Consolidated Financial Statements

December 31, 2014 and 2013

(With Independent Auditors' Report Thereon)



### 安侯建業解合會計師重務的 KPMG

台北市11049信義路5段7號68樓(台北101大樓) 68F, TAIPEI 101 TOWER, No. 7, Sec. 5, Xinyi Road, Taipei, 11049, Taiwan, R.O.C.

### Independent Accountants' Audit Report

To the Board of Directors Min Aik Technology Co., Ltd.:

We have audited the accompanying consolidated balance sheets of Min Aik Technology Co., Ltd. and its subsidiaries as of December 31, 2014 and 2013, and the consolidated statements of comprehensive income, changes in equity, and cash flows for the years ended December 31, 2014 and 2013. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We did not audit the financial statements of the Company's investee company Das Technology Co., Ltd., which was accounted for under the equity method. Those financial statements were audited by other auditors, and our opinion, insofar as it relates to those investments, is based solely on the reports of the other auditors. The Company's investment in these companies amounted to \$85,053 and \$124,527 thousand, constituting 1.11% and 1.77% of the consolidated total assets as of December 31, 2014 and 2013, respectively; and the share of loss (profit) of these companies, recorded as "profit of associates accounted for using the equity method", amounted to \$25,409 and \$(1,792) thousand, constituting 2.53% and 0.25% of the consolidated net profit before tax for the years ended December 31, 2014 and 2013, respectively.

We conducted our audits in accordance with the "Regulations Governing Auditing and Certification of Financial Statements by Certified Public Accountants" and the auditing standards generally accepted in the Republic of China. Those standards and regulations require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall consolidated financial statement presentation. We believe that our audits and the reports of the other auditors provide a reasonable basis for our opinion.

In our opinion, based upon our audits and the reports of the other auditors, the consolidated financial statements mentioned in the first paragraph present fairly, in all material respects, the consolidated financial position of Min Aik Technology Co., Ltd. And its subsidiaries as of December 31, 2014 and 2013, and the results of their consolidated operations and their consolidated cash flows for the years ended December 31, 2014 and 2013, in conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations endorsed by the Financial Supervisory Commission, ROC.



Min Aik Technology Co., Ltd. has prepared its annual parent-company-only financial reports as of and for the years ended December 31, 2014 and 2013, on which we have issued a modified unqualified opinion.

March 23, 2015

The accompanying financial statements are intended only to present the financial position, results of operations, and cash flows in accordance with the International Financial Reporting Standards, International Accounting Standards, and interpretations endorsed by the Financial Supervisory Commission in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to review such financial statements are those generally accepted and applied in the Republic of China.

The auditors' report and the accompanying financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of, the English and Chinese language versions of the auditors' report and financial statements, the Chinese version shall prevail.

# Consolidated Balance Sheets

December 31, 2014 and 2013 (expressed in thousands of New Taiwan dollars)

	December 31, 2014	1, 2014	December 31, 2013	2013		December 31, 2014	4	December 31, 2013	13
Assets	Amount	%	Amount	%	Liabilities and equity Current liabilities:	Amount	%	Amount	%
Cash and cash equivalents (note 6(a))	\$ 2,520,739	33	2,449,122	35	Short-term borrowings (note 6(h))	, <del>69</del>	1	59,564	-
Accounts receivable, net (notes 6(c) and 7)	1,625,905	21	1,353,256	61	Accounts payable	1,058,657	13	981,996	15
Other accounts receivable (notes 6(c), 7 and 8)	218,326		225,632	m	Accounts payable to related parties (note 7)	118,758	7	145,384	7
Inventories (note 6(d))	907,402	12	655,033	6	Current tax liabilities	66,053	-	81,044	-
Prepayments	64,223	1	47,200	1	Long-term borrowings, current portion (note 6(i))	27,770	٠	5,816	
•	5,336,595	20	4,730,243	29	Other current liabilities, others (note 7)	206,696	7	376,091	5
						1,777,934	23	1,649,895	24
Non-current assets:					Non-current liabilities:				
Non-current financial assets at cost, net (note 6(b))	56,959	-	187,771	m	Long-term borrowings (note 6(i))	209,310	m	237,060	m
Investments accounted for using equity method					Deferred tax liabilities (note 6(m))	360,372	ς,	307,136	4
(note 6(e))	849,900	=	706,520	01	Other non-current liabilities	20,390	•	16,575	•
Property, plant and equipment (notes 6(f), 7 and 8)	1,263,210	91 (	1,264,227	18		590,072	∞	560,771	7
Deferred tax assets (note 6(m))	49,316	_	49,833		Total liabilities	2,368,006	31	2,210,666	31
Other non-current assets (notes 6(g) and 6(l))	80,728	1	82,039	-					
	2.300.113	30	2.290.390	33	Equity attributable to owners of parent				
					(note 6(n)):				
					Ordinary shares	1 742 020	23	1 742 020	35
					Capital sumins	1 578 072	7	1 554 915	3
					Retained earnings:				
					Lepal reserve	646.187	00	594 576	00
					Special reserve	85.194	· –	9,004	٠,
					Unappropriated retained earnings	1.040.922	. <u>4</u>	809,417	12
						1,772,303	23	1,412,997	20
					Other equity interest:				
					Exchange differences on translation of foreign				
					financial statements	(59,074)	(1)	(85,194)	(1)
					Total equity attributable to owners of parent	5,033,321	99	4,624,738	98
					Non-controlling interests	235,381		185,229	8
					Total equity		69	4,809,967	69
Total assets	\$ 7,636,708	100	7,020,633	9	Total liabilities and equity	S 7,636,708	100	7,020,633	9

### Consolidated Statements of Comprehensive Income

## For the years ended December 31, 2014 and 2013 (expressed in thousands of New Taiwan dollars, except net income per share amounts)

