GCS HOLDINGS, INC. AND SUBSIDIARIES
CONSOLIDATED FINANCIAL STATEMENTS AND
REVIEW REPORT OF INDEPENDENT
ACCOUNTANTS
JUNE 30, 2018 AND 2017

For the convenience of readers and for information purpose only, the review report of independent accountants and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. In the event of any discrepancy between the English version and the original Chinese version or any differences in the interpretation of the two versions, the Chinese-language review report of independent accountants and financial statements shall prevail.



REVIEW REPORT OF INDEPENDENT ACCOUNTANTS

PWCR18000037

To GCS Holdings, Inc.

Introduction

We have reviewed the accompanying consolidated balance sheets of GCS Holdings, Inc. and subsidiaries (the "Group") as of June 30, 2018 and 2017, and the related consolidated statements of comprehensive income for the three-month and six-month periods then ended, as well as the consolidated statements of changes in equity and of cash flows for the six-month periods then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies. Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with "Regulations Governing the Preparation of Financial Reports by Securities Issuers" and International Accounting Standard 34, "Interim Financial Reporting" as endorsed by the Financial Supervisory Commission. Our responsibility is to express a conclusion on these consolidated financial statements based on our reviews.

Scope of our review

We conducted our reviews in accordance with the Statement of Auditing Standards No. 65 "Review of Financial Information Performed by the Independent Auditor of the Entity" in the Republic of China. A review of consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our reviews, nothing has come to our attention that causes us to believe that the accompanying consolidated financial statements do not present fairly, in all material respects, the consolidated financial position of the Group as at June 30, 2018 and 2017, and of its consolidated financial performance for the three-month and six-month periods then ended and its consolidated cash flows for the six-month periods then ended in accordance with "Regulations Governing the Preparation of Financial Reports by Securities Issuers" and International Accounting Standard 34, "Interim Financial Reporting" as endorsed by the Financial Supervisory Commission.

LI, TIEN-YI

Li, Tien-Yi

Chih-Cheng Wiel Hsieh, Chih-Cheng

For and on behalf of PricewaterhouseCoopers, Taiwan

August 3, 2018

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and review report of independent accountants are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

GCS HOLDINGS, INC. AND SUBSIDIARIES CONSOLIDATED BALANCE SHEETS (EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS) (THE BALANCE SHEETS AS OF JUNE 30, 2018 AND 2017 ARE REVIEWED, NOT AUDITED)

| | Assets | Notes | June 30, 20 | | December 31, 2 | | June 30, 2017 | | |
|------|-------------------------------------|------------|--------------|-----|----------------|----------|---------------|-----|--|
| | Current assets | Notes | AMOUNT | _%_ | AMOUNT | <u>%</u> | AMOUNT | _%_ | |
| | | | | | | | | | |
| 1100 | Cash and cash equivalents | 6(1) | \$ 1,365,587 | 42 | \$ 1,119,712 | 38 | \$ 1,288,575 | 45 | |
| 1125 | Available-for-sale financial assets | - 12(4) | | | | | | | |
| | current | | - | - | - | - | 42,711 | 2 | |
| 1150 | Notes receivable, net | | 40 | - | 594 | = | - | - | |
| 1170 | Accounts receivable, net | 6(2) | 256,662 | 8 | 296,921 | 10 | 242,033 | 8 | |
| 1200 | Other receivables | | 21,599 | 1 | 15,254 | - | 26,767 | 1 | |
| 1220 | Current income tax assets | | 20,240 | - | 1,791 | - | 7,227 | - | |
| 130X | Inventories | 6(3) | 350,986 | 11 | 329,834 | 11 | 342,131 | 12 | |
| 1410 | Prepayments | | 7,165 | - | 7,590 | - | 6,174 | - | |
| 1470 | Other current assets | 8 | 91,788 | 3 | 29,760 | 1 | 30,420 | 1 | |
| 11XX | Total current assets | | 2,114,067 | 65 | 1,801,456 | 60 | 1,986,038 | 69 | |
| | Non-current assets | | | | | | | | |
| 1550 | Investment accounted for using | 6(4) | | | | | | | |
| | equity method | | 14,620 | - | 14,520 | - | 14,906 | 1 | |
| 1600 | Property, plant and equipment | 6(5) and 8 | 688,444 | 21 | 700,655 | 24 | 505,528 | 17 | |
| 1780 | Intangible assets | 6(6)(27) | 183,026 | 6 | 183,654 | 6 | 10,470 | - | |
| 1840 | Deferred income tax assets | | 146,946 | 5 | 164,924 | 6 | 200,743 | 7 | |
| 1900 | Other non-current assets | 6(7) and 8 | 93,763 | 3 | 116,146 | 4 | 178,976 | 6 | |
| 15XX | Total non-current assets | | 1,126,799 | 35 | 1,179,899 | 40 | 910,623 | 31 | |
| 1XXX | Total assets | | \$ 3,240,866 | 100 | \$ 2,981,355 | 100 | \$ 2,896,661 | 100 | |
| | | | /G .: 1) | | | | | | |

(Continued)

GCS HOLDINGS, INC. AND SUBSIDIARIES CONSOLIDATED BALANCE SHEETS (EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS) (THE BALANCE SHEETS AS OF JUNE 30, 2018 AND 2017 ARE REVIEWED, NOT AUDITED)

| | Liabilities and Equity | Notes | | June 30, 2018 MOUNT | % | | December 31, 2 MOUNT | <u>017</u> % | June 30, 2017 AMOUNT % | | |
|------|-------------------------------------|-----------|----|------------------------|----|-----|-------------------------|-----------------|------------------------|-----------------------|------|
| | Current liabilities | 110103 | | <u>uwoorvi</u> | | | dviooivi | | | WIOONI | |
| 2100 | Short-term borrowings | 6(8) | \$ | 20,000 | 1 | \$ | 20,000 | 1 | \$ | 20,000 | 1 |
| 2120 | Financial liabilities at fair value | 6(9) | Ψ | 20,000 | • | Ψ | 20,000 | • | Ψ | 20,000 | |
| | through profit or loss, current | | | _ | - | | 31,204 | 1 | | 58,671 | 2 |
| 2130 | Current contract liabilities | 6(20) | | 21,109 | 1 | | - | - | | 50,071 | - |
| 2170 | Accounts payable | , | | 36,494 | 1 | | 17,867 | _ | | 8,394 | - |
| 2200 | Other payables | 6(12) | | 213,664 | 6 | | 139,249 | 5 | | 193,743 | 7 |
| 2230 | Current income tax liabilities | | | _ | _ | | 2,469 | _ | | - | |
| 2320 | Long-term borrowings, current | 6(10)(11) | | | | | | | | | |
| | portion | | | 20,224 | 1 | | 79,372 | 3 | | 273,052 | 9 |
| 2399 | Other current liabilities | 6(13) | | 8,977 | - | | 33,498 | 1 | | 36,732 | 1 |
| 21XX | Total current liabilities | | | 320,468 | 10 | | 323,659 | 11 | | 590,592 | 20 |
| | Non-current liabilities | | | | | | | | | | |
| 2540 | Long-term borrowings | 6(11) | | 67,352 | 2 | | 75,797 | 3 | | 87,461 | 3 |
| 2570 | Deferred income tax liabilities | | | 37,929 | 1 | | 39,466 | 1 | | 71,792 | 3 |
| 2600 | Other non-current liabilities | 6(13) | | 2,667 | _ | | 4,864 | _ | | 8,750 | |
| 25XX | Total non-current liabilities | | | 107,948 | 3 | _ | 120,127 | 4 | | 168,003 | 6 |
| 2XXX | Total liabilities | | | 428,416 | 13 | | 443,786 | 15 | | 758,595 | 26 |
| | Equity | | | <u> </u> | | | | | | | |
| | Equity attributable to owners of | | | | | | | | | | |
| | the parent | | | | | | | | | | |
| | Share capital | 6(16) | | | | | | | | | |
| 3110 | Common stock | | | 821,441 | 25 | | 804,389 | 27 | | 760,699 | 26 |
| | Capital surplus | 6(17) | | | | | | | | 20 000 00 2000 000 00 | |
| 3200 | Capital surplus | | | 1,079,835 | 34 | | 958,751 | 32 | | 728,349 | 25 |
| | Retained earnings | 6(18) | | | | | | | | | |
| 3320 | Special reserve | | | 6,821 | - | | 6,821 | - | | 6,821 | _ |
| 3350 | Unappropriated retained earnings | | | 999,779 | 31 | | 902,702 | 30 | | 709,914 | 25 |
| | Other equity interest | 6(19) | | | | | | | | | |
| 3400 | Other equity interest | | (| 4,556) | - | (| 44,224) | (1) | | 23,153 | 1 |
| 3500 | Treasury stocks | 6(16) | (| 90,870)(| 3) |) (| 90,870) | (3) | (| 90,870) | (3) |
| 31XX | Equity attributable to owners | | | | | | | | | | |
| | of the parent | | | 2,812,450 | 87 | | 2,537,569 | 85 | | 2,138,066 | 74 |
| 3XXX | Total equity | | | 2,812,450 | 87 | | 2,537,569 | 85 | | 2,138,066 | 74 |
| | Significant contingent liabilities | 9 | | | | | | | | | |
| | and unrecognised contract | | | | | | | | | | |
| | commitments | | | | | | | | | | |
| | Significant events after the | 11 | | | | | | | | | |
| | | | | | | | | | | | |
| | reporting period | | | | | | | | | | |

The accompanying notes are an integral part of these consolidated financial statements.

GCS HOLDINGS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, EXCEPT EARNINGS PER SHARE AMOUNTS)

(UNAUDITED)

| | | | Three months ended June 30 | | | | Six months ended June 30 | | | |
|----------------|---|------------------------------|----------------------------|-------------------|-----------------------|-----------------------|--------------------------|--------------------|---------------------|--------------------------------------|
| | T | N T . | | 2018 | | 2017 | | 2018 | | 2017 |
| 4000 | Items Operating revenue | $\frac{\text{Notes}}{6(20)}$ | $-\frac{Ar}{\$}$ | MOUNT 522,665 | % A | MOUNT 458,228 | % 100 \$ | AMOUNT 1,001,685 | <u>%</u> A \$ | MOUNT % 869,920 100 |
| 5000 | Cost of operating revenue | 6(3)(23) | ψ (| 266,448) (| | 210,153) (| | 531,164) (| | 434,533) (50) |
| 5900 | Net operating margin | | | 256,217 | 49 | 248,075 | 54 | 470,521 | 47 | 435,387 50 |
| 6100 | Operating expenses Selling and marketing | 6(23)(24) | | | | | | | | |
| 6200 | expenses General and administrative | | (| 13,335) (| 3) (| 14,345) (| 3) (| 26,461) (| 3) (| 27,490) (3) |
| 6300 | expenses Research and development | | (| 73,508) (| 14) (| 51,723) (| 11) (| 141,694) (| 14) (| 108,968) (13) |
| 6450 | expenses Net impairment loss on | 12(2) | (| 49,114) (| 9) (| 41,281) (| 9)(| 90,916) (| 9) (| 82,790) (9) |
| 6000 | financial assets Total operating expenses | | | 477 135,480) (| <u>-</u> | 107,349) (| ((| 810) 259,881) (| <u>-</u> | 219,248) (25) |
| 6900 | Operating profit | | (| 120,737 | 23 | 140,726 | 31 | 210,640 | 21 | 219,248) (<u>25</u>) 216,139 25 |
| | Non-operating income and | | | 120,757 | | 140,720 | | 210,040 | | 210,13923 |
| | expenses | | | | | | | | | |
| 7010 | Other rains and lesses | 6(21) | | 2,060 | 1 | 1,208 | - 11) | 3,756 | - , | 2,174 - |
| 7020 7050 | Other gains and losses Finance costs | 6(21) 6(22) | (| 1,844 1,128) | - (- (| 49,779) (6,989) (| | 576 3,045) | - (- (| 14,608) (2) 13,910) (1) |
| 7060 | Share of net profit of | 6(4) | (| 1,120) | - (| 0,707)(| 1)(| 3,043) | - (| 13,910) (1) |
| | associates and joint ventures accounted for using equity | | | | | | | | | |
| 5 000 | method | | _ | 278 | | | | 9 | | <u> </u> |
| 7000 | Total non-operating income and expenses | | | 3,054 | 1 (| 55,560) (| (12) | 1 206 | , | 26 244) (2) |
| 7900 | Profit before income tax | | | 123,791 | | 85,166 | $(\frac{12}{19})$ | 1,296 211,936 | (| 26,344) (<u>3</u>) 189,795 22 |
| 7950 | Income tax expense | 6(25) | (| 31,309) (| 6) (| 19,171) | (4)(| 35,799) | (3) (| 25,536) (3) |
| 8200 | Net income for the period | | \$ | 92,482 | 18 \$ | 65,995 | | 176,137 | 18 \$ | 164,259 19 |
| | Other comprehensive income | | | | | | | | | |
| 8361 | (loss) Other comprehensive income (loss) components that will not be reclassified to profit or loss Financial statements translation differences of | 6(19) | | | | | | | | |
| | foreign operations Other comprehensive income (loss) components that will be reclassified to profit or loss | | \$ | 117,472 | 22 \$ | 5,047 | 1 | \$ 60,341 | 6 (\$ | 118,151) (14) |
| 8362 | Unrealised gain on valuation | 6(19) | | | | | | | | |
| | of available-for-sale financial assets | | | | | 21,942) | (5) | | | 11 020 1 |
| 8399 | Income tax related to other comprehensive income component that will be | 6(19)(25) | | - | - (| | () | - | - | 11,839 1 |
| 5000-900000000 | reclassified to profit or loss | | 10 | - | | 8,739 | 2 | - | | 4,716) |
| 8300 | Total other comprehensive income (loss), net | | \$ | 117,472 | 22 (\$ | 8,156) | (2) | \$ 60,341 | 6 (\$_ | 111,028) (13) |
| 8500 | Total comprehensive income for the period | • | \$ | 209,954 | 40 \$ | 57,839 | 13 | \$ 236,478 | 24 \$ | 53,231 6 |
| 8610 | Profit attributable to: Owners of the parent | | \$ | 92,482 | 18 \$ | 65,995 | | \$ 176,137 | 18 \$ | 164,259 19 |
| 0010 | Total comprehensive income attributable to: | | Ψ | 72,102 | <u> </u> | 03,773 | | Ψ 170,137 | <u></u> | 104,237 |
| 8710 | Owners of the parent | | \$ | 209,954 | <u>40</u> . <u>\$</u> | 57,839 | 13 | \$ 236,478 | <u>24</u> <u>\$</u> | 53,231 6 |
| | Earnings per share | 6(26) | | | | | | | | |
| 9750 | Basic earnings per share (in dollars) | | \$ | | 1.16 \$ | | 0.91 | \$ | 2.22 \$ | 2.25 |
| 9850 | Diluted earnings per share (in dollars) | | \$ | - | 1.15 \$ | | | \$ | 2.20 \$ | |
| | | | <u> </u> | | <u> </u> | | 0.70 | T. | <u> </u> | 2.22 |

GCS HOLDINGS, INC. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS) (UNAUDITED)

| quity Attributable To Owners of The Parent 1 Earnings Other Equity Interest | Financial Statement Translation Differences of Porisin Earnings Operations | \$ 618,930 \$ 122,002 \$ 14,166 (\$ 3,548) (\$ 77,915) \$ 2,069,105 164,259 - - 164,259 - (118,151) 7,123 - - (111,028) 164,259 - - 53,231 | (73,275) (73,275) | | \$\frac{12,932}{\$\\$\\$\\$\\$\\$\\$\\$\\$\\$\\$\\$\\$\\$\\$\\$\\$\\$\\$\ |) \$ - (\$ 8,760) (\$ 90,870) \$ 2,5 | $\begin{array}{cccccccccccccccccccccccccccccccccccc$ | (79,060) (79,060) 12,805 - 23,996 | 33,619) 141 | 5,891 | |
|--|---|--|--|--|---|--|---|---|--|--|-------------------------------|
| Equity Attributable To Owners of The Parent Retained Earnings Other Equity Interest | Financial Statement Unrealised Translation Gains on Differences of Available-for- priated Foreign Sale Financial Earnings Operations Assets | 618,930 | . 73,275) | | 709,914 \$ 3,851 \$ 21,289 | 902,70 <u>2</u> (\$ 35,464) \$ (| | 79,060) | | | , |
| E Retained | Common Stock Capital Surplus Special Reserve | \$ 744,023 \$ 644,626 \$ 6,821 | 801.01 | 350 1,751 - 16,326 71,774 - | \$ 760,699 \$ 728,349 \$ 6,821 | \$ 804,389 \$ 958,751 \$ 6,821 | | | 59 | <i>-</i> | - (1/ 9/ |
| | Notes | $\frac{17}{1}$ eriod te for the period 6(19) | | | 6(16) | <u>18</u> eriod | he period 6(19) ne period | | | | (21/14) |
| | | Six-month period ended June 30, 2017 Balance at January 1, 2017 Consolidated net income for the period Other comprehensive (loss) income for the period Total comprehensive income (loss) for the period | Distribution of 2016 earnings: Cash dividends | Compensation costs of share-based payment Exercise of employee stock options Conversion of convertible bonds | Purchase of treasury stock Balance at June 30, 2017 | Six-month period ended June 30, 2018 Balance at January 1, 2018 Consolidated net income for the period | Other comprehensive income for the period Total comprehensive income for the period | Distribution of 2017 earnings: Cash dividends Compensation costs of share-based payment | Issuance of restricted stocks to employees | Retirement of restricted stocks to employees Exercise of employee stock options | of contraction of contraction |

The accompanying notes are an integral part of these consolidated financial statements.

