

GCS HOLDINGS, INC. AND SUBSIDIARIES
CONSOLIDATED FINANCIAL STATEMENTS AND
REVIEW REPORT OF INDEPENDENT
ACCOUNTANTS
MARCH 31, 2017 AND 2016

For the convenience of readers and for information purpose only, the auditors' report 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 auditors' report and financial statements shall prevail.



資誠

REVIEW REPORT OF INDEPENDENT ACCOUNTANTS

PWCR1700003

To GCS Holdings, Inc.

We have reviewed the accompanying consolidated balance sheets of GCS Holdings, Inc. and its subsidiaries as of March 31, 2017 and 2016, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the three-month periods then ended. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express a conclusion on these financial statements based on our reviews.

We conducted our reviews in accordance with the Statement of Auditing Standards No. 36, "Engagements to Review Financial Statements" in the Republic of China. A review consists primarily of inquiries of company personnel and analytical procedures applied to financial data. It is substantially less in scope than an audit conducted in accordance with generally accepted auditing standards in the Republic of China, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our reviews, we are not aware of any material modifications that should be made to the consolidated financial statements referred to above in order for them to be in conformity with the "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 of the Republic of China.

LI, TIEN-YI

Li, Tien-Yi

Chih-Cheng Hsieh

Hsieh, Chih-Cheng

For and on behalf of PricewaterhouseCoopers, Taiwan

May 4, 2017

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 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.

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GCS HOLDINGS, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)
(THE CONSOLIDATED BALANCE SHEETS AS OF MARCH 31, 2017 AND 2016 WERE REVIEWED, NOT AUDITED)

Assets	Notes	March 31, 2017		December 31, 2016		March 31, 2016		
		AMOUNT	%	AMOUNT	%	AMOUNT	%	
Current assets								
1100	Cash and cash equivalents	6(1)	\$ 1,259,062	44	\$ 1,381,894	48	\$ 1,258,482	46
1170	Accounts receivable, net	6(3)	228,471	8	197,245	7	234,699	9
1200	Other receivables		19,164	1	19,869	1	13,753	-
130X	Inventories, net	6(4)	333,501	12	348,402	12	348,075	13
1410	Prepayments		2,692	-	6,210	-	10,360	-
11XX	Total current assets		<u>1,842,890</u>	<u>65</u>	<u>1,953,620</u>	<u>68</u>	<u>1,865,369</u>	<u>68</u>
Non-current assets								
1523	Available-for-sale financial assets	6(2)	64,906	2	31,605	1	73,031	3
1600	Property, plant and equipment	6(5) and 8	451,655	16	487,303	17	485,269	18
1780	Intangible assets		11,939	1	14,671	1	17,957	1
1840	Deferred income tax assets		200,149	7	212,819	7	199,975	7
1900	Other non-current assets	8	<u>257,709</u>	<u>9</u>	<u>186,789</u>	<u>6</u>	<u>90,879</u>	<u>3</u>
15XX	Total non-current assets		<u>986,358</u>	<u>35</u>	<u>933,187</u>	<u>32</u>	<u>867,111</u>	<u>32</u>
1XXX	Total assets		<u>\$ 2,829,248</u>	<u>100</u>	<u>\$ 2,886,807</u>	<u>100</u>	<u>\$ 2,732,480</u>	<u>100</u>

(Continued)

GCS HOLDINGS, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)
(THE CONSOLIDATED BALANCE SHEETS AS OF MARCH 31, 2017 AND 2016 WERE REVIEWED, NOT AUDITED)

Liabilities and Equity	Notes	March 31, 2017		December 31, 2016		March 31, 2016		
		AMOUNT	%	AMOUNT	%	AMOUNT	%	
Current liabilities								
2100	Short-term borrowings	6(6)	\$ 20,000	1	\$ -	-	\$ -	-
2120	Financial liabilities at fair value through profit or loss, current	6(7)	11,508	-	69,504	2	151,615	5
2170	Accounts payable		15,454	1	4,979	-	59,853	2
2200	Other payables	6(10)	138,305	5	159,919	6	130,598	5
2230	Current income tax liabilities	6(23)	24,531	1	15,266	1	7,866	-
2320	Long-term borrowings, current portion	6(8)(9)	350,405	12	346,029	12	19,443	1
2399	Other current liabilities	6(11)	27,721	1	33,300	1	15,331	1
21XX	Total current liabilities		<u>587,924</u>	<u>21</u>	<u>628,997</u>	<u>22</u>	<u>384,706</u>	<u>14</u>
Non-current liabilities								
2530	Bonds payable	6(8)	-	-	-	-	373,575	14
2540	Long-term borrowings	6(9)	92,113	3	103,126	4	119,711	4
2570	Deferred income tax liabilities		80,361	3	70,547	2	69,682	3
2600	Other non-current liabilities	6(11)	11,340	-	15,032	-	23,731	1
25XX	Total non-current liabilities		<u>183,814</u>	<u>6</u>	<u>188,705</u>	<u>6</u>	<u>586,699</u>	<u>22</u>
2XXX	Total Liabilities		<u>771,738</u>	<u>27</u>	<u>817,702</u>	<u>28</u>	<u>971,405</u>	<u>36</u>
Equity								
Equity attributable to owners of parent								
Share capital								
3110	Common stock	6(14)	744,027	26	744,023	26	596,168	22
Capital surplus								
3200	Capital surplus	6(15)	650,104	23	644,626	23	568,019	21
Retained earnings								
3320	Special reserve	6(16)	6,821	-	6,821	-	6,821	-
3350	Unappropriated retained earnings		717,194	26	618,930	21	490,457	18
Other equity interest								
3400	Other equity interest	6(17)	30,234	1	132,620	5	99,610	3
3500	Treasury stocks	6(14)	(90,870)	(3)	(77,915)	(3)	-	-
31XX	Equity attributable to owners of the parent		<u>2,057,510</u>	<u>73</u>	<u>2,069,105</u>	<u>72</u>	<u>1,761,075</u>	<u>64</u>
3XXX	Total equity		<u>2,057,510</u>	<u>73</u>	<u>2,069,105</u>	<u>72</u>	<u>1,761,075</u>	<u>64</u>
Significant contingent liabilities and unrecognised contract commitments								
Significant events after the reporting period								
3X2X	Total liabilities and equity		<u>\$ 2,829,248</u>	<u>100</u>	<u>\$ 2,886,807</u>	<u>100</u>	<u>\$ 2,732,480</u>	<u>100</u>

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 FOR EARNINGS PER SHARE)
(UNAUDITED)

Items	Notes	For the three-month periods ended March 31,				
		2017		2016		
		AMOUNT	%	AMOUNT	%	
4000	Operating revenue	6(18)	\$ 411,692	100	\$ 463,785	100
5000	Cost of operating revenue	6(4)(21)	(224,380)	(55)	(229,932)	(49)
5900	Net operating margin		<u>187,312</u>	<u>45</u>	<u>233,853</u>	<u>51</u>
	Operating expenses	6(21)(22)				
6100	Selling expenses		(13,145)	(3)	(10,870)	(2)
6200	General and administrative expenses		(57,245)	(14)	(81,536)	(18)
6300	Research and development expenses		(41,509)	(10)	(50,051)	(11)
6000	Total operating expenses		<u>(111,899)</u>	<u>(27)</u>	<u>(142,457)</u>	<u>(31)</u>
6900	Operating profit		<u>75,413</u>	<u>18</u>	<u>91,396</u>	<u>20</u>
	Non-operating income and expenses					
7010	Other income		966	-	523	-
7020	Other gains and losses	6(19)	35,171	9	(63,293)	(14)
7050	Finance costs	6(20)	(6,921)	(2)	(9,376)	(2)
7000	Total non-operating income and expenses		<u>29,216</u>	<u>7</u>	<u>(72,146)</u>	<u>(16)</u>
7900	Profit before income tax		<u>104,629</u>	<u>25</u>	<u>19,250</u>	<u>4</u>
7950	Income tax expense	6(23)	(6,365)	(1)	(2,353)	-
8200	Net income for the period		<u>\$ 98,264</u>	<u>24</u>	<u>\$ 16,897</u>	<u>4</u>
	Other comprehensive income of Other comprehensive income components that will not be reclassified to profit or loss					
8361	Financial statement translation differences of foreign operations	6(17)	(\$ 123,198)	(30)	(\$ 26,070)	(6)
	Other comprehensive income components that will be reclassified to profit or loss					
8362	Unrealized gain on valuation of available-for-sale financial assets	6(17)	33,781	8	21,554	5
8399	Income tax related to other comprehensive income components that will be reclassified to profit or loss	6(17)(23)	(13,455)	(3)	(8,586)	(2)
8300	Total other comprehensive loss, net		<u>(\$ 102,872)</u>	<u>(25)</u>	<u>(\$ 13,102)</u>	<u>(3)</u>
8500	Total comprehensive (loss) income for the period		<u>(\$ 4,608)</u>	<u>(1)</u>	<u>\$ 3,795</u>	<u>1</u>
	Profit, attributable to:					
8610	Owners of the parent		<u>\$ 98,264</u>	<u>24</u>	<u>\$ 16,897</u>	<u>4</u>
	Total comprehensive (loss) income attributable to:					
8710	Owners of the parent		<u>(\$ 4,608)</u>	<u>(1)</u>	<u>\$ 3,795</u>	<u>1</u>
9750	Basic earnings per share (In dollars)	6(24)	<u>\$</u>	<u>1.35</u>	<u>\$</u>	<u>0.24</u>
9850	Diluted earnings per share (In dollars)	6(24)	<u>\$</u>	<u>0.83</u>	<u>\$</u>	<u>0.23</u>

