

KOREA ELECTRIC POWER CORP

Form 6-K

October 15, 2013

**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 2013**

**Commission File Number: 001-13372**

**KOREA ELECTRIC POWER CORPORATION**

**(Translation of registrant's name into English)**

**167 Samseong-dong, Gangnam-gu, Seoul 135-791, Korea**

**(Address of principal executive offices)**

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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):

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):

Indicate by check mark whether the registrant by furnishing the information contained in this form 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-\_\_\_\_\_.

This Report of Foreign Private Issuer on Form 6-K is deemed filed for all purposes under the Securities Act of 1933, as amended, and the Securities Exchange Act of 1934, as amended.

Korea Electric Power Corporation ( KEPCO ) hereby calls the extraordinary general meeting of shareholders pursuant to a board resolution adopted on September 26, 2013, and seeks the attendance of its shareholders:

1. Date / Time: October 29, 2013 / 10:00 a.m. (Seoul Time)
  
2. Location: 167 Samseong-dong, Gangnam-gu, Seoul 135-791  
Korea Electric Power Corporation
  
3. Item to be reported: Audit report
  
4. Agendas for shareholder approval:
  - 1) Amendments to the Articles of Incorporation of KEPCO
  
  - 2) Dismissal of a standing director
  
  - 3) Election of a standing director

Details on the proposed agendas for the EGM are attached hereto.

Attachment

**Agenda 1.** Amendments of the Articles of Incorporation of KEPCO

Current provisions	Proposed amendments	Rationale
<p><b>Article 4 (Change of Articles of Incorporation)</b></p> <p>In case the Corporation intends to change the Articles of Incorporation, the Corporation shall obtain approval of the <u>Minister of the Ministry of Knowledge Economy</u>, following the resolutions of the Board of Directors and the General Meeting of Shareholders.</p>	<p><b>Article 4 (Change of Articles of Incorporation)</b></p> <p>In case the Corporation intends to change the Articles of Incorporation, the Corporation shall obtain approval of the <u>Minister of the Ministry of Trade, Industry and Energy</u>, following the resolutions of the Board of Directors and the General Meeting of Shareholders.</p>	<p>To reflect the amendment to the Government Organization Act</p> <p>(Article 26 of the Act)</p>
<p><b>Article 12 (Restriction on the Concentration of Share Ownership)</b></p> <p>(1) No person other than the Government and the ESOA may own shares of the Corporation in excess of three percent (3%) of the total number of shares issued by the Corporation in his own amount, regardless of the nominal owner of the shares.</p>	<p><b>Article 12 (Restriction on the Concentration of Share Ownership)</b></p> <p>(1) No person other than the Government and the ESOA may own shares of the Corporation in excess of three percent (3%) of the total number of shares issued by the Corporation in his own amount, regardless of the nominal owner of the shares. <u>However, in accordance with Article 167 of the Financial Investment Services And Capital Markets Act, in such cases where a person obtains approval from the Financial Services Commission such restriction will not be applied.</u></p>	<p>To reflect the Financial Investment Services And Capital Markets Act</p> <p>(Article 167 of the Act)</p>
<p>(2) Any person who acquired shares in violation of Paragraph (1) may not exercise voting rights with regard to <u>such shares</u>.</p>	<p>(2) Any person who acquired shares in violation of Paragraph (1) may not exercise voting rights with regard to <u>the excess portion of shares</u>.</p>	<p>To reflect change in terminology</p>
<p><b>Article 26-2 (Appointment of Officers)</b></p> <p>(1) The person who receives multiple recommendations by the Officer Recommendation Committee (hereinafter, Officer Recommendation Committee ) for the position of President pursuant to Article 28-2, deliberated and passed by the Public</p>	<p><b>Article 26-2 (Appointment of Officers)</b></p> <p>(1) The person who receives multiple recommendations by the Officer Recommendation Committee (hereinafter, Officer Recommendation Committee ) for the position of President pursuant to Article 28-2, deliberated and passed by the Public</p>	<p>To reflect the amendment to the Government Organization Act</p> <p>(Article 26 of the Act)</p>

Institutions Operations Committee  
(hereinafter, Operation Committee ) pursuant  
to Article 8 of the Act on Management of  
Public Institutions, shall be appointed by the  
President of the Republic of Korea as  
motioned by the Minister of the Ministry of  
Knowledge Economy through a resolution of  
the General Meeting of Shareholders.

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of Korea as motioned by the Minister of  
the Ministry of Trade, Industry and Energy,  
through a resolution of the General  
Meeting of Shareholders.

