC	195,105	150,000
HMI	184,829	142,100
Hyundai Translead (formerly HYPA)	184,699	142,000
HAOSVT	80,983	62,261
HAC	26,331	20,244
HMEP	19,206	14,766
HMJ	10,433	8,021
Other	21,520	16,544
	₩1,264,517	<u>\$ 972,182</u>

- (2) Investment securities of W129,349 million (US\$99,415 thousand) at cost, 5 blank checks, 47 blank promissory notes, 1 check amounting to W2,624 million (US\$2,017 thousand) and property, plant and equipment are pledged as collateral for short-term borrowings, the local currency and foreign currency loans and other payables (see Note 6).
- (3) The Company uses a customer financing system related to a long-term installment sales system and has provided guarantees of ₩795,442 million (US\$611,549 thousand) to the banks concerned as of June 30, 2001. These guarantees are all covered by insurance contracts, which regulates a customer and the Company as a contractor and a beneficiary, respectively.
- (4) At June 30, 2001, the outstanding balance of accounts receivable discounted with recourse amounts to ₩1,126,333 million (US\$865,944 thousand), including discounted overseas accounts receivable translated using the foreign exchange rate as of June 30, 2001.
- (4) In connection with merger of the Automobile and Tools Divisions of Hyundai MOBIS (formerly Hyundai Precision & Ind. Co., Ltd. (HPI)) with the Company in 1999, under the Korea Commercial Code, the Company becomes liable for the payment of the full amount of liabilities previously owed by HPI. As a result, the Company is deemed to have assumed additional contingent liabilities of W207,196 million (US\$159,296 thousand) as of June 30, 2001.
- (5) The Company, together with the previous major shareholders of Hyundai International Merchant Bank, agreed to reimburse the agricultural and fishery special tax paid by Chohung Bank in connection with the taxable income from the liquidation of Hyundai International Merchant Bank which arose from the merger of Hyundai International Merchant Bank, Kangwon Bank and Chohung Bank in 1999. The total reimbursement unpaid as of June 30, 2001 is W36,192 million (US\$27,825 thousand) and the share of the Company is W3,480 million (US\$2,675 thousand). There is a lawsuit pending against this tax imposition and the Company expects that the resolution of the case will not have any material effect on its financial position.

13. Capital Stock

Capital stock as of June 30, 2001 consists of the following:

				Korean won	U.S. dollars (Note 2)	
	Authorized	Issued	Par value	(in millions)	(in thousands)	
Common stock	450,000,000 shares	219,088,702 shares	₩ 5,000	₩ 1,145,443	\$ 880,636	
Preferred stock	150,000,000 shares	65,202,146 shares	5,000	331,011	254,487	
				₩ 1.476.454	\$ 1135123	

Capital stock as of June 30, 2000 consists of the following:

				Korean won	U.S. dollars (Note 2)	
	Authorized	Issued	Par value	(in millions)	(in thousands)	
Common stock	450,000,000 shares	208,470,702 shares	₩ 5,000	₩ 1,042,353	\$ 801,378	
Preferred stock	150,000,000 shares	66,202,146 shares	5,000	331,011	254,487	
				₩ 1373364	\$ 1,055,865	

The preferred shares are non-cumulative, non-participating and non-voting. Of the total preferred stock issued of 65,202,146 shares as at June 30, 2001, 27,588,281 preferred shares are eligible to receive cash dividends if declared equal to that declared for common shares plus an additional 1 percent minimum increase while the dividend rate for the remaining 37,613,865 preferred shares is 2 percent higher than that declared for common shares.

The Company acquired treasury stocks after cancellation of Trust Cash Funds as of March 2, 2001 and then, in accordance with the decision of the Board of Directors, retired 10,000,000 common shares in treasury and 1,000,000 preferred shares in treasury which had additional dividends rate of 1 percent to the rate of common stock on March 5, 2001, using retained earnings.