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

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

	Notes	Equity Attributable To Owners Of The Parent									
		Retained Earnings					Other Equity Interest				
		Common Stock	Capital Surplus	Special Reserve	Unappropriated Retained Earnings	Financial Statements Translation Differences of Foreign Operation	Unrealized Gains on Valuation of Available-for-Sale Financial Assets	Other Equity Interest - Others	Treasury Stocks	Total	
For the three-month period ended March 31, 2016											
Balance at January 1, 2016		\$ 577,999	\$ 468,688	\$ 6,821	\$ 473,560	\$ 128,882	\$ 682	\$ 13,069	\$ -	\$ 1,643,563	
Compensation costs of share-based payment	6(13)(15)(17)	-	3,171	-	-	-	-	3,445	-	6,616	
Consolidated net income for the three-month period ended March 31, 2016	6(16)	-	-	-	16,897	-	-	-	-	16,897	
Issuance of restricted stocks	6(14)(15)(17)	1,017	6,221	-	-	-	-	(7,228)	-	10	
Issuance of stocks from exercise of employee stock options	6(14)(15)	1,350	1,441	-	-	-	-	-	-	2,791	
Conversion of convertible bonds	6(14)(15)	15,802	88,498	-	-	-	-	-	-	104,300	
Other comprehensive income (loss) for the three-month period ended March 31, 2016	6(17)	-	-	-	-	(26,070)	12,968	-	-	(13,102)	
Balance at March 31, 2016		\$ 596,168	\$ 568,019	\$ 6,821	\$ 490,457	\$ 102,812	\$ 13,650	\$ 16,852	\$ -	\$ 1,761,075	
For the three-month period ended March 31, 2017											
Balance at January 1, 2017		\$ 744,023	\$ 644,626	\$ 6,821	\$ 618,930	\$ 122,002	\$ 14,166	\$ 3,548	\$ 77,915	\$ 2,069,105	
Compensation costs of share-based payment	6(13)(15)(17)	-	5,473	-	-	-	-	486	-	5,959	
Consolidated net income for the three-month period ended March 31, 2017	6(16)	-	-	-	98,264	-	-	-	-	98,264	
Issuance of stocks from exercise of employee stock options	6(14)(15)	4	5	-	-	-	-	-	-	9	
Purchase of treasury stock	6(14)	-	-	-	-	-	-	-	(12,955)	(12,955)	
Other comprehensive income (loss) for the three-month period ended March 31, 2017	6(17)	-	-	-	-	(123,198)	20,326	-	-	(102,872)	
Balance at December 31, 2017		\$ 744,027	\$ 650,104	\$ 6,821	\$ 717,194	\$ 1,196	\$ 34,492	\$ 3,062	\$ 90,870	\$ 2,057,510	

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

GCS HOLDINGS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE THREE-MONTH PERIODS ENDED MARCH 31
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)
(UNAUDITED)

		For the three-month periods ended March 31,	
	Notes	2017	2016
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
Profit before income tax		\$ 104,629	\$ 19,250
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation	6(5)(21)	15,827	14,944
Amortisation	6(21)	1,949	2,241
Interest expense	6(20)	6,921	9,376
Interest income		(965)	(523)
Compensation costs of share-based payment	6(13)	5,959	6,616
Net (gain) loss on financial liabilities at fair value through profit or loss	6(19)	(59,450)	56,070
Changes in operating assets and liabilities			
Changes in operating assets			
Accounts receivable		(44,045)	(34,692)
Other receivables		(490)	1,257
Inventories		(5,962)	(23,421)
Prepayments		3,249	(5,499)
Changes in operating liabilities			
Accounts payable		11,038	19,844
Other payables		(8,855)	7,637
Other current liabilities		(3,800)	(430)
Cash inflow generated from operations		26,005	72,670
Interest received		965	523
Interest paid		(1,373)	(1,886)
Income tax refund received		3,943	-
Net cash flows from operating activities		29,540	71,307
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of property, plant and equipment	6(26)	(67,921)	(35,539)
Acquisition of intangible assets		-	(20)
Increase in other non-current assets		(31,090)	(795)
Decrease in refundable deposits		-	4,971
Net cash flows used in investing activities		(99,011)	(31,383)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Proceeds from short-term borrowings		20,000	-
Repayments of long-term borrowings		(4,800)	(4,884)
Proceeds from exercise of employee stock options		9	2,791
Payments to acquire treasury stock		(12,955)	-
Net cash flows from (used in) financing activities		2,254	(2,093)
Effect of changes in exchange rates		(55,615)	(16,862)
Net (decrease) increase in cash and cash equivalents		(122,832)	20,969
Cash and cash equivalents at beginning of period	6(1)	1,381,894	1,237,513
Cash and cash equivalents at end of period	6(1)	\$ 1,259,062	\$ 1,258,482

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

GCS HOLDINGS, INC. AND SUBSIDIARIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
MARCH 31, 2017 AND 2016
(EXPRESSED IN THOUSANDS ON NEW TAIWAN DOLLARS,
EXCEPT AS OTHERWISE INDICATED)
(UNAUDITED)

1. HISTORY AND ORGANIZATION

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 its subsidiaries (collectively referred herein as the “Group”) are engaged in the manufacturing of compound semiconductor wafer and foundry related services as well as granting royalty rights for intellectual property. The Company and its subsidiaries are also engaged in the researching, developing, manufacturing and selling of advanced optoelectronics technology products.

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

These consolidated financial statements were authorized for issuance by the Board of Directors on May 4, 2017.

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 2017 are as follows:

New Standards, Interpretations and Amendments	Effective date by International Accounting Standards Board
Investment entities: applying the consolidation exception (amendments to IFRS 10, IFRS 12 and IAS 28)	January 1, 2016
Accounting for acquisition of interests in joint operations (amendments to IFRS 11)	January 1, 2016
IFRS 14, ‘Regulatory deferral accounts’	January 1, 2016
Disclosure initiative (amendments to IAS 1)	January 1, 2016
Clarification of acceptable methods of depreciation and amortisation (amendments to IAS 16 and IAS 38)	January 1, 2016
Agriculture: bearer plants (amendments to IAS 16 and IAS 41)	January 1, 2016
Defined benefit plans: employee contributions (amendments to IAS 19R)	July 1, 2014
Equity method in separate financial statements (amendments to IAS 27)	January 1, 2016

	Effective date by International Accounting Standards Board
New Standards, Interpretations and Amendments	
Recoverable amount disclosures for non-financial assets (amendments to IAS 36)	January 1, 2014
Novation of derivatives and continuation of hedge accounting (amendments to IAS 39)	January 1, 2014
IFRIC 21, Leases	January 1, 2014
Improvements to IFRSs 2010-2012	July 1, 2014
Improvements to IFRSs 2011-2013	July 1, 2014
Improvements to IFRSs 2012-2014	January 1, 2016

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

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

None.

(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 endorsed by the FSC effective from 2017 are as follows:

	Effective date by International Accounting Standards Board
New Standards, Interpretations and Amendments	
Classification and measurement of share-based payment transactions (amendments to IFRS 2)	January 1, 2018
Applying IFRS 9, 'Financial instruments' with IFRS 4, 'Insurance contracts' (amendments to IFRS 4)	January 1, 2018
IFRS 9, 'Financial instruments'	January 1, 2018
Sale or contribution of assets between an investor and its associate or joint venture (amendments to IFRS 10 and IAS 28)	To be determined by International Accounting Standards Board
IFRS 15, 'Revenue from contracts with customers'	January 1, 2018
Clarifications to IFRS 15, 'Revenue from contracts with customers' (amendments to IFRS 15)	January 1, 2018
IFRS 16, 'Leases'	January 1, 2019
Disclosure initiative (amendments to IAS 7)	January 1, 2017
Recognition of deferred tax assets for unrealised losses (amendments to IAS 12)	January 1, 2017
Transfers of investment property (amendments to IAS 40)	January 1, 2018
IFRIC 22, 'Foreign currency transactions and advance consideration'	January 1, 2018

New Standards, Interpretations and Amendments	Effective date by International Accounting Standards Board
Annual improvements to IFRSs 2014-2016 cycle - Amendments to IFRS 1, 'First-time adoption of International Financial Reporting Standards'	January 1, 2018
Annual improvements to IFRSs 2014-2016 cycle - Amendments to IFRS 12, 'Disclosure of interests in other entities'	January 1, 2017
Annual improvements to IFRSs 2014-2016 cycle - Amendments to IAS 28, 'Investments in associates and joint ventures'	January 1, 2018

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

A. IFRS 9, 'Financial instruments'

- (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 measured 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 Company 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 amended general hedge accounting requirements align hedge accounting more closely with an entity's risk management strategy. Risk components of non-financial items and a Group of items can be designated as hedged items. The standard relaxes the requirements for hedge effectiveness, removing the 80-125% bright line, and introduces the concept of 'rebalancing'; while its risk management objective remains unchanged, an entity shall rebalance the hedged item or the hedging instrument for the purpose of maintaining the hedge ratio.