		2014		2013	
	_	Amount	%	Amount	%
Sales revenue (notes 6(p) and 7)	\$	7,192,950	100	6,576,544	100
Cost of sales (notes $6(d)$ , $6(k)$ , $6(l)$ , 7 and 12)		<u>5,738,041</u>	80	<u>5,402,168</u>	<u>82</u>
Gross profit		<u>1,454,909</u>	20	<u>1,174,376</u>	<u>18</u>
Operating expenses (notes $6(k)$ , $6(l)$ , 7 and 12):					
Selling expenses		222,526	3	180,734	. 3
Administrative expenses		309,839	4	298,302	4
Research and development expenses		177,771	3	<u> 181,836</u>	3
Total operating expenses		710,136	10	<u>660,872</u>	<u>10</u>
Net operating income		744,773	10	<u>513,504</u>	8
Non-operating income and expenses (notes 6(b), 6(e)	),		4		
6(j), 6(q) and 7):					
Other income		59,650	1	60,346	1
Other gains and losses		10,872	-	78,591	1
Finance costs		(6,012)	-	(10,988)	-
Share of profit of associates accounted for using equ	itv	( ) ,		,	
method	,	193,462	3	<u>85,953</u>	1
Total non-operating income and expenses	•	257,972	4	213,902	3
Profit before tax	•	1,002,745	14	727,406	11
Less: tax expense (note 6(m))		226,653	3	200,087	3
Profit	•	776,092	11	527,319	8
Other comprehensive income:	•				•
Foreign currency translation differences for foreign				•	
operations		29,754	_	(120,148)	(2)
Less: income tax relating to components of other		25,751		(120,110)	(-)
comprehensive income		4,444	_	(14,945)	_
	•	25,310		(105,203)	(2)
Other comprehensive income, net	\$	801,402		422,116	6
Comprehensive income	<b>J</b>	001,402		<u> </u>	<u>v</u>
Profit attributable to:	\$	725,130	10	516,107	. 8
Owners of parent	Φ	•	10	11,212	. 0
Non-controlling interests	<b>.</b>	50,962	11	<u>11,212</u> <u>527,319</u>	8
6	\$ ,	<u>776,092</u>		341,317	
Comprehensive income attributable to:	ø	751,250	10	439,917	6
Owners of parent	\$	731,230	10	·	U
Non-controlling interests	Φ.	50,152		(17,801)	
	\$	801,402		<u>422,116</u>	<u>6</u>
Basic earnings per share (NT dollars)(note 6(0))	\$		4.16		3.00
Diluted earnings per share (NT dollars)(note 6(0))	\$		4.15		2.96
Differences mings her suare (117 dougles)(more o(0))	Φ.				<u></u>

See accompanying notes to financial statements.

Consolidated Statements of Changes in Equity For the years ended December 31, 2014 and 2013 (expressed in thousands of New Taiwan dollars)

				Ξ.	quity attributable	Equity attributable to owners of parent					
	Shar	Share capital			Retained earnings	ings	0	Other equity interest			
•								Exchange differences on	:		
	Ordinary shares	Capital collected in advance	Capital surplus	Legal	Special reserve	Unappropriated retained	Total	translation of foreign financial statements	Total equity attributable to owners of parent	Non-controlling interests	Total equity
Balance on January 1, 2013	\$ 1,675,554	7,304	1,290,613	492,796		1,181,691	1,674,487	(9.004)	4,638,954	203,483	4,842,437
Profit for the year ended December 31, 2013	•	•	•	•	•	216,107	516,107	•	516,107	11,212	527,319
Other comprehensive income for the year ended December 31, 2013	•	•		•	•	•	-	(26,190)	(76,190)	(29,013)	(105,203)
Comprehensive income for the year ended December 31, 2013						516,107	516,107	(26,190)	439,917	(17,801)	422,116
Appropriation and distribution of retained earnings (Note 1):											
Legal reserve appropriated				101,780		(101,780)	,			•	
Special reserve appropriated					9,004	(9,004)		•		•	•
Cash dividends on ordinary shares		•			•	(777,597)	(172,597)		(777,597)	•	(777,597)
Conversion of convertible bonds	99,466	(7,304)	264,049			•		ı	323,211		323,211
Changes in equity of associates accounted for using equity method	•		253	•		•		•	253	(253)	
Changes in non-controlling interests						,		•		(200)	(200)
	66,466	(7,304)	264,302	101,780	9,004	(888,381)	(777,597)		(454,133)	(453)	(454,586)
Balance on December 31, 2013	1,742,020		1,554,915	594.576	9,004	809.417	1,412,997	(85,194)	4.624.738	185,229	4.809.967
Profit for the year ended December 31, 2014	ī	•	•	•	•	725,130	725,130	•	725,130	50,962	776,092
Other comprehensive income for the year ended December 31, 2014								26,120	26,120	(810)	25,310
Comprehensive income for the year ended December 31, 2014	•	•				725,130	725,130	26,120	•	50,152	801,402
Appropriation and distribution of retained earnings (Note 2):											
Legal reserve appropriated	•		ı	119'15		(51,611)	•	•	•	•	•
Special reserve appropriated	•	•	•	•	76,190	(76,190)	•	r	•	•	•
Cash dividends on ordinary shares	•		•			(365,824)	(365,824)	•	(365,824)	•	(365,824)
Changes in equity of associates accounted for using equity method			23,157	-		•	•		23,157		23,157
			23,157	51.611	76,190	(493,625)	(365,824)		(342,667)		(342,667)
Balance on December 31, 2014	\$ 1,742,020	•	1,578,072	646,187	85,194	1,040,922	1,772,303	(59,074)	5,033,321	235,381	5,268,702

Note 1: Directors' and supervisors' remuneration \$18,320 and employee bonuses of \$64,121 have been recognized as expenses in the consolidated statement of comprehensive income.

Note 2: Directors' and supervisors' remuneration \$9,290 and employee bonuses of \$32,515 have been recognized as expenses in the consolidated statement of comprehensive income.