In September 2000, the Company issued 20,618,000 common shares with a total proceeds of W430,916 million (US\$331,295 thousand) (at a per share price of W20,900), which included paid-in capital in excess of par value of W327,222 million (\$251,574 thousand) after the deduction of new stock issuance cost of W15,378 million (US\$11,823 thousand), to DaimlerChrysler Aktiengesellschaft (DCAG).

The Company issued 10,000,000 Global Depositary Receipts (GDRs) representing 5,000,000 shares of preferred stock in November 1992, 4,675,324 GDRs representing 2,337,662 shares of preferred stock in June 1995 and 7,812,500 GDRs representing 3,906,250 shares of preferred stock in June 1996, all of which have been listed on the Luxembourg Stock Exchange.

14. Capital Surplus

Capital surplus as of June 30, 2001 and 2000 consists of the following:

		an won illions)	U.S. dollar (in tho	s (Note 2) usands)
	2001	2000	2001	2000
Paid-in capital in excess of par value	₩3,256,236	₩2,929,014	\$ 2,503,449	\$ 2,251,875
Gain on merger	247,743	247,743	190,469	190,469
Asset revaluation surplus	1,852,871	1,852,871	1,424,518	1,424,518
Gain on disposal of treasury stock	24,104	3,844	18,532	2,955
	₩5,380,954	₩5,033,472	<u>\$ 4,136,968</u>	<u>\$ 3,869,817</u>

In 2000, the increase in paid-in capital in excess of par value of #327,222 million (US\$ 251,574 thousand) arose from new common stock issuance (See Note 13).

At January 1, 1981, January 1, 1993 and July 1, 1998, the Company revalued property, plant and equipment at their respective appraised values (which were appraised by the Korea Appraisal Board and approved by the relevant tax office). The resultant cumulative appraisal gains, amounting to $\Im 2,547,417$ million (US\$1,958,497 thousand), were included in capital surplus, after offsetting accumulated deficit of $\Re 16,022$ million (US\$12,318 thousand), a deferred foreign currency translation loss of $\Re 594,275$ million (US\$456,889 thousand), reduction for an asset revaluation tax payment of $\Re 67,547$ million (US\$51,931 thousand) and adjustment of $\Re 16,702$ million (US\$12,841 thousand) due to the disposal of revalued assets within 1 year after revaluation.

In the first half of 2001, the Company sold 2,290,800 shares of its common stock in treasury to DaimlerChrysler Aktiengesellschaft at the disposal value of W47,878 million (US\$ 36,809 thousand) with a gain of W10,252 million (US\$ 7,882 thousand) and 10,659,010 common shares in treasury to INI Steel Company (formerly Inchon Iron & Steel Co., Ltd.) at the disposal value of W185,725 million (US\$ 142,788 thousand) with a gain of W10,008 million (US\$ 7,695 thousand). Total gains of W20,260 million (US\$ 15,577 thousand) were recorded in capital surplus.

15. Retained Earnings

Retained earnings as of June 30, 2001 and 2000 consist of the following:

		n won llions)	U.S. dollars (Note 2 (in thousands)	
	2001	2000	2001	2000
Appropriated:				
Legal reserve	₩ 79,870	₩ 63,270	\$ 61,405	\$ 48,643
Reserve for business rationalization	385,800	267,000	296,609	205,274
Reserve for improvement of financial structure	98,947	98,947	76,072	76,072
Reserve for overseas market development	48,800	48,800	37,518	37,518
Reserve for technological development	747,600	582,600	574,768	447,913
	1,361,017	1,060,617	1,046,372	815,420
Unappropriated	613,817	626,953	471,913	482,012
	<u>₩1,974,834</u>	<u>₩1,687,570</u>	<u>\$1,518,285</u>	<u>\$1,297,432</u>