B. IFRS 15, 'Revenue from contracts with customers'

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.

C. Amendments to IFRS 15, 'Clarifications to IFRS 15 Revenue from Contracts with Customers'

The amendments clarify how to identify a performance obligation (the promise to transfer a good or a service to a customer) in a contract; determine whether a company is a principal (the provider of a good or service) or an agent (responsible for arranging for the good or service to be provided); and determine whether the revenue from granting a license should be recognized at a point in time or over time. In addition to the clarifications, the amendments include two additional reliefs to reduce cost and complexity for a company when it first applies the new Standard.

D. IFRS 16, 'Leases'

IFRS 16, 'Leases', replaces IAS 17, 'Leases' and related interpretations and SICs. The standard requires lessees to recognize 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.

E. 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.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies adopted are consistent with Note 4 in the consolidated financial statements for the year ended December 31, 2016, except for the compliance statement, basis of preparation, basis of consolidation and additional policies 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 Standards 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, 2016.

(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 International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the FSC (collectively referred herein as the “IFRSs”) requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 5.

(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:

Name of investor	Name of subsidiary	Main business activities	Ownership (%)		
			March 31, 2017	December 31,	March 31, 2016
The Company	Global Communication Semiconductors, LLC	1. Manufacturing of compound semiconductor wafer and foundry related services as well as granting royalty rights for intellectual property 2. 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%

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) Income tax

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.

5. CRITICAL ACCOUNTING JUDGMENTS, ESTIMATES AND KEY SOURCES OF ASSUMPTION UNCERTAINTY

The preparation of these consolidated financial statements requires management to make critical judgments 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 judgments 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. Realizability 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 March 31, 2017, the Group recognised deferred income tax assets amounting to \$200,149.

B. Evaluation of inventories

As inventories are stated at the lower of cost and net realizable value, the Group must determine the net realizable value of inventories on balance sheet date using judgments 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 realizable 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 March 31, 2017, the carrying amount of inventories was \$333,501.

6. DETAILS OF SIGNIFICANT ACCOUNTS

(1) Cash and cash equivalents

	<u>March 31, 2017</u>	<u>December 31, 2016</u>	<u>March 31, 2016</u>
Cash on hand	\$ 111	\$ 115	\$ 114
Checking accounts and demand deposits	1,258,951	1,180,266	1,049,890
Cash equivalents - money market fund	-	201,513	208,478
Total	<u>\$ 1,259,062</u>	<u>\$ 1,381,894</u>	<u>\$ 1,258,482</u>

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) Available-for-sale financial assets

	<u>March 31, 2017</u>	<u>December 31, 2016</u>	<u>March 31, 2016</u>
Non-current items:			
Listed stocks	\$ 7,583	\$ 8,063	\$ 8,046
Emerging stocks	-	-	42,298
Subtotal	7,583	8,063	50,344
Valuation adjustment	57,323	23,542	22,687
	<u>\$ 64,906</u>	<u>\$ 31,605</u>	<u>\$ 73,031</u>

The Group recognised \$33,781 and \$21,554 in other comprehensive income for fair value change for the three-month periods ended March 31, 2017 and 2016, respectively.

(3) Accounts receivable, net

	<u>March 31, 2017</u>	<u>December 31, 2016</u>	<u>March 31, 2016</u>
Accounts receivable - third parties	\$ 229,960	\$ 219,659	\$ 238,272
Less: Allowance for bad debts	-	(20,910)	-
Allowance for sales returns and discounts	(1,489)	(1,504)	(3,573)
	<u>\$ 228,471</u>	<u>\$ 197,245</u>	<u>\$ 234,699</u>

A. 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:

	<u>March 31, 2017</u>	<u>December 31, 2016</u>	<u>March 31, 2016</u>
Group 1	\$ 102,825	\$ 92,546	\$ 101,824
Group 2	78,498	66,851	78,822
Group 3	9,980	5,910	6,713
	<u>\$ 191,303</u>	<u>\$ 165,307</u>	<u>\$ 187,359</u>

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

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

Group 3: Annual sales transactions below US\$ 100 thousand.

B. The aging analysis of accounts receivable that were past due but not impaired is as follows:

	<u>March 31, 2017</u>	<u>December 31, 2016</u>	<u>March 31, 2016</u>
Up to 30 days	\$ 32,012	\$ 29,498	\$ 46,315
31 to 60 days	1,729	1,193	861
61 to 90 days	3,427	1,247	164
	<u>\$ 37,168</u>	<u>\$ 31,938</u>	<u>\$ 47,340</u>

C. Analysis of movement of impaired accounts receivable:

(a) As of March 31, 2017, December 31, 2016 and March 31, 2016, the Group's accounts receivable that were impaired amounted to \$0, \$20,910 and \$0, respectively.

(b) Movements on the Group's provision for impairment of accounts receivable are as follows:

	<u>2017</u>		
	<u>Individual provision</u>	<u>Group provision</u>	<u>Total</u>
At January 1	\$ 20,910	\$ -	\$ 20,910
Write-offs during the period	(20,910)	-	(20,910)
March 31	<u>\$ -</u>	<u>-</u>	<u>\$ -</u>

For the three-month period ended March 31, 2016: None.

D. The Group does not hold any collateral as security.

(4) Inventories

	<u>March 31, 2017</u>		
	<u>Cost</u>	<u>Allowance</u>	<u>Book Value</u>
Raw materials	\$ 129,157	(\$ 23,018)	\$ 106,139
Work in process	239,053	(51,923)	187,130
Finished goods	50,268	(10,036)	40,232
	<u>\$ 418,478</u>	<u>(\$ 84,977)</u>	<u>\$ 333,501</u>

	December 31, 2016		
	Cost	Allowance	Book Value
Raw materials	\$ 134,925	(\$ 24,733)	\$ 110,192
Work in process	234,570	(42,685)	191,885
Finished goods	57,321	(10,996)	46,325
	<u>\$ 426,816</u>	<u>(78,414)</u>	<u>\$ 348,402</u>
	March 31, 2016		
	Cost	Allowance	Book Value
Raw materials	\$ 129,975	(\$ 18,701)	\$ 111,274
Work in process	191,264	(23,932)	167,332
Finished goods	74,657	(5,188)	69,469
	<u>\$ 395,896</u>	<u>(\$ 47,821)</u>	<u>\$ 348,075</u>

Expenses and costs incurred as cost of operating revenue for the three-month periods ended March 31, 2017 and 2016 were as follows:

	For the three-month periods ended March 31,	
	2017	2016
Cost of inventories sold	\$ 221,999	\$ 283,688
(Recovery of) loss on market price decline	11,513	(42,196)
Revenue from sale of scraps	(9,132)	(11,560)
	<u>\$ 224,380</u>	<u>\$ 229,932</u>

The Group recognized recovery of loss on market price decline for the three-month period ended March 31, 2016 because part of the inventories previously written down were sold.

(5) Property, plant and equipment

	Land	Buildings	Machinery equipment	Computer and communication equipment	Research equipment	Office equipment	Leased assets	Leasehold improvements	Total
At January 1, 2017									
Cost	\$ 148,511	\$ 99,008	\$ 780,103	\$ 11,852	\$ 57,524	\$ 5,346	\$ 45,325	\$ 218,033	\$ 1,365,702
Accumulated depreciation	-	(4,008)	(620,858)	(7,356)	(29,790)	(3,468)	(18,736)	(194,183)	(878,399)
	<u>\$ 148,511</u>	<u>\$ 95,000</u>	<u>\$ 159,245</u>	<u>\$ 4,496</u>	<u>\$ 27,734</u>	<u>\$ 1,878</u>	<u>\$ 26,589</u>	<u>\$ 23,850</u>	<u>\$ 487,303</u>
<u>2017</u>									
Opening net book amount	\$ 148,511	\$ 95,000	\$ 159,245	\$ 4,496	\$ 27,734	\$ 1,878	\$ 26,589	\$ 23,850	\$ 487,303
Additions	-	-	5,178	20	3,313	-	-	-	8,511
Depreciation charge	-	(682)	(8,891)	(369)	(1,268)	(116)	(1,561)	(2,940)	(15,827)
Net exchange differences	(8,841)	(5,639)	(9,364)	(223)	(1,281)	(95)	(1,545)	(1,344)	(28,332)
Closing net book amount	<u>\$ 139,670</u>	<u>\$ 88,679</u>	<u>\$ 146,168</u>	<u>\$ 3,924</u>	<u>\$ 28,498</u>	<u>\$ 1,667</u>	<u>\$ 23,483</u>	<u>\$ 19,566</u>	<u>\$ 451,655</u>
At March 31, 2017									
Cost	\$ 139,670	\$ 93,113	\$ 738,745	\$ 11,195	\$ 57,839	\$ 4,979	\$ 42,627	\$ 205,087	\$ 1,293,255
Accumulated depreciation	-	(4,434)	(592,577)	(7,271)	(29,341)	(3,312)	(19,144)	(185,521)	(841,600)
	<u>\$ 139,670</u>	<u>\$ 88,679</u>	<u>\$ 146,168</u>	<u>\$ 3,924</u>	<u>\$ 28,498</u>	<u>\$ 1,667</u>	<u>\$ 23,483</u>	<u>\$ 19,566</u>	<u>\$ 451,655</u>

