

LG.Philips LCD Co., Ltd.  
Form 6-K  
February 12, 2008

# **SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

## **Form 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 UNDER  
THE SECURITIES EXCHANGE ACT OF 1934**

**For the month of February 2008**

### **LG.Philips LCD Co., Ltd.**

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

**20 Yoido-dong, Youngdungpo-gu, Seoul 150-721, The Republic of 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.

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Form 20-F  X  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  X

**I. Activities and Remuneration of Outside Directors, etc.****1. Attendance and Voting Record of Outside Directors, etc.**

Date	Agenda	Name of Outside Directors and Non-Standing Director				
		Bongsung Oum	van Halder	Ingoo Han	Doug J. Dunn	Dongwoo Chun
	- Financial Statements of FY 2006	For	For	For	For	For
1 Jan. 16, 2007	- Convening of Annual General Meeting	For	For	For	For	For
	- Guarantee for LPLWR's Long-term Debt	For	For	For	For	For
2 Feb. 28, 2007	- Appointment of New JRD / CEO	For	For	For	For	For
	- Appointment of Members of the Audit Committee	For	For	For	For	For
3 Apr. 5, 2007 ~ Apr. 6, 2007	- CB Offering	For	For	For	For	For
	- Increase of Outside Directors' Remuneration	Against	Against	Against	Against	Against
4 Jun. 1, 2007	- Closing of LPL Hong Kong /Establishment of LPL Shenzhen - Cancellation of Generation 5.5 Investment (Report)	For	For	For	For	For
5 Jul. 5, 2007	- Compliance Program / Appointment of Compliance Office - Q2 Financial Results and '07 Forecast (Report) - BOD Self-Assessment Results (Report)	For	For	For	For	For
6 Oct. 9, 2007	- Generation 8 Investment (P8) in Paju - Q3 Financial Results and Q4 Outlook (Report) - '07 Estimated Results and '08 Business Plan (Report)	For	For	For	For	For
7 Nov. 28, 2007	- Establishment of an AMOLED Plant - 2008 Remuneration Limit for Directors & Executive Officers	For For	For For	For For	For For	For For

2. Activities of Outside Directors, etc. in Committees of the Board of Directors

Committee	Member	Date	Activities Agenda	Remarks
Audit Committee	Mr. Bongsung Oum,	Jan. 15, 2007~	- Approval of Q4 06 Financial Statements	For
	Mr. Bart van Halder,	Jan. 16, 2007	- Progress of External Audit and Review of Sarbanes-Oxley Act 404 Readiness	Report
	Mr. Ingoo Han		- Internal Controller s Semi-annual Report	Report
			- Approval of Audit and Non-audit services by External Auditor	For
			- Agenda for report and approval at AGM	For
			- Internal Audit Report	Report
			- 07 Annual Internal Audit Plan	For
			- Approval of Replacement of a Head of Internal Audit Team	For
			- Status of Patent Litigation	Report
		Apr. 5, 2007	- Approval of Q1 07 Financial Statements	For
			- Annual Audit Plan of External Auditor and Sarbanes-Oxley Act 404 Audit Result	Report
			- Internal Controller s Report	Report

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	- Approval of Audit and Non-audit services by External Auditor	For
		Report
	- Internal Audit Report	Report
	- Review of MD&A in Form 20-F	Report
Jul. 4, 2007~	- Approval of Q2 '07 Financial Statements	For
Jul. 5, 2007	- Annual Audit Plan of External Auditor and Sarbanes-Oxley Act 404 Readiness	Report
		Report
	- Internal Controller's Report, Progress and Evaluation Results	Report
		For
	- Approval of Audit and Non-audit services by External Auditor	Report
		Report
	- Internal Audit Report	For
		For
	- Appointment of Head of Auditing & Management Consulting Department	
Oct. 8, 2007~	- Approval of Q3 '07 Financial Statements	For
Oct. 9, 2007	- Annual Audit Plan of External Auditor and Results	Report
		Report
	- Internal Controller's Report, Progress and Evaluation Results	Report
		For

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- Approval of Audit and Non-audit services by External Auditor

Report

- Internal Audit Report

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Remuneration	Mr. Rudy Provoost,	Apr. 5, 2007	- Increase of Outside Directors Remuneration	Against
Committee	Mr. Hee Gook Lee,		- Stock Option Cancellation	For
	Mr. Doug J. Dunn,		- EOIP (Executive Officer Incentive Plan)	Report
		Nov. 27, 2007	- Remuneration Limit for Directors & Executive Officers	For
	Mr. Dongwoo Chun			
			- Increase of Outside Directors Remuneration	For
			- EOIP (Executive Officer Incentive Plan)	For
Outside Director	Mr. Dongwoo Chun,	Jul. 5, 2007	- Succession Plan Review of Board of Directors	Report
Nomination and	Mr. Rudy Provoost,		- Committee Charter Review	Report
Corporate	Mr. Hee Gook Lee,		- 06 Board Self-Assessment Results Review	Report
Governance	Mr. Bart Van Halder			
Committee				

**3. Remuneration of Outside Directors & Non-Standing Directors**

	Number of Persons	Remuneration Limit*	Results	Average Payment per Person	(KRW Million) Remarks
Non-Standing Director					
(Non-Outside Director)	2	13,400	58	29	
Outside Director	5		277	55	

\* Remuneration limit for the total 9 directors, including standing directors.