GCS HOLDINGS, INC. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF CASH FLOWS (EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS) (UNAUDITED)

| Notes | | | Six months ended June 3 | | | |
|---|--|----------|-------------------------|-----------|----|----------|
| Profit before tax Adjustments or seconcile profit (loss) | | Notes | | | | |
| Profit before tax | CARLELOWG EDOM OPEN 1777 IC 1 CTV 1777 | | | _ | | |
| Adjustments to reconcile profit (loss) Bad debt expense | | | | | | |
| Adjustments to reconcile profit (loss) Bad debt expense 12(4) \$1.00 | | | \$ | 211,936 | \$ | 189,795 |
| Bad debt expense | | | | | | |
| Net impairment loss on financial assets | | 10(4) | | | | |
| Depreciation | | | | - 010 | | 353 |
| Amortisation | | | | | | - |
| Interest expense 6(22) | | | | | | |
| Interest income | | | | | | |
| Net gain on financial liabilities at fair value through profit or loss 11,759 | _ | 0(22) | (| | , | |
| Net gain on financial liabilities at fair value through profit or loss Capaba | | 6(15) | (| | (| |
| loss | | | | 23,990 | | 11,739 |
| Gain on disposal of investments 12(4) 2.2. 7,8117 Share of net profit of associates and joint ventures accounted for using equity method (9) - Changes in operating assets and liabilities 8.2. 8.2. Changes in operating assets 554 - Notes receivable 5,810 (8,094) 8,094 (13,581) Accounts receivables (5,810) (8,094) 1,094 Inventories (5,810) (8,094) 1,094 Prepayments (3,495) (13,581) 300 Other current assets (3,349) (3,295) - Changes in operating liabilities (3,499) (3,295) - Contract liabilities (3,499) (3,295) - Accounts payable (3,796) (3,295) 12,956 Other current liabilities (9,763) (12,956) 15,555 Cash inflow generated from operations 327,596 158,593 Interest received (3,297) (2,878) 1,875 Interest paid (2,297) (2,878) 1,878 Net cash flows from operating activities 37,533 (48,161) 4,816 Acquisition of in | | 0(2)(21) | (| 2 322 1 | (| 7 011 \ |
| Share of net profit of associates and joint ventures accounted for using equity method of Changes in operating assets and liabilities | | 12(4) | (| 2,322) | (| |
| for using equity method (9) Changes in operating assets Changes in operating assets Notes receivable 554 Accounts receivable 47,257 (56,812) Other receivables (5,810) (8,094) Inventories (3,566) (13,581) Prepayments 544 (300) Other current assets 544 (300) Other current assets (3,499) - Contract liabilities (3,499) - Contract liabilities (3,499) - Other payable 17,828 3,726 Other payables (9,763) 12,956 Other current liabilities (9,763) 12,956 Cash inflow generated from operations 327,596 158,593 Interest received 2,931 2,174 Interest paid (2,297) 2,287 Increase in operating activities 2,936,697 109,728 CASH FLOWS FROM INVESTING ACTIVITIES - (14,906) Acquisition of intergent assets (5,637) 100,222 <td>Share of net profit of associates and joint ventures accounted</td> <td></td> <td></td> <td>-</td> <td>(</td> <td>1,337)</td> | Share of net profit of associates and joint ventures accounted | | | - | (| 1,337) |
| Changes in operating assets and liabilities Changes in operating assets Notes receivable Accounts receivable Accounts receivables Other receivables Other receivables Other receivables Other receivables Other receivables Other developtes Other receivables Other receivables Other developtes Other current assets Other current assets Changes in operating liabilities Contract liabilities Contract liabilities Other payable Other payable Other payable Other current liabilities Other payable Other paya | | 0(1) | (| 9.) | | |
| Changes in operating assets 554 - 554 - 66,812 0 6,812 0 6,812 0 6,812 0 6,812 0 6,812 0 6,812 0 6,812 0 6,812 0 6,812 0 6,812 0 6,812 0 80,94 1 1,851 0 80,94 1 1,851 0 13,566 0 13,581 0 13,581 0 10,812 0 1, | Changes in operating assets and liabilities | | (| , , | | - |
| Notes receivable 47,257 (56,812) Accounts receivables (3,810) (8,094) Inventories (3,810) (3,566) (3,581) Prepayments 544 (300) Other current assets (395) (395) Changes in operating liabilities (3,499) (3,726) Changes in operating liabilities (3,499) (3,726) Contract liabilities (9,763) (12,956) Other payables (9,763) (12,956) Other current liabilities (9,763) (12,956) Other current liabilities (9,763) (12,956) Other current liabilities (9,763) (12,956) Other current liabilities (9,763) (12,956) Other current liabilities (9,763) (12,956) Other current liabilities (9,763) (12,956) Other current liabilities (9,763) (12,956) Interest received (9,31) (22,97) (2,878) Interest paid (9,31) (3,753) (34,161) Net cash flows from operating activities (9,0697) (19,728) Acquisition of investment accounted for using equity method (6,637) (10,022) Acquisition of investment accounted | | | | | | |
| Accounts receivable 47,257 (56,812) Other receivables (5,810) (8,904) Inventories (13,566) (13,581) Prepayments 544 (300) Other current assets (395) Contract liabilities (3,499) Accounts payable 17,828 (3,726) Other payables (9,763) (12,956) Other current liabilities 337,596 Cash inflow generated from operations 337,596 Interest received 2,931 2,174 Interest received 2,931 2,174 Income tax paid (37,533) (48,161) 2,878 Net cash flows from operating activities 290,697 109,728 CASH FLOWS FROM INVESTING ACTIVITIES 290,697 109,728 Acquisition of investment accounted for using equity method Acquisition of integralls assets 1 (1,652) 421) Proceeds from disposal of available-for-sale financial assets 2 (30,420) 1,652 421) | | | | 554 | | _ |
| Other receivables (5,810) (8,094) Inventories 13,566) (13,581) Prepayments 544 (300) Other current assets (395) - Changes in operating liabilities 3,499 - Contract liabilities 17,828 3,726 Accounts payable 17,828 3,726 Other payables (9,763) (12,956) 12,956) Other current liabilities 327,596 158,593 Interest payable 2,931 2,174 Other current liabilities 327,596 158,593 Interest paid (2,297) (2,878) 158,593 Increast received 2,931 2,174 Interest paid (2,297) (2,878) 287,678 Increase flows from operating activities 290,697 109,728 EXEMPTIONS FROM INVESTING ACTIVITIES 290,697 109,728 Acquisition of investment accounted for using equity method 6(29) 6,8,637 (10,20) 100,222 Acquisition of intangible assets 1 1 1,635 Increase in other current assets 2 | Accounts receivable | | | | (| 56 812) |
| Inventories | Other receivables | | (| | (| |
| Prepayments 544 300 Other current assets (395) - Changes in operating liabilities (3,49) - Contract liabilities (9,763) 12,956 Other payables (9,763) 12,956 Other payables (9,763) 12,956 Other current liabilities 327,966 158,593 Cash inflow generated from operations 327,996 158,593 Interest paid (2,291) 2,878 Income tax paid (37,533) 48,161 Net eash flows from operating activities 290,697 109,728 CASH FLOWS FROM INVESTING ACTIVITIES 5 14,906 Acquisition of investment accounted for using equity method 5 1,635 100,222 Acquisition of intrestment accounted for using equity method 6(29) 68,637 100,222 Acquisition of intrestment accounted for using equity method 6(29) 68,637 100,222 Acquisition of intrestment accounted for using equity method 6(29) 68,637 100,022 Acquisition of intrestment accounted for using equity method | Inventories | | ì | | (| |
| Other current assets (395) - CAChanges in operating liabilities - (3,499) - (3,499) - (3,499) - (3,499) - (3,499) - (3,496) - (3,496) - (3,496) - (3,496) - (3,496) - (3,496) - (3,496) - (3,496) - (3,796) - (2,956) - (3,796) - (3,796) - (3,796) - (3,796) - (3,796) - (3,796) - (3,797) - (3,798) - (3,798) - (3,798) - (3,798) - (3,778) | Prepayments | | | | (| |
| Changes in operating liabilities (3,499) - Contract liabilities (3,499) - Accounts payable (9,763) (12,956) Other payables (9,763) (12,956) Other current liabilities 337,596 (158,593 Cash inflow generated from operations 337,596 (158,593 Interest received 2,931 (2,174 Interest paid (2,297) 2,878) Income tax paid (37,533) 48,161) Net cash flows from operating activities 290,697 (199,728 CASH FLOWS FROM INVESTING ACTIVITIES 290,697 (14,906) Acquisition of investment accounted for using equity method 6(29) (68,637) (100,222) Acquisition of intangible assets | | | (| | (| - |
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| Cash and cash equivalents at end of period 6(1) \$ 1,365,587 \$ 1,288,575 | | | | 1,119,712 | | |
| | Cash and cash equivalents at end of period | 6(1) | \$ | | \$ | |

GCS HOLDINGS, INC. AND SUBSIDIARIES NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS SIX MONTHS ENDED JUNE 30, 2018 AND 2017

(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS,

EXCEPT AS OTHERWISE INDICATED)

(UNAUDITED)

1. HISTORY AND ORGANISATION

GCS Holdings Inc. (the "Company") was incorporated in the Cayman Islands on November 30, 2010, as a holding company for the purpose of registering its shares with the Taipei Exchange (formerly GreTai Securities Market). The Company was approved by the Financial Supervisory Commission to be listed on the Taipei Exchange. The Company's common shares have been traded on the Taipei Exchange since September 15, 2014.

The Company and subsidiaries (collectively referred herein as the "Group") are engaged in the manufacturing of compound semiconductor wafer and foundry related services as well as licensing of intellectual property. The Company and its subsidiaries are also engaged in the research, development, manufacture and sales of advanced optoelectronics technology products.

2. THE DATE OF AUTHORISATION FOR ISSUANCE OF THE CONSOLIDATED FINANCIAL STATEMENTS AND PROCEDURES FOR AUTHORISATION

These consolidated financial statements were reported to the Board of Directors for issuance on August 3, 2018.

3. APPLICATION OF NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS

(1) Effect of the adoption of new issuances of or amendments to International Financial Reporting Standards ("IFRSs") as endorsed by the Financial Supervisory Commission ("FSC")

New standards, interpretations and amendments endorsed by FSC effective from 2018 are as follows:

| | Effective date by |
|--|--------------------------|
| | International Accounting |
| New Standards, Interpretations and Amendments | Standards Board ("IASB") |
| Amendments to IFRS 2, 'Classification and measurement of share- | January 1, 2018 |
| based payment transactions' | |
| Amendments to IFRS 4, 'Applying IFRS 9, Financial instruments with | January 1, 2018 |
| IFRS 4, Insurance contracts' | |
| IFRS 9, 'Financial instruments' | January 1, 2018 |
| IFRS 15, 'Revenue from contracts with customers' | January 1, 2018 |
| Amendments to IFRS 15, 'Clarifications to IFRS 15, Revenue from | January 1, 2018 |
| contracts with customers' | |
| Amendments to International Accounting Standards ("IASs") 7, | January 1, 2017 |
| 'Disclosure initiative' | |

| | Effective date by |
|--|-------------------|
| New Standards, Interpretations and Amendments | IASB |
| Amendments to IAS 12, 'Recognition of deferred tax assets for | January 1, 2017 |
| unrealised losses' | |
| Amendments to IAS 40, 'Transfers of investment property' | January 1, 2018 |
| International Financial Reporting Interpretations Committee ("IFRICs") | January 1, 2018 |
| 22, 'Foreign currency transactions and advance consideration' | |
| Annual improvements to IFRSs 2014-2016 cycle - Amendments to | January 1, 2018 |
| IFRS 1, 'First-time adoption of International Financial Reporting | |
| Standards' | |
| Annual improvements to IFRSs 2014-2016 cycle - Amendments to | January 1, 2017 |
| IFRS 12, 'Disclosure of interests in other entities' | |
| Annual improvements to IFRSs 2014-2016 cycle - Amendments to IAS | January 1, 2018 |
| 28, 'Investments in associates and joint ventures' | |
| | <u> </u> |

Except for the following, the above standards and interpretations have no significant impact to the Group's financial condition and financial performance based on the Group's assessment.

A. IFRS 9, 'Financial instruments' ("IFRS 9")

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- (a) Classification of debt instruments is driven by the entity's business model and the contractual cash flow characteristics of the financial assets, which would be classified as financial asset at fair value through profit or loss, financial asset measured at fair value through other comprehensive income or financial asset at amortised cost. Equity instruments would be classified as financial asset at fair value through profit or loss, unless an entity makes an irrevocable election at inception to present in other comprehensive income subsequent changes in the fair value of an investment in an equity instrument that is not held for trading.
- (b) The impairment losses of debt instruments are assessed using an 'expected credit loss' approach. An entity assesses at each balance sheet date whether there has been a significant increase in credit risk on that instrument since initial recognition to recognise 12-month expected credit losses or lifetime expected credit losses (interest revenue would be calculated on the gross carrying amount of the asset before impairment losses occurred); or if the instrument that has objective evidence of impairment, interest revenue after the impairment would be calculated on the book value of net carrying amount (i.e., net of credit allowance). The Group shall always measure the loss allowance at an amount equal to lifetime expected credit losses for trade receivables that do not contain a significant financing component.
- (c) The Group has elected not to restate prior period financial statements using the modified retrospective approach under IFRS 9. Since the Group does not hold any debt instruments or equity instruments, the application of this requirement is not expected to materially impact the Group's financial condition and financial performance. Further, the Group has a completed assessment in respect of the expected credit loss for trade receivables under IFRS 9, and the application of this requirement has no material impact on the Group's accounts receivable and unappropriated retained earnings as of January 1, 2018.

- B. IFRS 15, 'Revenue from contracts with customers' ("IFRS 15") and amendments
 - (a) IFRS 15, 'Revenue from contracts with customers' replaces IAS 11, 'Construction contracts', IAS 18, 'Revenue' and relevant interpretations. According to IFRS 15, revenue is recognised when a customer obtains control of promised goods or services. A customer obtains control of goods or services when a customer has the ability to direct the use of, and obtain substantially all of the remaining benefits from, the asset.

The core principle of IFRS 15 is that an entity recognises revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. An entity recognises revenue in accordance with that core principle by applying the following steps:

- Step 1: Identify contracts with customer.
- Step 2: Identify separate performance obligations in the contract(s).
- Step 3: Determine the transaction price.
- Step 4: Allocate the transaction price.
- Step 5: Recognise revenue when the performance obligation is satisfied.

Further, IFRS 15 includes a set of comprehensive disclosure requirements that requires an entity to disclose sufficient information to enable users of financial statements to understand the nature, amount, timing and uncertainty of revenue and cash flows arising from contracts with customers.

- (b) The Group has elected not to restate prior period financial statements and recognised the cumulative effect of initial application as retained earnings at January 1, 2018, using the modified retrospective approach under IFRS 15. In line with the regulations of IFRS 15, the Group changed the presentation of certain accounts in the balance sheets as of January 1, 2018 as follows:
 - i. Under IFRS 15, refund liabilities in relation to expected sales discounts and allowances were previously presented as accounts receivable allowance for sales discounts in the balance sheet. As of January 1, 2018, the balance amounted to \$888.
 - ii.Under IFRS 15, liabilities in relation to contracts with customers are recognised as contract liabilities, but were previously presented as advance sales receipts in the balance sheet. As of January 1, 2018, the balance amounted to \$24,149.
- (c) Please refer to Note 12(5) for other disclosures in relation to the first application of IFRS 15.
- C. Amendments to IAS 7, 'Disclosure initiative'

This amendment requires that an entity shall provide more disclosures related to changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes.

Please refer to Note 6(30) for additional disclosures to explain the changes in liabilities arising from financing activities.

(2) Effect of new issuances of or amendments to IFRSs as endorsed by the FSC but not yet adopted by the Group

New standards, interpretations and amendments endorsed by the FSC effective from 2019 are as follows:

| | Effective date by |
|--|-------------------|
| New Standards, Interpretations and Amendments | IASB |
| Amendments to IFRS 9, 'Prepayment features with negative | January 1, 2019 |
| compensation' | |
| IFRS 16, 'Leases' | January 1, 2019 |
| Amendments to IAS 19, 'Plan amendment, curtailment or settlement' | January 1, 2019 |
| Amendments to IAS 28, 'Long-term interests in associates and joint | January 1, 2019 |
| ventures' | |
| IFRIC 23, 'Uncertainty over income tax treatments' | January 1, 2019 |
| Annual improvements to IFRSs 2015-2017 cycle | January 1, 2019 |

Except for the following, the above standards and interpretations have no significant impact to the Group's financial condition and financial performance based on the Group's assessment. The quantitative impact will be disclosed when the assessment is complete.

IFRS 16, 'Leases'

IFRS 16, 'Leases', replaces IAS 17, 'Leases' and related interpretations and Standing Interpretations Committee ("SICs"). The standard requires lessees to recognise a 'right-of-use asset' and a lease liability (except for those leases with terms of 12 months or less and leases of low-value assets). The accounting stays the same for lessors, which is to classify their leases as either finance leases or operating leases and account for those two types of leases differently. IFRS 16 only requires enhanced disclosures to be provided by lessors.

In the first quarter of 2018, the Group reported to the Board of Directors that IFRS 16 has no material impact to the Group.

(3) IFRSs issued by IASB but not yet endorsed by the FSC

New standards, interpretations and amendments issued by IASB but not yet included in the IFRSs as endorsed by the FSC are as follows:

| | Effective date by |
|---|---------------------|
| New Standards, Interpretations and Amendments | IASB |
| Amendments to IFRS 10 and IAS 28, 'Sale or contribution of assets | To be determined by |
| between an investor and its associate or joint venture' | IASB |
| IFRS 17, 'Insurance contracts' | January 1, 2021 |

The above standards and interpretations have no significant impact to the Group's financial condition and financial performance based on the Group's assessment.

4. <u>SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES</u>

The principal accounting policies adopted are consistent with Note 4 in the consolidated financial statements for the year ended December 31, 2017, except for the compliance statement, basis of preparation, basis of consolidation and additional policies as set out below. These policies have been consistently applied to all the periods presented, unless otherwise stated.

(1) Compliance statement

- A. The consolidated financial statements of the Group have been prepared in accordance with the "Regulations Governing the Preparation of Financial Reports by Securities Issuers" and the International Accounting Standard 34, 'Interim financial reporting' as endorsed by the FSC.
- B. These consolidated financial statements are to be read in conjunction with the consolidated financial statements for the year ended December 31, 2017.

(2) Basis of preparation

- A. Except for the financial liabilities at fair value through profit or loss and available-for-sale financial assets measured at fair value, the consolidated financial statements have been prepared under the historical cost convention.
- B. The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 5.
- C. In adopting IFRS 9 and IFRS 15 effective January 1, 2018, the Group has elected to apply modified retrospective approach whereby the cumulative impact of the adoption was recognised as retained earnings or other equity as of January 1, 2018 and the financial statements for the second quarter of 2017 were not restated. The financial statements for the second quarter of 2017 were prepared in compliance with International Accounting Standard 39 ('IAS 39'), International Accounting Standard 18 ('IAS 18') and related financial reporting interpretations. Please refer to Notes 12(4) and (5) for details of significant accounting policies and details of significant accounts.

(3) Basis of consolidation

- A. Basis for preparation of consolidated financial statements:
 - (a) All subsidiaries are included in the Group's consolidated financial statements. Subsidiaries are all entities (including structured entities) controlled by the Group. The Group controls an entity when the Group is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Consolidation of subsidiaries begins from the date the Group obtains control of the subsidiaries and ceases when the Group loses control of the subsidiaries.
 - (b) Inter-company transactions, balances and unrealised gains or losses on transactions between companies within the Group are eliminated. Accounting policies of subsidiaries have been adjusted where necessary to ensure consistency with the policies adopted by the Group.
- B. Subsidiaries included in the consolidated financial statements:

| | | | | Ownership (%) | | |
|---|---|---|----------|---------------|----------|--------|
| Name of | | | June 30, | December 31, | June 30, | |
| investor | Name of subsidiary | Main business activities | 2018 | 2017 | 2017 | Note |
| The Company | Global Communication Semiconductors, LLC | Manufacturing of compound semiconductor wafer and foundry related services as well as granting royalty rights for intellectual property Manufacturing and selling of advanced optoelectronics technology products | 100% | 100% | 100% | |
| The Company | Global Device Technologies, Co., Ltd. | Product design and research development services | 100% | 100% | 100% | - |
| Global Communication Semiconductors, LLC | D-Tech Optoelectronics, Inc. | Developing, manufacturing and selling of positive, intrinsic, negative components and avalanche photo diodes for telecommunication systems and data communication networks | 100% | 100% | - | (Note) |
| D-Tech Optoelectronics, Inc. | D-Tech Optoelectronics (Taiwan) Corporation | Manufacturing and selling of optical chips | 100% | 100% | - | (Note) |

Note: In July 2017, Global Communication Semiconductors, LLC completed the acquisition of 100% shareholding of D-tech Optoelectronics, Inc. and its wholly owned subsidiary, D-Tech Optoelectronics (Taiwan) Corporation.