	Land	Buildings	Machinery equipment	Computer and communication equipment	Research equipment	Office equipment	Leased assets	Leasehold improvements	Total
At January 1, 2016									
Cost	\$ 151,159	\$ 100,773	\$ 726,535	\$ 10,134	\$ 43,678	\$ 5,484	\$ 46,133	\$ 221,910	\$ 1,305,806
Accumulated depreciation	(1,200)	(6,217)	(25,961)	(3,085)	(12,480)	(183,138)	(33,653)	(38,772)	(832,172)
	<u>\$ 151,159</u>	<u>\$ 99,573</u>	<u>\$ 126,444</u>	<u>\$ 3,917</u>	<u>\$ 17,717</u>	<u>\$ 2,399</u>	<u>\$ 33,653</u>	<u>\$ 38,772</u>	<u>\$ 473,634</u>
<u>2016</u>									
Opening net book amount	\$ 151,159	\$ 99,573	\$ 126,444	\$ 3,917	\$ 17,717	\$ 2,399	\$ 33,653	\$ 38,772	\$ 473,634
Additions	-	-	29,231	1,161	5,794	-	-	-	36,186
Disposals	-	-	-	-	-	-	-	-	-
Depreciation charge	(2,947)	(727)	(7,486)	(356)	(898)	(125)	(1,663)	(3,689)	(14,944)
Net exchange differences	(1,920)	(3,085)	(86)	(37)	(608)	(642)	(642)	(642)	(9,607)
Closing net book amount	<u>\$ 148,212</u>	<u>\$ 96,926</u>	<u>\$ 145,104</u>	<u>\$ 4,636</u>	<u>\$ 22,331</u>	<u>\$ 2,237</u>	<u>\$ 31,382</u>	<u>\$ 34,441</u>	<u>\$ 485,269</u>
At March 31, 2016									
Cost	\$ 148,212	\$ 98,808	\$ 740,767	\$ 10,836	\$ 48,670	\$ 5,336	\$ 45,234	\$ 217,595	\$ 1,315,458
Accumulated depreciation	(1,882)	(1,882)	(595,663)	(6,200)	(26,339)	(3,099)	(13,852)	(183,154)	(830,189)
	<u>\$ 148,212</u>	<u>\$ 96,926</u>	<u>\$ 145,104</u>	<u>\$ 4,636</u>	<u>\$ 22,331</u>	<u>\$ 2,237</u>	<u>\$ 31,382</u>	<u>\$ 34,441</u>	<u>\$ 485,269</u>

- A. Amount of borrowing costs capitalized as part of property, plant and equipment for three-month periods ended March 31, 2017 and 2016: None.
- B. Information about the property, plant and equipment that were pledged to others as collaterals is provided in Note 8.

(6) Short-term borrowings

<u>Type of borrowings</u>	<u>March 31, 2017</u>	<u>Interest rate range</u>	<u>Collateral</u>
Bank borrowings			
Secured borrowings	<u>\$ 20,000</u>	Floating interest rate	Time deposit (Note)

As of December 31, 2016 and March 31, 2016, the Group had no short-term borrowings.

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

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

<u>Item</u>	<u>March 31, 2017</u>	<u>December 31, 2016</u>	<u>March 31, 2016</u>
Current items:			
Financial liabilities held for trading			
Call options, put options and conversion options embedded in convertible bonds	\$ 60,321	\$ 60,321	\$ 66,652
Valuation adjustment	(48,813)	9,183	84,963
Total	<u>\$ 11,508</u>	<u>\$ 69,504</u>	<u>\$ 151,615</u>

The Group recognized net loss (profit) of \$59,450 and (\$56,070), respectively, on financial liabilities at fair value through profit or loss for the three-month periods ended March 31, 2017 and 2016.

(8) Bonds payable

<u>Item</u>	<u>March 31, 2017</u>	<u>December 31, 2016</u>	<u>March 31, 2016</u>
Convertible bonds			
First secured convertible bonds	\$ 300,000	\$ 300,000	\$ 300,000
Second unsecured convertible bonds	<u>300,000</u>	<u>300,000</u>	<u>300,000</u>
	600,000	600,000	600,000
Less: Bonds converted	(243,500)	(243,500)	(171,200)
Less: Discount on bonds payable	(25,240)	(30,625)	(55,225)
	331,260	325,875	373,575
Less: Call options exercisable (Note)	(331,260)	(325,875)	-
	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 373,575</u>

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 reclassified as current liabilities and recognized 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% 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 recognized 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) As of March 31, 2017, convertible bonds amounting to \$87,800 was converted to ordinary shares of 1,385,917 shares.
- (l) Please refer to Note 8 for the information of the Group's assets pledged to 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% 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 recognized 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) As of March 31, 2017, convertible bonds amounting to \$155,700 was converted to ordinary shares of 2,326,963 shares.

(9) Long-term borrowings

Type of borrowings	Borrowing period and repayment term	Interest rate	Collateral	March 31, 2017	December 31, 2016	March 31, 2016
Long-term bank borrowings	(Note 2)	4%	Land and buildings (Note 3)	\$ 111,258	\$ 123,280	\$ 139,154
Secured borrowings (Note 1)						
Less: Current portion				(19,145)	(20,154)	(19,443)
				<u>\$ 92,113</u>	<u>\$ 103,126</u>	<u>\$ 119,711</u>

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 March 31, 2017, December 31, 2016 and March 31, 2016, 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 to secured borrowings.

(10) Other payables

	<u>March 31, 2017</u>	<u>December 31, 2016</u>	<u>March 31, 2016</u>
Accrued employees' compensation and directors' remuneration	\$ 30,771	\$ 21,914	\$ 22,885
Accrued salaries and bonuses	24,631	36,603	22,920
Accrued unused compensated absences	20,784	21,207	17,987
Accrued payable for equipment	18,656	29,272	3,432
Accrued miscellaneous expenses	3,453	3,455	3,183
Accrued service fee	3,221	3,967	28,632
Accrued utilities	1,956	1,926	1,818
Accrued rental expenses	102	99	70
Other accrued expenses	<u>34,731</u>	<u>41,476</u>	<u>29,671</u>
	<u>\$ 138,305</u>	<u>\$ 159,919</u>	<u>\$ 130,598</u>

(11) Finance lease liabilities

The Group leases machinery equipment assets 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:

	March 31, 2017		
	Total finance lease liabilities	Future finance charges	Present value of finance lease liabilities
<u>Current</u>			
No later than one year (shown as "Other current liabilities")	\$ 11,714	(\$ 691)	\$ 11,023
<u>Non-current</u>			
Later than one year but not later than five years (shown as "Other non-current liabilities")	11,673	(333)	11,340
	<u>\$ 23,387</u>	<u>(\$ 1,024)</u>	<u>\$ 22,363</u>
	December 31, 2016		
	Total finance lease liabilities	Future finance charges	Present value of finance lease liabilities
<u>Current</u>			
No later than one year (shown as "Other current liabilities")	\$ 12,456	(\$ 852)	\$ 11,604
<u>Non-current</u>			
Later than one year but not later than five years (shown as "Other non-current liabilities")	15,525	(493)	15,032
	<u>\$ 27,981</u>	<u>(\$ 1,345)</u>	<u>\$ 26,636</u>

	March 31, 2016		
	Total finance lease liabilities	Future finance charges	Present value of finance lease liabilities
<u>Current</u>			
No later than one year (shown as "Other current liabilities")	\$ 12,431	(\$ 1,197)	\$ 11,234
<u>Non-current</u>			
Later than one year but not later than five years (shown as "Other non-current liabilities")	24,817	(1,086)	23,731
	<u>\$ 37,248</u>	<u>(\$ 2,283)</u>	<u>\$ 34,965</u>

(12) 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 subsidiary has 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 subsidiary contributes 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 periods ended March 31, 2017 and 2016 amounted to \$4,708 and \$4,167, respectively.

(13) Share-based payment-employee compensation plan

A. As of March 31, 2017 and 2016, the Company's share-based payment transactions are set forth below:

<u>Type of arrangement</u>	<u>Grant date</u>	<u>Quantity granted</u>	<u>Contract period</u>	<u>Vesting condition</u>
Employee stock options	January to October 2011	2,463,498 shares	10 years	(Note 1)
Employee stock options	April 2013	1,538,000 shares	10 years	(Note 2)
Employee stock options	August 2013	7,830 shares	10 years	(Note 2)
Employee stock options	October 2013	538,000 shares	10 years	(Note 2)
Employee stock options	February 2014	60,000 shares	10 years	(Note 2)
Employee stock options	November 2014	75,000 shares	10 years	(Note 2)
Employee stock options	January 2015	30,000 shares	10 years	(Note 2)
Employee stock options	February 2015	652,200 shares	10 years	(Note 2)
Employee stock options	July 2015	40,000 shares	10 years	(Note 2)
Employee stock options	March 2016	5,000 shares	10 years	(Note 2)
Employee stock options	August 2016	895,000 shares	10 years	(Note 2)
Employee stock options	November 2016	34,000 shares	10 years	(Note 2)
Employee stock options	February 2017	15,000 shares	10 years	(Note 2)
Restricted stocks to employees (Note 4)	July 2015	297,300 shares	2 years	(Note 3)
Restricted stocks to employees (Note 4)	November 2015	22,000 shares	2 years	(Note 3)
Restricted stocks to employees (Note 4)	January 2016	93,700 shares	2 years	(Note 3)
Restricted stocks to employees (Note 4)	March 2016	8,000 shares	2 years	(Note 3)

Note 1: Some employee stock options shall be vested and become exercisable as to 50% of the shares immediately, and the remaining 50% of such shares to be vested in the following year. Some options shall be vested and become exercisable as to 25% of the shares covered on the first anniversary of the vesting commencement date, and the remaining 75% of such shares ratably in equal installments as of the last day of each of the succeeding 36 months.