### Consolidated Statements of Cash Flows

## For the years ended December 31, 2014 and 2013 (expressed in thousands of New Taiwan dollars)

		2014	2013
Cash flows from (used in) operating activities:			
Profit before tax	\$	1,002,745	727,406
Adjustments:			
Adjustments to reconcile profit (loss):			
Depreciation expense		196,501	201,541
Amortization expense		5,519	7,333
Net gain on financial assets or liabilities at fair value through profit or loss		-	(12,277)
Interest expense		6,012	10,988
Share of profit of associates accounted for using equity method		(193,462)	(85,954)
Loss (Gain) on disposal of property, plant and equipment		(1,894)	1,671
Loss on disposal of investments		-	12,134
Loss (Gain) on disposal of investments accounted for using equity method		158	(24,911)
Impairment loss on financial assets		130,812	121,000
Insurance claim on inventories; property, plant and equipment; and others	_	12,600	(28,952)
Total adjustments to reconcile profit	-	156,246	<u>202,573</u>
Changes in operating assets and liabilities:			
Changes in operating assets:			
Notes and accounts receivable (including due from related parties)		(275,032)	49,540
Other receivable		17,443	26,380
Inventories		(269,835)	343,062
Other current assets		(17,023)	23,146
Other non-current assets	_	415	<u> 379</u>
·	_	(544,032)	442,507
Changes in operating liabilities:			
Accounts payable (including due from related parties)		50,035	231,736
Other financial liabilities		83,590	(27,776)
Other current liabilities		28,053	(73,472)
Other non-current liabilities	_	3,815	62
	-	165,493	<u> 130,550</u>
Total changes in operating assets and liabilities	_	(378,539)	<u>573,057</u>
Total adjustments	_	(222,293)	<u>775,630</u>
Cash inflow generated from operations		780,452	1,503,036
Dividends received		62,440	4,741
Interest paid		(6,017)	(7,491)
Income taxes paid		(189,424)	(42,361)
Net cash flows from operating activities		647,451	1,457,925
Cash flows from (used in) investing activities:			
Acquisition of investments accounted for using equity method		-	(72,240)
Proceeds from disposal of investments accounted for using equity method		-	53,838
Proceeds from capital reduction of investments accounted for using equity			
method		-	53,237
Acquisition of property, plant and equipment		(152,590)	(182,262)
Proceeds from disposal of property, plant and equipment		10,425	13,830
Other receivables		(10,137)	(32,668)
Other investing activities		(6,409)	(4,204)
Net cash flows used in investing activities		(158,711)	(170,469)
Cash flows from (used in) financing activities:	_		
Short-term borrowings		(59,564)	(79,860)
Proceeds from long-term borrowings		-	55,000
Repayments of long-term borrowings		(5,796)	(15,117)
Cash dividends paid		(365,824)	(777,597)
Change in non-controlling interests		-	(200)
Net cash flows used in financing activities	-	(431,184)	(817,774)
Effect of exchange rate changes on cash and cash equivalents	-	14,061	(62.865)
Net increase in cash and cash equivalents	-	71,617	406,817
Cash and cash equivalents at beginning of period		2,449,122	<u>2,042,305</u>
Cash and cash equivalents at beginning of period  Cash and cash equivalents at end of period	s	2,520,739	2,449,122
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### Notes to Consolidated Financial Statements

December 31, 2014 and 2013 (expressed in thousands of New Taiwan dollars unless otherwise specified)

### (1) Organization and business

Min Aik Technology Co., Ltd. (the "Company") was incorporated on October 3, 1979, as a company limited by shares and registered under the Ministry of Economic Affairs, ROC. The address of the Company's registered office is 10F.-1, No. 492-1, Sec. 1, Wanshou Rd., Guishan District, Taoyuan City. The Company and its subsidiaries (together referred to as the "Group" and individually as "Group entities") primarily is involved in the design, manufacture, and sale of hard disk drive components, plastic camera components, CD ROM drive components, and mechanical components for optical devices, the assembly of high-cleanliness products, precision plastic injection tooling, and injection molding tooling, and trading activities.

### (2) Approval date and procedures of the financial statements

These consolidated financial statements were authorized for issuance by the board of directors on March 23, 2015.

### (3) New standards and interpretations not yet adopted

(a) Effect of the new issuances of or the amendments to the 2013 version of the International Financial Reporting Standards ("IFRSs") as endorsed by the Financial Supervisory Commission ROC ("FSC") but not yet adopted by the Group.

According to FSC No. 1030010325 issued on April 3, 2014, commencing 2015, companies with shares listed on the TWSE or traded on the Taiwan GreTai Securities Market or Emerging Stock Market shall adopt the 2013 version of IFRSs (not including IFRS 9, 'Financial instruments'), as endorsed by the FSC, in preparing the consolidated financial statements. The new standards, amendments and interpretations issued by the International Accounting Standards Board ("IASB") are as follows:

New standards, amendments and interpretations	Effective date per IASB
Amended IFRS 1 "Limited Exemption from Comparative IFRS 7	July 1, 2010
Disclosures for First-time Adopters"	
Amended IFRS 1 "Severe Hyperinflation and Removal of Fixed	July 1, 2011
Dates for First-time Adopters"	
Amended IFRS 1 "Government Loans"	January 1, 2013
Amended IFRS 7 "Disclosure – Transfers of Financial Assets"	July 1, 2011
Amended IFRS 7 "Disclosure - Offsetting Financial Assets and	January 1, 2013
Financial Liabilities"	

### **Notes to Consolidated Financial Statements**

New standards, amendments and interpretations	Effective date per IASB
IFRS 10 "Consolidated Financial Statements"	January 1, 2013 (with January 1, 2014 as the effective date on
	investment entities)
IFRS 11 "Joint Arrangements"	January 1, 2013
IFRS 12 "Disclosure of Interests in Other Entities"	January 1, 2013
IFRS 13 "Fair Value Measurement"	January 1, 2013
Amended IAS 1 "Presentation of Items of Other Comprehensive Income"	July 1, 2012
Amended IAS 12 "Deferred Tax: Recovery of Underlying Assets"	January 1, 2012
Amended IAS 19 "Employee Benefits"	January 1, 2013
Amended IAS 27 "Separate Financial Statements"	January 1, 2013
Amended IAS 32 "Offsetting Financial Assets and Financial Liabilities"	January 1, 2014
IFRIC 20 "Stripping Costs in the Production Phase of a Surface Mine"	January 1, 2013

The Group had assessed that the 2013 version of the IFRSs may not have any significant impact on the consolidated financial statements, the important items were as follows:

### 1. IAS, 19 Employee Benefits

### The major amendments are:

The amendments to IAS 19 require the calculation of the "net interest" amount by applying the discount rate to the net defined benefit liability or asset to replace the interest cost and expected return on planned assets used in current IAS 19. In addition, the amendments eliminate the accounting treatment of either the corridor approach or the immediate recognition of actuarial gains and losses to profit or loss when it incurs. However, they require the recognition of all actuarial gains and losses immediately through other comprehensive income. The past service cost, on the other hand, will be expensed immediately when it incurs and no longer be amortized over the average period before vested on a straight-line basis.