(Newly inserted)

(7) When a public officer falls under any of the following subparagraphs, the person with appointive powers or rights to recommend appointment may put a restriction on the dismissal at one's own request

Newly inserted to reflect the Guidelines for Personnel Operation of Public corporation and Quasi - governmental institution

1. When the public officer is under an investigation related to corruption

(Article 22-2 of the Guidelines)

2. When the internal audit team or an external audit institution demands serious disciplinary measures as a result of an audit, or when a resolution for a serious disciplinary action on the public officer is requested by the disciplinary committee

**Article 28-3 (Administration Agreement with President)**

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To reflect the amendment to the Government Organization Act

(Article 26 of the Act)

(2) The Officer Recommendation Committee shall negotiate the terms and conditions of the proposed contract as submitted to it pursuant to Paragraph (1) above with the candidate for the President's office to be recommended by the Committee, and shall report the outcome to the Minister of the Ministry of Knowledge Economy. For purposes of such negotiation, the Officer Recommendation Committee may change certain terms and conditions of the contract, as necessary.

(2) The Officer Recommendation Committee shall negotiate the terms and conditions of the proposed contract as submitted to it pursuant to Paragraph (1) above with the candidate for the President's office to be recommended by the Committee, and shall report the outcome to the Minister of the Ministry of Trade, Industry and Energy. For purposes of such negotiation, the Officer Recommendation Committee may change certain terms and conditions of the contract, as necessary.

(3) The person who is appointed as the President of the Corporation shall execute the contract with the Minister of the Ministry of Knowledge Economy pursuant to Paragraph (2) above. The Minister of the Ministry of Knowledge Economy may negotiate with the person appointed as the President and may change the terms and conditions of the contract from the contract determined pursuant to Paragraph (1) or (2) above

(3) The person who is appointed as the President of the Corporation shall execute the contract with the Minister of the Ministry of Trade, Industry and Energy pursuant to Paragraph (2) above. The Minister of the Ministry of Trade, Industry and Energy may negotiate with the person appointed as the President and may change the terms and conditions of the contract from the contract determined pursuant to Paragraph (1) or (2) above

To reflect the amendment to the Government Organization Act

(Article 26 of the Act)

(4) The President and the Minister of the Ministry of Knowledge Economy may change the terms and conditions of the contract after the execution thereof through mutual negotiation in the event of unavoidable circumstances, pursuant to

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To reflect the amendment to the Government Organization Act

(Article 26 of the Act)

Paragraph (3) above.

Paragraph (3) above.



**Article 32 (Restriction on Officers and Employees Holding of Concurrent Positions)**

No Standing Director or employee of the Corporation shall engage in any business activities for profit other than the performance of his duties for the Corporation. The President may engage in not-for-profit activities upon obtaining approval of the Minister of the Ministry of Knowledge Economy, Standing Directors and employees of the Corporation may engage in not-for-profit activities upon obtaining approval of the President.

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To reflect the amendment to the Government Organization Act

(Article 26 of the Act)

**ADDENDA**

The Articles of Incorporation shall be implemented effective on the date of promulgation.

**Agenda 3.** Election of a standing director

Nominees	Details of information
Park, Jung-Keun	<p data-bbox="443 373 772 403">Date of Birth: April 1, 1957</p> <p data-bbox="443 514 756 543">Term of office: Two years</p> <p data-bbox="443 655 1465 684">Current Position: Vice President of Personnel &amp; General Affairs Department, KEPCO</p> <p data-bbox="443 795 671 825">Previous Positions:</p> <ul data-bbox="376 936 1203 1104" style="list-style-type: none"><li data-bbox="376 936 1107 966">- Vice President of International Strategy Office, KEPCO</li><li data-bbox="376 1075 1203 1104">- Vice President of Procurement &amp; Contract Department, KEPCO</li></ul> <p data-bbox="443 1215 1129 1245">Education: Bachelor of economics, Chung-ang University</p>
Lee, Hee-Yong	<p data-bbox="443 1354 815 1383">Nationality: Republic of Korea</p> <p data-bbox="443 1388 820 1417">Date of Birth: January 20, 1956</p> <p data-bbox="443 1528 756 1558">Term of office: Two years</p> <p data-bbox="443 1669 1273 1698">Current Position: Vice President of Nuclear Project Division, KEPCO</p> <p data-bbox="443 1810 671 1839">Previous Positions:</p>

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- Vice President of Overseas Nuclear Project Development Department, KEPCO
  
- Vice President of UAE Nuclear Project Division, KEPCO

Education: Master's degree in nuclear engineering, Institute National de Science & Technology Nucleaire, France

Nationality: Republic of Korea  
Date of Birth: June 10, 1957

Term of office: Two years

Current Position: Vice President of Overseas Business Division, KEPCO

Previous Positions:

Hur, Kyong-Goo

- Vice President of Secretary's Office, KEPCO
  
- Vice President of Overseas Project Development Department, KEPCO

Education: Master's degree in business administration, George Washington University

Nationality: Republic of Korea

**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.

By: /s/ Han, Key-Shik  
Name: Han, Key-Shik  
Title: Vice President

Date: October 15, 2013