Note 2: 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 ratably in equal installments as of the last day of each of the succeeding 24 months.

Note 3: Some restricted stocks to employees shall be vested and become exercisable 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 4: 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:

	<u>For the three-month period ended March 31, 2017</u>		
	<u>No. of options</u>	<u>Currency</u>	<u>Weighted average exercise price</u>
			(in dollars)
Options outstanding at beginning of the period	2,178,139	NTD	\$ 44.84
Options granted	15,000	NTD	57.10
Options exercised	(414)	NTD	17.63
Options forfeited	(8,000)	NTD	65.73
Options outstanding at end of the period	<u>2,184,725</u>	NTD	44.85
Options exercisable at end of the period	<u>868,797</u>	NTD	25.30

	For the three-month period ended March 31, 2016		
	No. of options	Currency	Weighted average exercise price (in dollars)
Options outstanding at beginning of the period	2,089,902	NTD	\$ 29.47
Options granted	5,000	NTD	86.20
Options exercised	(134,963)	NTD	20.75
Options forfeited	(27,421)	NTD	24.79
Options outstanding at end of the period	<u>1,932,518</u>	NTD	30.31
Options exercisable at end of the period	<u>808,866</u>	NTD	17.23

C. The weighted-average stock price of stock options at exercise dates for the three-month periods ended March 31, 2017 and 2016 was \$56.17 (in dollars) and \$80.73 (in dollars), respectively.

D. As of March 31, 2017, December 31, 2016 and March 31, 2016, the range of exercise prices of stock options outstanding are as follows:

Grant date	Expiration	March 31, 2017		
		No. of Shares	Currency	Stock options exercise price (in dollars)
April 2013	April 2023	317,397	NTD	\$ 11.35
August 2013	August 2023	1,957	NTD	17.37
October 2013	October 2023	188,671	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	30,000	NTD	42.09
February 2015	February 2025	621,200	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	34,000	NTD	64.40
February 2017	February 2027	<u>15,000</u>	NTD	57.10
		<u>2,184,725</u>		

December 31, 2016				
Grant date	Expiration	No. of Shares	Currency	Stock options exercise price (in dollars)
April 2013	April 2023	317,397	NTD	\$ 11.35
August 2013	August 2023	1,957	NTD	17.37
October 2013	October 2023	189,085	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	30,000	NTD	42.09
February 2015	February 2025	621,200	NTD	41.21
March 2016	March 2026	5,000	NTD	71.01
August 2016	August 2026	895,000	NTD	65.73
November 2016	November 2026	34,000		64.40
		<u>2,178,139</u>		

March 31, 2016				
Grant date	Expiration	No. of Shares	Currency	Stock options exercise price (in dollars)
From January 2011 to October 2011	From January 2021 to October 2021	27,675	USD	\$ 1.17
April 2013	April 2023	685,037	NTD	13.78
August 2013	August 2023	3,830	NTD	21.09
October 2013	October 2023	371,776	NTD	21.40
February 2014	February 2024	60,000	NTD	23.31
November 2014	November 2024	67,000	NTD	39.64
January 2015	January 2025	30,000	NTD	51.10
February 2015	February 2025	642,200	NTD	50.03
July 2015	July 2025	40,000	NTD	47.15
March 2016	March 2026	5,000	NTD	86.20
		<u>1,932,518</u>		

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

Employee restricted stocks	For the three-month periods ended March 31,	
	2017	2016
	No. of Shares	No. of Shares
Outstanding at beginning of the period	244,850	316,300
Granted (Note)	-	101,700
Retrieved	(43,850)	-
Outstanding at end of the period	201,000	418,000

Note: 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.

F. For the stock options and restricted stocks 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:

Type of arrangement	Grant date	Currency	Fair value	Exercise price	Expected price volatility	Expected option period (Years)	Expected dividend yield rate	Risk-free interest rate	Fair value
			(in dollars)	(in dollars)	(years)				(in dollars)
Employee stock options	January 2011	USD	\$ 1.31	\$ 1.17	76.33%	1.48~6.05	-	4.83%	\$ 0.52~0.90
Employee stock options	January 2011	USD	1.31	1.17	76.33%	5.75~6.25	-	4.83%	0.89~0.92
Employee stock options	May 2011	USD	1.22	1.17	63.00%	6.08	-	2.51%	0.74
Employee stock options	July 2011	USD	1.22	1.17	63.00%	6.08	-	1.94%	0.73
Employee stock options	October 2011	USD	1.22	1.17	64.00%	6.08	-	1.16%	0.72
Employee stock options	April 2013	NTD	18.28	18.10	51.47%	6.26	1.16%	1.07%	8.18
Employee stock options	August 2013	NTD	27.40	27.71	51.47%	6.26	1.16%	1.47%	12.29
Employee stock options	October 2013	NTD	27.94	28.11	51.47%	6.26	1.16%	1.44%	12.55
Employee stock options	February 2014	NTD	35.97	30.62	51.47%	6.26	1.16%	1.20%	17.48
Employee stock options	November 2014	NTD	50.22	48.25	47.00%	6.26	1.10%	1.75%	28.00

Type of arrangement	Grant date	Currency	Fair value	Exercise price	Expected			Risk-free interest rate	Fair value
					price	option period (Years)	dividend yield rate		
			(in dollars)	(in dollars)	volatility				(in dollars)
Employee stock options	January 2015	NTD	\$ 55.20	\$ 62.20	44.96%	6.26	1.10%	1.67%	\$28.31
Employee stock options	February 2015	NTD	60.62	60.90	40.89%	6.26	1.00%	1.67%	31.54
Employee stock options	July 2015	NTD	82.15	57.40	50.88%	6.26	1.00%	1.27%	54.67
Employee stock options	March 2016	NTD	87.87	86.20	55.74%	6.26	1.00%	0.94%	53.71
Employee stock options	August 2016	NTD	84.91	79.80	39.67%	6.26	1.00%	0.91%	45.91
Employee stock options	November 2016	NTD	68.36	64.40	48.92%	6.26	1.00%	0.82%	40.15
Employee stock options	February 2017	NTD	57.98	57.10	34.41%	6.26	1.00%	1.19%	29.14
Restricted stocks to employees	August 2013	NTD	27.55	-	43.40%	1.00	1.16%	0.82%	22.82
Restricted stocks to employees	August 2013	NTD	27.55	-	47.49%	2.00	1.16%	0.99%	20.41
Restricted stocks to employees	October 2013	NTD	28.10	-	43.40%	1.00	1.16%	0.78%	23.27
Restricted stocks to employees	October 2013	NTD	28.10	-	47.49%	2.00	1.16%	0.95%	20.81

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

	For the three-month periods ended March 31,	
	2017	2016
Equity-settled	\$ 5,959	\$ 6,616

(14) Common stock

- A. As of March 31, 2017, the Company's paid-in capital was \$744,027, consisting of 74,402,680 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	
	2017	2016
At January 1	74,402,266	57,799,943
Exercise of employee stock options	414	134,963
Conversion of convertible bonds	-	1,580,180
Issuance of restricted stocks to employees	-	101,700
At March 31	<u>74,402,680</u>	<u>59,616,786</u>

- B. On June 3, 2016, the stockholders adopted a resolution to appropriate \$130,050 of year 2015 earnings as stock dividends by issuing 13,004,988 shares. Pursuant to resolution adopted at the Board of Directors' meeting on August 1, 2016, the record date for stock dividend distribution was set on September 26, 2016. The capital increase has been completed.

- C. On May 15, 2015, the stockholders 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. As of March 31, 2017, the Company retrieved 19,000 employee restricted stocks due to the employees' resignation and the retrieved shares have been retired.

D. Treasury shares

- (a) Reason for share reacquisition and the number of the Company's treasury shares are as follows:

		March 31, 2017	
Name of company holding the shares	Reason for reacquisition	Number of shares	Carrying amount
The Company	To be reissued to employees	1,377,000	\$ 90,870

		December 31, 2016	
Name of company holding the shares	Reason for reacquisition	Number of shares	Carrying amount
The Company	To be reissued to employees	1,127,000	\$ 77,915

March 31, 2016: None.

- (b) Pursuant to the R.O.C. Securities and Exchange Act, the number of shares bought back 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 realized capital surplus.
- (c) Pursuant to the R.O.C. Securities and Exchange Act, treasury shares 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 shares should be reissued to the employees within three years from the reacquisition date and shares not reissued within the three-year period are to be retired. Treasury shares to enhance the Company's credit rating and the stockholders' equity should be retired within six months of acquisition.

(15) 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 stockholders.