**II. Accumulated Transaction Amount of LG.Philips LCD H.Q. with each of Major Shareholders or Their Affiliates, which was equivalent to 5% or more of 2006 Total Assets or Sales Revenue in 2007.**

(KRW Billion)

Transaction Type	Counterpart (Relationship)	Transaction Period	Transaction Amount	Ratio*
Sales, etc.	LG.Philips LCD America Inc. (Subsidiary)	Jan. 1, 2007 ~ Dec. 31, 2007	1,519	14.9%
Sales, etc.	LG.Philips LCD Germany GmbH (Subsidiary)	Jan. 1, 2007 ~ Dec. 31, 2007	2,439	23.9%
Sales, etc.	LG.Philips LCD Japan Co., Ltd. (Subsidiary)	Jan. 1, 2007 ~ Dec. 31, 2007	1,334	13.1%
Sales, etc.	LG.Philips LCD Taiwan Co., Ltd. (Subsidiary)	Jan. 1, 2007 ~ Dec. 31, 2007	3,381	33.1%
Sales, etc.	LG.Philips LCD Hong Kong Co., Ltd. (Subsidiary)	Jan. 1, 2007 ~ Dec. 31, 2007	699	6.9%
Sales, etc.	LG.Philips LCD Shanghai Co., Ltd. (Subsidiary)	Jan. 1, 2007 ~ Dec. 31, 2007	1,369	13.4%
Sales, etc.	LG.Philips LCD Shenzhen Co., Ltd. (Subsidiary)	Jan. 1, 2007 ~ Dec. 31, 2007	560	5.5%
Sales/Purchase	LG Electronics Inc. (Largest Shareholder)	Jan. 1, 2007 ~ Dec. 31, 2007	613	6.0%
Purchase, etc.	LG Chem. Ltd. (Affiliate)	Jan. 1, 2007 ~ Dec. 31, 2007	860	8.4%

\* % of the 2006 non-consolidated Sales Revenue (KRW 10,200.7 Billion)

\*\* The above transaction amount is to be reported in the audit report of FY 2007 and subject to change.



### III. Reference Relating to the Business

#### 1. Overview

##### A. Industry

###### (1) Industry characteristics and growth potential

TFT-LCD technology is one of the most widely used technologies in the manufacture of flat panel displays and the demand for flat panel displays is growing. The flat panel display industry is characterized by high entry barriers due to rapidly evolving technology, capital-intensive characteristics, and the significant investments required to achieve economies of scale, among other factors. There is strong competition between a limited number of players within the industry and production capacity in the industry, including ours, is being increased.

The demand for LCD panels for Notebook PCs & Monitors has been closely related to the IT industry cycle. The demand for LCD panels for TVs is growing with the start of HDTV broadcasting and as LCD TV is anticipated to play a key role in the digital display area. We expect competition between TFT-LCD and PDP technologies to intensify in the area of large flat TV products. In addition, LCD panel markets for applications, such as mobile phones, PDAs, medical applications and automobile navigation systems, among others, are growing steadily.

The average selling prices of our display panels have declined in general and are expected to continually decline with time irrespective of industry-wide fluctuations as a result of, among other factors, technology advances and cost reductions.

###### (2) Cyclicalities of LCD industry

The TFT-LCD business has high cyclicalities as well as being a capital intensive business. In spite of the increase in demand for products, this industry has experienced periodic volatility caused by imbalances between demand and supply due to capacity expansion within the industry.

Intense competition and expectations of demand growth may lead panel manufacturers to invest in manufacturing capacity on similar schedules, resulting in a surge in capacity when production is ramped up at new fabrication facilities.

During such surges in capacity growth, our customers can exert and have exerted strong downward pricing pressure, resulting in sharp declines in average selling prices and significant fluctuations in our gross margins. Conversely, demand surges and fluctuations in the supply chain can lead to price increases.

(3) Competitiveness

Our ability to compete successfully also depends on factors both within and outside our control, including product prices, relationship with our customers, timely investment, development of new and premium products through leading technology, our ability to obtain cost competitiveness through innovations in our operations, success of our end-brand customers in marketing their brands and products, component and raw material supply costs, foreign exchange rates and general economic and industry conditions.

Most importantly, cost leadership and stable and long-term relationships with customers are critical to secure profit even in a buyer's market.

A substantial portion of our sales is attributable to a limited group of end-brand customers and their designated system integrators. The loss of these end-brand customers, as a result of customers entering into strategic supplier arrangements with our competitors or otherwise, would thus result in reduced sales.