- C. Subsidiaries not included in the consolidated financial statements: None.
- D. Adjustments for subsidiaries with different balance sheet dates: None.
- E. Significant restrictions: None.
- F. Subsidiaries that have non-controlling interests that are material to the Group: None.

(4) Accounts and notes receivable

- A. In accordance with contracts, accounts and notes receivable entitle the Group a legal right to receive consideration in exchange for transferred goods or rendered services.
- B. The short-term accounts and notes receivable without bearing interest are subsequently measured at initial invoice amount as the effect of discounting is immaterial.

(5) Impairment of financial assets

For financial assets at amortised cost, at each reporting date, the Group recognises the impairment provision for 12 months expected credit losses if there has not been a significant increase in credit risk since initial recognition or recognises the impairment provision for the lifetime expected credit losses (ECLs) if such credit risk has increased since initial recognition after taking into consideration all reasonable and verifiable information that includes forecasts. On the other hand, for accounts receivable that do not contain a significant financing component, the Group recognises the impairment provision for lifetime ECLs.

(6) Income tax

- A. The interim period income tax expense is recognised based on the estimated average annual effective income tax rate expected for the full financial year applied to the pretax income of the interim period, and the related information is disclosed accordingly.
- B. If a change in tax rate is enacted or substantively enacted in an interim period, the Group recognises the effect of the change immediately in the interim period in which the change occurs. The effect of the change on items recognised outside profit or loss is recognised in other comprehensive income or equity while the effect of the change on items recognised in profit or loss is recognised in profit or loss.

(7) Revenue recognition

Sales of goods

- (a) The Group engages in the manufacturing and selling of compound semiconductor wafer and advanced optoelectronics technology products. Sales are recognised when control of the products has transferred, being when the products are delivered to the customer and there is no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract, or the Group has objective evidence that all criteria for acceptance have been satisfied.
- (b) Revenue from these sales is recognised based on the price specified in the contract. A refund liability is recognised for expected sales discounts and allowances payable to customers in relation to sales made through the end of the reporting period.
- (c) A receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

Service revenue

- (a) The Group provides transfer services of wafer manufacturing process to the customers. Revenue from providing services is recognised in the accounting period in which the services are rendered. For fixed-price contracts, revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided. This is determined based on the actual cost relative to the total expected cost. The customer pays at the time specified in the payment schedule. If the services rendered exceed the payment, a contract asset is recognised. If the payments exceed the services rendered, a contract liability is recognised.
- (b) Some contracts include multiple deliverables. As the services provided by the Group are highly correlated and not distinct, they are identified to be one performance obligation.

(c) The Group's estimate about revenue, costs and progress towards completion of a performance obligation is subject to revision whenever there is a change in circumstances. Any increase or decrease in revenue or costs due to an estimate revision is reflected in profit or loss during the period when management becomes aware of the changes in circumstances.

Royalty revenue

Some contracts require sales-based royalty in exchange for a licence of intellectual property. The Group recognises revenue when the performance obligation has been satisfied and the subsequent sale occurs.

Financing components

The Group does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Group does not adjust any of the transaction prices for the time value of money.

5. <u>CRITICAL ACCOUNTING JUDGEMENTS</u>, <u>ESTIMATES AND KEY SOURCES OF ASSUMPTION UNCERTAINTY</u>

The preparation of these consolidated financial statements requires management to make critical judgements in applying the Group's accounting policies and make critical assumptions and estimates concerning future events. Assumptions and estimates may differ from the actual results and are continually evaluated and adjusted based on historical experience and other factors. Such assumptions and estimates have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year; and the related information is addressed below:

(1) Critical judgements in applying the Group's accounting policies None.

(2) Critical accounting estimates and assumptions

The Group makes estimates and assumptions based on the expectation of future events that are believed to be reasonable under the circumstances at the end of the reporting period. The resulting accounting estimates might be different from the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below:

A. Realisability of deferred income tax assets

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences can be utilized. Assessment of the realisability of deferred tax assets involves critical accounting judgments and estimates of the management, including the assumptions of expected future sales revenue growth rate, profit rate, and etc. Any variations in global economic environment, industrial environment, and laws and regulations might cause material adjustments to deferred income tax assets.

As of June 30, 2018, the Group recognised deferred income tax assets amounting to \$146,946.

B. Evaluation of inventories

As inventories are stated at the lower of cost and net realisable value, the Group must determine the net realisable value of inventories on balance sheet date using judgements and estimates. Due to the rapid technology innovation, the Group evaluates the amounts of normal inventory consumption, obsolete inventories or inventories without market selling value on balance sheet date, and writes down the cost of inventories to the net realisable value. Such an evaluation of inventories is principally based on the selling prices of sales orders. Therefore, there might be

material changes to the evaluation.

As of June 30, 2018, the carrying amount of inventories was \$350,986.

6. <u>DETAILS OF SIGNIFICANT ACCOUNTS</u>

(1) Cash and cash equivalents

| | Ju | ne 30, 2018 | December 31, 2017 | | | June 30, 2017 | | |
|-----------------------|----|-------------|-------------------|-----------|----|---------------|--|--|
| Cash on hand | \$ | 121 | \$ | 117 | \$ | 111 | | |
| Checking accounts and | | | | | | | | |
| demand deposits | | 1,365,466 | | 1,119,595 | | 1,288,464 | | |
| | \$ | 1,365,587 | \$ | 1,119,712 | \$ | 1,288,575 | | |

- A. The Group transacts with a variety of financial institutions with high credit quality to disperse credit risk and expects that the probability of counterparty default is remote. The Group's maximum exposure to credit risk at balance sheet date is the carrying amount of all cash and cash equivalents.
- B. The Group has no cash and cash equivalents pledged to others.

(2) Accounts receivable

| | | June 30, 2018 | De | cember 31, 2017 | | June 30, 2017 |
|-----------------------------|----|---------------|----|-----------------|----|---------------|
| Accounts receivable | \$ | 258,640 | \$ | 298,926 | \$ | 244,377 |
| Less: Allowance for | | | | | | · |
| uncollectible accounts | (| 1,978) | (| 1,117) | (| 350) |
| Allowance for sales returns | | | | | Ì | , |
| and discounts | | _ | (| 888) | (_ | 1,994) |
| | \$ | 256,662 | \$ | 296,921 | \$ | 242,033 |

Information relating to credit risk of accounts receivable is provided in Note 12(2).

(3) Inventories

| | | _ | June 30, 2018 | | |
|------------------|---------------|-----|-----------------|-----|------------|
| | Cost | | Allowance | | Book value |
| Raw materials | \$ 158,568 | (\$ | 24,385) | \$ | 134,183 |
| Work in progress | 199,407 | (| 42,829) | | 156,578 |
| Finished goods | 66,910 | (| 6,685) | | 60,225 |
| | \$ 424,885 | (\$ | 73,899) | \$_ | 350,986 |
| | | De | cember 31, 2017 | | |
| | Cost | | Allowance | | Book value |
| Raw materials | \$ 146,696 | (\$ | 33,957) | \$ | 112,739 |
| Work in progress | 197,836 | (| 37,208) | | 160,628 |
| Finished goods | 67,519 | (| 11,052) | | 56,467 |
| | \$ 412,051 | (\$ | 82,217) | \$ | 329,834 |

| | | June | e 30, 2017 | | |
|------------------|---------------|-------------|------------|----|------------|
| | Cost | Al | llowance |] | Book value |
| Raw materials | \$ 130,437 | (\$ | 31,473) | \$ | 98,964 |
| Work in progress | 239,170 | (| 45,038) | | 194,132 |
| Finished goods | 57,505 | (| 8,470) | | 49,035 |
| | \$ 427 112 | (\$ | 84 981) | \$ | 342 131 |

Expenses and costs incurred as cost of operating revenue for the three-month and six-month periods ended June 30, 2018 and 2017 were as follows:

| | Th | ree-month perio | ods ende | ed June 30, |
|--|----|-----------------|----------|-------------|
| | | 2018 | | 2017 |
| Cost of inventories sold | \$ | 285,779 | \$ | 219,448 |
| Loss on (recovery of) market price decline | | 418 | (| 403) |
| Revenue from sale of scraps | (| 19,749) | (| 8,892) |
| | \$ | 266,448 | \$ | 210,153 |
| | S | ix-month period | ds ended | |
| | | 2018 | | 2017 |
| Cost of inventories sold | \$ | 561,965 | \$ | 441,447 |
| (Recovery of) loss on market price decline | (| 10,943) | | 11,110 |
| Revenue from sale of scraps | (| 19,858) | (| 18,024) |
| | \$ | 531,164 | \$ | 434,533 |

The Group recognised recovery of loss on market price decline for the six-month period ended June 30, 2018 and for the three-month period ended June 30, 2017 because some of the inventories previously written down were sold.

(4) Investment accounted for using equity method

| | | 2018 | 2017 |
|--|-------------|--------|--------------|
| At January 1 | \$ | 14,520 | \$ - |
| Acquisition of investment accounted for using | | | |
| equity method | | - | 14,906 |
| Share of net profit of investments accounted for | | | |
| using equity method | | 9 | - |
| Translation differences of foreign operation | | 91 | _ |
| At June 30 | \$ | 14,620 | \$ 14,906 |

A. The basic information of the joint venture that is material to the Group is as follows:

| | Principal place | | | | Nature of | Method of |
|--|---|----------|------------------|----------|------------------|------------------|
| Company name | of business | Share | holding ratio (N | (ote) | relationship | measuremen |
| | | June 30, | December 31, | June 30, | | |
| | | 2018 | 2017 | 2017 | | |
| Xiamen Global Advanced Semiconductor Co., Ltd. | Xiamen City, Fujian Province, China | 49% | 49% | 49% | Joint venture | Equity method |

Note: Xiamen Global Advanced Semiconductor Co., Ltd. is a joint venture company, which was established by the Company and Xiamen San'an Integrated Circuit Co., Ltd.

B. The summarised financial information of the joint venture that is material to the Group is as follows:

Balance sheet

| | = | | | lobal Advanc luctor Co., Lt | | |
|--------------------------------------|------|------------|-------|--------------------------------|-------|------------|
| | June | e 30, 2018 | Decem | ber 31, 2017 | _June | e 30, 2017 |
| Cash and cash equivalents | \$ | 29,943 | \$ | 29,642 | \$ | 30,528 |
| Current assets | | 29,943 | | 29,642 | | 30,528 |
| Total assets | | 29,943 | | 29,642 | | 30,528 |
| Other current liabilities | | 106 | | 10 | | 8 |
| Current liabilities | | 106 | | 10 | | 8 |
| Total liabilities | | 106 | | 10 | | 8 |
| Total net assets | \$ | 29,837 | \$ | 29,632 | \$ | 30,520 |
| Share in joint venture's net assets | \$ | 14,620 | \$ | 14,520 | \$ | 14,955 |
| Carrying amount of the joint venture | \$ | 14,620 | \$ | 14,520 | \$ | 14,906 |

Statement of comprehensive income

Xiamen Global Advanced Semiconductor Co., Ltd.

| | | Seniiconduc | w | Co., Liu. |
|---------------------------------------|-------------|--|----|--|
| | | Three-month period ended June 30, 2018 | | Three-month period ended June 30, 2017 |
| Administrative expenses | \$ | 186 | \$ | 8 |
| Interest income | (| 14) | | - |
| Net foreign exchange (gains) losses | (| 742) | | 105 |
| Other losses | | 2 | | - |
| Net (profit) loss / | | | | |
| total comprehensive income | (<u>\$</u> | 568) | \$ | 113 |
| Dividends received from joint venture | \$ | - | \$ | _ |
| | | Xiamen Glob Semiconduc | | |
| | | Six-month period ended June 30, 2018 | | Six-month period ended June 30, 2017 |
| Administrative expenses | \$ | 186 . | \$ | 8 |
| Interest income | (| 27) | | - |
| Net foreign exchange (gains) losses | (| 186) | | 105 |
| Other losses | | 8 | | - |
| Net (profit) loss / | | | | |
| total comprehensive income | (<u>\$</u> | 19) | \$ | 113 |
| Dividends received from joint venture | \$ | - | \$ | - |

(5) Property, plant and equipment

| | | | | | | | <u>5</u> | computer and | | | | | | | | | | |
|--|---------------|---------|---------------|---------------|----|---------------------|----------|------------------|---------------|----------------------|---------------|-------------------|---------------|----------------------|--------------|-----------------------|--------------|-----------------------|
| | | | | | Σ | Machinery | com | communication | R | Research | 0 | Office | _ | Leased | Le | Leasehold | | |
| | | Land | | Buildings | 8 | equipment | 8 | equipment | edn | equipment | edı | equipment | | assets | impr | improvements | Total | la: |
| At January 1, 2017 Cost Accumulated depreciation | ↔ | 148,511 | ل∾ | 99,008 | ل⊶ | 780,103 620,858) | ل∞ | 11,852 (7,356) | € | 57,524 29,790) (| € . | 5,346 3,468) (| 59 | 45,325 18,736) (| ∽ .] | 218,033 \$ 194,183) (| 1,365 878 | 1,365,702 878,399) |
| | ↔ | 148,511 | 60 | 95,000 | 8 | 159,245 | S | 4,496 | 60 | 27,734 | € | 1,878 | € | 26,589 | € | 23,850 \$ | 487 | 487,303 |
| Six-month period ended June 30, 2017 | | | | | | <u> </u> | | | | | | | | | | | | |
| Opening net book amount Additions | \$ | 148,511 | 69 | 95,000 | € | 159,245 67,466 | ↔ | 4,496 39 | 69 | 27,734 11,199 | 59 | 1,878 | €9 | 26,589 | €> | 23,850 \$ | 487 78 | 487,303 78,704 |
| Depreciation charges Net exchange differences | | 8,427) | | 1,346) 5,379) | | 19,087) 9,421) | | 709) (214) (| | 2,713) (1,242) (| | 227) (91) (| | 3,080) (1,484) (| | 5,758) (1,301) (| 32 | 32,920) 27,559) |
| Closing net book amount | ↔ | 140,084 | €0 | 88,275 | 8 | 198,203 | €9 | 3,612 | ∞ | 34,978 | ∞ | 1,560 | 60 | 22,025 | € | 16,791 | 505 | 505,528 |
| At June 30, 2017 Cost | € | 140 084 | €. | 93 389 | €- | 798.754 | €. | 10.745 | 69 | 65.849 | €4 | 4,993 | €9 | 42.753 | €- | 205.693 | 1.362 | 7.260 |
| Accumulated depreciation | • | 20,621 | J | 5,114) (| , | 600,551) | , | 7,133) (| , | 30,871) (| ,] | 3,433) (| , | 20,728) (| ,] | 188,902) (| 856 | 856,732) |
| - | 8 | 140,084 | ↔ | 88,275 | 8 | 198,203 | S | 3,612 | € | 34,978 | 69 | 1,560 | 8 | 22,025 | € | 16,791 | 505 | 505,528 |
| | | | | | | | | | | | | | | | | | | |

A. Amount of borrowing costs capitalised as part of property, plant and equipment for the six-month periods ended June 30, 2018 and 2017: None. B. Information about the property, plant and equipment that were pledged to others as collateral is provided in Note 8.

(6) Intangible assets

| | S | oftware | G | oodwill | | Total |
|------------------------------|-------|---------|--------------|---------|-------------|----------------|
| At January 1, 2018 | | | | | | |
| Cost | \$ | 56,744 | \$ | 176,569 | \$ | 233,313 |
| Accumulated amortisation and | · | | | | * | 200,010 |
| impairment | (| 49,659) | | - | (| 49,659) |
| | \$ | 7,085 | \$ | 176,569 | \$ | 183,654 |
| <u>2018</u> | | | | | | , |
| At January 1 | \$ | 7,085 | \$ | 176,569 | \$ | 183,654 |
| Additions | | 1,652 | • | | • | 1,652 |
| Amortisation charge | (| 2,809) | | _ | (| 2,809) |
| Net exchange differences | · | 122 | | 407 | ` | 529 |
| June 30 | \$ | 6,050 | \$ | 176,976 | \$ | 183,026 |
| At June 30, 2018 | | | | | | |
| Cost | \$ | 59,737 | \$ | 176,976 | \$ | 236,713 |
| Accumulated amortisation and | | , | | , | | ,,, |
| impairment | (| 53,687) | | - | (| 53,687) |
| | \$ | 6,050 | \$ | 176,976 | \$ | 183,026 |
| | | | - | Soft | tware | |
| At January 1, 2017 | | | | | | |
| Cost | | | \$ | | | 58,774 |
| Accumulated amortisation and | | | | | | , |
| impairment | | | (| | | 44,103) |
| | | | \$ | | | 14,671 |
| 2017 | | | ø | | | 1.4.671 |
| At January 1 Additions | | | \$ | | | 14,671 |
| Amortisation charge | | | (| | | 421 |
| Net exchange differences | | | (| | | 3,860) 762) |
| June 30 | | | \$ | | | |
| June 50 | | | Ψ | | | 10,470 |
| At June 30, 2017 | | | | | | |
| Cost | | | \$ | | | 55,912 |
| Accumulated amortisation and | | | | | | |
| impairment | | | (| | | 45,442) |
| | | | \$ | | | 10,470 |

Details of amortisation on intangible assets are as follows:

| | aree-month period ded June 30, 2018 | Three-month period ended June 30, 2017 |
|-------------------------|--------------------------------------|--|
| Operating costs | \$ 1,320 | \$ 1,862 |
| Administrative expenses | 49 | 49 |
| , | \$ 1,369 | \$ 1,911 |
| | ix-month period ded June 30, 2018 | Six-month period ended June 30, 2017 |
| Operating costs | \$ 2,711 | \$ 3,762 |
| Administrative expenses | 98 | 98 |
| | \$ 2,809 | \$ 3,860 |

(7) Non-current assets

| Item | Jun | e 30, 2018 | Decem | nber 31, 2017 | Jur | ne 30, 2017 |
|---------------------------|-----|------------|-------|---------------|-----|-------------|
| Time deposits (Note) | \$ | 311 | \$ | 59,828 | \$ | 60,840 |
| Prepayments for equipment | | 88,850 | | 52,857 | | 116,486 |
| Other non-current assets | | 4,602 | | 3,461 | | 1,650 |
| | \$ | 93,763 | \$ | 116,146 | \$ | 178,976 |

Note: Please refer to Note 8 for the information of the Group's pledged assets.

(8) Short-term borrowings

| Type of borrowings | June 30, 2018 | December 31, 2017 | June 30, 2017 | Interest rate range | Collateral |
|--------------------|---------------|-------------------|---------------|------------------------|---------------------|
| Bank borrowings | | | | | |
| Secured borrowings | \$ 20,000 | \$ 20,000 | \$ 20,000 | Floating interest rate | Time deposit (Note) |

Note: Please refer to Note 8 for the information of the Group's assets pledged to secured borrowings.