The Korean Commercial Code requires the Company to appropriate, as a legal reserve, a minimum of 10 percent of annual cash dividends declared, until such reserve equals 50 percent of its capital stock issued. Pursuant to the Tax Incentive Limitation Law, the Company is required to appropriate, as a reserve for business rationalization, the exemption of income taxes resulting from investment tax credits and certain deductions from taxable income specified by the Law. The Regulation on Issues and Disclosures of the Securities for listed companies requires the Company to appropriate, as a reserve for improvement of financial structure, an amount equal to at least 50 percent of the net gain on disposition of property, plant and equipment and 10 percent of net income for each year until the Company's net worth equals 30 percent of total assets. These reserves are not available for the payment of cash dividends, but may be transferred to capital stock or may be used to reduce any accumulated deficit.

The reserves for overseas market development and technological development are voluntary reserves, which are available for the payment of dividends.

16. Capital Adjustments

Capital adjustments as of June 30, 2001 and 2000 consist of the following:

		an won llions)	U.S. dollars (Note 2) (in thousands)	
	2001	2000	2001	2000
Treasury stock	₩ (67,178)	₩ (323,997)	\$ (51,648)	\$ (249,094)
Loss on valuation of investment equity				
securities	(224,326)	(473,304)	(172,466)	(363,884)
Consideration for conversion rights	-	7,986	-	6,140
Stock option cost	9,079	441	6,980	339
Cumulative translation adjustments				
for overseas branches	(1,427)	-	(1,097)	-
Loss on valuation of derivatives	(27,725)		(21,315)	
	<u>₩ (311,577</u>)	<u>₩ (788,874</u>)	<u>\$ (239,546</u>)	<u>\$ (606,499</u>)

(1) Treasury stock

The Company has treasury stock consisting of 1,083,380 common shares and 3,178,600 preferred shares amounting to W67,178 million (US\$51,648 thousand) as of June 30, 2001 and 16,838,303 common shares and 2,678,580 preferred shares amounting to W323,997 million (US\$249,094 thousand) as of June 30, 2000 acquired directly or indirectly through Treasury Stock Funds and Trust Cash Funds.

(2) Loss on valuation of investment equity securities

Loss on valuation of investment equity securities as of June 30 2001 and 2000 consist of the following:

	Korean won (in millions)		U.S. dollar (in tho	rs (Note 2) usands)
	2001	2000	2001	2000
Loss on equity method valuation Loss on valuation of marketable	₩ 177,676	₩ 378,183	\$ 136,601	\$ 290,753
investment equity securities	46,650	95,121	35,865	73,131
	₩ 224,326	₩ 473,304	<u>\$ 172,466</u>	<u>\$ 363,884</u>

(3) Consideration for conversion rights

As of June 30, 2000, the Company recorded in capital adjustment the convertible rights adjustment of #7,986 million (US\$6,140 thousand) related with the 263rd convertible bonds amounting to #31,825 million (US\$24,468 thousand) included in non-guaranteed debentures (see Note 11).

(4) Stock option cost

The Company entitled 104 directors to stock options (grant date : March 10, 2000, exercise date : March 10, 2003, expiry date : March 10, 2008), at an exercise price of W14,900 as determined during the meeting of the Shareholders on March 10, 2000. As of June 30, 2001, 89 directors are entitled to these stock options due to the retirement of 15 directors after grant date. If all of the stock options as of June 30, 2001, which require at least two-year continued service, are exercised, 1,515,000 new shares or treasury shares will be granted in accordance with the decision of the Board of Directors. The Company calculates the total compensation expense using the option-pricing model. In the model, the Risk-free rate of 9.04%, the expected exercise period of 5.5 years and the expected variation rate of stock price of 71.1 percent are adopted. Total compensation expense amounting to W13,895 million (US\$10,683 thousand) in 2001 and W16,096 million (US\$12,375 thousand) in 2000 has been accounted for as a charge to current operations and a credit to capital adjustment over the required period of service (two years) from the grant date using the straight-line method.