Developing new products and technologies that can be differentiated from those of our competitors is critical to the success of our business. We take active measures to protect our intellectual property internationally by obtaining patents and undertaking monitoring activities in our major markets. It is also necessary to recruit and retain the experienced key staffs and highly skilled line operators.

(4) Sourcing material

Materials are sourced in-house (color filters) as well as from domestic and overseas vendors. However, the domestic portion has grown due to the active participation of domestic vendors.

The shortage of raw materials may arise temporarily due to the rapid increase in demand for raw materials from capacity expansion in the TFT-LCD industry.

We have purchased, and expect to purchase, a substantial portion of our equipment from a limited number of qualified foreign and local suppliers. From time to time, increased demand for new equipment may cause lead times to extend beyond those normally required by the equipment vendors.

(5) Others

Most TFT-LCD panel makers are located in Asia.

- a. Korea: LG.Philips LCD, Samsung Electronics (including Joint Venture between Samsung Electronics and Sony Corporation), BOE-Hydis
- b. Taiwan: AU Optronics, Chi Mei Optoelectronics, CPT, etc.
- c. Japan: Sharp, Hitachi, etc.
- d. China: SVA-NEC, BOE-OT, etc.

**B. Company**

(1) Company overview

The commercial production of our TFT-LCD business began in September 1995 at P1, which was then the first fabrication facility of LG Electronics. At the end of 1998, LG Electronics and Semicon transferred their respective TFT-LCD related business to LG Soft Co., Ltd (currently LG.Philips LCD Co., Ltd.). LG.Philips LCD became a J/V between LG Electronics and Philips Electronics in September 1999. In July 2004, we completed initial public offering and listed our common stock on the Korea Exchange and our ADSs on the New York Stock Exchange. We currently operate seven fabrication facilities located in Gumi and Paju, Korea and seven module facilities located in Gumi & Paju, Korea, Nanjing & Guangzhou, China and Wroclaw, Poland.

We became the first LCD maker in the world to commence commercial production at a 4th generation fab (P3) in July 2000 and at a 5th generation fab (P4) in March 2002, and we started mass production at our 6th generation fab (P6) in August 2004, which allows us to produce LCD panels for large TVs and monitors. With the commencement of mass production at our 7th generation fab (P7) in January 2006 and our decision to invest in an 8th generation fab (P8), we are expanding our production capacity in line with growing large-sized LCD TV market.

Despite the difficult business environment contributed by factors such as volatile exchange rates, continued high oil prices and the sub-prime mortgage crisis in the U.S., our non-consolidated sales revenue in 2007 increased by 39% year-on-year to KRW 14,163 billion, backed by continued growth of TFT-LCD product demand, especially in the large-sized LCD TV market, and our consistent efforts to expand our sales. We recorded a non-consolidated operating income of KRW 1,491 billion and a non-consolidated net income of KRW 1,344 billion in 2007 from development of cost innovation models, reduction of purchasing unit cost, maximization of equipment effectiveness through Max Capa / Min Loss activities and reduction of overhead cost and other active cost reduction measures as well as increased sales revenue. Our consolidated sales revenue in 2007 increased by 35% year-on-year to KRW 14,352 billion. Our consolidated operating income was KRW 1,504 billion and our consolidated net income was KRW 1,344 billion in 2007.

We developed basic technologies for new businesses, such as flexible displays and OLEDs, and diverse customer oriented technologies.

In sales, we expanded our customer base by strengthening our price management capabilities and active customer satisfaction management, etc.

(2) Financial Statements

Korean GAAP Consolidated Financial Statements

a. Consolidated Income Statements

(Based on Korean GAAP)

(KRW Million)

Description	FY 2007	FY 2006	Remarks
1. Sales	14,351,966	10,624,200	
2. Cost of goods sold	(12,115,363)	(10,932,316)	
3. Gross income	2,236,603	(308,116)	
4. SG&A	(732,596)	(570,922)	
5. Income from operations	1,504,007	(879,038)	
6. Non-operating income	683,800	444,243	
7. Non-operating expenses	(644,848)	(586,681)	
8. Income before income tax	1,542,959	(1,021,476)	
9. Income tax expense	(198,932)	252,163	
10. Net income	1,344,027	(769,313)	

## b. Consolidated Balance Sheets

(Based on Korean GAAP)

(KRW Million)