(9) Financial liabilities at fair value through profit or loss

| Item | June 30, 2018 | _ | Decemi | ber 31, 2017 | Jun | e 30, 2017 |
|--|---------------|----------|--------|--------------|-----|------------|
| Current items: | | | | | | |
| Financial liabilities held for trading | | | | | | |
| Call options, put options and conversion | | | | | | |
| options embedded in convertible bonds | \$ | - | \$ | 10,565 | \$ | 45,006 |
| Valuation adjustment | | <u>-</u> | | 20,639 | | 13,665 |
| | \$ | <u>-</u> | \$ | 31,204 | \$ | 58,671 |

- A. The Group recognised net gains (losses) of \$0, (\$51,639), \$2,332 and \$7,811, respectively, on financial liabilities at fair value through profit or loss for the three-month and six-month periods ended June 30, 2018 and 2017.
- B. In accordance with Article 9 of the "Regulations For Issuance of Secured Convertible Bonds in the R.O.C." and Article 9 of the "Regulations For Issuance of Unsecured Convertible Bonds in the R.O.C.", the Group announced that the last conversion date for bondholders to exercise

conversion right was March 15, 2018 due to the pretreatment of holding the Group's 2018 shareholders' meeting. As of June 30, 2018, the Group recognised the remaining unconverted balances of financial liabilities at fair value through profit or loss by last conversion date as net profit (loss).

(10) Bonds payable

| Item | _ June | e 30, 2018 | Decen | nber 31, 2017 | Jun | e 30, 2017 |
|------------------------------------|--------|------------|-------|---------------|-----|------------|
| Convertible bonds | | | | | | |
| First secured convertible bonds | \$ | 300,000 | \$ | 300,000 | \$ | 300,000 |
| Second unsecured convertible bonds | | 300,000 | | 300,000 | | 300,000 |
| | | 600,000 | | 600,000 | | 600,000 |
| Less: Bonds converted | (| 597,200) | (| 538,500) | (| 331,600) |
| Less: Repayment of principal | | | | ŕ | · | , |
| at maturity | (| 2,800) | | - | | - |
| Less: Discount on bonds payable | | _ | (| 1,494) | (| 14,745) |
| | | - | | 60,006 | | 253,655 |
| Less: Current portion (Note) | | _ | (| 60,006) | (| 253,655) |
| | \$ | _ | \$ | - | \$ | _ |

Note: The bondholders may request the Company to redeem the bonds, in whole or in part, with an added interest rate on the carrying amount as the premium after two years from the issue date. As a result, the convertible bonds are recognised as "Long-term borrowings, current portion".

A. On May 13, 2015, the Company issued the first secured domestic convertible bonds. Key terms and conditions of bonds are as follows:

(a) Issue amount: \$300,000

(b) Issue price: Issued at 100% of par value; \$100

(c) Issue period: Three years; from May 13, 2015 to May 13, 2018

(d) Coupon rate: 0% per annum

- (e) Repayment date and method: The bonds will be redeemed at par at maturity if the bonds are not converted into common stocks at maturity, or redeemed early by the Company, or resold early to the Company by the bondholders, or redeemed from the Company's underwriter and cancelled by the Company.
- (f) Conversion period: Except that the bonds are in the lock-up period, or redeemed early by the Company, the conversion right can be exercised at any time from June 14, 2015 through May 13, 2018 in accordance with the terms of the bonds and relevant regulations.
- (g) Conversion price and price reset: The conversion price was set at NT\$79.3 (in dollars) per share on the issue date. The conversion price is subject to adjustments on the ex-right date of new shares issuance based on the formula specified in the terms of the bonds, due to changes in the number of the Company's common shares. The conversion price was subsequently adjusted to NT\$53.6 (in dollars) per share due to aforementioned rationale.
- (h) The converted shares have the same rights as common shares.

- (i) Call options of the Company: The bonds may be called, in whole or in part, at the option of the Company after one month from the issue date (June 14, 2015) to forty days before the maturity date (April 3, 2018) at 100% of their principal amount, provided the closing price of the Company's common shares on the Taipei Exchange exceeds 130% (inclusive) of the then-current conversion price of the bonds over 30 (inclusive) trading days during 30 consecutive trading days, or when over 90% (inclusive) of the bonds have been redeemed, converted, called and retired.
- (j) Put options of the holders: The bondholders may request the Company to redeem the bonds, in whole or in part, with an added interest rate on the carrying amount as the premium, which is equivalent to 102.516% (real yield rate is 1.25%) of their principal amount, after two years from the issue date. The non-equity conversion options, call options, put options embedded in bonds payable were separated from their host contracts and were recognised in "financial assets or liabilities at fair value through profit or loss" in net amount in accordance with IAS 39 because the economic characteristics and risks of the embedded derivatives were not closely related to those of the host contracts. The effective interest rate of the bonds payable after such separation was 7.2%.
- (k) Through June 30, 2018, convertible bonds amounting to \$297,600 was converted to 5,300,002 ordinary shares.
- (1) Please refer to Note 8 for the information of the Group's assets pledged for secured domestic convertible bonds.
- B. On May 14, 2015, the Company issued the second unsecured domestic convertible bonds. Key terms and conditions of bonds are as follows:
 - (a) Issue amount: \$300,000
 - (b) Issue price: Issued at 100% of par value; \$100
 - (c) Issue period: Three years; from May 14, 2015 to May 14, 2018
 - (d) Coupon rate: 0% per annum
 - (e) Repayment date and method: The bonds will be redeemed at par at maturity if the bonds are not converted into common stocks at maturity, or redeemed early by the Company, or resold early to the Company by the bondholders, or redeemed from the Company's underwriter and cancelled by the Company.
 - (f) Conversion period: Except that the bonds are in the lock-up period, or redeemed early by the Company, the conversion right can be exercised at any time from June 15, 2015 through May 14, 2018 in accordance with the terms of the bonds and relevant regulations.
 - (g) Conversion price and price reset: The conversion price was set at NT\$81.2 (in dollars) per share on the issue date. The conversion price is subject to adjustments on the ex-right date of new shares issuance based on the formula specified in the terms of the bonds, due to changes in the number of the Company's common shares. The conversion price was subsequently adjusted to NT\$54.9 (in dollars) per share due to the aforementioned rationale.
 - (h) The converted shares have the same rights as common shares.
 - (i) Call options of the Company: The bonds may be called, in whole or in part, at the option of the Company after one month from the issue date (June 15, 2015) to forty days before the maturity date (April 4, 2018) at 100% of their principal amount, provided the closing price of the Company's common shares on the Taiwan Exchange exceeds 130% (inclusive) of the then-current conversion price of the bonds during 30 consecutive trading days, or when over

- 90% (inclusive) of the bonds have been redeemed, converted, called and retired.
- (j) Put options of the holders: The bondholders may request the Company to redeem the bonds, in whole or in part, with an added interest rate on the carrying amount as the premium, which is equivalent to 103.023% (real yield rate is 1.5%) of their principal amount, after two years from the issue date. The non-equity conversion options, call options, and put options embedded in bonds payable were separated from their host contracts and were recognised in "financial assets or liabilities at fair value through profit or loss" in net amount in accordance with IAS 39 because the economic characteristics and risks of the embedded derivatives were not closely related to those of the host contracts. The effective interest rate of the bonds payable after such separation was 5.66%.
- (k) Through June 30, 2018, convertible bonds amounting to \$299,600 was converted to 4,948,016 ordinary shares.

(11) Long-term borrowings

| | Borrowing period and repayment | Interest | | | | | | | |
|---|--------------------------------|----------|-----------------------------------|------|----------|---------|------------|------|------------|
| Type of borrowings | term | rate | Collateral | June | 30, 2018 | Decembe | r 31, 2017 | June | e 30, 2017 |
| Long-term bank borrowings Secured borrowings (Note 1) | (Note 2) | 4% | Land and buildings (Note 3) | \$ | 87,576 | - | 95,163 | \$ | 106,858 |
| Less: Current portion | | | | (| 20,224) | (| 19,366) | (| 19,397) |
| | | | | \$ | 67,352 | \$ | 75,797 | \$ | 87,461 |

- Note 1: According to the secured loan contract, the Group was required to comply with certain financial covenants by maintaining certain financial ratios, such as debt coverage ratio, on an annual basis. As of June 30, 2018, December 31, 2017 and June 30, 2017, the Group had not violated any of the required financial covenants.
- Note 2: Borrowing period is from August 6, 2015 to August 6, 2022; interest and principal are repayable monthly.
- Note 3: Please refer to Note 8 for the information of the Group's assets pledged for secured borrowings.

(12) Other payables

| | June 30, 2018 | | December 31, 2017 | | Jun | ie 30, 2017 |
|---|---------------|---------|-------------------|---------|-----|-------------|
| Accrued salaries and bonuses | \$ | 33,867 | \$ | 46,811 | \$ | 31,735 |
| Accrued employees' compensation and directors' remuneration | | 32,661 | | 31,761 | | 20,475 |
| Accrued unused compensated | | 52,001 | | 51,701 | | 20,473 |
| absences | | 25,142 | | 25,171 | | 20,240 |
| Dividends payable | | 79,060 | | - | | 73,275 |
| Payables for equipment | | 6,618 | | 5,703 | | 10,617 |
| Accrued outsourcing manufacturing | | | | | | |
| services charges | | 5,142 | | 7,373 | | 8,688 |
| Accrued utilities | | 2,619 | | 2,101 | | _ |
| Accrued professional service fees | | 1,576 | | 464 | | 2,231 |
| Accrued rental expenses | | 416 | | 269 | | 103 |
| Accrued miscellaneous tools | | 106 | | 1,611 | | 2,950 |
| Other accrued expenses | | 26,457 | | 17,985 | | 23,429 |
| | \$ | 213,664 | \$ | 139,249 | \$ | 193,743 |

(13) Finance lease liabilities

The Group leases machinery equipment under finance lease. Based on the terms of the lease contracts, the Group has the option to purchase the leased machinery equipment at a price which is expected to be sufficiently lower than fair value at the date the option becomes exercisable when the leases expire. Future minimum lease payments are as follows:

| | June 30, 2018 | | | | | | | |
|--|---------------------------------|----------------|---------------------------|-------------|---|----------------|--|--|
| | Total finance lease liabilities | | Future finance charges | | Present value o finance lease liabilities | | | |
| Current | | | | | | • | | |
| No later than one year (shown as "Other current liabilities") Non-current Later than one year but not | \$ | 6,617 | (\$ | 206) | \$ | 6,411 | | |
| later than five years (shown as "Other non-current liabilities") | \$ | 2,376 8,993 | (<u></u> (<u>\$</u> | 26) 232) | \$ | 2,350 8,761 | | |

| | December 31, 2017 | | | | | | |
|---|---------------------------------|------------------------|--|--|--|--|--|
| | Total finance lease liabilities | Future finance charges | Present value of finance lease liabilities | | | | |
| Current No later than one year (shown as "Other current liabilities") Non-current Later than one year but not | \$ 9,68 | 4 (\$ 360) | \$ 9,324 | | | | |
| later than five years (shown as "Other non-current liabilities") | 4,64 \$ 14,32 | - \ | | | | | |
| | | June 30, 2017 | | | | | |
| | Total finance lease liabilities | Future finance charges | Present value of finance lease liabilities | | | | |
| Current No later than one year (shown as "Other current liabilities") Non-current Later than one year but not later than five years | \$ 11,53 | 7 (\$ 580) | \$ 10,957 | | | | |
| (shown as "Other non-current liabilities") | 8,98 | | | | | | |
| | \$ 20,51 | 8 (\$ 811) | \$ 19,707 | | | | |

(14) Pension plan

- A. The Company's US subsidiary has established a 401(K) pension plan (the "Plan") covering substantially all employees. The Plan provides voluntary salary reduction contributions by eligible participants in accordance with Section 401(K) of the Internal Revenue Code (IRC), as well as discretionary matching contributions below 15% of employees' salaries from the Company's subsidiary to its employees' individual pension accounts.
- B. The Company's Taiwan subsidiaries have established a defined contribution pension plan (the "New Plan") under the Labor Pension Act (the "Act"), covering all regular employees with R.O.C. nationality. Under the New Plan, the Company's Taiwan subsidiaries contribute monthly an amount based on 6% of the employees' monthly salaries and wages to the employees' individual pension accounts at the Bureau of Labor Insurance. The benefits accrued are paid monthly or in lump sum upon termination of employment.

C. The pension costs under the above pension plans of the Group for the three-month and six-month periods ended June 30, 2018 and 2017 amounted to \$4,160, \$3,146, \$9,854 and \$7,854, respectively.

(15) Share-based payment-employee compensation plan

A. Through June 30, 2018 and 2017, the Company's share-based payment transactions are set forth below:

| | | | Contract | Vesting |
|---|---------------|------------------|----------|-----------|
| Type of arrangement | Grant date | Quantity granted | period | condition |
| Employee stock options | April 2013 | 1,538,000 shares | 10 years | (Note 1) |
| Employee stock options | August 2013 | 7,830 shares | 10 years | (Note 1) |
| Employee stock options | October 2013 | 538,000 shares | 10 years | (Note 1) |
| Employee stock options | February 2014 | 60,000 shares | 10 years | (Note 1) |
| Employee stock options | November 2014 | 75,000 shares | 10 years | (Note 1) |
| Employee stock options | January 2015 | 30,000 shares | 10 years | (Note 1) |
| Employee stock options | February 2015 | 652,200 shares | 10 years | (Note 1) |
| Employee stock options | March 2016 | 5,000 shares | 10 years | (Note 1) |
| Employee stock options | August 2016 | 895,000 shares | 10 years | (Note 1) |
| Employee stock options | November 2016 | 34,000 shares | 10 years | (Note 1) |
| Employee stock options | February 2017 | 15,000 shares | 10 years | (Note 1) |
| Employee stock options | August 2017 | 215,000 shares | 10 years | (Note 1) |
| Employee stock options | January 2018 | 13,000 shares | 10 years | (Note 1) |
| Employee stock options | Febuary 2018 | 355,000 shares | 10 years | (Note 1) |
| Restricted stocks to employees (Note 3) | July 2015 | 297,300 shares | 2 years | (Note 2) |
| Restricted stocks to employees (Note 3) | November 2015 | 22,000 shares | 2 years | (Note 2) |
| Restricted stocks to employees (Note 3) | January 2016 | 93,700 shares | 2 years | (Note 2) |
| Restricted stocks to employees (Note 3) | March 2016 | 8,000 shares | 2 years | (Note 2) |
| Restricted stocks to employees (Note 3) | August 2017 | 180,000 shares | 2 years | (Note 2) |
| Restricted stocks to employees (Note 3) | Febuary 2018 | 398,000 shares | 2 years | (Note 2) |

Note 1: Some employee stock options shall be vested and become exercisable as to 50% of the

- shares after fulfilling two years of service, and in accordance with the agreement, the remaining 50% of such options will be vested ratably in equal installments as of the last day of each of the succeeding 24 months.
- Note 2: Some restricted stocks to employees shall be vested as to 50% of the shares after one year of service, and the remaining 50% of such shares to be vested after fulfilling two years of service.
- Note 3: The restricted stocks to employees are restricted from transferring within vesting period, but are allowed for voting rights and rights to receive dividends. The Company will recover restricted stocks at no consideration and cancel registration if employees resign or die not due to occupational hazards. However, employees do not need to return dividends already received.

B. Details of the employee stock options are set forth below:

| | Six-month period ended June 30, 2018 | | | | | | |
|--|--------------------------------------|----------------|--------------|-------------|--------------|--|--|
| | | No. of options | Currency | _ | ted average | | |
| | | | | | (in dollars) | | |
| Options outstanding at beginning of the period | | 1,912,541 | NTD | \$ | 50.44 | | |
| Options granted | | 368,000 | NTD | Ψ | 83.71 | | |
| Options exercised | (| 223,084) | NTD | | 26.49 | | |
| Options forfeited | (_ | 50,000) | NTD | | 80.03 | | |
| Options outstanding at end of the period | | 2,007,457 | NTD | | 58.46 | | |
| Options exercisable at end of the period | | 528,524 | NTD | | 29.42 | | |
| | | Six-month | period ended | June 30, 20 | 17 | | |
| | | No. of options | Currency | Weigh | ited average | | |
| | | | | | (in dollars) | | |
| Options outstanding at beginning of | | | | | | | |
| the period | | 2,178,139 | NTD | \$ | 44.84 | | |
| Options granted | | 15,000 | NTD | | 57.10 | | |
| Options exercised | (| 35,041) | NTD | | 39.95 | | |
| Options forfeited | (_ | 16,000) | NTD | | 65.07 | | |
| Options outstanding at end of the period | - | 2,142,098 | NTD | | 44.85 | | |
| Options exercisable at end of the period | | 912,039 | NTD | | 25.50 | | |

- C. The weighted-average stock price of stock options at exercise dates for the six-month periods ended June 30, 2018 and 2017 was \$77.64 (in dollars) and \$58.24 (in dollars), respectively.
- D. As of June 30, 2018, December 31, 2017 and June 30, 2017, the range of exercise prices of stock options outstanding are as follows:

| | | | June 30, 2018 | |
|---------------|---------------|------------------|-----------------|------------------------------|
| Grant date | Expiry date | No. of Shares | Currency | Stock options exercise price |
| | | | | (in dollars) |
| April 2013 | April 2023 | 170,396 | NTD | \$ 11.35 |
| October 2013 | October 2023 | 33,335 | NTD | 17.63 |
| November 2014 | November 2024 | 54,188 | NTD | 32.65 |
| January 2015 | January 2025 | 7,500 | NTD | 42.09 |
| February 2015 | February 2025 | 313,038 | NTD | 41.21 |
| March 2016 | March 2026 | 5,000 | NTD | 71.01 |
| August 2016 | August 2026 | 840,000 | NTD | 65.73 |
| November 2016 | November 2026 | 26,000 | NTD | 64.40 |
| February 2017 | February 2027 | 15,000 | NTD | 57.10 |
| August 2017 | August 2027 | 215,000 | NTD | 66.50 |
| January 2018 | January 2028 | 13,000 | NTD | 86.70 |
| February 2018 | February 2028 | 315,000 | NTD | 83.60 |
| | | 2,007,457 | | |
| | | 1 | December 31, 20 | 17 |
| | | No. of | | Stock options |
| Grant date | Expiry date | Shares | Currency | exercise price |
| | | | | (in dollars) |
| April 2013 | April 2023 | 224,896 | NTD | \$ 11.35 |
| October 2013 | October 2023 | 95,002 | NTD | 17.63 |
| February 2014 | February 2024 | 7,500 | NTD | 19.20 |
| November 2014 | November 2024 | 58,667 | NTD | 32.65 |
| January 2015 | January 2025 | 10,000 | NTD | 42.09 |
| February 2015 | February 2025 | 405,476 | NTD | 41.21 |
| March 2016 | March 2026 | 5,000 | NTD | 71.01 |
| August 2016 | August 2026 | 850,000 | NTD | 65.73 |
| November 2016 | November 2026 | 26,000 | NTD | 64.40 |
| February 2017 | February 2027 | 15,000 | NTD | 57.10 |
| August 2017 | August 2027 | 215,000 | NTD | 66.50 |
| | | 1,912,541 | | |

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|-------|-----|--------------|
| liine | 411 | 2017 |
| June | JU. | 4 01/ |

| Grant date | Expiry date | No. of Shares | Currency | exerc | k options cise price |
|---------------|---------------|------------------|----------|-------|-------------------------|
| | | | | (in | dollars) |
| April 2013 | April 2023 | 316,730 | NTD | \$ | 11.35 |
| August 2013 | August 2023 | 1,957 | NTD | | 17.37 |
| October 2013 | October 2023 | 187,398 | NTD | | 17.63 |
| February 2014 | February 2024 | 22,500 | NTD | | 19.20 |
| November 2014 | November 2024 | 62,000 | NTD | | 32.65 |
| January 2015 | January 2025 | 12,500 | NTD | | 42.09 |
| February 2015 | February 2025 | 606,013 | NTD | | 41.21 |
| March 2016 | March 2026 | 5,000 | NTD | | 71.01 |
| August 2016 | August 2026 | 887,000 | NTD | | 65.73 |
| November 2016 | November 2026 | 26,000 | NTD | | 64.40 |
| February 2017 | February 2027 | 15,000 | NTD | | 57.10 |
| | | 2,142,098 | | | |

E. Details of the restricted stocks to employees are set forth below:

| | Six-month periods ended June 30, | | | | | |
|--|----------------------------------|---------------|---------------|--|--|--|
| Employee restricted stocks | | 2018 | 2017 | | | |
| | | No. of shares | No. of shares | | | |
| Outstanding at beginning of the period | | 215,850 | 244,850 | | | |
| Granted (Notes 1 and 2) | | 398,000 | <u>-</u> | | | |
| Vested | (| 35,850) (| 43,850) | | | |
| Retired | (_ | 3,000) | | | | |
| Outstanding at end of the period | | 575,000 | 201,000 | | | |

Note 1: For the restricted stocks granted with the compensation cost accounted for using the fair value method, the fair values on the grant date are calculated based on the closing price on the grant date.