(5) Cumulative translation adjustments for overseas branches

Cumulative translation debits of #1,427 million (US\$1,097 thousand) as of June 30, 2001, which resulted from the translation of financial statements of the branch located in the United States, is included in capital adjustments on the basis set forth in Note 2.

(6) Loss on valuation of derivatives

Loss on valuation of the effective portion of derivative instruments for cash flow hedging purpose from forecasted exports, amounting to W27,725 million (US\$21,315 thousand) as of June 30, 2001, is included in capital adjustments on the basis set forth in Note 2.

17. Income Tax Expense and Deferred Income Tax Assets

Income tax expense for the first half of 2001 and 2000 consists of the following:

		an won iillions)	U.S. dollars (Note 2) (in thousands)		
Description	2001	2000	2001	2000	
Income tax currently payable	₩ 344,517	₩ 74,047	<u>\$ 264,870</u>	<u>\$ 56,929</u>	
Changes in deferred income taxes due to:					
Temporary differences	(71,773)	(58,334)	(55,180)	(44,848)	
Tax credit carried over	(91,465)		(70,320)		
	(163,238)	(58,334)	(125,500)	(44,848)	
Income tax expense	₩ 181,279	₩ 15,713	<u>\$ 139,370</u>	<u>\$ 12,081</u>	

In the first half of 2001 and 2000, the differences between income before tax in financial accounting and taxable income pursuant to Corporate Income Tax Law of Korea are as follows:

	Kore	an won	U.S. dollars (Note 2)		
	<u>(in m</u>	illions)	(in tho	usands)	
Description	2001	2000	2001	2000	
Income before tax	₩ 791,800	₩ 326,076	\$ 608,749	\$ 250,693	
Additions	844,771	352,104	649,474	270,703	
Deductions	(517,964)	(229,408)	(398,219)	(176,373)	
Taxable income	₩1,118,607	₩ 448,772	<u>\$ 860,004</u>	<u>\$ 345,023</u>	

	Korean won (in millions)			urs (Note 2) usands)
Description	2001	2000	2001	2000
Beginning of period, net	₩ 73,283	₩ (131,423)	\$ 56,341	\$ (101,040)
Changes in the current period, net	233,031	189,398	179,158	145,612
End of period, net	₩ 306,314	₩ 57,975	<u>\$ 235,499</u>	<u>\$ 44,572</u>

The changes in accumulated temporary differences for the first half of 2001 and 2000 are as follows:

Deferred income tax assets as of June 30, 2001 and 2000 are computed as follows:

	Korean won (in millions)			U.S. dollars (Note 2) (in thousands)			/
Description	200)1	2000		2001		2000
Accumulated temporary							
differences, net	₩ 30	6,314 ₩	57,975	\$	235,499	\$	44,572
Gain on revaluation of land	49	9,891	502,333		384,325		386,202
Accumulated deductible temporary							
differences, net	80	6,205	560,308		619,824		430,774
Tax rate (%)	X	<u>30.8</u> <u>X</u>	30.8	X	30.8	X	30.8
	24	8,311	172,574		190,906		132,678
Tax credit carried over	15	5,781	64,316		119,767		49,447
Deferred income tax assets	₩ 40	<u>4,092</u> ₩	236,890	\$	310,673	\$	182,125

When each temporary difference reverses in the future, it will result in a decrease (increase) of taxable income and income tax payable. Deferred income tax assets are recognized only when it is probable the tax benefits from the accumulated temporary differences will be realized in the future. The Company believes the deductible temporary difference of \$806,205 million (US\$619,824 thousand) and \$560,308 million (US\$430,774 thousand) as of June 30, 2001 and 2000, respectively, can be realized in the future, excluding the temporary difference of \$499,891 million (US\$384,325 thousand) in 2001 and \$502,333 million (US\$386,202 thousand) in 2000, related to gain on revaluation of land which may not be disposed of in the near future. Additionally, the Company believes average ordinary income in the coming years will exceed the amount of deferred taxes to be realized every year based on its assessment. Accordingly, the Company has recognized deferred income tax assets as of June 30, 2001 and 2000 and as a result, its effective tax rate is 22.89 percent and 4.81 percent in the first half of 2001 and 2000, respectively.