Description	FY 2007	FY 2006	Remarks
1. Current assets	5,746,133	3,154,627	
2. Non-current assets	8,033,702	10,333,160	
1) Investment assets	24,718	19,298	
2) Tangible assets	7,528,523	9,428,046	
3) Intangible assets	123,111	123,826	
4) Other non-current assets	357,350	761,990	
Total Assets	13,779,835	13,487,787	
1. Current liabilities	2,401,222	3,208,789	
2. Non-current liabilities	3,089,154	3,389,322	
Total Liabilities	5,490,376	6,598,111	
1. Controlling interest	8,289,373	6,889,676	
1) Capital stock	1,789,079	1,789,079	
2) Capital surplus	2,311,071	2,275,172	
3) Accumulated other comprehensive income	5,823	(13,948)	
4) Retained earnings	4,183,400	2,839,373	
2. Minority interest	86		
Total Shareholders' Equity	8,289,459	6,889,676	
Total Liabilities and Total Shareholders' Equity	13,779,835	13,487,787	

Korean GAAP Non-Consolidated Financial Statements  
a. Non-Consolidated Income Statements

(Based on Korean GAAP)	(KRW Million)		
Description	FY 2007	FY 2006	Remarks
1. Sales	14,163,131	10,200,660	
2. Cost of goods sold	(12,076,688)	(10,688,068)	
3. Gross income	2,086,443	(487,408)	
4. SG&A	(595,308)	(457,800)	
5. Income from operations	1,491,135	(945,208)	
6. Non-operating income	571,713	370,831	
7. Non-operating expenses	(517,286)	(449,992)	
8. Income before income tax	1,545,562	(1,024,369)	
9. Income tax expense	(201,535)	255,056	
10. Net income	1,344,027	(769,313)	

## b. Non-Consolidated Balance Sheets

(Based on Korean GAAP)	(KRW Million)		
<b>Description</b>	<b>FY 2007</b>	<b>FY 2006</b>	<b>Remarks</b>
1. Current assets	5,644,253	2,731,656	
2. Non-current assets	7,750,182	10,084,191	
1) Investments	489,114	361,558	
2) Tangible assets	6,830,600	8,860,076	
3) Intangible assets	111,530	114,182	
4) Other non-current assets	318,938	748,375	
<b>Total Assets</b>	<b>13,394,435</b>	<b>12,815,847</b>	
1. Current liabilities	2,245,410	2,694,389	
2. Non-current liabilities	2,859,652	3,231,782	
<b>Total Liabilities</b>	<b>5,105,062</b>	<b>5,926,171</b>	
1. Capital stock	1,789,079	1,789,079	
2. Capital surplus	2,311,071	2,275,172	
3. Accumulated other comprehensive income	5,823	(13,948)	
4. Retained earnings	4,183,400	2,839,373	
<b>Total Shareholders' Equity</b>	<b>8,289,373</b>	<b>6,889,676</b>	
<b>Total Liabilities and Total Shareholders' Equity</b>	<b>13,394,435</b>	<b>12,815,847</b>	

(3) Market shares

World wide market share of large-size TFT-LCD panels ( $\geq 10$  ) based on revenue

	From Q1 to Q3 in 2007	2006
Panels for Notebook PC	28.9%	26.2%
Panels for Monitor	15.8%	15.6%
Panels for TV	22.7%	23.6%
Total	20.8%	20.5%

(Source: DisplaySearch Q4 2007)

(4) Market characteristics

LCD is a key product for the display industry and the demands for LCD have been steadily rising.

Due to the recent high growth in the display appliance market for the flat display format, the scale of the LCD market is growing at a rapid rate, resulting in expansion of the market centered mainly in America, Japan, Europe and China.

The LCD market has experienced a high rate of growth based on IT related products. With expansion of the market for LCD televisions, we expect that the LCD market will continuously grow.

(5) New business etc.

P7 in our Paju Display Cluster reached an expanded production capacity of over 136 thousand sheets of glass substrates per month in the fourth quarter of 2007 and we have commenced the construction of P8 (8th generation fab) in anticipation of a growth in the 50-inch and larger TFT-LCD market.

In September 2005, we entered into an agreement to build a back-end module production plant in Wroclaw, Poland, becoming the first in the global LCD industry to establish such a production facility in Europe. We broke ground on the plant in June 2006 and commenced mass production in March 2007.

In May 2006, we entered into an investment agreement with the Guangzhou Development District Administrative Committee to construct a module production plant in Guangzhou, China. By establishing LG.Philips LCD Guangzhou Co. Ltd. in August 2006 and starting mass production at the new module production plant in December 2007, we have established optimal global production base.

We also plan to strengthen the foundation for future growth by leading the market in the future display technologies which include preparing for the start of the AMOLED business, accelerating the development of flexible display technologies and leading the LED back-light LCD market.