A liability for a termination benefit will be recognized when the entity can no longer withdraw the offer of the termination benefit or when the entity recognizes any related restructuring costs, whichever is earlier. Any benefit that requires future service cannot be recognized as termination benefit. In addition, the amendments also require a broader disclosure of the defined benefit plans.

### **Notes to Consolidated Financial Statements**

The Group expect to recognized the unrecognized past service cost and unrecognized actuarial losses to meet the deletion of the corridor approach, which will change the measurement of pension liabilities, pension cost, actuarial gains and losses and the retain earning retroactive adjustment.

### 2. IFRS 12, Disclosure of Interests in Other Entities

The standard integrates and requires the disclosure for subsidiaries, joint arrangements, associates and unconsolidated structured entities. The Group will disclose any additional information about its interests in the consolidated entities and the unconsolidated entities accordingly.

### 3. IFRS 13, Fair Value Measurement

The standard defines fair value, sets out a framework for measuring fair value, and requires the disclosures of fair value measurements. Based on the Group's assessment, the adoption of the standard has no significant impact on the consolidated financial statements of the Group, and the Group will disclose any additional information about its fair value measurement accordingly.

### (b) Impact of IFRSs issued by the IASB but not yet endorsed by the FSC

The 2013 version of the IFRSs issued by the IASB but not yet endorsed by the FSC were as follows:

New standards and amendments	Effective date per IASB
IFRS 9 " Financial Instruments"	January 1, 2018
Amended IFRS 10 and IAS 28 "Sale or Contribution of Assets	January 1, 2016
between an Investor and its Associate or Joint Venture"	
Amended IFRS 10, IFRS 12 and IAS 28 "Application of the	January 1, 2016
Consolidation Exception"	
Amended IFRS 11 "Accounting for Acquisitions of Interests in Joint	January 1, 2016
Operations"	•
IFRS 14 "Regulatory Deferral Accounts"	January 1, 2016
IFRS 15 "Revenue from Contracts with Customers"	January 1, 2017
Amended IAS 1 "Disclosure Initiative"	January 1, 2016
Amended IAS 16 and IAS 38 "Clarification of Acceptable Methods of	January 1, 2016
Depreciations and Amortization"	
Amended IAS 16 and IAS 41 "Bearer Plants"	January 1, 2016
Amended IAS 19 "Defined Benefit Plans: Employee Contributions"	July 1, 2014
Amended IAS 27 "Equity Method as an Accounting Option in an	January 1, 2016
Entity's Separate Financial Statements"	

### **Notes to Consolidated Financial Statements**

New standards and amendments	Effective date per IASB
Amended IAS 36 "Recoverable Amount Disclosures for Non-	January 1, 2014
Financial Assets"	
Amended IAS 39 "Novation of Derivatives and Continuation of	January 1, 2014
Hedge Accounting"	
Amended IFRIC 21 "Levies"	January 1, 2014

The Group is in the process of assessing the impact on the financial position and the results of operations. Related impact will be disclosed following the completion of its assessments.

### (4) Significant accounting policies

The significant accounting policies presented in the consolidated financial statements are summarized as follows. Except for those specifically mentioned, the following accounting policies were applied consistently to the periods presented in the financial statements.

### (a) Statement of compliance

These consolidated financial statements have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers (hereinafter, referred to as "the Regulations") and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations endorsed by the Financial Supervisory Commission, ROC.

### (b) Basis of preparation

### 1. Basis of measurement

Except for the defined benefit asset is recognized as plan assets, plus unrecognized past service cost and unrecognized actuarial losses, less the present value of the defined benefit obligation, the consolidated financial statements have been prepared on a historical cost basis.

### 2. Functional and presentation currency

The functional currency of each Group entity is determined based on the primary economic environment in which the entity operates. The consolidated financial statements are presented in New Taiwan dollars, which is the Company's functional currency. All financial information presented in New Taiwan dollars has been rounded to the nearest thousand.

### Notes to Consolidated Financial Statements

### (c) Basis of consolidation

### 1. Principles of preparation of the consolidated financial statements

The consolidated financial statements comprise the Company and its subsidiaries. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance.

Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions are eliminated in preparing the consolidated financial statements.

Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

### 2. List of subsidiaries in the consolidated financial statements

			Share	holding
Name of investor	Name of subsidiary	Principal activity	December 31,2014	December 31, 2013
The Company	Min Aik Technology USA Inc. (MAUS)	Researching hard disk drive components	100%	100%
"	Min Aik International Development Pte. Ltd. (MAS)	Investment holding, researching hard disk drive components, and providing sales and marketing support	100%	100%
77	Synergy Technology Industrial Co., Ltd. (Synergy)	Holding company	100%	100%
n	Min Aik Technology (Thailand) Co., Ltd. (MATH)	Manufacture and sale of hard disk drive components	100%	100%
n	Good Master Holding Co., Ltd. (Good Master) (Note 1)	Holding company	100%	100%
. "	Green Far Company Ltd. (Green Far) (Note 2)	Sale of electricity produced by curvature module	100%	100%
MAS	Min Aik Technology (M) Sdn. Bhd. (MAM)	Manufacture and sale of hard disk drive components	100%	100%
Synergy	Min Aik Technology (Suzhou) Co., Ltd. (MAY)	Manufacture and sale of hard disk drive components	100%	100%
"	MATC Technology (M) Sdn. Bhd. (MATC)	Manufacture and sale of hard disk drive components	80%	80%

(Continued)

### **Notes to Consolidated Financial Statements**

			Share	holding
Name of investor	Name of subsidiary	Principal activity	December 31,2014	December 31, 2013
MATH	MU-Technology Pte. Ltd. (MUS)	Holding company	69.41%	69.41%
MUS	MU Technology (M) Sdn. Bhd. (MUM)	Manufacture and sale of hard disk drive components	100%	100%
"	MU Technology (Thailand) Co., Ltd. (MUTH) (Note 3)	Manufacture and sale of hard disk drive components	%	<b>-%</b>
Good Master	Good Master Material Technology (Chang Shn) Co., Ltd. (MAH) (Note 1)	Manufacture and sale of rate earth product	%	-%

Note 1: Good Master was established in May 2011, but the Company remitted the investment amount to indirectly invest in MAH in March 2012. The Company had control over MAH by holding 51% of shares, and the other 49% were non-controlling interests, which totalled NT\$21,671 thousand. MAH was liquidated completely in December 2013.