Note 2: The fair value of restricted stocks granted in February 2018 was \$83.60 (in dollars).

F. For the stock options granted with the compensation cost accounted for using the fair value method, their fair value on the grant date is estimated using the Black-Scholes option-pricing model and discounted cash flow valuation. The parameters used in the estimation of the fair value are as follows:

| | | | | | Expected | Expected | Expected | Risk-free | Weighted |
|------------------------|---------------|----------|--------------|--------------|------------|----------|------------|-----------|--------------|
| Type of | | | Fair | Exercise | price | option | dividend | interest | average |
| arrangement | Grant date | Currency | value | price | volatility | period | yield rate | rate | fair value |
| | | | (in dollars) | (in dollars) | | (years) | | | (in dollars) |
| Employee stock options | February 2017 | NTD | 57.98 | 57.10 | 34.41% | 6.26 | 1.00% | 1.19% | 29.14 |
| Employee stock options | August 2017 | NTD | 64.90 | 66.50 | 36.37% | 6.26 | 1.00% | 1.10% | 32.53 |
| Employee stock options | January 2018 | NTD | 86.43 | 86.70 | 42.83% | 6.26 | 1.00% | 0.97% | 45.74 |
| Employee stock options | February 2018 | NTD | 84.61 | 83.60 | 45.43% | 6.26 | 1.00% | 0.97% | 46.31 |

G. Expenses incurred on share-based payment transactions are shown below:

| | Th | Three-month periods ended June 30, | | | | |
|----------------|----|------------------------------------|------|--------|--|--|
| | | 2018 | 2017 | | | |
| Equity-settled | \$ | 14,236 | \$ | 5,800 | | |
| | S | Six-month periods ended June 30, | | | | |
| | | 2018 | 2 | 017 | | |
| Equity-settled | \$ | 23,996 | \$ | 11,759 | | |

(16) Common stock

A. As of June 30, 2018, the Company's paid-in capital was \$821,441, consisting of 82,144,126 shares with a par value of \$10 (in dollars) per share.

Movements in the number of the Company's ordinary shares outstanding are as follows:

Unit: Numbers of shares

| | | 2018 | 2017 |
|--|---|------------|--------------|
| At January 1 | | 79,059,886 | 73,275,266 |
| Exercise of employee stock options | | 223,084 | 35,041 |
| Conversion of convertible bonds | | 1,086,156 | 1,632,602 |
| Issuance of restricted stocks to employees | | 398,000 | · - |
| Retrive of restricted stocks to employees, | | | |
| which have not been deregistered | (| 3,000) | - |
| Purchase of treasury stocks | | | 250,000) |
| At June 30 | | 80,764,126 | . 74,692,909 |

B. On May 15, 2015, the shareholders adopted a resolution to issue 600,000 employee restricted stocks with par value of \$10 (in dollars) per share, with the effective date set on July 13, 2015. The subscription price is \$0 (in dollar) per share. The employee restricted stocks issued are subject to certain transfer restrictions before their vesting conditions are met. Other than these restrictions, the rights and obligations of these shares issued are the same as other issued ordinary shares. On July 27, 2015, November 5, 2015, January 14, 2016 and March 2, 2016, the Board of

Directors adopted resolutions to grant 297,300, 22,000, 93,700 and 8,000 employee restricted stocks, respectively. For the years ended December 31, 2017 and 2016, the Company had retrieved 13,000 and 16,000 employee restricted stocks, respectively, due to the employees' resignation and the retrieved shares have been retired.

C. On June 1, 2017, the shareholders adopted a resolution to reserve 1,000,000 shares for the purpose of granting employee restricted stocks with par value of \$10 (in dollars) per shares, with the effective date filed with the regulator on August 8, 2017. The subscription price is \$0 (in dollar) per share. The employee restricted stocks issued are subject to certain transfer restrictions before their vesting conditions are met. Other than these restrictions, the rights and obligations of these shares issued are the same as other issued ordinary shares. On August 21, 2017 and February 27, 2018, the Board of Directors adopted a resolution to grant 180,000 and 398,000 employee restricted stocks, respectively. Further, in April 2018, the Company retrieved additional 3,000 employee restricted stocks due to the employees' resignation, which have not been retired.

D. Treasury stocks

(a) Reason for share repurchase and the number of the Company's treasury stocks are as follows:

| | | June 30, 2018 | | | | |
|------------------------------------|-----------------------------|------------------|-----------------|--|--|--|
| Name of company holding the shares | Reason for repurchase | Number of shares | Carrying amount | | | |
| The Company | To be reissued to employees | 1,377,000 | \$ 90,870 | | | |
| Nama of commany | | December | 31, 2017 | | | |
| Name of company | | | | | | |
| holding the shares | Reason for repurchase | Number of shares | Carrying amount | | | |
| The Company | To be reissued to employees | 1,377,000 | \$ 90,870 | | | |
| Name of company | | June 30 | 0, 2017 | | | |
| holding the shares | Reason for repurchase | Number of shares | Carrying amount | | | |
| | | | | | | |
| The Company | To be reissued to employees | 1,377,000 | \$ 90,870 | | | |

- (b) Pursuant to the R.O.C. Securities and Exchange Act, the number of shares repurchased as treasury shares should not exceed 10% of the number of the Company's issued and outstanding shares and the amount bought back should not exceed the sum of retained earnings, paid-in capital in excess of par value and realised capital surplus.
- (c) Pursuant to the R.O.C. Securities and Exchange Act, treasury stocks should not be pledged as collateral and is not entitled to dividends before it is reissued.
- (d) Pursuant to the R.O.C. Securities and Exchange Act, treasury stocks should be reissued to the employees within three years from the date of repurchase, and shares not reissued within the

three-year period are to be retired. Treasury stocks to enhance the Company's credit rating and the shareholders' equity should be retired within six months of repurchase.

(17) Capital surplus

Capital surplus can be used to cover accumulated deficit or distributed as dividend as proposed by the Board of Directors and resolved by the shareholders.

| | | | | | | 2018 | | | | |
|--|-----------|---------|-----------|---------|-----------|-----------|-----------|--------|----|-----------|
| | | | Е | mployee | F | Employee | | | | |
| | | Share | | stock | | estricted | | | | |
| | p | remium | (| options | | stocks | 1 | Others | | Total |
| At January 1 | \$ | 843,765 | \$ | 46,693 | \$ | 37,550 | \$ | 30,743 | \$ | 958,751 |
| Compensation costs of | | | | | | | | | | |
| share-based payment | | - | | 11,191 | | - | | - | | 11,191 |
| Issuance of restricted stocks to employees | | - | | _ | | 29,639 | | - | | 29,639 |
| Restricted stocks | | | | | | · | | | | · |
| to employees vested | | 24,027 | | - | (| 24,027) | | - | | _ |
| Retrive of restricted | | | | | | | | | | |
| stocks to employees | | - | | - | (| 121) | | - | (| 121) |
| Exercise of employee stock | | 10.502 | , | 0.022\ | | | | | | 2.660 |
| options Conversion of convertible | | 12,593 | (| 8,933) | | - | | - | | 3,660 |
| bonds | | 76,715 | | _ | | _ | | _ | | 76,715 |
| Forfeiture of employee | | 70,715 | | | | | | | | 70,713 |
| stock options | | | (_ | 793) | | <u>-</u> | | 793 | | - |
| At June 30 | \$ | 957,100 | \$ | 48,158 | \$ | 43,041 | \$ | 31,536 | \$ | 1,079,835 |
| | | , , | | | | 2017 | | | | |
| | | | | | | 2017 | | | | |
| | | ~4 | E | mployee | | Employee | | | | • |
| | | Share | | stock | 1 | estricted | | | | |
| | <u>r</u> | remium | | options | | stocks | | Others | | Total |
| At January 1 | \$ | 541,476 | \$ | 46,850 | \$ | 26,588 | \$ | 29,712 | \$ | 644,626 |
| Compensation costs of | | | | | | | | | | |
| share-based payment | | - | | 10,198 | | - | | - | | 10,198 |
| Exercise of employee stock options | | 3,859 | (| 2,108) | | _ | | - | | 1,751 |
| Conversion of convertible | | , | ` | , , | | | | | | , |
| bonds | | 71,774 | | - | | - | | - | | 71,774 |
| Forfeiture of employee | | | , | 440 | | | | 440 | | |
| stock options | _ | | <u>_</u> | 118) | | | _ | 118 | _ | |
| At June 30 | <u>\$</u> | 617,109 | <u>\$</u> | 54,822 | <u>\$</u> | 26,588 | <u>\$</u> | 29,830 | \$ | 728,349 |

(18) Retained earnings

- A. Under the Company's Articles of Incorporation, the current year's earnings, if any, shall first be used to pay all taxes and offset losses incurred in previous years and then a special reserve as required by the applicable securities authority under the applicable public company rules in Taiwan. After combining accumulated undistributed earnings in the previous years and setting aside a certain amount of remaining profits of such financial year as a reserve or reserves for development purposes as the Board of Directors may from time to time deem appropriate, subject to the compliance with the Cayman Islands Companies Law, the Company shall distribute no less than 10% of the remaining profit as dividends to the shareholders.
- B. The Company's dividend policy is as follows: As the Company operates in a capital intensive industry and in the stable growth stage, the residual dividend policy is adopted taking into consideration the Company's operation scale, cash flow demand and future expansion plans, and cash dividends shall account for at least 10% of the total dividends distributed.
- C. On May 15, 2018 and June 1, 2017, the shareholders at the annual shareholders' meetings resolved the appropriations of 2017 and 2016 earnings, respectively. Details are summarised below:

| | 20 | 17 | 2016 | | | | |
|----------------|-----------|----------------|-----------|----------------|--|--|--|
| | | Dividends | | Dividends | | | |
| | | per share | | per share | | | |
| | Amount | (in dollars) | Amount | (in dollars) | | | |
| Cash dividends | \$ 79,060 | <u>\$ 1.00</u> | \$ 73,275 | <u>\$ 1.00</u> | | | |

D. For the information relating to employees' compensation and directors' remuneration, please refer to Note 6(24).

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(19) Other equity interest

| | | 2 | .018 | |
|-------------------------|------------------------|--|---|--|
| Currency translation | | | | |
| | | em | ployee | |
| di | fferences | com | pensation | Total |
| (\$ | 35,464) | (\$ | 8,760) (\$ | 44,224) |
| | | | , | , , |
| | 60,341 | | - | 60,341 |
| | | | | |
| | - | | 12,805 | 12,805 |
| | | | | |
| | - | (| 33,619) (| 33,619) |
| | | | | |
| | | | <u> 141</u> | 141 |
| \$ | 24,877 | (<u>\$</u> | 29,433) (\$ | 4,556) |
| | tr <u>di</u> (\$ | translation differences (\$ 35,464) 60,341 | Currency Untranslation employeem (\$ 35,464) (\$ 60,341 | translation employee compensation (\$ 35,464) (\$ 8,760) (\$ 60,341 - 12,805 - (33,619) (- 141 |

| | 2017 | | | | | | | |
|---------------------------------------|-----------|-------------|-------------|-------------|------------|----------|-----------|----------|
| | | Currency | | Unearned | | | | |
| | | translation | | employee | Available- | for-sale | | |
| | | differences | c | ompensation | financial | assets | | Total |
| At January 1 | \$ | 122,002 | (\$ | 3,548) | \$ | 14,166 | \$ | 132,620 |
| Currency translation | | | | | | | | |
| differences | (| 118,151) | | _ | | - | (| 118,151) |
| Compensation costs of | | | | | | | , | , |
| share-based payment | | - | | 1,561 | | - | | 1,561 |
| Changes of fair value in | | | | | | | | |
| financial instruments | | | | | | | | - |
| - Transfer out of revaluation - gross | | - | | - | (| 849) | (| 849) |
| - Transfer out of revaluation - tax | | _ | | _ | | 337 | | 337 |
| - Revaluation - gross | | - | | - | | 12,688 | | 12,688 |
| - Revaluation - tax | _ | - | | - | (| 5,053) | (_ | 5,053) |
| At June 30 | <u>\$</u> | 3,851 | (<u>\$</u> | 1,987) | \$ | 21,289 | <u>\$</u> | 23,153 |

(20) Operating revenue

| | Three-month period | Three-month period ended | | -month period ended | | |
|------------------------|--------------------|--------------------------|----|---------------------|--|--|
| _ | June 30, 2018 | June 30, 2018 | | June 30, 2018 | | |
| Revenue from contracts | | | | - | | |
| with customers | \$ | 522,665 | \$ | 1,001,685 | | |

A. Disaggregation of revenue from contracts with customers

The Group derives revenue from the transfer of goods and services over time and at a point in time in the following major product lines and geographical regions:

| | | Three-month period ended June 30, 20 | | | | | | | |
|---------------|------|--------------------------------------|----|------------------------------------|----|-----------------|----|-----------|--|
| | Sale | Sales revenue | | Service revenue | | Royalty revenue | | Total | |
| China | \$ | 256,405 | \$ | 3,722 | \$ | 1,448 | \$ | 261,575 | |
| United States | | 197,824 | | - | | - | | 197,824 | |
| Taiwan | | 43,430 | | - | | 9,608 | | 53,038 | |
| Others | | 10,228 | | <u> </u> | | | | 10,228 | |
| | \$ | 507,887 | \$ | 3,722 | \$ | 11,056 | \$ | 522,665 | |
| | | S | | Six-month period ended June 30, 20 | | | | 8 | |
| | Sal | Sales revenue | | Service revenue | | Royalty revenue | | Total | |
| China | \$ | 504,220 | \$ | 7,385 | \$ | 1,448 | \$ | 513,053 | |
| United States | | 343,299 | | - | | - | | 343,299 | |
| Taiwan | | 104,987 | | _ | | 17,518 | | 122,505 | |
| Others | | 22,828 | | _ | | | | 22,828 | |
| | \$ | 975,334 | \$ | 7,385 | \$ | 18,966 | \$ | 1,001,685 | |

B. Contract liabilities

The Group has recognised the following revenue-related contract liabilities:

| <u>June</u> | e 30, 2018 |
|-------------|------------|
| \$ | 21,109 |
| | \$ |

Revenue recognised that was included in the contract liability balance at the beginning of the period

| | Three-month period | Six-month period | | |
|---|---------------------|---------------------|--|--|
| | ended June 30, 2018 | ended June 30, 2018 | | |
| Contract liabilities – advance sales receipts | \$ 6,949 | \$ 13,456 | | |

C. Related disclosures for operating revenue for the three-month and six-month periods ended June 30, 2017 are provided in Note 12(5) B.

(2

| 50, 2017 are provided in Note 12(5) B. | | | | | |
|--|------------------------------------|----------------|-----------|--------------|--|
| (21) Other gains and losses | | | | | |
| | Three-month periods ended June 30, | | | | |
| | 2018 | | 2017 | | |
| Gain on disposal of investments Net currency exchange gains Net losses on financial liabilities at | \$ | 1,833 | \$ | 1,357 503 | |
| fair value through profit or loss Other income | | 11 | (| 51,639) | |
| | \$ | 1,844 | (\$ | 49,779) | |
| | Si | x-month period | ds ended | June 30, | |
| | | 2018 | | 2017 | |
| Gain on disposal of investments | \$ | - | \$ | 1,357 | |
| Net currency exchange losses Net gains on financial liabilities at | (| 748) | (| 23,776) | |
| fair value through profit or loss | | 2,322 | | 7,811 | |
| Other losses | (| 998) | | | |
| | \$ | 576 | (\$ | 14,608) | |
| (22) Finance costs | | | | | |
| | Thr | ee-month perio | ods ended | June 30, | |
| | | 2018 | | 2017 | |
| Interest expense | \$ | 1,128 | \$ | 6,989 | |
| | Si | x-month period | ds ended | June 30, | |
| | | 2018 | | 2017 | |
| Interest expense | \$ | 3,045 | \$ | 13,910 | |
| | | | | | |

(23) Expenses by nature

| | Three-month periods ended June 30, | | | |
|--|------------------------------------|------------------|----------|-----------|
| | | 2018 | | 2017 |
| Employee benefit expense | \$ | 190,231 | \$ | 149,331 |
| Depreciation charges on property, plant and equipment Amortisation charges on intangible assets | \$ | 28,032 | \$ | 17,093 |
| (recognised as cost of operating revenue and operating expenses) | \$ | 1,440 | \$ | 1,911 |
| | S | Six-month period | ds ended | June 30, |
| | | 2018 | | 2017 |
| Employee benefit expense | \$ | 380,575 | \$ | 309,661 |
| Depreciation charges on property, plant and equipment | \$ | 55,604 | \$ | 32,920 |
| Amortisation charges on intangible assets (recognised as cost of operating revenue and operating expenses) | \$ | 2,809 | \$ | 3,860 |
| (24) Employee benefit expense | | | | |
| | Tł | ree-month perio | ods ende | d June 30 |
| | | 2018 | | 2017 |
| Wages and salaries | \$ | 155,362 | \$ | 127,120 |
| Compensation costs of share-based payment | | 14,236 | | 5,800 |
| Insurance expenses | | 15,509 | | 12,880 |
| Pension costs | | 4,160 | | 3,146 |
| Other personnel expenses | | 964 | | 385 |
| | \$ | 190,231 | \$ | 149,331 |
| | S | Six-month period | ds ended | June 30, |
| | | 2018 | | 2017 |
| Wages and salaries | \$ | 314,684 | \$ | 263,962 |
| Compensation costs of share-based payment | | 23,996 | | 11,759 |
| Insurance expenses | | 30,344 | | 25,440 |
| Pension costs | | 9,854 | | 7,854 |
| Other personnel expenses | | 1,697 | | 646 |
| | \$ | 380,575 | \$ | 309,661 |

- A. According to the Articles of Incorporation of the Company, when distributing earnings, an amount equal to the ratio of distributable profit of the current year, after covering accumulated losses, shall be distributed as employees' compensation and directors' remuneration. The ratio shall not be higher than 15% and lower than 5% for employees' compensation, and shall not be higher than 2% for directors' remuneration.
- B. For the three-month and six-month periods ended June 30, 2018 and 2017, employees' compensation was accrued at \$6,740, \$4,923, \$11,339 and \$10,154, respectively; directors' remuneration was accrued at \$2,696, \$1,969, \$4,535 and \$4,062, respectively. The aforementioned amounts were recognised in wages and salaries. The employees' compensation and directors' remuneration were estimated and accrued based on 5% and 2% of distributable profit of current period from January 1 to June 30, 2018. Employees' compensation and directors' remuneration of 2017 as resolved by the Board of Directors were in agreement with those amount recognised in the 2017 financial statements. The employees' compensation will be distributed in the form of cash.
- C. Information about employees' compensation and directors' remuneration of the Company as proposed by the Board of Directors and resolved by the shareholders will be posted in the "Market Observation Post System" at the website of the Taiwan Stock Exchange.