(6) Organization chart

- JRD : Joint Representative Director
- CEO : Chief Executive Officer
- CFO : Chief Financial Officer
- CPO : Chief Production Officer
- CTO : Chief Technology Officer

## 2. Reference Relating to AGM

### A. Matters Relating to the Annual General Meeting

(1) Date and Time: 10:00 A.M., February 29, 2008 (Friday)

(2) Venue : Guest House, LG.Philips LCD Paju Display Cluster

1007, Deogeun-ri, Wollong-myeon, Paju-si, Gyeonggi-do, Korea

### B. Agenda for Meeting

(1) For reporting: a. Audit Committee s Audit Report

b. Business Report

c. Appointment of External Auditor

(2) For approval: a. Non-consolidated Balance Sheet, Non-consolidated Income Statement

& Non-consolidated Statement of Appropriations of Retained Earnings of Fiscal Year 2007

(Cash dividend per share : KRW 750)

c. Appointment of Directors

d. Appointment of Audit Committee Members

e. Remuneration Limit for Directors in 2008

### C. Details of Agenda for Approval

#### Agenda 1: Non-consolidated Balance Sheet, Non-consolidated Income Statement &

#### Non-consolidated Statement of Appropriations of Retained Earnings of Fiscal Year 2007

**KRW 750 is proposed as cash dividend per share.**

(1) Business Performance in FY 2007

Despite the difficult business environment contributed by factors such as volatile exchange rates, continued high oil prices and the sub-prime mortgage crisis in the U.S., our non-consolidated sales revenue in 2007 increased by 39% year-on-year to KRW 14,163 billion, backed by continued growth of TFT-LCD product demand, especially in the large-sized LCD TV market, and our consistent efforts to expand our sales. We recorded

operating income of KRW 1,491 billion and net income of KRW 1,344 billion in 2007 from development of cost innovation models, reduction of purchasing unit cost, maximization of equipment effectiveness through Max Capa / Min Loss activities and reduction of overhead cost and other active cost reduction measures as well as increased sales revenue.

(2) Financial Statements

a. Non-Consolidated Balance Sheets

(Based on Korean GAAP)		(KRW Million)		
Description	FY 2007	FY 2006	Remarks	
1.Current assets	5,644,253	2,731,656		
2.Non-current assets	7,750,182	10,084,191		
1) Investments	489,114	361,558		
2) Tangible assets	6,830,600	8,860,076		
3) Intangible assets	111,530	114,182		
4) Other non-current assets	318,938	748,375		
Total Assets	13,394,435	12,815,847		
1.Current liabilities	2,245,410	2,694,389		
2.Non-current liabilities	2,859,652	3,231,782		
Total Liabilities	5,105,062	5,926,171		
1.Capital stock	1,789,079	1,789,079		
2.Capital surplus	2,311,071	2,275,172		
3.Accumulated other comprehensive income	5,823	(13,948)		
4.Retained earnings	4,183,400	2,839,373		
Total Shareholders Equity	8,289,373	6,889,676		
Total Liabilities and Total Shareholders Equity	13,394,435	12,815,847		

b. Non-Consolidated Income Statements

(Based on Korean GAAP)	(KRW Million)		
<b>Description</b>	<b>FY 2007</b>	<b>FY 2006</b>	<b>Remarks</b>
1. Sales	14,163,131	10,200,660	
2. Cost of goods sold	(12,076,688)	(10,688,068)	
3. Gross income	2,086,443	(487,408)	
4. SG&A	(595,308)	(457,800)	
5. Income from operations	1,491,135	(945,208)	
6. Non-operating income	571,713	370,831	
7. Non-operating expenses	(517,286)	(449,992)	
8. Income before income tax	1,545,562	(1,024,369)	
9. Income tax expense	(201,535)	255,056	
10. Net income	1,344,027	(769,313)	

c. Non-Consolidated Statements of Appropriations of Retained Earnings

(Based on Korean GAAP)	(KRW Million)		
<b>Description</b>	<b>FY 2007</b>	<b>FY 2006</b>	<b>Remarks</b>
1. Retained earnings before appropriations	4,055,063	2,711,036	
a. Unappropriated retained earnings carried over from prior years	2,711,036	3,480,349	
b. Net income (Net loss)	1,344,027	(769,313)	
2. Appropriations of retained earnings	295,198		
Legal reserve	26,836		
Dividend*	268,362		
3. Unappropriated retained earnings to be carried forward to subsequent year	3,759,865	2,711,036	

\* Cash dividend per share : KRW 750  
 Dividend rate : 15% of face value

Payout ratio : 20% of 2007 net income

Dividend yield : 1.6% of based on the 1 week average closing share price prior to 2 transaction days before the record date

**Agenda 2 : Amendment of the Articles of Incorporation**

<b>Article</b>	<b>Current Provision</b>	<b>Proposed Provision</b>	<b>Purpose of Amendment of the Articles of Incorporation</b>
<b>Article 1</b>	<b>(Trade Name)</b>	<b>(Trade Name)</b>	To reflect expansion of business scope, etc.
	The name of the company shall be <u>EL-GI.PHILIPS EL-SI-DI CHUSIK HOESA</u> (hereinafter referred to as the Company ), which shall be written in English as <u>LG.Philips LCD Co., Ltd.</u> .	The name of the company shall be <u>EL-GI DISPLAY CHUSIK HOESA</u> (hereinafter referred to as the Company ), which shall be written in English as <u>LG Display Co., Ltd.</u> .	
<b>ADDENDA</b>		<b>ADDENDA (as of February 29, 2008)</b>	
		These Articles of Incorporation shall be effective from <u>March 3, 2008.</u>	

**Agenda 3 : Appointment of Directors**

**a) James Jeong**

Date of Birth : November 2, 1961

Candidate for Outside Director : None

Nominator : Board of Directors

Current Job : Director of LG Electronics Inc.