	2017				
	Share premium	Employee stock options	Employee restricted stocks	Others	Total
At January 1	\$ 541,476	\$ 46,850	\$ 26,588	\$ 29,712	\$ 644,626
Compensation cost of share-based payment	-	5,473	-	-	5,473
Exercise of employee stock options	16	(11)	-	-	5
Cancellation of employee stock options	-	(52)	-	52	-
At March 31	<u>\$ 541,492</u>	<u>\$ 52,260</u>	<u>\$ 26,588</u>	<u>\$ 29,764</u>	<u>\$ 650,104</u>

	2016				
	Share premium	Employee stock options	Employee restricted stocks	Others	Total
At January 1	\$ 368,914	\$ 50,655	\$ 21,309	\$ 27,810	\$ 468,688
Issuance of restricted stocks to employees	-	-	6,221	-	6,221
Compensation cost of share-based payment	-	3,171	-	-	3,171
Exercise of employee stock options	4,208	(2,767)	-	-	1,441
Conversion of convertible bonds	88,498	-	-	-	88,498
Cancellation of employee stock options	-	(289)	-	289	-
At March 31	<u>\$ 461,620</u>	<u>\$ 50,770</u>	<u>\$ 27,530</u>	<u>\$ 28,099</u>	<u>\$ 568,019</u>

(16) 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 stockholders.
- 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. The appropriation of 2016 earnings had been resolved by the Board of Directors on February 23, 2017 and the appropriation of 2015 earnings had been resolved by the shareholders at the annual shareholders' meeting on June 3, 2016. Details are summarized below:

	2016		2015	
	Amount	Dividends per share (in dollars)	Amount	Dividends per share (in dollars)
Cash dividends	\$ 73,275	\$ 1.00	\$ 14,450	\$ 0.25
Stock dividends	-	-	130,050	2.25
	<u>\$ 73,275</u>	<u>\$ 1.00</u>	<u>\$ 144,500</u>	<u>\$ 2.50</u>

The appropriation of 2016 earnings has not been resolved by the shareholders meeting yet.

D. For the information relating to employees' compensation and directors' remuneration, please refer to Note 6(22).

(17) Other equity interest

	2017			
	Currency translation differences	Unearned employee compensation	Available-for- sale financial assets	Total
At January 1	\$ 122,002	(\$ 3,548)	\$ 14,166	\$ 132,620
Currency translation differences	(123,198)	-	-	(123,198)
Compensation costs of share-based payment	-	486	-	486
Changes of fair value in financial instruments				
- Revaluation - gross	-	-	33,781	33,781
- Revaluation - tax	-	-	(13,455)	(13,455)
At March 31	<u>(\$ 1,196)</u>	<u>(\$ 3,062)</u>	<u>\$ 34,492</u>	<u>\$ 30,234</u>

	2016			
	Currency translation differences	Unearned employee compensation	Available-for-sale financial assets	Total
At January 1	\$ 128,882	(\$ 13,069)	\$ 682	\$ 116,495
Currency translation differences	(26,070)	-	-	(26,070)
Issuance of restricted stocks to employees	-	(7,228)	-	(7,228)
Compensation costs of share-based payment	-	3,445	-	3,445
Changes of fair value in financial instruments				
- Revaluation - gross	-	-	21,554	21,554
- Revaluation - tax	-	-	(8,586)	(8,586)
At March 31	<u>\$ 102,812</u>	<u>(\$ 16,852)</u>	<u>\$ 13,650</u>	<u>\$ 99,610</u>

(18) Operating revenue

	For the three-month periods ended March 31,	
	2017	2016
Sales revenue	\$ 401,667	\$ 456,223
Service revenue	3,886	-
Royalty revenue	6,139	7,562
	<u>\$ 411,692</u>	<u>\$ 463,785</u>

(19) Other gains and losses

	For the three-month periods ended March 31,	
	2017	2016
Net gains (losses) on financial liabilities at fair value through profit or loss	\$ 59,450	(\$ 56,070)
Net currency exchange losses	(24,279)	(7,223)
	<u>\$ 35,171</u>	<u>(\$ 63,293)</u>

(20) Finance costs

	For the three-month periods ended March 31,	
	2017	2016
Interest expense:		
Convertible bonds	\$ 5,443	\$ 7,490
Other interest expense	1,478	1,886
	<u>\$ 6,921</u>	<u>\$ 9,376</u>

(21) Expenses by nature

	For the three-month periods ended March 31,	
	2017	2016
Employee benefit expense	\$ 160,330	\$ 155,952
Depreciation charges on property, plant and equipment	15,827	14,944
Amortisation charges on intangible assets (recognized as cost of operating revenue and operating expenses)	1,949	2,241
	<u>\$ 178,106</u>	<u>\$ 173,137</u>

(22) Employee benefit expense

	For the three-month periods ended March 31,	
	2017	2016
Wages and salaries	\$ 136,842	\$ 131,846
Compensation cost of share-based payment	5,959	6,616
Insurance expense	12,560	12,950
Pension costs	4,708	4,167
Other personnel expenses	261	373
	<u>\$ 160,330</u>	<u>\$ 155,952</u>

- A. According to the Articles of Incorporation of the Company, when distributing earnings, a 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 periods ended March 31, 2017 and 2016, employees' compensation was accrued at \$5,231 and \$1,037, respectively; directors' remuneration was accrued at \$2,093 and \$415, respectively. The aforementioned amounts were recognized in cost of operating revenue and wages and salaries, respectively. 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 March 31, 2017. The difference between the amount resolved by the Board of Directors and the amounts recognized in the 2016 financial statements had been adjusted in the profit or loss of 2017.
- 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.

(23) Income tax

A. Income tax expense

Income tax expense calculated at the statutory rate (the federal tax rate is 34%; the state tax rate is 8.84%) and income tax payable is reconciled as follows:

	<u>For the three-month periods ended March 31,</u>	
	<u>2017</u>	<u>2016</u>
Current tax:		
Current tax on profit for the period	\$ 6,665	\$ 2,353
Effect from alternative minimum tax	313	-
Adjustments in respect of prior years	(613)	-
Income tax expense	<u>\$ 6,365</u>	<u>\$ 2,353</u>

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

	<u>For the three-month periods ended March 31,</u>	
	<u>2017</u>	<u>2016</u>
Unrealized valuation gain / loss of available-for-sale financial assets	<u>(\$ 13,455)</u>	<u>(\$ 8,586)</u>

(24) Earnings per share (EPS)

The basic EPS is determined by the net income divided by the weighted average numbers 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.

	<u>For the three-month period ended March 31, 2017</u>		
	<u>Amount after tax</u>	<u>Weighted average outstanding stocks</u>	<u>Earnings per share (in dollars)</u>
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	<u>\$ 98,264</u>	<u>73,005</u>	<u>\$ 1.35</u>
<u>Diluted earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 98,264	73,005	
Assumed conversion of all dilutive potential ordinary shares			
Convertible bonds	(31,650)	6,587	
Employees' bonus	-	440	
Employee stock options	-	500	
Employee restricted stocks	-	139	
Profit attributable to ordinary shareholders of the parent plus assumed conversion of all dilutive potential ordinary shares	<u>\$ 66,614</u>	<u>80,671</u>	<u>\$ 0.83</u>

For the three-month period ended March 31, 2016

	Amount after tax	Weighted average outstanding stocks	Earnings per share (in dollars)
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 16,897	69,930	\$ 0.24
<u>Diluted earnings per share (Note)</u>			
Profit attributable to ordinary shareholders of the parent	\$ 16,897	69,930	
Assumed conversion of all dilutive potential ordinary shares			
Employees' bonus	-	312	
Employee stock options	-	1,611	
Employee restricted stocks	-	253	
Profit attributable to ordinary shareholders of the parent plus assumed conversion of all dilutive potential ordinary shares	\$ 16,897	72,106	\$ 0.23

Note: The unsecured convertible domestic bonds have anti-dilutive effect, and as a result, would not be considered while calculating the diluted EPS.

(25) Operating lease commitments

The Company's subsidiary, Global Communication Semiconductors, LLC, entered into operating lease contracts with JMI Management, LLC for its office located in Los Angeles, California, USA. The lease periods were from April 1, 2015 to May 31, 2020.

The Company's subsidiary, Global Device Technologies, Co., Ltd., entered into operating lease contracts for its office located in New Taipei City. The lease periods were from March 16, 2017 to March 15, 2019 and March 16, 2015 to March 15, 2017, respectively.