(25) Income tax

A. Income tax expense

(a) Components of income tax expense:

| | Three-month periods ended June 30, | | | | |
|---|------------------------------------|--------|----|--------|--|
| | | 2018 | | 2017 | |
| Current tax: | | | | | |
| Current tax on profit for the period | \$ | 12,053 | \$ | 15,171 | |
| Effect from alternative minimum tax | | - | | 3,793 | |
| Tax on undistributed surplus earnings | | 776 | | - - | |
| Prior year income tax (over) under estimation | (| 130) | | 207 | |
| Total current tax | - | 12,699 | | 19,171 | |
| Deferred tax: | | | | | |
| Origination and reversal of | | | | | |
| temporary differences | | 20,109 | | - | |
| Impact of change in tax rate | (| 1,499) | | | |
| Total deferred tax | | 18,610 | | | |
| Income tax expense | \$ | 31,309 | \$ | 19,171 | |

| | Six-month periods ended June 30, | | | |
|---|----------------------------------|--------|----|--------|
| | 2018 | | | 2017 |
| Current tax: | | | | |
| Current tax on profit for the period | \$ | 21,092 | \$ | 21,836 |
| Effect from alternative minimum tax | | - | | 4,106 |
| Tax on undistributed surplus earnings | | 776 | | - |
| Prior year income tax over estimation | (| 4,679) | (| 406) |
| Total current tax | | 17,189 | | 25,536 |
| Deferred tax: | | | | |
| Origination and reversal of temporary differences | | 20,109 | | - |
| Impact of change in tax rate | (| 1,499) | | _ |
| Total deferred tax | | 18,610 | | |
| Income tax expense | \$ | 35,799 | \$ | 25,536 |

(b) The income tax charged/ (credited) relating to components of other comprehensive income is as follows:

| | Three-month periods ended June 30 | | | | | |
|--|-----------------------------------|-------------------|----------|--|--|--|
| | 2018 | | 2017 | | | |
| Unrealised gain / loss on valuation of available-for-sale financial assets | \$ | <u> </u> | 8,739 | | | |
| | Six-mor | nth periods ended | June 30, | | | |
| | 2018 | | 2017 | | | |
| Unrealised gain / loss on valuation of available-for-sale financial assets | \$ | | 4,716) | | | |

B. As of June 30, 2018, the assessment of income tax returns of the Taiwan subsidiaries are as follows:

| Name of subsidiary | Assessment of income tax returns |
|---|----------------------------------|
| Global Device Technologies, Co., Ltd. | Assessed and approved up to 2016 |
| D-Tech Optoelectronics (Taiwan) Corporation | Assessed and approved up to 2015 |

C. Under the amendments to the Income Tax Act which was promulgated by the President of the Republic of China in February 2018, the Company's applicable income tax rate was raised from 17% to 20% effective from January 1, 2018. The Group has assessed the impact of the change in income tax rate.

(26) Earnings per share (EPS)

The basic EPS is determined by the net income divided by the weighted average number of outstanding stocks. The diluted EPS is under the assumption that all potential ordinary stocks have been converted into ordinary stocks at the beginning of the period. The revenue and expense generated from the conversion shall be included in the computation.

| | Three-month period ended June 30, 2018 | | | | | |
|------------------------------------|--|-----------|-----------------------|----------------|--|--|
| | Weighted | | | | | |
| | average | | | | | |
| | | | number of | | | |
| | | | ordinary shares | Earnings | | |
| | | Amount | outstanding | per share | | |
| | | after tax | (shares in thousands) | (in dollars) | | |
| Basic earnings per share | | | | | | |
| Profit attributable to ordinary | | | | | | |
| shareholders of the parent | \$ | 92,482 | 80,010 | <u>\$ 1.16</u> | | |
| Diluted earnings per share | | | | | | |
| Profit attributable to ordinary | | | | | | |
| shareholders of the parent | \$ | 92,482 | 80,010 | | | |
| Assumed conversion of all dilutive | | | | | | |
| potential ordinary shares | | | | | | |
| Employees' bonus | | - | 96 | | | |
| Employee stock options | | - | 308 | | | |
| Employee restricted stocks | | | 177 | | | |
| Profit attributable to ordinary | | | | | | |
| shareholders of the parent plus | | | | | | |
| assumed conversion of all dilutive | \$ | 92,482 | 80,591 | \$ 1.15 | | |
| potential ordinary shares | <u> </u> | 72,702 | 50,391 | Ψ 1.13 | | |

| | Three-month period ended June 30, 2017 | | | | | | |
|--|--|-----------|-----------------------|--------------|--|--|--|
| | Weighted | | | | | | |
| | | | average | | | | |
| | | | number of | | | | |
| | | | ordinary shares | Earnings | | | |
| | | Amount | outstanding | per share | | | |
| | | after tax | (shares in thousands) | (in dollars) | | | |
| Basic earnings per share | | | | | | | |
| Profit attributable to ordinary | | | | | | | |
| shareholders of the parent | \$ | 65,995 | 72,830 | \$ 0.91 | | | |
| Diluted earnings per share | | | | | | | |
| Profit attributable to ordinary | | | | | | | |
| shareholders of the parent | \$ | 65,995 | 72,830 | | | | |
| Assumed conversion of all dilutive potential ordinary shares | | | | | | | |
| Employees' bonus | | - | 172 | | | | |
| Employee stock options | | - | 554 | | | | |
| Employee restricted stocks | | _ | 162 | | | | |
| Profit attributable to ordinary | | | | | | | |
| shareholders of the parent plus assumed conversion of all dilutive | | | | | | | |
| potential ordinary shares | <u>\$</u> | 65,995 | 73,718 | \$ 0.90 | | | |

| | Six-month period ended June 30, 2018 | | | | | | | |
|------------------------------------|--------------------------------------|-----------|-----------------------|--------------|--|--|--|--|
| | Weighted | | | | | | | |
| | average | | | | | | | |
| | | | number of | | | | | |
| | | | ordinary shares | Earnings | | | | |
| | | Amount | outstanding | per share | | | | |
| | | after tax | (shares in thousands) | (in dollars) | | | | |
| Basic earnings per share | | | | | | | | |
| Profit attributable to ordinary | | | | | | | | |
| shareholders of the parent | \$ | 176,137 | 79,414 | \$ 2.22 | | | | |
| Diluted earnings per share | | | | | | | | |
| Profit attributable to ordinary | | | | | | | | |
| shareholders of the parent | \$ | 176,137 | 79,414 | | | | | |
| Assumed conversion of all dilutive | | | | | | | | |
| potential ordinary shares | | | | | | | | |
| Employees' bonus | | - | 254 | | | | | |
| Employee stock options | | - | 330 | | | | | |
| Employee restricted stocks | | _ | 169 | | | | | |
| Profit attributable to ordinary | | | | | | | | |
| shareholders of the parent plus | | | | | | | | |
| assumed conversion of all dilutive | Φ | 176 105 | 00.1.7 | | | | | |
| potential ordinary shares | <u>\$</u> | 176,137 | 80,167 | \$ 2.20 | | | | |

| | Six-month period ended June 30, 2017 | | | | | | |
|------------------------------------|--------------------------------------|-----------|-----------------------|---------------|--|--|--|
| | Weighted | | | | | | |
| | average | | | | | | |
| | | | number of | | | | |
| | | | ordinary shares | Earnings | | | |
| | | Amount | outstanding | per share | | | |
| | | after tax | (shares in thousands) | (in dollars) | | | |
| Basic earnings per share | | | | | | | |
| Profit attributable to ordinary | | | | | | | |
| shareholders of the parent | \$ | 164,259 | 72,917 | \$ 2.25 | | | |
| Diluted earnings per share | | | | | | | |
| Profit attributable to ordinary | | | | | | | |
| shareholders of the parent | \$ | 164,259 | 72,917 | | | | |
| Assumed conversion of all dilutive | | | | | | | |
| potential ordinary shares | | | | | | | |
| Employees' bonus | | - | 266 | | | | |
| Employee stock options | | - | 531 | | | | |
| Employee restricted stocks | | | 161 | | | | |
| Profit attributable to ordinary | | | | | | | |
| shareholders of the parent plus | | | | | | | |
| assumed conversion of all dilutive | Ф | 164 250 | 72 075 | \$ 2.22 | | | |
| potential ordinary shares | <u> </u> | 164,259 | 73,875 | Φ <u>2.22</u> | | | |

(27) Business combinations

A. The Company's Board of Directors approved on July 13, 2017 for its wholly owned subsidiary, Global Communication Semiconductors, LLC, to enter into an Acquisition Agreement with D-Tech Optoelectronics, Inc. ("D-Tech") to acquire all of the outstanding shares of D-Tech at an aggregate consideration of US\$13 million in cash. The above acquisition transaction has been completed on July 20, 2017 (USA time). With the completion of the acquisition, the Company acquired 100% shareholding of the wholly-owned subsidiary of D-Tech, D-Tech Optoelectronics (Taiwan) Corporation. The Group expects that the acquisition will allow the Group and D-Tech to further integrate research technology, manufacturing capabilities and workforce to enhance their product offering at an accelerated pace, optimise their product integration, and provide customers with better services and products. The main goal of the acquisition is to gain a competitive advantage, and enhance market and margin expansion opportunities with greater scale.

B. The following table summarises the consideration paid for D-Tech and the fair values of the assets acquired and liabilities assumed at the acquisition date:

| | Jul | y 20, 2017 |
|--|-----|------------|
| Consideration | | |
| Cash paid (US\$ 13 million) | \$ | 395,070 |
| Fair value of the identifiable assets acquired and liabilities assumed | | |
| Notes receivable and accounts receivable | | 65,216 |
| Other receivables and prepayments | | 3,828 |
| Other current assets | | 308 |
| Inventories | | 71,621 |
| Property, plant and equipment | | 103,167 |
| Other non-current assets | | 9,329 |
| Accounts payable | (| 16,216) |
| Other payables | (| 18,270) |
| Other current liabilities | (| 174) |
| Other non-current liabilities | (| 308) |
| Total identifiable net assets | | 218,501 |
| Goodwill (US\$ 5.81 million) | \$ | 176,569 |

- C. The operating revenue and profit before income tax included in the 2017 consolidated statement of comprehensive income since July 20, 2017 contributed by D-Tech was \$154,615 and \$10,232, respectively. Had D-Tech been consolidated from January 1, 2017, the consolidated statement of comprehensive income would show an increase in operating revenue of \$412,544 and a decrease in profit before income tax of \$11,455.
- D. Goodwill is tested annually for impairment. The recoverable amount is determined based on the value in use.

As of June 30, 2018, the Group's assumptions used for impairment testing did not change significantly. Please refer to Note 6(27) for the goodwill impairment testing in the consolidated financial statements for the year ended December 31, 2017.

(28) Operating lease commitments

The Group leases property and plant under non-cancellable operating lease agreements. The future aggregate minimum lease payments under non-cancellable operating leases are as follows:

| | June 3 | 30, 2018 | Decem | ber 31, 2017 | June 30, 2017 | |
|---|--------|----------|-------|--------------|---------------|-------|
| Not later than one year | \$ | 11,720 | \$ | 9,897 | \$ | 1,955 |
| Later than one year but not later than five years | | 35,111 | | 26,486 | | 2,728 |
| iivo youis | \$ | 46,831 | \$ | 36,383 | \$ | 4,683 |

(29) Supplemental cash flow information

A. Investing activities with partial cash payments:

| | | Six-month period | ed June 30, | |
|---|----|------------------|-------------|----------|
| | | 2018 | | 2017 |
| Acquisition of property, plant and equipment Add: Ending balance of prepayments for | \$ | 28,448 | \$ | 78,704 |
| equipment (Note) Less: Beginning balance of prepayments for | | 88,850 | | 116,486 |
| equipment (Note) | (| 52,857) | (| 120,552) |
| Less: Ending balance of finance lease liabilities Add: Beginning balance of finance lease | (| 8,761) | (| 19,707) |
| liabilities | | 13,872 | | 26,636 |
| Less: Ending balance of payables for equipment Add: Beginning balance of payables for | (| 6,618) | (| 10,617) |
| equipment | | 5,703 | | 29,272 |
| Cash paid during the period | \$ | 68,637 | \$ | 100,222 |

Note: Shown as "Other non-current assets".

B. Financing activities with no cash flow effect:

| | Six-month periods ended June 30, | | | | | | |
|---|----------------------------------|----------|----|---------|--|--|--|
| | - | 2018 | | 2017 | | | |
| Convertible bonds being converted to capital stocks | <u>\$</u> | 58,700 | \$ | 88,100 | | | |
| Cash dividends | \$ | 79,060 | \$ | 73,275 | | | |
| Less: Other payables | | (79,060) | (| 73,275) | | | |
| Cash paid during the period | \$ | _ | \$ | _ | | | |

(30) Changes in liabilities from financing activities

| , | S | hort-term | | Bonds | | Long-term | | Liabilities from |
|---------------------------|----|-----------|----|---------|-------|---------------|-----------|--------------------|
| | bo | rrowings | | payable | borre | owings (Note) | fir | nancing activities |
| At January 1, 2018 | \$ | 20,000 | \$ | 60,006 | \$ | 95,163 | \$ | 175,169 |
| Changes in cash flow | | | | | | | | |
| from financing activities | | - | (| 2,800) | (| 9,529) | (| 12,329) |
| Bonds converted | | - | (| 58,700) | | - | (| 58,700) |
| Discount on bonds payable | | - | | 1,494 | | - | | 1,494 |
| Impact of changes in | | | | | | | | |
| foreign exchange rate | | | | | | 1,942 | | 1,942 |
| At June 30, 2018 | \$ | 20,000 | \$ | | \$ | 87,576 | <u>\$</u> | 107,576 |

Note: Current portion is included.

7. RELATED PARTY TRANSACTIONS

Key management compensation

| | Three-month periods ended June 30, | | | | | | |
|---|------------------------------------|------------------|---------|-------------|--|--|--|
| | | 2018 | 2017 | | | | |
| Salaries and other short-term employee benefits | \$ | 14,091 | \$ | 12,209 | | | |
| Post-employment benefits | | 367 | | 425 | | | |
| Compensation costs of share-based payment | | 6,084 | | 3,020 | | | |
| | \$ | 20,542 | \$ | 15,654 | | | |
| | | Six-month period | ds ende | ed June 30, | | | |
| | | 2018 | | 2017 | | | |
| Salaries and other short-term employee benefits | \$ | 51,984 | \$ | 36,977 | | | |
| Post-employment benefits | | 1,746 | | 1,355 | | | |
| Compensation costs of share-based payment | | 10,505 | | 6,040 | | | |
| | <u>\$</u> | 64,235 | \$ | 44,372 | | | |

8. PLEDGED ASSETS

As of June 30, 2018, December 31, 2017 and June 30, 2017, the Group's assets pledged as collateral were as follows:

| Assets | Jui | June 30, 2018 | | December 31, 2017 | | June 30, 2017 | Purpose |
|---|-----|---------------|----|-------------------|----|---------------|--|
| Land | \$ | 140,268 | \$ | 137,045 | \$ | 140,084 | Long-term borrowings |
| Buildings | | 85,719 | | 85,055 | | 88,275 | Long-term borrowings |
| Time deposits (Shown as "Other current assets") | | 30,868 | | 29,760 | | 30,420 | Short-term borrowings |
| Time deposits (Shown as | | | | | | | Custom guarantee for imported goods and |
| "Other non-current assets") Other financial assets, | | 311 | | 59,828 | | 60,840 | secured convertible bonds |
| non-current | | 3,284 | | 3,234 | | 1,217 | Deposits for office rental and waste water treatment |

9. <u>SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNISED CONTRACT COMMITMENTS</u>

- (1) Please refer to Note 6(28) for the operating lease commitments.
- (2) Capital expenditures contracted for at the balance sheet date but not yet incurred and are cancellable without cause are as follows:

| | June 30, 2018 | | December 31, 2017 | | June 30, 2017 | |
|-------------------------------|---------------|---------|-------------------|--------|---------------|--------|
| Property, plant and equipment | \$ | 109,674 | \$ | 15,590 | \$ | 89,326 |

10. <u>SIGNIFICANT DISASTER LOSS</u>

None.

11. SIGNIFICANT EVENTS AFTER THE REPORTING PERIOD

- A. As approved by the Company's Board of Directors, the Company entered into an Equity Interest Transfer Agreement (the "Agreement") with Xiamen San'an Integrated Circuit Co., Ltd. ("San'an") to acquire the 2% shareholding of Xiamen Global Advanced Semiconductor Co., Ltd. ("Joint Venture Company") in the amount of US\$ 80 thousand on June 25, 2018. After the 2% shareholding of Joint Venture Company is transferred, the amount of investment from the Company will be US\$ 2.04 million (51% of registered capital of Joint Venture Company) and the amount of investment from the San'an will be US\$1.96 million (49% of registered capital of Joint Venture Company). Upon the completion of the Agreement, Joint Venture Company will become a subsidiary controlled by the Company.
- B. On May 15, 2018, the shareholders adopted a resolution to issue not exceeding 25 million ordinary shares to raise cash through the form of global depository receipts. Under the Company's Articles of Incorporation, none of the shares would be reserved for the employees to subscribe and the original shareholders should give up pre-emptive rights as these shares are offered for public subscription. The issuance was approved by Financial Supervisory Commission on July 31, 2018.

12. OTHERS

(1) Capital management

In order to safeguard the Group's ability to adapt to the changes in the industry and to accelerate the new product development, the Group's objective when managing capital is to maintain the sufficient financial resources to support the operating capital, capital expenditures, research and development activities, repayment of debts and dividend paid to shareholders, etc.