Note 2: The Group acquired 10% of shares totaling NT\$200 thousand from non-controlling interests in May 2013, and the Group's holding of shares has increased from 90% to 100%.

Note 3: MUTH was liquidated completely in September 2013.

### (d) Foreign currencies

### 1. Foreign currency transaction

Transactions in foreign currencies are translated to the respective functional currencies of the Group entities at the exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between the amortized cost in the functional currency at the beginning of the year adjusted for the effective interest and payments during the year, and the amortized cost in foreign currency translated at the exchange rate at the end of the year.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Non-monetary items in a foreign currency that are measured based on historical cost are translated using the exchange rate at the date of translation.

Foreign currency differences arising on retranslation are recognized in profit or loss, except for the translation of foreign currency financial statements into the Group's functional currency which are recognized in other comprehensive income.

### Notes to Consolidated Financial Statements

### 2. Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to the Group's functional currency at the exchange rates at the reporting date. The income and expenses of foreign operations, excluding foreign operations in hyperinflationary economies, are translated to the Group's functional currency at the average rate. Foreign currency differences are recognized in other comprehensive income, and presented in the foreign currency translation reserve (translation reserve) in equity.

When a foreign operation is disposed of such that control, significant influence, or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. When the Group disposes of any part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to non-controlling interest. When the Group disposes of only part of investment in an associate or joint venture that includes a foreign operation while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely in the foreseeable future, foreign currency gains and losses arising from such items are considered to form part of a net investment in the foreign operation and are recognized in other comprehensive income, and presented in the translation reserve in equity.

### (e) Classification of current and non-current assets and liabilities

An entity shall classify an asset as current when:

- 1. It expects to realize the asset, or intends to sell or consume it, in its normal operating cycle;
- 2. It holds the asset primarily for the purpose of trading;
- 3. It expects to realize the asset within twelve months after the reporting period; or
- 4. The asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

An entity shall classify all other assets as non-current.

### **Notes to Consolidated Financial Statements**

An entity shall classify a liability as current when:

- 1. It expects to settle the liability in its normal operating cycle;
- 2. It holds the liability primarily for the purpose of trading;
- 3. The liability is due to be settled within twelve months after the reporting period; or
- 4. It does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

An entity shall classify all other liabilities as non-current.

### (f) Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits that are subject to an insignificant risk of changes in their fair value, and are used by the Group in the management of its short-term commitments.

The time deposits with maturities of three months or less from the acquisition date that are subject to an insignificant risk of changes in their fair value, and are used for the purpose of meeting short-term commitments, are reclassified as cash equivalents.

### (g) Financial instruments

Financial assets and financial liabilities are initially recognized when the Group becomes a party to the contractual provisions of the instruments.

### 1. Financial assets

The Group classifies financial assets into the following categories: financial assets at fair value through profit or loss, financial assets at cost, and loans and receivables.

### (i) Financial assets at fair value through profit or loss

A financial asset is classified in this category if it is classified as held for trading or is designated as such on initial recognition. Financial assets are classified as held for trading if they are acquired principally for the purpose of selling in the short term. The Group designates financial assets, other than ones classified as held for trading, as at fair value through profit or loss at initial recognition under one of the following situations:

(Continued)

### Notes to Consolidated Financial Statements

- A. Designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- B. Performance of the financial asset is evaluated on a fair value basis;
- C. A hybrid instrument contains one or more embedded derivatives.

Financial assets in this category are measured at fair value at initial recognition. Attributable transaction costs are recognized in profit or loss as incurred. Financial assets at fair value through profit or loss are measured at fair value, and changes therein, which take into account any dividend and interest income, are recognized in profit or loss, and are included in non-operating income and expenses. A regular way purchase or sale of financial assets shall be recognized and derecognized as applicable using trade-date accounting.

### (ii) Financial assets at cost

Investments in equity instruments that do not have a quoted price in an active market and whose fair values cannot be reliably measured are measured at their cost less impairment loss, and are included in financial assets at cost.

### (iii) Loans and receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables comprise trade receivables, other receivables, and investment in debt security with no active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortized cost using the effective interest method less any impairment losses other than insignificant interest on short-term receivables. A regular way purchase or sale of financial assets shall be recognized and derecognized as applicable using trade-date accounting.

### (iv) Impairment of financial assets

A financial asset is impaired if, and only if, there is an objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset that can be estimated reliably.

### Notes to Consolidated Financial Statements

Objective evidence that financial assets are impaired includes default or delinquency by a debtor, restructuring of an amount due to the Group on terms that the Group would not consider otherwise, indications that a debtor or issuer will enter bankruptcy, adverse changes in the payment status of borrowers or issuers, economic conditions that correlate with defaults, or the disappearance of an active market for a security. In addition, for an investment in an equity security, a significant or prolonged decline in its fair value below its cost is accounted for as objective evidence of impairment.

All individually significant receivables are assessed for specific impairment. Receivables that are not individually significant are collectively assessed for impairment by grouping together assets with similar risk characteristics. In assessing collective impairment, the Group uses historical trends of the probability of default, the timing of recoveries, and the amount of loss incurred, adjusted for management's judgment as to whether current economic and credit conditions are such that the actual losses are likely to be greater or less than those suggested by historical trends.

An impairment loss in respect of a financial asset measured at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate.

An impairment loss in respect of a financial asset measured at cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment loss is not reversible in subsequent periods.

An impairment loss in respect of a financial asset is deducted from the carrying amount except for trade receivables, for which an impairment loss is reflected in an allowance account against the receivables. When it is determined a receivable is uncollectible, it is written off from the allowance account. Any subsequent recovery of a receivable written off is recorded in the allowance account. Changes in the amount of the allowance account are recognized in profit or loss.

If, in a subsequent period, the amount of the impairment loss on a financial asset measured at amortized cost decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the decrease in impairment loss is reversed through profit or loss to the extent that the carrying value of the asset does not exceed its amortized cost before impairment was recognized at the reversal date.

Impairment losses and recoveries of accounts receivable are recognized in profit or loss, and impairment losses and recoveries of other financial assets are recognized in non-operating income and expense.

### **Notes to Consolidated Financial Statements**

### (v) Derecognition of financial assets

The Group derecognizes financial assets when the contractual rights of the cash inflow from the asset are terminated or when the Group transfers substantially all the risks and rewards of ownership of the financial assets.