18. Related Party Transactions

Significant transactions with affiliated companies for the first half of 2001 and outstanding balances as of June 30, 2001 are summarized below:

	Sales (Purchases)		Receivable	es (Payables)
	Korean won	U.S. dollars (Note 2)	Korean won	U.S. dollars (Note 2)
Affiliated Company	<u>(in</u>	(in thousands)	(in millions)	(in thousands)
	<u>millions</u>)			
HMA	₩ 2,272,161	\$ 1,746,876	₩ 118,163	\$ 90,846
HMDG	146,531	112,655	3,427	2,635
HMI	45,415	34,916	1,085	834
Kia Motor Corporation	425,820	327,378	87,415	67,206
	(279,105)	(214,581)	(65,471)	(50,335)
KEFICO	(132,426)	(101,811)	(52,176)	(40,113)
Hyundai MOBIS	105,772	81,319	130,605	100,411
(formerly Hyundai Precision & Ind. Co., Ltd.)	(263,585)	(202,649)	(98,838)	(75,988)
Hyundai HYSCO	(105,906)	(81,422)	(60,529)	(46,536)
Korea Drive Train System	(103,116)	(79,277)	(46,598)	(35,825)
Hyundai Translead				
(formerly Hyundai Precision America Co., Ltd.) -	-	(42,712)	(32,838)

	Sales (H	Purchases)	Receivables (Payables)		
	Korean won	U.S. dollars (Note 2)	Korean won	U.S. dollars (Note 2)	
Affiliated Company	(in	(in thousands)	(in millions)	(in thousands)	
	<u>millions</u>)				
Hyundai Motor America	₩ 1,081,069	\$ 831,144	₩ 44,951	\$ 34,559	
			(21,296)	(16,373)	
Hyundai Motor India	44,987	34,587	1,178	906	
Kia Motor Corporation	308,836	237,438	3,952	3,038	
KEFICO	(182,738)	(140,492)	(48,475)	(37,268)	
Hyundai MOBIS	(*) 518,988	(*) 399,007	(*) 458,445	(*) 352,460	
(formerly Hyundai Precision & Ind. Co., Ltd.) (21,271)	(16,354)	(58,390)	(44,891)	

Significant transactions with affiliated companies for the first half of 2000 and outstanding balances as of June 30, 2000 are summarized below:

(*) including W446,422 million (US\$ 343,217 thousands) related to sales of the Sales Division for motor parts for after-sales service (see Note 22)

19. Foreign Currency Denominated Assets and Liabilities

The following is a summary of the assets and liabilities denominated in foreign currencies as of June 30, 2001 and 2000.

	Foreign C	Currencies	Korean won (in millions)		
	2001	2000	2001	2000	
Assets	US\$ 611,416,342	US\$ 252,520,190	₩ 795,148	₩ 281,535	
	JP¥ 25,897,212	JP¥ 128,378,593	270	1,360	
	DEM 68,833,351	DEM 87,331,740	38,883	47,319	
	GBP 5,781,592	GBP 2,924,303	10,649	4,951	
	CAD 27,313,248	CAD 13,660,887	23,473	10,276	
	EUR 13,707,472	EUR -	15,144	-	
	ESP 5,247,743,632	ESP 616,171,593	34,845	3,931	
	ITL 32,833,607,400	ITL 28,349,189,200	18,735	15,541	
			₩ 937,147	₩ 364,913	
Liabilities	US\$ 925,414,919	US\$ 1,123,627,198	₩ 1,202,816	₩ 1,264,780	
	JP¥11,814,691,149	JP¥ 9,716,503,741	123,372	102,988	
	DEM 55,784,587	DEM 38,993,644	31,516	20,624	
	GBP 4,781,272	GBP 3,188,434	8,806	5,398	
	CAD 2,310,249	CAD 2,038,723	1,985	1,534	
	ESP 323,837,382	ESP 99,705,659	2,150	636	
	ITL 153,215,603	ITL 37,341,594	87	20	
	EUR 25,932,069	EUR 13,640,794	28,650	14,478	
	FFR 1,405,327	FFR 11,639,264	237	1,883	
	SFR 25,936	SFR 4,301,696	19	2,933	
	AUS 9,347,039	AUS 2,769,329	6,216	1,853	
			<u>₩ 1,405,854</u>	₩ 1,417,127	