(2) Financial instruments

A. Financial instruments by category

| | June 30, 2018 | | Dece | ember 31, 2017 | June 30, 2017 | |
|------------------------------------|---------------|-----------|------|----------------|---------------|-----------|
| Financial assets | | | | | | |
| Available-for-sale financial | | | | | | |
| assets- current | \$ | | \$ | - | \$ | 42,711 |
| Financial assets at amortised cost | | | | | | |
| /Loans and receivables | | | | | | |
| Cash and cash equivalents | \$ | 1,365,587 | \$ | 1,119,712 | \$ | 1,288,575 |
| Notes receivable | | 40 | | 594 | | - |
| Accounts receivable | | 256,662 | | 296,921 | | 242,033 |
| Other receivables | | 21,599 | | 15,254 | | 26,767 |
| Guarantee deposits paid | | 3,284 | | 3,234 | | 1,217 |
| Time deposits (over three-month | | | | | | |
| period) | | 92,099 | | 29,760 | | 91,260 |
| • | \$ | 1,739,271 | \$ | 1,465,475 | \$ | 1,649,852 |

| | June 30, 2018 | | December 31, 2017 | | June 30, 2017 | |
|---|---------------|----------|-------------------|---------|---------------|---------|
| Financial liabilities | | | | | | |
| Financial liabilities measured at | | | | | | |
| fair value through profit or loss | \$ | <u>-</u> | \$ | 31,204 | \$ | 58,671 |
| Financial liabilities at amortised cost | | | | | | |
| Short-term borrowings | \$ | 20,000 | \$ | 20,000 | \$ | 20,000 |
| Accounts payable | | 36,494 | | 17,867 | | 8,394 |
| Other payables | | 213,664 | | 139,249 | | 193,743 |
| Finance lease liabilities | | | | • | | , |
| (including current portion) | | 8,761 | | 13,872 | | 19,707 |
| Bonds payable | | • | | , | | 23,707 |
| (including current portion) | | - | | 60,006 | | 253,655 |
| Long-term borrowings | | | | · | | , |
| (including current portion) | | 87,576 | | 95,163 | | 106,858 |
| | \$ | 366,495 | \$ | 346,157 | \$ | 602,357 |

B. Financial risk management policies

- a) The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, price risk and interest rate risk), credit risk and liquidity risk.
- b) Risk management is carried out by the Group's finance team under policies approved by the Board of Directors. The Group's finance team identifies, evaluates and hedges financial risks in close cooperation with the Group's operating units.

C. Significant financial risks and degrees of financial risks

a) Market risk

Foreign exchange risk

The Group's businesses are mainly conducted in its functional currency. Therefore, the foreign exchange risk is deemed minimal.

Price risk

- i. The Group is exposed to equity securities price risk because of investments held by the Group and classified on the consolidated balance sheet as available-for-sale financial assets.
- ii. The Group's investments in equity securities are foreign listed stocks. The prices of equity securities would change due to the change of the future value of investee companies. If the prices of these equity securities had increased/decreased by 10% with all other variables held constant, post-tax profit would have increased/decreased by \$1,701 for the six-month period ended June 30, 2017.

Cash flow and fair value interest rate risk

i. The Group's interest rate risk arises from short-term borrowings. Borrowings issued at variable rates expose the Group to cash flow interest rate risk which is partially offset by cash and cash equivalents held at variable rates. Borrowings issued at fixed rates

- expose the Group to fair value interest rate risk. During the six-month periods ended June 30, 2018 and 2017, the Group's borrowings at variable rate were denominated in the NTD.
- ii. Based on the simulations performed, the impact on post-tax profit of a 1% shift, with all other variables held constant, would be a maximum increase or decrease of \$80 and \$83 for the six-month periods ended June 30, 2018 and 2017, respectively, as a result of the decrease or increase in interest expense which is affected by variable rates.

b) Credit risk

- i. Credit risk refers to the risk of financial loss to the Group arising from default by the clients or counterparties of financial instruments on the contract obligations. The main factor is that counterparties could not repay in full the accounts receivable based on the agreed terms, and the credit risk of financial assets at amortised cost.
- ii. The Group manages their credit risk taking into consideration the entire group's concern. For banks and financial institutions, only independently rated parties with a minimum rating of 'BBB+' are accepted. According to the Group's credit policy, each local entity in the Group is responsible for managing and analysing the credit risk for each of their new clients before standard payment and delivery terms and conditions are offered. Internal risk control assesses the credit quality of the customers, taking into account their financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the Board of Directors. The utilisation of credit limits is regularly monitored.
- iii. The Group does not hold any collateral as security for notes receivable and accounts receivable. As of June 30, 2018, with no collateral held or other credit enhancements, the maximum exposure to credit risk in respect of the Group's notes receivable was \$40, and the maximum exposure to credit risk in respect of the Group's accounts receivable was \$258.640.
- iv. The Group adopts the assumption under IFRS 9, that is, the default occurs when the contract payments are past due over 90 days.
- v. The Group wrote off the financial assets, which cannot be reasonably expected to be recovered, after initiating recourse procedures. However, the Group will continue executing the recourse procedures to secure their rights.
- vi. The Group classifies customer's notes receivable and accounts receivable in accordance with credit risk on trade. The Group applies the simplified approach using loss rate methodology to estimate expected credit loss.

vii. The Group used the forecastability of external research report to adjust historical and timely information for a specific period to assess the default possibility of notes receivable and accounts receivable. On June 30, 2018, the loss rate methodology is as follows:

'A T .

| | Not | | | | |
|---------------------|------------|--------------|---------------|-----------|------------|
| Notes Receivable | _past due | | | | |
| At June 30, 2018 | | - | | | |
| Expected loss rate | 0% | | | | |
| Total book value | \$ 40 | | | | |
| Loss allowance | \$ | | | | |
| | | | Less than | | |
| | | Less than | 180 days and | More than | |
| | Not | 90 days past | more than 90 | 180 days | |
| Accounts Receivable | past due | due | days past due | past due | Total |
| At June 30, 2018 | | | | | |
| Expected loss rate | 0%~1% | 1%~15% | 16%~31% | 31%~75% | |
| Total book value | \$ 188,959 | \$ 65,035 | \$ 974 | \$ 3,672 | \$ 258,640 |

650

\$

156

1,153

1,978

viii. Movements in relation to the Group applying the simplified approach to provide loss allowance for notes and accounts receivable was as follows:

19

| | | 2018 |
|---------------------------------|----------|-----------------------|
| | Notes an | d accounts receivable |
| At January 1_IAS 39 | \$ | 1,117 |
| Adjustments under new standards | | - |
| At January 1_IFRS 9 | | 1,117 |
| Provision for impairment | | 810 |
| Effect of foreign exchange | | 51 |
| At June 30 | \$ | 1,978 |

ix. Credit risk information at December 31, 2017 and June 30, 2017 is provided in Note 12(4).

c) Liquidity risk

Loss allowance

i. Cash flow forecasting is performed by the operating entities of the Group and aggregated by the Group's finance team. The Group's finance team monitors rolling forecasts of the Group's liquidity requirements to ensure the Group has sufficient cash to meet operational needs. Such forecasting takes into consideration the Group's debt financing plans, compliance with internal balance sheet ratio targets and, if applicable, external regulatory or legal requirements.

ii. The Group has the following undrawn borrowing facilities:

| | June 30, 2018 | | Decer | mber 31, 2017 | June 30, 2017 | |
|--------------------------|---------------|--------|-------|---------------|---------------|---------|
| Floating rate: | | | | | | |
| Expiring within one year | \$ | 20,000 | \$ | 178,560 | \$ | - |
| Expiring beyond one year | | - | | - | | 182,520 |
| | \$ | 20,000 | \$ | 178,560 | \$ | 182,520 |

The facilities expiring within one year are annual facilities subject to renegotiation at various dates during 2018.

iii. The table below analyses the Group's non-derivative financial liabilities and net-settled or gross-settled derivative financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date for non-derivative financial liabilities and to the expected maturity date for derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

| | **** | Less than 1 year | , | Over 1 year |
|---------------------------------------|------|------------------|----|-------------|
| Non-derivative financial liabilities: | | | | |
| June 30, 2018 | | | | |
| Short-term borrowings | \$ | 20,207 | \$ | - |
| Accounts payable | | 36,494 | | |
| Other payables | | 213,664 | | - |
| Finance lease liabilities | | | | |
| (including current portion) | | 6,617 | | 2,376 |
| Long-term borrowings | | 22.405 | | |
| (including current portion) | | 23,405 | | 71,751 |
| | | Less than 1 year | | Over 1 year |
| Non-derivative financial liabilities: | | | | |
| December 31, 2017 | | | | |
| Short-term borrowings | \$ | 20,062 | \$ | - |
| Accounts payable | | 17,867 | | |
| Other payables | | 139,249 | | - |
| Finance lease liabilities | | | | |
| (including current portion) | | 9,684 | | 4,643 |
| Bonds payable | | | | |
| (including current portion and | | | | |
| financial liabilities at fair | | 04.040 | | |
| value through profit or loss) | | 91,210 | | - |
| Long-term borrowings | | 22.067 | | 92 442 |
| (including current portion) | | 22,867 | | 83,442 |

| | Less than 1 year | Over 1 year |
|---------------------------------------|----------------------|-------------|
| Non-derivative financial liabilities: | | |
| June 30, 2017 | | |
| Short-term borrowings | \$ 20,242 | \$ _ |
| Accounts payable | 8,394 | - |
| Other payables | 193,743 | - |
| Finance lease liabilities | | |
| (including current portion) | 11,537 | 8,981 |
| Bonds payable | | |
| (including current portion and | | |
| financial liabilities at fair | | |
| value through profit or loss) | 253,655 | - |
| Long-term borrowings | | |
| (including current portion) | 23,374 | 95,031 |

(3) Fair value information

- A. The different levels that the inputs to valuation techniques are used to measure fair value of financial and non-financial instruments have been defined as follows:
 - Level 1: Quoted prices (unadjusted in active markets for identical assets or liabilities that the entity can access at the measurement date.) A market is regarded as active where a market in which transactions for the asset or liability takes place with sufficient frequency and volume to provide pricing information on an ongoing basis.
 - Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
 - Level 3: Unobservable inputs for the asset or liability.
- B. Financial instruments not measured at fair value
 - (a) Except for the item listed in the table below, the carrying amounts measured at amortised cost approximate the fair values of the Group's financial instruments, including cash and cash equivalents, notes receivable, accounts receivable, other receivables, guarantee deposits paid, time deposits (over three-month period), short-term borrowings, current contract liabilities, accounts payable, other payables, finance lease liabilities (accounted for under 'Other current liabilities' and 'Other non-current liabilities') and long-term borrowings (including current portion):

As of June 30, 2018, the Group had no financial instruments not measured at fair value.

| | | | December 31, 2017 | | | | | | |
|---------------|------|------------|-------------------|---------|---|----|---------|---------|--------|
| | | Fair value | | | | | | | |
| | Book | Book value | | Level 1 | | | Level 2 | Level 3 | |
| Bonds payable | \$ | 60,006 | \$ | | _ | \$ | | \$ | 61,342 |

| | | | | June 30, 2017 | 7 | |
|----|---|-----------|---------------|----------------------|-------------|---------------|
| | | | | Fair value | | |
| | Book value | L | evel 1 | Level 2 | | Level 3 |
| | Bonds payable \$ 253,655 | \$ | • | \$ | <u>-</u> \$ | 266,360 |
| | (b) The methods and assumptions of | fair valı | ie measuren | nent are as follow | /s: | |
| | Convertible bonds payable: Regavalue is estimated using Binomia | _ | | le bonds issued l | by the Gro | oup, the fair |
| C. | The related information of financial level on the basis of the nature, characteristics. | | | | | |
| | (a) The related information of nature | s of the | assets and li | abilities is as foll | lows: | |
| | As of June 30, 2018, the Group h fair value. | ad no fi | nancial and | non-financial ins | truments 1 | neasured at |
| | | I | evel 1 | Level 2 | I | Level 3 |
| | December 31, 2017 | | | | | |
| | Liabilities | | | | | |
| | Recurring fair value measurements | | | | | |
| | Financial liabilities at fair value through profit or loss | \$ | - | \$ | - \$ | 31,204 |
| | | I | evel 1 | Level 2 | I | Level 3 |
| | June 30, 2017 | | | | | |
| | Assets | | | | | |
| | Recurring fair value measurements | | | | | |
| | Available-for-sale financial assets | \$ | 42,711 | \$ | - \$ | - |
| | Liabilities | | | | | |
| | Recurring fair value measurements | | | | | |
| | Financial liabilities at fair value through profit or loss | \$ | | \$ | <u>- \$</u> | 58,671 |
| | For the six-month periods ended June measurement financial instruments. | ∋ 30, 20 | 18 and 2017 | , there were no no | n-recurrir | ng fair value |
| | (b) For the available-for-sale finance methods and assumptions the Green control of the control | | | - | |), 2017, the |
| | i. The instruments the Group used are listed below by characteristi | | quoted pric | es as their fair va | alues (that | is, Level 1) |
| | | | List | ed shares | | |
| | Market quoted price | | Clo | sing price | | |

- ii. When assessing non-standard and low-complexity financial instruments, the Group adopts valuation technique that is widely used by market participants. The inputs used in the valuation model to measure these financial instruments are normally observable in the market.
- D. For the six-month periods ended June 30, 2018 and 2017, there was no transfer between Level 1 and Level 2 financial instruments.
- E. The following chart is the movement of Level 3 financial instruments for the six-month periods ended June 30, 2018 and 2017:

| | Financial liabilities at fair value through profit or lo | | | | | |
|-----------------------------------|--|-------------|--------|--|--|--|
| | | 2018 | 2017 | | | |
| At January 1 | \$ | 31,204 \$ | 69,504 | | | |
| Converted during the period | (| 28,961) (| 3,261) | | | |
| Effect of foreign exchange | | 79 | 239 | | | |
| Gain recognised in profit or loss | (| 2,322) (| 7,811) | | | |
| At June 30 | \$ | <u>-</u> \$ | 58,671 | | | |

F. The following is the quantitative information of significant unobservable inputs and sensitivity analysis of changes in significant unobservable inputs to valuation model used in Level 3 fair value measurement:

As of June 30, 2018, the Group had no financial instruments measured in Level 3 fair value measurement.

| | Dec | r value at ember 31, 2017 | Valuation technique | Significant unobservable input | Range (weighted average) | Relationship of input to fair value |
|---|-----|---------------------------------|------------------------|--------------------------------------|--------------------------------|--|
| Call options, put options and conversion options embedded in convertible bonds | \$ | 31,204 | Binomial model | Stock price volatility | 41.53% | The higher the volatility, the higher the fair value |
| | | | | Significant | Range | |
| | | r value at 230, 2017 | Valuation technique | unobservable input | (weighted average) | Relationship of input to fair value |
| Call options, put options and conversion options embedded in convertible bonds | \$ | 58,671 | Binomial model | Stock price volatility | 37.62% | The higher the volatility, the higher the fair value |

G. The Group has carefully assessed the valuation models and assumptions used to measure fair value. However, use of different valuation models or assumptions may result in different measurement. The following is the effect of profit or loss or of other comprehensive income from financial assets and liabilities categorised within Level 3 if the inputs used to valuation models have changed:

As of June 30, 2018, the Group had no financial liabilities at fair value through profit or loss.

| | | | June 30, 2017 | | | | |
|-------------------------------------|-------------|--------|---------------|------------|--------|---------|--|
| | | | Recognise | ed in | profit | or loss | |
| | | | Favourab | le | Unfav | ourable | |
| | Input | Change | change | | change | | |
| Financial liabilities | | | | | | | |
| Financial liabilities at fair value | Stock price | ± 1% | \$ 23 | <u> 29</u> | (\$ | 33) | |
| through profit or loss | volatility | ± 5% | \$ 9 | 51 | (\$ | 845) | |

- (4) Effects on initial application of IFRS 9 and information on application of IAS 39 in 2017
 - A. Please refer to Note 4 in the consolidated financial statements for the year ended December 31, 2017 for the significant accounting policies adopted for the year ended December 31, 2017 and the second quarter of 2017.
 - B. The significant accounts as of December 31, 2017 and June 30, 2017 are as follows: Available-for-sale financial assets

| | December | : 31, 2017 Jur | June 30, 2017 | | |
|----------------------|----------|----------------|---------------|--|--|
| Current items: | | | | | |
| Listed stocks | \$ | - \$ | 7,330 | | |
| Valuation adjustment | | <u> </u> | 35,381 | | |
| | \$ | <u> </u> | 42,711 | | |

- (a) The Group recognised (\$21,942) and \$11,839 in other comprehensive (loss) income for fair value change for the three-month and six-month periods ended June 30, 2017.
- (b) The Group reclassified \$512 from equity to profit or loss and recognised \$1,357 in gain on disposal of available-for-sale financial assets for the three-month and six-month period ended June 30, 2017.
- C. Credit risk information for the year ended December 31, 2017 and for the six- month period ended June 30, 2017 are as follows:
 - (a) Credit risk refers to the risk of financial loss to the Group arising from default by the clients or counterparties of financial instruments on the contract obligations. According to the Group's credit policy, each local entity in the Group is responsible for managing and analysing the credit risk for each of their new clients before standard payment and delivery terms and conditions are offered. Internal risk control assesses the credit quality of the customers, taking into account their financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the Board of Directors. The utilisation of credit limits is regularly monitored. Credit risk arises from cash and cash equivalents, deposits with banks and financial institutions, as well as outstanding receivables.

- (b) As of December 31, 2017 and June 30, 2017, the Group's maximum credit risk exposure is mainly from the carrying amount of financial asset recognised in the consolidated balance sheet.
- (c) The credit quality of accounts receivable that were neither past due nor impaired was in the following categories based on the Group's Credit Quality Control Policy:

| | Decem | ber 31, 2017 | Jun | e 30, 2017 |
|---------|-------|--------------|-----|------------|
| Group 1 | \$ | 127,182 | \$ | 73,750 |
| Group 2 | | 113,919 | | 101,086 |
| Group 3 | | 8,197 | | 4,153 |
| | \$ | 249,298 | \$ | 178,989 |

Group 1: Annual sales transactions exceeding US\$ 2.5 million.

Group 2: Annual sales transactions exceeding US\$ 100 thousand, but less than US\$ 2.5 million. Group 3: Annual sales transactions below US\$ 100 thousand.

(d) The aging analysis of accounts receivable that were past due but not impaired is as follows:

| | Decem | ber 31, 2017 | June | 30, 2017 |
|---------------|-------|--------------|------|----------|
| Up to 30 days | \$ | 34,544 | \$ | 46,800 |
| 31 to 60 days | | 8,269 | | 13,606 |
| 61 to 90 days | | 445 | | 2,638 |
| Over 90 days | | 4,365 | | |
| | \$ | 47,623 | \$ | 63,044 |

- (e) Analysis of movement of impaired accounts receivable:
 - i. As of December 31, 2017 and June 30, 2017, the Group's accounts receivable that were impaired amounted to \$1,117 and \$350, respectively.
 - ii. Movements on the Group's provision for impairment of accounts receivable are as follows:

| | | | 2017 | · | | |
|------------------------------|--------|----------------|-------|-----------|----|---------|
| | Indivi | dual provision | Group | provision | _ | Total |
| At January 1 | \$ | 20,910 | \$ | - | \$ | 20,910 |
| Provision for impairment | | 350 | | _ | | 350 |
| Write-offs during the period | (| 20,910) | | | | 20,910) |
| At June 30 | \$ | 350 | \$ | - | \$ | 350 |

(5) Effects of initial application of IFRS 15 and information in relation to the adoption of IAS 18 in 2017

A. Please refer to Note 4 in the consolidated financial statements for the year ended December 31, 2017 for the significant accounting policies adopted for the year ended December 31, 2017 and the second quarter of 2017.