Major Career : B.A., Business Administration, Yonsei University  
Vice President of Corporate Strategy Department, LG Electronics Inc. (2001)

President of LG Electronics United Kingdom Inc. (2004)

Vice President of Financing Control Department, LG Electronics Inc. (2006)

CFO of LG Electronics Inc. (2007)

Business Transaction with LPL during the last 2 years : None

**b) Simon Kang**

Date of Birth : May 10, 1954

Candidate for Outside Director : None

Nominator : Board of Directors

Current Job : President of Digital Display Product Business Division, LG Electronics Inc.

Major Career : B.A., Business Administration, Yonsei University  
President of LG Electronics Canada Inc. (1996)

Vice President (Brand Management) of LG Electronics USA Inc. (2000)

President of Korea Sales & Marketing Operation, LG Electronics Inc. (2005)

President of Digital Display Division, LG Electronics Inc. (2007)

Business Transaction with LPL during the last 2 years : None

**c) Paul Verhagen**

Date of Birth : February 2, 1962

Candidate for Outside Director: None

Nominator : Board of Directors

Current Job : CFO of Philips Consumer Lifestyle

Major Career : M.S., Business Economics, Catholic University of Brabant  
CFO of Philips Consumer Electronics

Business Transaction with LPL during the last 2 years : None



**d) Dongwoo Chun**

Date of Birth : January 15, 1945

Candidate for Outside Director : Yes

Nominator : Board of Directors

Current Job : Outside Director of LG.Philips LCD Co., Ltd. and Pixelplus

\* To be reappointed as an Outside Director at the forthcoming AGM

Major Career : Ph.D., Electronic Engineering, University of Texas  
Executive Vice President in Manufacturing of LG Semicon (1988)

Executive Vice President of Silicon Magic Inc.(1995)

Executive Vice President of Cirrus Logic Inc. (2000)

Standing Auditor of DongbuAnam Semiconductor (2002)

**e) Bruce I. Berkoff**

Business Transaction with LPL during the last 2 years : None

Date of Birth : August 13, 1960

Candidate for Outside Director : Yes

Nominator : Board of Directors

Current Job : Chairman of LCD TV Association

Major Career : M.S., Biophysics, U.C. Berkeley  
CMO of LG.Philips LCD Co., Ltd. (1999)

Chairman of Eneuclia Semiconductor (2006)

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Business Transaction with LPL during the last 2 years : None

**f) Nakamura Yoshihide**

Date of Birth : October 22, 1942

Candidate for Outside Director : Yes

Nominator : Board of Directors

Current Job : CEO of ULDAJE

Major Career : B.A., Law, Chuo University  
Deputy President of CNC (1999)

Chairman of Sony Chemical (2003)

Senior VP of Sony Patent Department (2005)

Business Transaction with LPL during the last 2 years : None

**g) William Y. Kim**

Date of Birth : June 6, 1956

Candidate for Outside Director : Yes

Nominator : Board of Directors

Current Job : Partner, Ropes & Gray LLP (NY)

Major Career : J.D. , Georgetown University  
MBA, University of Michigan

Partner, Dorsey & Whitney LLP.

Partner, Alston & Bird LLP.

Business Transaction with LPL during the last 2 years : None

**Agenda 4 : Appointment of Audit Committee Members**

**a) Nakamura Yoshihide**

Date of Birth : October 22, 1942

Candidate for Outside Director : Yes

Nominator : Board of Directors

Current Job : CEO of ULDAGE

Major Career : B.A., Law, Chuo University  
Deputy President of CNC (1999)

Chairman of Sony Chemical (2003)

Senior VP of Sony Patent Department (2005)

Business Transaction with LPL during the last 2 years : None

**b) William Y. Kim**

Date of Birth : June 6, 1956

Candidate for Outside Director : Yes

Nominator : Board of Directors

Current Job : Partner, Ropes & Gray LLP (NY)

Major Career : J.D. , Georgetown University  
MBA, University of Michigan

Partner, Dorsey & Whitney LLP.

Partner, Alston & Bird LLP.