On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received or receivable and any cumulative gain or loss that had been recognized in other comprehensive income and presented in other equity – unrealized gains or losses on available-for-sale financial assets in profit or loss is included in non-operating income and expenses.

The Group separates the part that continues to be recognized and the part that is derecognized, based on the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part derecognized and the sum of the consideration received for the part derecognized and any cumulative gain or loss allocated to it that had been recognized in other comprehensive income shall be recognized in profit or loss.

### 2. Financial liabilities and equity instruments

### (i) Classification of debt or equity

Debt or equity instruments issued by the Group are classified as financial liabilities or equity in accordance with the substance of the contractual agreement.

Equity instruments refer to surplus equities of the assets after the deduction of all the debts for any contracts. Equity instruments issued are recognized as the amount of consideration received less the direct cost of issuing.

Compound financial instruments issued by the Group comprise convertible notes that can be converted to share capital at the option of the holder, when the number of shares to be issued is fixed.

The liability component of a compound financial instrument is recognized initially at the fair value of a similar liability that does not have an equity conversion option. The equity component is recognized initially at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts.

### Notes to Consolidated Financial Statements

Subsequent to initial recognition, the liability component of a compound financial instrument is measured at amortized cost using the effective interest method. The equity component of a compound financial instrument is not re-measured subsequent to initial recognition.

Interest related to the financial liability is recognized in profit or loss, and it is included in non-operating income and expenses. On conversion, the financial liability is reclassified to equity, and no gain or loss is recognized.

### (ii) Financial liabilities at fair value through profit or loss

A financial liability is classified in this category if acquired principally for the purpose of selling in the short term. The Group designates all other financial liabilities as at fair through profit or loss at initial recognition under one of the following situations:

- A. Such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise from measuring assets or liabilities or recognizing the gains and losses on them on a different basis;
- B. Performance of the financial liabilities is evaluated on a fair value basis;
- C. A hybrid instrument contains one or more embedded derivatives.

Attributable transaction costs are recognized in profit or loss as incurred. Financial liabilities at fair value through profit or loss are measured at fair value, and changes therein, which take into account any interest expense, are recognized in profit or loss, and are included in non-operating income and expenses.

### (iii) Other financial liabilities

Financial liabilities not classified or designated as at fair value through profit or loss, which comprise loans and borrowings, and trade and other payables, are measured at fair value plus any directly attributable transaction costs at the time of initial recognition. Subsequent to initial recognition, they are measured at amortized cost calculated using the effective interest method. Interest expense not capitalized as capital cost is recognized in profit or loss, and is included in non-operating income or expense.

### Notes to Consolidated Financial Statements

### (iv) Derecognition of financial liabilities

The Group derecognizes a financial liability when its contractual obligation has been discharged or cancelled, or has expired. The difference between the carrying amount of a financial liability removed and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in profit or loss, and is included in non-operating income or expenses.

### (v) Offsetting of financial assets and liabilities

The Group presents financial assets and liabilities on a net basis when the Group has the legally enforceable right to offset and intends to settle such financial assets and liabilities on a net basis or to realize the assets and settle the liabilities simultaneously.

### (h) Inventories

Inventories are measured at the lower of cost and net realizable value. The cost of inventories is based on weighted-average method and includes expenditure incurred in acquiring the inventories, production or conversion costs, and other costs incurred in bringing them to their existing location and condition. In the case of manufactured inventories and work in progress, cost includes an appropriate share of production overheads based on normal operating capacity.

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and selling expenses.

### (i) Investment in associates

Associates are those entities in which the Group has significant influence, but not control, over the financial and operating policies. Significant influence is presumed to exist when the Group holds between 20% and 50% of the voting power of another entity.

Investments in associates are accounted for using the equity method and are recognized initially at cost. The cost of the investment includes transaction costs. The carrying amount of the investment in associates includes goodwill arising from the acquisition less any accumulated impairment losses.

The consolidated financial statements include the Group's share of the profit or loss and other comprehensive income of equity-accounted investees after adjustments to align the accounting policies with those of the Group from the date that significant influence commences until the date that significant influence ceases.

### **Notes to Consolidated Financial Statements**

Unrealized profits resulting from transactions between the Group and an associate are eliminated to the extent of the Group's interest in the associate. Unrealized losses on transactions with associates are eliminated in the same way, except to the extent that the underlying asset is impaired.

When the Group's share of losses exceeds its interest in an associate, the carrying amount of the investment, including any long-term interest that forms part thereof, is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the associate.

### (j) Property, plant and equipment

### 1. Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditure that is directly attributed to the acquisition of the asset.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item shall be depreciated separately, unless the useful life and the depreciation method of a significant part of an item of property, plant and equipment are the same as the useful life and depreciation method of another significant part of that same item.

The gain or loss arising from the derecognition of an item of property, plant and equipment shall be determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item, and it shall be recognized as non-operating income and expense.

### 2. Subsequent cost

Subsequent expenditure is capitalized only when it is probable that the future economic benefits associated with the expenditure will flow to the Group. The carrying amount of those parts that are replaced is derecognized. Ongoing repairs and maintenance are expensed as incurred.

### 3. Depreciation

The depreciable amount of an asset is determined after deducting its residual amount, and the depreciable amount shall be allocated on a systematic basis over the asset's useful life. Items of property, plant and equipment with the same useful life may be grouped in determining the depreciation charge. The remainder of the items may be depreciated separately. The depreciation charge for each period shall be recognized in profit or loss.

### Notes to Consolidated Financial Statements

The depreciable amount of a leased asset is allocated to each accounting period during the period of expected use on a systematic basis consistent with the depreciation policy the lessee adopts for depreciable assets that are owned. If there is reasonably certainty that the lessee will obtain ownership by the end of the lease term, the period of expected use is the useful life of the asset; otherwise, the asset is depreciated over the shorter of the lease term and its useful life.

Land has an unlimited useful life and therefore is not depreciated.

The estimated useful lives, for the current and comparative years, of significant items of property, plant and equipment are as follows:

- (i) Buildings: 8 ~ 50 years
- (ii) Machinery: 2 ~20 years
- (iii) Leasehold improvement: 3 ~15 years
- (iv) Office and other equipment:  $2 \sim 10$  years Depreciation methods, useful lives, and residual values are reviewed at each reporting date. If expectations differ from the previous estimates, the change is accounted for as a change in an accounting estimate.

### (k) Lease

Operating leases are not recognized in the Group's balance sheet.