B. The operating revenue recognised by using previous accounting policies for the three-month and six-month period ended June 30, 2017 are as follows:

| | Th | ree-month | Si | ix-month |
|-----------------|------------|-------------------|------------|-------------------|
| | period end | led June 30, 2017 | period end | led June 30, 2017 |
| Sales revenue | \$ | 445,176 | \$ | 846,843 |
| Service revenue | | 3,784 | | 7,670 |
| Royalty revenue | | 9,268 | | 15,407 |
| | \$ | 458,228 | \$ | 869,920 |

C. The effects and description of current balance sheet if the Group continues adopting above accounting policies as of and for the six-month period ended June 30, 2018 are as follows:

| | | | | | June 30, 2018 | | |
|------------------------|-------------|-----|---------------|----|----------------|-----|-----------------|
| | | | | Ва | lance by using | | |
| | | | | | previous | | Effects from |
| | | Bal | ance by using | | accounting | | chages in |
| Balance sheet items | Description | | IFRS 15 | | policies | acc | counting policy |
| Accounts receivable | Note 1 | \$ | 256,662 | \$ | 254,496 | \$ | 2,166 |
| Refund liabilities | Note 1 | (| 2,166) | | · - | (| 2,166) |
| Contract liabilities | Note 2 | (| 21,109) | | - | (| 21,109) |
| Advance sales receipts | Note 2 | | - | (| 21,109) | (| 21,109) |

Note 1: Under IFRS 15, refund liabilities in relation to expected sales discounts and allowances were previously presented as accounts receivable - allowance for sales discounts in the balance sheet.

Note 2: Under IFRS 15, liabilities in relation to contracts with customers are recognised as contract liabilities, but were previously presented as advance sales receipts in the balance sheet.

13. SUPPLEMENTARY DISCLOSURES

(1) Significant transactions information

- (a) Loans to others: Please refer to table 1.
- (b) Provision of endorsements and guarantees to others: Please refer to table 2.
- (c) Holding of marketable securities at the end of the period (not including subsidiaries, associates and joint ventures): None.
- (d) Acquisition or sale of the same security with the accumulated cost exceeding \$300 million or 20% of the Company's paid-in capital: None.
- (e) Acquisition of real estate reaching \$300 million or 20% of paid-in capital or more: None.
- (f) Disposal of real estate reaching \$300 million or 20% of paid-in capital or more: None.
- (g) Purchases or sales of goods from or to related parties reaching \$100 million or 20% of paid-in capital or more: None.
- (h) Receivables from related parties reaching \$100 million or 20% of paid-in capital or more: None.
- (i) Derivative financial instruments undertaken during the six-month period ended June 30, 2018: Please refer to Notes 6(9) and 6(10).
- (j) Significant inter-company transactions during the three-month period ended June 30, 2018: Please refer to table 9.

(2) Information on investees

Names, locations and other information of investee companies (not including investees in Mainland China): Please refer to table 10.

(3) Information on investments in Mainland China

Please refer to table 11.

14. <u>SEGMENT INFORMATION</u>

(1) General information

The Group operates business only in a single industry. The Chief Operating Decision-Maker, who allocates resources and assesses performance of the Group as a whole, has identified that the Group has only one reportable operating segment.

(2) Segment information

The segment information provided to the Chief Operating Decision-Maker for the reportable segments is as follows:

| | Six-month period | is ended l | June 30, |
|----|----------------------------|--|---|
| | 2018 | | 2017 |
| \$ | 1,001,685 | \$ | 869,920 |
| 1 | | | <u> </u> |
| \$ | 1,001,685 | \$ | 869,920 |
| \$ | 211,936 | \$ | 189,795 |
| \$ | 3,240,866 | \$ | 2,896,661 |
| \$ | 428,416 | \$ | 758,595 |
| | \$ \$ \$ \$ \$ | \$ 1,001,685 \$ 1,001,685 \$ 211,936 \$ 3,240,866 | \$ 1,001,685 \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ |

(3) Reconciliation for segment income (loss)

The Company and subsidiaries engage in a single industry. The Chief Operating Decision-Maker assesses performance and allocates resources of the whole group. The Company is regarded as a single operating segment. Therefore, there is no inter-segment revenue. The revenue from external parties reported to the Chief Operating Decision-Maker is measured in a manner consistent with that in the statement of comprehensive income. The amount provided to the Chief Operating Decision-Maker with respect to total assets is measured in a manner consistent with that in the balance sheet.

GCS HOLDINGS, INC.

Loans to others

For the six-month period ended June 30, 2018

Expressed in thousands of NTD (Except as otherwise indicated)

Table 1

| | | | | Footnote | , | | |
|---|------------------|------------------------|-----------------------------|---------------------|------------------|---|----------------------|
| | Ceiling on | total loans | granted | (Note 3) F | | | |
| | Cimit on loans C | granted to t | | | 43 | | |
| | Limi | Collateral gr | asi | | · \$ | | |
| | ance | |]] [<u>a</u> | accounts Item Value | - None | | |
| | Allowance | | rm doubtful | | | | |
| | | Reason | for short-term | financing | | | |
| | Amount of | Nature of transactions | with the | borrower | · • | | |
| | | Nature of | | (Note 2) | 2 | | |
| | | | Interest | rate | Settle by | contract | |
| | | | Actual amount Interest loan | drawn down rate | - \$ | | |
| | | | Balance at | June 30, 2018 | 60,920 | | |
| Maximum outstanding balance during the six-month | period ended | June 30, | | (Note 3) Ju | 60,920 \$ 60,920 | | |
| o o bal | be | Isa | related | party | Yes \$ | | |
| | | General | ledger re | account p | Other | receivable - | related party |
| | | | | Вогтомег | D-Tech | Communication Optoelectronics, receivable - | . Inc. |
| | | | | (Note 1) Creditor | Global | Communication | Semiconductors, Inc. |
| | | | No. | (Note 1) | 1 | | |
| | | | | | | | |

Note 1: The numbers filled in for the loans provided by the Company or subsidiaries are as follows:

The Company is '0'.

LLC

(2)The subsidiaries are numbered in order starting from '1'.

Note 2. The column of 'Nature of loan' shall fill in 'Business transaction or 'Short-term financing'.

(1)The business transaction is'1'.

(2)The short-term financing is'2'.

directly or indirectly, by the Company. The total amount for fund-lending between the subsidiaries whose voting shares are 100% owned, directly or indirectly, by the Company will not be subject to the limit amount lendable to any one borrower shall be no more than thirty percent (30%) of the borrower's net worth, provided that this restriction will not apply to subsidiaries whose voting shares are 100% owned, total amount for lending to a company having business relationship with the Company shall not exceed the total transaction amount between the parties during the period of twelve (12) months prior to the time of lending (For the purpose of this Procedure, the "transaction amount" shall mean the sales or purchasing amount between the parties, whichever is higher), and shall not exceed ten percent (10%) of Note 3: According to the Company's "Procedures for Lending Funds to Other Parties", the total amount available for lending purpose shall not exceed forty percent (40%) of the net worth of the Company. The the net worth of the Company. The total amount for lending to a company for funding for a short-term period shall not exceed ten percent (10%) of the net worth of the Company. In addition, the total of forty percent (40%) of the net worth of the lending subsidiary.

| Expressed in thousands of NTD | (Except as otherwise indicated) |
|-------------------------------|---------------------------------|
| | |
| | |
| | |
| | |
| | |

| | | | | | Footnote | | | 1 | | |
|--|---|------------------------------|---------------------------------|----------------|--|-----------------------------|----------------------------|---------------|--------------------|-----|
| Provision of | endorsements/ | guarantees to | the party in | | China | z | | z | | |
| Provision of Provision of Provision of | endorsements/ endorsements/ endorsements/ | guarantees by guarantees to | subsidiary to | parent | company | z | | > | | |
| Provision of | endorsements/ | guarantees by | parent | company to | | 1 | | z | | |
| Ceiling on | total amount of | endorsements/ | guarantees | provided | (Note 3) | 1,124,980 | | 1,124,980 | | |
| Ratio of accumulated endorsement/ | | | the endorser/ | guarantor | | ₩. | | • | | |
| | Amount of | endorsements/ asset value of | guarantees | secured with | collateral | \$ 30,460 | | • | | |
| | | | Actual | amonut | drawn down | 30,460 \$ 20,000 | | 1 | | |
| | Outstanding | endorsement/ | guarantee | amount at June | 30, 2018 | \$ 30,460 | | • | | |
| Maximum outstanding endorsement/ | guarantee | amount for the | six-month period | ended June 30, | 2018 | \$ 30,460 | | 175,170 | | |
| Limit on | Relationship endorsements/ | guarantees | provided for a six-month period | single party | (Note 3) | 2 \$ 1,124,980 \$ | | 1,124,980 | | |
| ng anteed | Relationship | with the | endorser/ | guarantor | (Note 2) | 7 | | 4 | | |
| Party being endorsed/guaranteed | | | | | guarantor Company name (Note 2) (Note 3) | Global Device | Technologies, Co., Ltd. | GCS Holdings, | Inc. | |
| | | | | Endorser/ | | GCS Holdings, Global Device | Inc. | Global | Communication Inc. | LLC |
| | | | | Number | (Note 1) | 0 | | _ | | |

Note 1: The numbers filled in for the endorsements/guarantees provided by the Company or subsidiaries are as follows:

The Company is '0'.

(2)The subsidiaries are numbered in order starting from '1'.

Note 2: Relationship between the endorser/guarantor and the party being endorsed/guaranteed is classified into the following seven categories; fill in the number of category each case belongs to:

(1) Having with which it does business.

(2)The endorser/guarantor parent company owns directly or indirectly more than 50% voting shares of the endorsed/guaranteed subsidiary.

(3)The endorser/guarantor parent company owns directly or indirectly more than 50% voting shares of the endorsed/guaranteed company.

(4)The endorsed/guaranteed parent company owns directly or indirectly more than jointly 90% voting shares of the endorser/guarantor company.

(5)Mutual guarantee of the trade or co-contractor as required by the construction contract.

(6)Due to joint venture, mutual shareholder provides endorsements/guarantees to the endorsed/guaranteed company in ratio to its ownership.

(7) Companies in the same industry provide among themselves joint and several security for a performance guarantee of sales contract for pre-construction homes pursuant to the consumer Protection Act for each other.

and the total amount of the guarantee provided by the Company to any individual entity is limited to ten percent of the Company's net worth. The total amount of the guarantee provided by the Company to any Note 3: According to the Company's "Procedures for Endorsement and Guarantee", the total amount of endorsement/guarantee provided by the Company is limited to forty percent (40%) of the Company's net worth, subsidiary whose voting shares are 100% owned, directly or indirectly, by the Company shall noexceed forty percent (40%) of the Company's net worth.

The aggregate total amount of endorsement/guarantee provided by the Company and its subsidiaries shall not exceed fifty percent (50%) of the Company's net worth.

GCS HOLDINGS, INC.

Significant inter-company transactions during the reporting period

For the six-month period ended June 30, 2018

Expressed in thousands of NTD (Except as otherwise indicated)

Table 9

| | tal operating Note 3) | | | |
|-------------|--|--|--|---|
| | Percentage of consolidated total operating revenues or total assets (Note 3) | 2.27% | 3.57% | 0.19% |
| Transaction | Transaction terms | 22,774 Conducted in the ordinary course of business with terms similar to those with third parties | 35,722 Conducted in the ordinary course of business with terms similar to those with third parties | 6,312 Conducted in the ordinary course of business with terms similar to those with third parties |
| | Amount | 22,774 | 35,722 | 6,312 |
| | General ledger account | Sales revenue \$ | Service revenue | Other receivable - related party |
| | Relationship (Note 2) | ε | e | m |
| | Counterparty | Global Communication Semiconductors, LLC | D-Tech Optoelectronics, Inc. | D-Tech Optoelectronics, Inc. |
| | Company name | D-Tech Opt | D-Tech Optoelectronics (Taiwan) Corporation | D-Tech Optoelectronics (Taiwan) Corporation |
| | Number (Note 1) | _ | 74 | 7 |

Note 1: The numbers filled in for the transaction company in respect of inter-company transactions are as follows:

(1)Parent company is '0'.

(2) The subsidiaries are numbered in order starting from '1'.

subsidiaries refer to the same transaction, it is not required to disclose twice. For example, if the parent company has already disclosed its transaction with a subsidiary, then the subsidiary is not required to disclose the transaction; Note 2: Relationship between transaction company and counterparty is classified into the following three categories; fill in the number of category each case belongs to (If transactions between parent company and subsidiaries or between for transactions between two subsidiaries, if one of the subsidiaries has disclosed the transaction, then the other is not required to disclose the transaction.):

(1)Parent company to subsidiary.

(2)Subsidiary to parent company. (3)Subsidiary to subsidiary.

Note 3: Regarding percentage of transaction amount to consolidated total operating revenues or total assets, it is computed based on period-end balance of transaction to consolidated total assets for balance sheet accounts and based on accumulated transaction amount for the period to consolidated total operating revenues for income statement accounts.

Note 4: The Company may decide to disclose or not to disclose transaction details in this table based on the Materiality Principle.

(Except as otherwise indicated)

Expressed in thousands of NTD

| | | | | Initial investment amount | nt amount | Shares | Shares held as at June 30, 2018 | 018 | Net profit (loss) of the investee for the six- | Net profit (loss) Investment income (loss) of the investee for the six-recognised by the Commany | |
|--|------------------------|---|-------|---------------------------|--------------------|------------------|---------------------------------|------------|--|--|----------|
| | | | Æ | Balance | Balance | | | | month period ended June | for the six-month period | |
| | | | as at | 30, | as at December 31, | | | | 30, 2018 | ended June 30, 2018 | |
| Investor (Note 1 · 2) | Location | Main business activities | | 2018 | 2017 | Number of shares | Number of shares Ownership (%) | Book value | (Note 2(2)) | (Note 2(3)) | Footnote |
| GCS Holdings, Global Inc. Communication Semiconductors, LLC | Los Angeles, USA | Manufacturing of high-end radio frequency ICs, optoelectronic device compound semiconductor wafer and foundry related services as well as granting royalty rights for intellectual property. Manufacturing and selling of advanced optoelectronics technology products | ↔ | 403,975 \$ | 403,975 | • | \$ %001 | 2,281,594 | \$ 190,365 | \$ 190,365 | |
| GCS Holdings, Global Device Inc. Technologies, Co., Ltd. | | Taiwan Product design and research development services | | 12,000 | 12,000 | • | 100% | 27,745 | 293 | 293 | ı |
| Global D-Tech Communication Optoelectronics, Semiconductors, Inc. LLC | Los Angeles, USA | Developing, manufacturing and selling of positive, intrinsic, negative components and avalanche photo diodes for telecommunication systems and data communication networks | | 393,380 | 393,380 | 360,000 | 100% | 402,957 | 9,994 | 9,994 | |
| D-Tech D-Tech Optoelectronics, Optoelectronics Inc. (Taiwan) Corporation | Taiwan | Manufacturing and selling of optical chips | | 89,840 | 89,840 | 5,800,000 | 100% | 76,195 | (98°30) | 8,306) | - |

Note 1: If a public company is equipped with an overseas holding company and takes consolidated financial report as the main financial report according to the local law rules, it can only disclose the information of the overseas holding company about the disclosure of related overseas investee information.

Note 2: If situation does not belong to Note 1, fill in the columns according to the following regulations:

⁽¹⁾The columns of 'Investee', 'Location', 'Main business activities', Initial investment amount' and 'Shares held as at June 30, 2018' should fill orderly in the Company's (public company's) information on investees and every directly or indirectly controlled investee's investment information, and note the relationship between the Company (public company) and its investee each (ex. direct subsidiary or indirect subsidiary) in the 'footnote' column. (2)The 'Net profit (loss) of the investee for the six-month period ended June 30, 2018' column should fill in amount of net profit (loss) of the investee for this period.

⁽³⁾The 'Investment income (loss) recognised by the Company for the six-month period ended June 30, 2018' column should fill in the Company (public company) recognised investment income (loss) of its investee accounted for under the equity method for this period. When filling in recognised investment income (loss) of its investee accounted for under the equity method for this period. When filling in recognised investment income (loss) of its investee accounted for under the equity method for this period. confirm that direct subsidiary's net profit (loss) for this period has included its investment income (loss) which shall be recognised by regulations.

Expressed in thousands of NTD (Except as otherwise indicated)

| Footpote footpote | (Note 4) |
|---|--|
| Accumulated amount of investment income remitted back to Taiwan as 01 7018. Econoles | - 107 500 700 700 700 700 700 700 700 700 7 |
| Accumulated amount Book value of of investment in income Mainland China remitted back to as of June 30, Taiwan as of | S |
| Accumulated amount Ownership (loss) recognised of remittance Net income of held by by the Company from Taiwan to investee for the the for the six-month Abainland China six-month Company period ended June as of June 30, 2018 | |
| Downership held by the Company (direct or indirect) | 49% \$ |
| Accumulated amount Ownership of remittance Net income of held by from Taiwan to investee for the Mainland China six-month as of June 30, period ended (direct or note | \$ 19 |
| Accumulated amount of remittance from Taiwan to Mainland China as of June 30, | |
| | O Jahwaii |
| Amount remitted from Taiwan to Mainland China/ Amount remitted back to Taiwan for the six-month period ended June 30, 2018 Remitted to Remitted back | vanhand Cillia |
| ed f rom o hina y 1, | 8107 |
| Investment method | 2 2 |
| | \$ 30,663 2 |
| Main business | Maniland China activities Gianen Global Developing, Steamconductor and selling of mobile phone radio mobile phone radio frequency, filter, optical communication chip, power management and optical fiber |
| Investee in | Maniland China activities Xiamen Giobal Developing, Advanced manufacturing Seniconductor and selling of Co., Ltd. radio frequency, filter, optical communication chip, power management and optical fiber |

Investment Commission of Mainland China investments in imposed by the Ceiling on MOEA as of June 30, Economic Affairs remittance from by the Investment amount approved Commission of Mainland China the Ministry of Investment Accumulated Taiwan to amount of

(MOEA) 2018 Сопрапу паше Xiamen Global

Semiconductor Advanced

Co., Ltd.

Note 1: Investment methods are classified into the following three categories; fill in the number of category each case belongs to: (1)Directly invest in a company in Mainland China..

(2) Through investing in an existing company in the third area, which then invested in the investee in Mainland China.

(3) Others

Note 2: In the 'Investment income (loss) recognised by the Company for the six-month period ended June 30, 2018' column:

(1)it should be indicated if the investee was still in the incorporation arrangements and had not yet any profit during this period. (2) indicate the basis for investment income (loss) recognition in the number of one of the following three categories:

A. The financial statements that are audited and attested by international accounting firm which has cooperative relationship with accounting firm in R.O.C.

B.The financial statements that are audited and attested by R.O.C. parent company's CPA.

C.Others.

Note 3: The numbers in this table are expressed in New Taiwan Dollars.

Note 4: The Company was incorporated in Cayman Islands and investment amount of \$14,906 was transferred from the Company's U.S. bank account to Mainland China on June 23, 2017.