As of each balance sheet date, the future minimum rental payments based on the above lease agreements were as follows:

	March 31, 2017	December 31, 2016	March 31, 2016
Not later than one year	\$ 1,970	\$ 1,333	\$ 1,621
Later than one year but not later than five years	3,249	2,807	4,249
	<u>\$ 5,219</u>	<u>\$ 4,140</u>	<u>\$ 5,870</u>

(26) Supplemental cash flow information

A. Investing activities with partial cash payments:

	<u>For the three-month periods ended March 31,</u>	
	<u>2017</u>	<u>2016</u>
Acquisition of property, plant and equipment	\$ 8,511	\$ 36,186
Add: Ending balance of prepayments for equipment	165,073	21,306
Less: Beginning balance of prepayments for equipment	(120,552)	(33,017)
Less: Ending balance of accrued lease liabilities	(22,363)	(34,965)
Add: Beginning balance of accrued lease liabilities	26,636	38,453
Less: Ending balance of payables for equipment	(18,656)	(3,432)
Add: Beginning balance of payables for equipment	29,272	11,008
Cash paid during the period	<u>\$ 67,921</u>	<u>\$ 35,539</u>

B. Financing activities with no cash effect:

	<u>For the three-month periods ended March 31,</u>	
	<u>2017</u>	<u>2016</u>
Convertible bonds being converted to capital stocks	<u>\$ -</u>	<u>\$ 104,300</u>

7. RELATED PARTY TRANSACTIONS

Key management compensation

	<u>For the three-month periods ended March 31,</u>	
	<u>2017</u>	<u>2016</u>
Salaries and other short-term employee benefits	\$ 24,768	\$ 27,852
Post-employment benefits	930	1,025
Compensation cost of share-based payment	3,020	2,338
	<u>\$ 28,718</u>	<u>\$ 31,215</u>

8. PLEGDED ASSETS

As of March 31, 2017, December 31, 2016 and March 31, 2016, the Group's assets pledged as collateral were as follows:

<u>Assets</u>	<u>March 31, 2017</u>	<u>December 31, 2016</u>	<u>March 31, 2016</u>	<u>Purpose</u>
Land	\$ 139,670	\$ 148,511	\$ 148,212	Long-term borrowings
Buildings	88,679	95,000	96,926	Long-term borrowings
Time deposits (shown as "Other non-current assets")	90,990	64,500	64,370	Short-term borrowings and secured convertible bonds
Other financial assets, non-current	1,213	1,290	3,989	Deposits for office rental and waste water treatment

9. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNIZED CONTRACT COMMITMENTS

(1) Please refer to Note 6(25) for the operating lease commitments.

(2) Capital commitments

	<u>March 31, 2017</u>	<u>December 31, 2016</u>	<u>March 31, 2016</u>
Property, plant and equipment	\$ <u>98,540</u>	\$ <u>98,483</u>	\$ <u>28,221</u>

10. SIGNIFICANT DISASTER LOSS

None.

11. SIGNIFICANT EVENTS AFTER THE REPORTING PERIOD

None.

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. (a) Except for item listed in the table below, the carrying amounts measured at amortized cost approximate to the fair values of the Group's financial instruments, including cash and cash equivalents, accounts receivable, other receivables, accounts payable and other payables. The fair value information of financial instruments measured at fair value is provided in Note 12(3).

		March 31, 2017		
		Fair value		
	Book value	Level 1	Level 2	Level 3
Bonds payable	\$ 331,260	\$ -	\$ 331,260	\$ -

		December 31, 2016		
		Fair value		
	Book value	Level 1	Level 2	Level 3
Bonds payable	\$ 325,875	\$ -	\$ 325,875	\$ -

		March 31, 2016		
		Fair value		
	Book vaue	Level 1	Level 2	Level 3
Bonds payable	\$ 373,575	\$ -	\$ 373,575	\$ -

(b) The methods and assumptions of fair value measurement are as follows:

Convertible bonds payable: Regarding the convertible bonds issued by the Group, the fair value is estimated using Binominal Model.

B. Financial risk management policies

- a) The rate activities expose it to a variety of financial risks: market risk (including interest rate risk and price risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Group's financial position and financial performance.
- b) Risk management is carried out by a central treasury department (Group treasury) under policies approved by the Board of Directors. Group treasury 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. The Group is not exposed to commodity price risk.

- 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 \$6,491.

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 three-month periods ended March 31, 2017 and 2016, 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 \$42 and \$0 for the three-month periods ended March 31, 2017 and 2016, respectively. The variation is resulted by the decrease or increase of 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. According to the Group's credit policy, each local entity in the Group is responsible for managing and analyzing 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 utilization of credit limits is regularly monitored. Credit risk arises from cash and cash equivalents, and deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables and committed transactions. For banks and financial institutions, only banks financial institutions with good reputation are accepted.
- ii. As of March 31, 2017 and 2016, the Group's maximum credit risk exposure is mainly from the carrying amount of financial assets recognized in the consolidated balance sheet.
- iii. The major financial assets that are neither past due nor impaired are accounts receivable. Please refer to Note 6(3).
- iv. The major financial assets that were past due but not impaired are accounts receivable. Please refer to Note 6(3).
- v. The major financial assets with impairment are accounts receivable. Please refer to Note 6(3).

c) Liquidity risk

- i. Cash flow forecasting is performed by the operating entities of the Group and aggregated by Group treasury. Group treasury 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. Surplus cash held by the operating entities over and above balance required for working capital management are transferred to the Group treasury. Group treasury chooses instruments with appropriate maturities or sufficient liquidity to provide sufficient headroom as determined by the above mentioned forecasts.
- iii. The table below analyzes 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.

	<u>Less than 1 year</u>	<u>Over 1 year</u>
<u>Non-derivative financial liabilities:</u>		
March 31, 2017		
Short-term borrowings	\$ 20,000	\$ -
Accounts payable	15,454	-
Other payables	138,305	-
Other current liabilities	11,714	-
Other non-current liabilities	-	11,673
Bonds payable (including current portion)	331,260	-
Long-term borrowings (including current portion)	23,305	100,576
	<u>Less than 1 year</u>	<u>Over 1 year</u>
<u>Non-derivative financial liabilities:</u>		
December 31, 2016		
Accounts payable	\$ 4,979	\$ -
Other payables	159,919	-
Other current liabilities	12,456	-
Other non-current liabilities	-	15,525
Bonds payable (including current portion)	325,875	-
Long-term borrowings (including current portion)	24,780	113,138

	<u>Less than 1 year</u>	<u>Over 1 year</u>
<u>Non-derivative financial liabilities:</u>		
March 31, 2016		
Accounts payable	\$ 59,853	\$ -
Other payables	130,598	-
Other current liabilities	12,431	-
Other non-current liabilities	-	24,817
Bonds payable (including current portion)	-	373,573
Long-term borrowings (including current portion)	24,730	131,458
	<u>Less than 1 year</u>	<u>Over 1 year</u>
<u>Derivative financial liabilities:</u>		
March 31, 2017		
Financial liabilities at fair value through profit or loss	\$ 11,508	\$ -
	<u>Less than 1 year</u>	<u>Over 1 year</u>
<u>Derivative financial liabilities:</u>		
December 31, 2016		
Financial liabilities at fair value through profit or loss	\$ 69,504	\$ -
	<u>Less than 1 year</u>	<u>Over 1 year</u>
<u>Derivative financial liabilities:</u>		
March 31, 2016		
Financial liabilities at fair value through profit or loss	\$ 151,615	\$ -

(3) Fair value information

- A. Details of the fair value of the Group's financial assets and financial liabilities not measured at fair value are provided in Note 12(2)A.
- B. 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.

C. The related information of financial and non-financial instruments measured at fair value by level on the basis of the nature, characteristics and risks of the assets and liabilities at March 31, 2017, December 31, 2016 and March 31, 2016, is as follows:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
March 31, 2017			
Assets			
<u>Recurring fair value measurements</u>			
Available-for-sale financial assets			
Equity securities	\$ <u>64,906</u>	\$ <u>-</u>	\$ <u>-</u>
Liabilities			
<u>Recurring fair value measurements</u>			
Financial liabilities at fair value through profit or loss	\$ <u>-</u>	\$ <u>-</u>	\$ <u>11,508</u>
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
December 31, 2016			
Assets			
<u>Recurring fair value measurements</u>			
Available-for-sale financial assets			
Equity securities	\$ <u>31,605</u>	\$ <u>-</u>	\$ <u>-</u>
Liabilities			
<u>Recurring fair value measurements</u>			
Financial liabilities at fair value through profit or loss	\$ <u>-</u>	\$ <u>-</u>	\$ <u>69,504</u>
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
March 31, 2016			
Assets			
<u>Recurring fair value measurements</u>			
Available-for-sale financial assets			
Equity securities	\$ <u>73,031</u>	\$ <u>-</u>	\$ <u>-</u>
Liabilities			
<u>Recurring fair value measurements</u>			
Financial liabilities at fair value through profit or loss	\$ <u>-</u>	\$ <u>-</u>	\$ <u>151,615</u>

For the three-month periods ended March 31, 2017 and 2016, there were no non-recurring fair value measurement financial instruments.

D. The methods and assumptions the Group used to measure fair value are as follows:

- (a) The instruments the Group used market quoted prices as their fair values (that is, Level 1) are listed below by characteristics:

	<u>Listed shares</u>	<u>Emerging shares</u>
Market quoted price	Closing price	Average trading price

- (b) 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.

E. For the three-month periods ended March 31, 2017 and 2016, there was no transfer between Level 1 and Level 2 financial instruments.