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Business Transaction with LPL during the last 2 years : None

**Agenda 5: Approval of Remuneration Limit for Directors**

<b>Category</b>	<b>FY2008</b>	<b>FY2007</b>
Number of Directors (Number of Outside Directors)	9 (5)	9 (5)
Total Amount of Remuneration Limit	KRW 13.4 billion	KRW 13.4 billion

**IV. Matters Relating to the Solicitor of Proxy**

**1. Matters Relating to the Solicitor of Proxy**

a. Name of Solicitor: LG.Philips LCD Co., Ltd. ( LPL )

b. Number of LPL Shares Held by Solicitor: None

c. The Principal Shareholders of the Solicitor

Name of principal shareholder	Relationship with LPL	Number of shares held	Ownership ratio
LG Electronics Inc.	Largest shareholder	135,625,000 (common stock)	37.9%
Philips Electronics	Company acting in concert with	71,225,000 (common stock)	19.9%
	the largest shareholder		
Total		206,850,000 (common stock)	57.8%

**2. Matters Relating to the Proxy**

Name of Agents for the Proxy	Dong Joo Kim	Heung Won Park
Number of Shares Held by Agents	640 (common stock)	248 (common stock)
Relationship with LPL	Vice President of LPL	Employee

**3. Matters Relating to Shareholders Whom Proxy is Asked to**

a. Criteria for Selection: All shareholders holding more than 200,000 shares of LG.Philips LCD common stock, representing 78.4% of voting right

b. List of Shareholders to Be Asked for Proxy

No	Shareholders	No	Shareholders
1	LG Electronics	67	BATTERYMARCH GLOBAL EMERGING
			MARKETS FU
2	Philips Electronics	68	KOOKMIN BANK (PCA INVESTMENT
			TRUST MANAGEMENT)
3	NPC	69	STARK ASIA MASTER FUND, LTD
4	KOOKMIN BANK	70	BARCLAYS GLOBAL INVESTRO
	(MIRAE ASSET INVESTMENTS)		
5	KOREA SECURITIES FINANCE	71	HSBC (PCA INVESTMENT TRUST
	CORPORATION (KTB ASSET MANAGEMENT)		MANAGEMENT)
6	BBH-GMO EMG MKT FD	72	CITADEL HORIZON S.A.R.L.
7	MSIL-MS CO INTL PLC	73	EPLOYEE STOCK OWNERSHIP ASSOCIATION
8	KOREA EXCHANGE BANK	74	MORGAN STANLEY SICAV
	(MIRAE ASSET INVESTMENTS)		
9	SHINHAN BANK	75	SSB-MSIM EM
	(MIRAE ASSET INVESTMENTS)		
10	STARK MASTER FUND LTD	76	SSB-NEW ECNM
11	PUSAN BANK (CJ ASSET MANAGEMENT)	77	MSIL-CC AS AR MS F
12	COSMO STOCK INVESTMENT No.1	78	SSB-CSTRF GRP1
13	ABU DHABI INVESTMENT AUT	79	INDUSTRIAL BANK OF KOREA
			(HANA UBS ASSET MANAGEMENT)
14	SC FIRST BANK	80	LEHMAN BROTHERS COMMERCIAL
	(MIRAE ASSET INVESTMENTS)		CORPORATION AS



15 EMERGING MARKETS GROWTH	81 ALLIANZ STOCK INVESTEMTN No.1
16 HANA BANK (SAMSUNG INVESTMENT	82 HANA BANK (KYOBO INVESTMENT TRUST
TRUST MANAGEMENT)	MANAGEMENT)
17 NTC-GOV SPORE	83 MSCO-KELUSA MAS
18 EURO-PACIFIC GROWTH FUND	84 KOREA SECURITIES FINANCE CORPORATION
19 FIDELITY FUNDS	85 RBC DISB-HSBC GLOBAL INV FD
20 MIRAEASSET STOCK INVESTMENT No.1	86 FIDES STOCK INVESTMENT No.1
21 BBH-VANGUARD EM SIF	87 KOOKMIN BANK (FRANKLIN TEMPLETON
	INVESTMENTS)
22 KUWAIT INVESTMENT AUTHORITY	88 CITIBANK INTERNATIONAL PLC A
23 SSB-KOR INDEX	89 HBFS-I-JF KOR FD
24 STICHT-PENSIONFONDS A	90 SHINHAN BANK (MIRAE ASSET-AIG LIFE)
25 ISHARES MSCI SOUTH KOREA	91 HANA BANK (KTB ASSET MANAGEMENT-
	KYOBO LIFE)
26 HSBC ( FIDELITY INVESTMENTS	92 WOORI BANK (DAEHAN INVESTMENT
ASSET MANAGEMENT)	TRUST MANAGEMENT)
27 HANA BANK (CONSUS	93 DELTA INDEX STOCK INVESTMENT No.1
ASSET MANAGEMENT)	
28 MIRAEASSET INDEPENDENCE SOTCK	94 CITI FCP S.A.
INVESTMENT	
29 BBHL-ACM GI GBLP	95 KOOKMIN BANK (LANDMARK INVESTMENT
	TRUST MANAGEMENT)
30 NTC/BONY/SSB-MONETR SG	96 MELLON-PENS RSRV ITF
31 HANKOOK STOCK INVESTMENT No.1	97 SHINHAN BANK (WOORI ASSET
	MANAGEMENT)
32 SHINHAN BANK (SAMSUNG INVESTMENT	98 CHASE MANHATTAN BANK (IRE)
TRUST MANAGEMENT)	