20. Adherence to Protection of Environment

The Company has been qualified as an Environmentally Friendly Company by the government and has been ISO 14001 certified since 1995.

21. Selling and Administrative Expenses

Selling and administrative expenses for the six-month periods ended June 30, 2001 and 2000 are as follows:

		an won illions)		ars (Note 2) usands)
	2001	2000	2001	2000
Salaries	₩ 352,298	₩ 376,792	\$ 270,853	\$ 289,684
Export costs	227,949	190,916	175,251	146,779
Sales promotion	264,590	126,803	203,421	97,488
Sales commissions	114,505	105,699	88,034	81,263
Sales warranties	416,029	229,047	319,850	176,095
Taxes and dues	7,397	5,588	5,687	4,296
Communications	13,378	14,274	10,285	10,974
Utilities	10,522	9,991	8,089	7,681
Freight and warehousing	32,886	28,421	25,283	21,851
Rent	12,988	14,526	9,985	11,168
Travel expenses	28,065	26,302	21,577	20,222
Service charges	64,559	37,252	49,634	28,640
Supplies	14,111	13,453	10,849	10,343
Depreciation	17,576	10,368	13,513	7,971
Amortization	17,976	17,561	13,820	13,501
Provision for doubtful accounts	46,531	4,053	35,774	3,116
Other	13,773	11,895	10,589	9,146
	₩1,655,133	₩1,222,941	<u>\$ 1,272,494</u>	<u>\$ 940,218</u>

22. Sale of the Sales Division for Motor Parts for After-Sales Service

Effective January 31, 2000, the Company sold the Sales Division for motor parts for after-sales service, which handled the sales and distribution of the parts used for after-sales service, to Hyundai MOBIS (formerly Hyundai Precision & Ind. Co., Ltd.). The assets and liabilities of this division as of January 31, 2000 are as follows :

Description	ion (in millions)		U.S. dollars (Note 2) (in thousands)		
Assets					
Current assets	₩	237,336	₩	182,468	
Non-current assets		199,978		153,746	
Total assets		437,314		336,214	
Liabilities					
Current liabilities		16,834		12,942	
Long-term liabilities		24,058		18,496	
Total liabilities		40,892		31,438	
Net assets	₩	396,422	<u>\$</u>	304,776	

Of the book value of the disposed net assets of W396,422 million (US\$304,776 thousand), in 2000, the Company received payment for W170,420 million (US\$131,022 thousand), which is equal to the book value of land, buildings and structures, and was scheduled to receive payment for the remaining W226,002 million (US\$173,754 thousand) equally over five years after a grace period of two years. Additionally, payment for a lump-sum royalty of W50,000 million (US\$38,441 thousand) would be received equally over a five year period after the grace period of two years and payment for a running royalty of ten percent of ordinary income of the Sales Division for motor parts for after-sales service will be received every year during a ten year period starting 2000. Interest on the principal of the disposed net assets and the lump-sum royalty is at 11 percent annually. The Company accounted for the lump-sum royalty of W50,000 million (US\$38,441 thousand) as an extraordinary gain in 2000.