F. The following chart is the movement of Level 3 financial instruments for the three-month periods ended March 31, 2017 and 2016:

	<u>Financial liabilities at fair value through profit or loss</u>	
	<u>2017</u>	<u>2016</u>
At January 1	\$ 69,504	\$ 120,164
Converted in the period	-	(22,999)
Exchange effect	1,454	(1,620)
Losses recognized in profit or loss	(59,450)	56,070
At March 31	<u>\$ 11,508</u>	<u>\$ 151,615</u>

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

	<u>Fair value at March 31, 2017</u>	<u>Valuation technique</u>	<u>Significant unobservable input</u>	<u>Range (weighted average)</u>	<u>Relationship of input to fair value</u>
Conversion option, redemption option and put option of convertible bonds	\$ 11,508	Binomial model	Expected volatility	32.98%	The higher the volatility, the higher the fair value
	<u>Fair value at December 31, 2016</u>	<u>Valuation technique</u>	<u>Significant unobservable input</u>	<u>Range (weighted average)</u>	<u>Relationship of input to fair value</u>
Conversion option, redemption option and put option of convertible bonds	\$ 69,504	Binomial model	Expected volatility	34.99%	The higher the volatility, the higher the fair value

	Fair value at March 31, 2016	Valuation technique	Significant unobservable input	Range (weighted average)	Relationship of input to fair value
Conversion option, redemption option and put option of convertible bonds	\$ 151,615	Binomial model	Expected volatility	58.56%	The higher the volatility, the higher the fair value

- H. The Group has carefully assessed the valuation model and assumptions used to measure fair value; therefore, the fair value measurement is reasonable. However, use of different valuation model or assumptions may result in different measurement. A sensitivity analysis shows that a 7% increase in the value of stock price would lead to a decrease in net income by \$8,550. On the other hand, a 7% decrease in the value of stock price would increase net income by \$6,795. A 10% increase in the value of stock price would lead to a decrease in net income by \$12,840. However, a 10% decrease in the value of stock price would increase net income by \$9,008.

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): Please refer to table 3.
- (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 three-month period ended March 31, 2017: Please refer to Note 6(6) and 6(7).
- (j) Significant inter-company transactions during the three-month period ended March 31, 2017: 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

None.

14. SEGMENT INFORMATION

(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:

	For the three-month period ended March 31, 2017				
	Cayman Islands	America	Taiwan	Adjustments and elimination	Consolidated amount
Revenue from external customers	\$ -	\$ 411,692	\$ -	\$ -	\$ 411,692
Inter-segment revenue	-	-	7,460	(7,460)	-
Total segment revenue	<u>\$ -</u>	<u>\$ 411,692</u>	<u>\$ 7,460</u>	<u>(\$ 7,460)</u>	<u>\$ 411,692</u>
Segment profit (loss) (Note)	<u>\$ 99,140</u>	<u>\$ 83,486</u>	<u>\$ 1,979</u>	<u>(\$ 79,976)</u>	<u>\$ 104,629</u>
Total assets	<u>\$ 2,424,611</u>	<u>\$ 2,280,320</u>	<u>\$ 49,667</u>	<u>(\$ 1,925,350)</u>	<u>\$ 2,829,248</u>
	For the three-month period ended March 31, 2016				
	Cayman Islands	America	Taiwan	Adjustments and elimination	Consolidated amount
Revenue from external customers	\$ -	\$ 463,785	\$ -	\$ -	\$ 463,785
Inter-segment revenue	-	-	10,788	(10,788)	-
Total segment revenue	<u>\$ -</u>	<u>\$ 463,785</u>	<u>\$ 10,788</u>	<u>(\$ 10,788)</u>	<u>\$ 463,785</u>
Segment profit (loss) (Note)	<u>\$ 18,871</u>	<u>\$ 115,763</u>	<u>\$ 4,093</u>	<u>(\$ 119,477)</u>	<u>\$ 19,250</u>
Total assets	<u>\$ 2,501,366</u>	<u>\$ 2,028,840</u>	<u>\$ 54,218</u>	<u>(\$ 1,851,944)</u>	<u>\$ 2,732,480</u>

Note: Exclusive of income tax expenditures.

(3) Reconciliation for segment income (loss)

The Company and its 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 three-month period ended March 31, 2017

Expressed in thousands of NTD
(Except as otherwise indicated)

Table 1

No. (Note 1)	Creditor	Borrower	General ledger account	Is a related party	Balance at March 31, 2017 (Note 3)	Actual amount drawn down	Interest rate	Nature of loan (Note 2)	Amount of transactions with the borrower	Reason for short-term financing	Allowance for doubtful accounts		Collateral	Limit on loans granted to a single party (Note 3)	Ceiling on total loans granted (Note 3)	Footnote
											Item	Value				
0	GCS Holdings, Inc.	Global Device Technologies, Co., Ltd.	Other receivable - related party	Yes	\$ 50,000	\$ -	2%	2	\$ -	Operation	\$ -	None	\$ -	205,751	\$ 823,004	

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

(1)The Company is '0'.

(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'.

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 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 the net worth of the Company. The total amount for lending to a company for a short-term period shall not exceed ten percent (10%) of the net worth of the Company. In addition, the total 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, 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 of forty percent (40%) of the net worth of the lending subsidiary.

GCS HOLDINGS, INC.

Provision of endorsements and guarantees to others
For the three-month period ended March 31, 2017

Expressed in thousands of NTD
(Except as otherwise indicated)

Table 2

Number (Note 1)	Endorser/ guarantor	Party being endorsed/guaranteed	Relationship with the endorser/ guarantor (Note 2)	Limit on endorsements/ guarantees provided for a single party (Note 3)	Maximum outstanding endorsement/ guarantee amount as of March 31, 2017	Outstanding endorsement/ guarantee amount at March 31, 2017	Actual amount drawn down	Amount of endorsements/ guarantees secured with collateral	Ratio of accumulated endorsement/ guarantee amount to net asset value of the endorser/ guarantor company	Ceiling on total amount of endorsements/ guarantees provided (Note 3)	Provision of			Footnote
											endorsements/ guarantees by parent company to subsidiary	endorsements/ guarantees by subsidiary to parent company	endorsements/ guarantees to the party in Mainland China	
0	GCS Holdings, Inc.	Global Device Technologies, Co., Ltd.	2	\$ 823,004	\$ 31,345	\$ 30,330	\$ 20,000	\$ 30,330	1.47%	\$ 823,004	Y	N	N	-
1	Global Communication Inc. Semiconductors LLC	GCS Holdings, Inc.	4	823,004	188,070	181,980	-	-	8.84%	823,004	N	Y	N	-

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

(1)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 six categories; fill in the number of category each case belongs to:

(1)Having business relationship.

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

(3)The endorser/guarantor parent company and its subsidiaries jointly own more than 50% voting shares of the endorsed/guaranteed company.

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

(5)Mutual guarantee of the trade as required by the construction contract.

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

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, 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 subsidiary whose voting shares are 100% owned, directly or indirectly, by the Company shall not exceed 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.

Holding of marketable securities at the end of the period
March 31, 2017

Securities held by	Marketable securities (Note 1)	Relationship with the securities issuer (Note 2)	General ledger account	As of March 31, 2017			Footnote (Note 4)	
				Number of shares	Book value (Note 3)	Ownership (%)		Fair value
GCS Holdings, Inc.	Akoustis Technologies, Inc.	None.	Available-for-sale financial assets	166,667	\$ 64,906	1.22%	\$ 64,906	None

Table 3

Expressed in thousands of NTD
(Except as otherwise indicated)

Note 1: Marketable securities in the table refer to stocks, bonds, beneficiary certificates and other related derivative securities.

Note 2: Leave the column blank if the issuer of marketable securities is non-related party.

Note 3: Fill in the amount after adjusted at fair value and deducted by accumulated impairment for the marketable securities measured at fair value; fill in the acquisition cost or amortised cost deducted by accumulated impairment for the marketable securities not measured at fair value.

Note 4: The number of shares of securities and their amounts pledged as security or pledged for loans and their restrictions on use under some agreements should be stated in the footnote if the securities presented herein have such conditions.

GCS HOLDINGS, INC.

Significant inter-company transactions during the reporting periods
For the three-month period ended March 31, 2017

Table 9

Expressed in thousands of NTD
(Except as otherwise indicated)

Number (Note 1)	Company name	Counterparty	Relationship (Note 2)	Transaction			Percentage of consolidated total operating revenues or total assets (Note 3)
				General ledger account	Amount	Transaction terms	
1	Global Device Technologies, Co., Ltd.	Global Communication Semiconductors LLC	3	Service revenue	\$ 7,460	Conducted in the ordinary course of business with terms similar to those with third parties	1.81%
2	Global Device Technologies, Co., Ltd.	Global Communication Semiconductors LLC	3	Other receivable - related party	7,175	Conducted in the ordinary course of business with terms similar to those with third parties	0.25%

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'.

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 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; 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.

GCS HOLDINGS, INC.

Information on investees (not including investees in Mainland China):

For the three-month period ended March 31, 2017

Table 10

Expressed in thousands of NTD
(Except as otherwise indicated)

Investor	Investee (Note 1 - 2)	Location	Main business activities	Initial investment amount		Shares held as at March 31, 2017		Book value	Net profit (loss) of the investee for the three-month period ended March 31, 2017 (Note 2(2))	Investment income (loss) recognised by the Company for the three-month period ended March 31, 2017 (Note 2(3))	Footnote
				Balance as at March 31, 2017	Balance as at December 31, 2016	Number of shares	Ownership (%)				
GCS Holdings, Inc.	Global Communication Semiconductors LLC	Los Angeles, USA	1. 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.	\$ 403,975	\$ 403,975	-	100%	\$ 1,750,214	\$ 76,845	\$ 76,845	-
GCS Holdings, Inc.	Global Device Technologies, Co., Ltd.	Taiwan	2. Manufacturing and selling of advanced optoelectronics technology products	12,000	12,000	1,200,000	100%	25,373	1,642	1,642	-

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, 2015' 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, 2015' 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, 2015' column should fill in the Company (public company) recognised investment income (loss) of its direct subsidiary and 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 direct subsidiary, the Company (public company) should confirm that direct subsidiary's net profit (loss) for this period has included its investment income (loss) which shall be recognised by regulations.