33 BONY/SSB/NTC-SD AR MA	99 NATIONAL AGRICULTURAL COOPERATIVE FEDERATION (KB ASSET MANAGEMENT-ING LIFE)
34 BONY-GOLDMAN SCH INTL	100 MS UNIVERSAL FUNDS 5322
35 METLIFE (VUL MIXED GROWTH SEI)	101 ASSETPLUS STOCK INVESTMENT No.1
36 EQ ADVISORS TRUSTS	102 W.F.A.L.
37 CREDIT SUISSE FINANCIAL	103 LEHMAN BROTHERS FINANCE SA
38 JP MORGAN SECS LTD	104 TUBE STOCK INVESTMENT No.1
39 NORGES BANK	105 HANA BANK (KOREA INVESTMENT TRUST MANAGEMENT)
40 HANA BANK (PRUDENTIAL ASSET MANAGEMENT)	106 HSBC BANK PLC
41 THE CAPITAL GUARDIAN EMP	107 KOREA EXCHANGE BANK (HANHWA INVESTMENT TRUST MANAGEMENT)
42 KOOKMIN BANK (KOREA INVESTMENT TRUST MANAGEMENT)	108 KOOKMIN BANK (KTB ASSET MANAGEMENT-KYOBO LIFE)
43 MSDW INSTL FUND	109 NATIONAL AGRICULTURAL COOPERATIVE FEDERATION (SHINHAN BNP INVESTMENT TRUST MANAGEMENT)
44 MIDAS STOCK INVESTMENT No.1	110 SPARBANKERNAS VARDEPAPER
45 KOOKMIN BANK (SH ASSET MANAGEMENT)	111 CHEETAHKOREAVALUEFUND
46 THE KOREAN TEACHERS CREDIT UNION	112 LOMBARD ODIER DARIER HENTSCHE INVEST
47 TEMPLETON STOCK INVESTMENT No.1	113 SSB-KBGL IGSFL
48 HSBC(SAMSUNG KDDEX 200ETF)	114 PRUDENTIAL INDEX STOCK INVESTMENT No.1
49 KOOKMIN BANK (ALLIANZ INVESTMENT TRUST MANAGEMENT-ALLIANZ LIFE)	115 BARCLAYS BANK PLC

50 BNP PARIBAS ARBITRAGE SNC	116 SSB-SRGE MET
51 INDUSTRIAL BANK OF KOREA	117 PARK JUNG HA
(MIRAE ASSET INVESTMENTS)	
52 CREDIT SUISSE SECUTITIES	118 BBH-SEI INS INTL TEMEF
(EUROPE) LIMIT	
53 WOORI BANK (KOREA POST)	119 KOOKMIN BANK (MIRAE ASSET-MIRAE
	ASSET LIFE)
54 CAPITAL INTERNATIONAL EM	120 JYSKE BANK A/S
55 YURIEASSET INDEX STOCK INVESTMENT	121 SC FIRST BANK (PCA INVESTMENT TRUST
No.1	MANAGEMENT)
56 KTB STOCK INVESTMENT No.2	122 KOOKMIN BANK (SAMSUNG
	INVESTMENT TRUST
	MANAGEMENT-SAMSUNG LIFE)
57 KOREA INVESTMENT & SECURITIES	123 NTC-G-ASSET HLDR P AEEP
58 MSILP-PLEDGEE OF 15132	124 PUSAN BANK (TONGYANG INVESTMENT
	TRUST MANAGEMENT)
59 BBH-NW MTL LIFE INS	125 KB STOCK INVESTMENT No.2
60 KOREA EXCHANGE BANK	126 THE KOREA FUND, INC
(KTB ASSET MANAGEMENT)	
61 SSB-SC BRNSTN	127 THE DIMENSIONAL EMERGING MARKETS
	FUND, I
62 SSB-SSBTCI TER	128 HANA BANK (HANA UBS ASSET
	MANAGEMENT)
63 IMM STOCK INVESTMENT No.1	129 E-STAR STOCK INVESTMENT No.4
64 DNSK-DANSKE INVEST	130 MAC INVESTMENT ADVISORY STOCK
	INVESTMENT No.1
65 SHINHAN BANK (HANA UBS ASSET	131 HBFS-B-MPF-MMPA-HKMPF
(MANAGEMENT)	
66 SOCIETE GENERALE S.A.	

**4. Others**

The Period of Proxy Instruction: From Feb. 15, 2008 to Feb. 29, 2008 (Before the 23rd AGM)

**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.

LG.Philips LCD Co., Ltd.  
(Registrant)

Date: February 12, 2008

By: /s/ Ron H. Wirahadiraksa  
(Signature)  
Name: Ron H. Wirahadiraksa  
Title: Joint Representative Director/

President & Chief Financial Officer