Payments made under an operating lease (excluding insurance and maintenance expenses) are recognized in profit or loss on a straight-line basis over the term of the lease. Lease incentives received are recognized as an integral part of the total lease expense on a straight-line basis over the term of the lease.

### (l) Research & development

During the research phase, activities are carried out to obtain and understand new scientific or technical knowledge. Expenditures during this phase are recognized in profit or loss as incurred.

Expenditures arising from the development phase shall be recognized as an intangible asset if all the conditions described below can be demonstrated; otherwise, they will be recognized in profit or loss as incurred.

### Notes to Consolidated Financial Statements

- (i) The technical feasibility of completing the intangible asset so that it will be available for use or sale.
- (ii) The intention to complete the intangible asset and use or sell it.
- (iii) The ability to use or sell the intangible asset.
- (iv) How the intangible asset will generate probable future economic benefits.
- (v) The availability of adequate technical, financial, and other resources to complete the development and to use or sell the intangible asset.
- (vi) The ability to measure reliably the expenditure attributable to the intangible asset during its development.

### (m) Impairment - non-derivative financial assets

Non-derivative financial assets except for inventories, deferred tax assets, and assets arising from employee benefits are assessed at the end of each reporting period for any indication that an asset may be impaired. If any such indication exists, the Group shall estimate the recoverable amount of the asset. If it is not possible to determine the recoverable amount (fair value less cost to sell and value in use) for the individual asset, then the Group will have to determine the recoverable amount for the asset's cash-generating unit.

The recoverable amount for an individual asset or a cash-generating unit is the higher of its fair value less costs to sell and its value in use. If, and only if, the recoverable amount of an asset is less than its carrying amount, the carrying amount of the asset shall be reduced to its recoverable amount. That reduction is an impairment loss. An impairment loss shall be recognized immediately in profit or loss.

The Group assesses at the end of each reporting period whether there is any indication that an impairment loss recognized in prior periods for an asset other than goodwill may no longer exist or may have decreased. An impairment loss recognized in prior periods for an asset other than goodwill shall be reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If this is the case, the carrying amount of the asset shall be increased to its recoverable amount. That increase is a reversal of an impairment loss.

### Notes to Consolidated Financial Statements

### (n) Treasury stock

Repurchased shares are recognized under treasury shares (a contra-equity account) based on their repurchase price (including all directly accountable costs), net of tax. Gains on disposal of treasury shares should be recognized under "capital reserve – treasury share transactions"; Losses on disposal of treasury shares should be offset against existing capital reserves arising from similar types of treasury shares. If there are insufficient capital reserves to be offset against, then such losses should be accounted for under retained earnings. The carrying amount of treasury shares should be calculated using the weighted average of different types of repurchase.

During the cancellation of treasury shares, "capital reserve – share premiums" and "share capital" should be debited proportionately. Gains on cancellation of treasury shares should be recognized under existing capital reserves arising from similar types of treasury shares; Losses on cancellation of treasury shares should be offset against existing capital reserves arising from similar types of treasury shares. If there are insufficient capital reserves to be offset against, then such losses should be accounted for under retained earnings.

### (o) Revenue

Revenue from the sale of goods in the course of ordinary activities is measured at the fair value of the consideration received or receivable, net of returns, trade discounts, and volume rebates. Revenue is recognized when persuasive evidence exists, usually in the form of an executed sales agreement, that the significant risks and rewards of ownership have been transferred to the customer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably. If it is probable that discounts will be granted and the amount can be measured reliably, then the discount is recognized as a reduction of revenue as the sales are recognized.

The timing of the transfers of risks and rewards varies depending on the individual terms of the sales agreement. For international shipments, transfer occurs upon loading the goods onto the relevant carrier at the client's designated location. Generally for such products, the customer has no right of return.

### (p) Employee benefits

### 1. Defined contribution plans

Obligations for contributions to defined contribution pension plans are recognized as an employee benefit expense in profit or loss in the periods during which services are rendered by employees.

### **Notes to Consolidated Financial Statements**

### 2. Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of defined benefit pension plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognized past service costs and the fair value of any plan assets are deducted. The discount rate is the yield at the reporting date on government bonds that have maturity dates approximating the terms of the Group's obligations and that are denominated in the same currency in which the benefits are expected to be paid.

The calculation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to the Group, the recognized asset is limited to the total of any unrecognized past service costs and the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements that apply to any plan in the Group. An economic benefit is available to the Group if it is realizable during the life of the plan, or on settlement of the plan liabilities.

When the benefits of a plan are improved, the portion of the increased benefit relating to past service by employees is recognized in profit or loss on a straight-line basis over the average period until the benefits become vested. To the extent that the benefits vest immediately, the expense is recognized immediately in profit or loss.

The Group recognizes all actuarial gains and losses arising subsequently from defined benefit plans in other comprehensive income and expenses related to defined benefit plans in personnel expenses in profit or loss.

The Group recognizes gains or losses on the curtailment or settlement of a defined benefit plan when the curtailment or settlement occurs. The gain or loss on curtailment comprises any resulting change in the fair value of plan assets, any change in the present value of the defined benefit obligation, and any related actuarial gains or losses and past service cost that had not previously been recognized.

### Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

### **Notes to Consolidated Financial Statements**

A liability is recognized for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

### (q) Share-based payment

The grant-date fair value of share-based payment awards granted to employees is recognized as employee expenses, with a corresponding increase in equity, over the period that the employees become unconditionally entitled to the awards. The amount recognized as an expense is adjusted to reflect the number of awards whose related service and non-market performance conditions are expected to be met, such that the amount ultimately recognized as an expense is based on the number of awards that meet the related service and non-market performance conditions at the vesting date.

### (r) Income taxes

Income tax expenses include both current taxes and deferred taxes. Except for expenses related to business combinations or recognized directly in equity or other comprehensive income, all current and deferred taxes shall be recognized in profit or loss.

Current taxes include tax payables and tax deduction receivables on taxable gains (losses) for the year calculated using the statutory tax rate on the reporting date or the actual legislative tax rate, as well as tax adjustments related to prior years.

Deferred taxes arise due to temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their respective tax bases. Deferred taxes shall not be recognized for the following exceptions:

- 1. Assets and liabilities that are initially recognized but are not related to a business combination and have no effect on net income or taxable gains (losses) during the transaction.
- 2. Temporary differences arising from equity investments in subsidiaries or joint ventures where there is a high probability that such temporary differences will not reverse.
- 3. Initial recognition of goodwill.

Deferred tax assets and liabilities shall be measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rates that have been enacted or substantively enacted by the end of the reporting period.

### Notes to Consolidated Financial Statements

Deferred tax assets and liabilities may be offset against each other if the following criteria are met:

- 1. The entity has the legal right to settle tax assets and liabilities on a net basis; and
- 2. The taxing of deferred tax assets and liabilities fulfills one of the scenarios below:
  - i) levied by the same taxing authority; or
  - ii) levied by different taxing authorities, but where each such authority intends to settle tax assets and liabilities (where such amounts are significant) on a net basis every year of the period of expected asset realization or debt liquidation, or where the timing of asset realization and debt liquidation is matched.

A deferred tax asset should be recognized for the carry forward of unused tax losses, unused tax credits, and deductible temporary differences to the extent that it is probable that future taxable profit will be available against which the unused tax losses, unused tax credits, and deductible temporary differences can be utilized. Such unused tax losses, unused tax credits, and deductible temporary differences shall also be re-evaluated every year on the financial reporting date, and they shall be adjusted based on the probability that future taxable profit will be available against which the unused tax losses, unused tax credits, and deductible temporary differences can be utilized.

### (s) Earnings per share

The Group discloses the basic and diluted earnings per share attributable to ordinary equity holders of the Company. The calculation of basic earnings per share is based on the profit attributable to the ordinary shareholders of the Company divided by the weighted-average number of ordinary shares outstanding. The calculation of diluted earnings per share is based on the profit attributable to ordinary shareholders of the Company, divided by the weighted-average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares. Dilutive potential ordinary shares comprise employee stock options and employee bonuses not yet resolved by the shareholders.

### (t) Operating segments

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the Group). Operating results of the operating segment are regularly reviewed by the Group's chief operating decision maker to make decisions about resources to be allocated to the segment and to assess its performance. Each operating segment consists of standalone financial information.

### **Notes to Consolidated Financial Statements**

### (u) Changes in the estimated useful lives and residual values of depreciable assets

In 2013, the Group changed its estimated useful lives of the property, plant and equipment in accordance with their actual useful lives.

The following are the estimated increase (decrease) in the current and future net profit before tax (in thousands per year):

	2014	2015	2016	2017	After 2018
Increase (Decrease)	\$ <u>(24,464</u> )	<u>(2,449</u> )	<u>8,559</u>	<u> 19,747</u>	<u>39,299</u>

### (5) Major sources of significant accounting assumptions, judgments, and estimation uncertainty

The preparation of the consolidated financial statements in conformity with IFRSs requires management to make judgments, estimates, and assumptions that affect the application of the accounting policies and the reported amount of assets, liabilities, income, and expenses. Actual results may differ from these estimates.

Management continuously monitors the accounting assumptions, estimates, and judgments. Management recognizes any changes in the accounting estimates during the period and the impact of the changes in the accounting estimates in the next period.

Information about critical judgments in applying accounting policies that have the most significant effect on amounts recognized in the consolidated financial statements is included in note 6(k), Operating lease.

There is no information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year.

### (6) Explanation of significant accounts

### (a) Cash and cash equivalents

	December 61,	Document or,
	2014	2013
Cash on hand, checking accounts, and demand deposits	\$ 2,368,340	2,348,299
Time deposits	152,399	<u>100.823</u>
•	\$ <u>2,520,739</u>	<u>2,449,122</u>

December 31. December 31.

### **Notes to Consolidated Financial Statements**

Please refer to note 6(r) for the exchange rate risk, the interest rate risk, and the fair value sensitivity analysis of the financial assets and liabilities of the Group.

### (b) Financial assets and liabilities

·	December 31,	December 31,
	2014	2013
Non-current financial assets at cost, net	\$ <u>56,959</u>	<u> 187,771</u>

- (i) Please refer to note 6(r) for the fair value hierarchy of the financial assets and liabilities of the Group.
- (ii) The aforementioned investments held by the Group are measured at amortized cost at yearend given the range of reasonable fair value estimates is large and the probability for each estimate cannot be reasonably determined; therefore, the Group management had determined that the fair value cannot be measured reliably.

For the years ended December 31, 2014 and 2013, the Group recognized an impairment loss of \$130,812 and \$121,000, respectively.

- (iii) The above financial instruments were not used as collateral as of December 31, 2014 and 2013.
- (c) Notes and accounts receivable and other receivables

	December 31, December 31,		
	2014	2013	
Accounts receivable (including related parties)	\$ 1,630,154	1,355,122	
Other receivables	218,326	225,632	
Less: allowance for uncollectible accounts	(4,249)	(1,866)	
	\$ <u>1,844,231</u>	<u>1,578,888</u>	

As of December 31, 2014 and 2013, the Group did not provide any of the aforementioned notes and accounts receivable and other receivables as collateral for its loans. Please refer to note 8.

### **Notes to Consolidated Financial Statements**

The aging analysis of accounts receivable and other receivables which were past due but not impaired was as follows:

	Dec	2014	2013
Past due 0-90 days	\$	247,095	110,160
Past due 91-180 days		768	•
Past due 181-240 days		-	4,746
Past due 241-360 days		-	1,618
Past due over 361 days		<u> </u>	571
•	\$	247,863	<u>117,095</u>

Based on the historical payment behavior, the Group believed that the overdue receivables, of which no allowances for uncollectible amounts were set against, are still collectible.

The Group recognized impairment loss on notes and accounts receivable using individual and collective assessment methods. The movement in the allowance for notes and accounts receivable and other receivables was as follows:

	2014	2013
Balance on January 1	\$ 1,866	3,077
Recognized (reversal) of impairment loss	2,383	<u>(1,211</u> )
Balance on December 31	\$ <u>4,249</u>	1,866

### (d) Inventories

	December 31, December 31,		
•	20	14	2013
Raw materials	\$ 47	7,021	383,863
Work in progress	12	3,882	106,620
Finished goods	30	6,499	<u> 164,550</u>
	\$ <u>90</u>	<u>7,402</u>	<u>655,033</u>

### Notes to Consolidated Financial Statements

(i) For the years ended December 31, 2014 and 2013, the Group recognized the following items as cost of goods sold:

	2014	2013
Cost of goods sold	\$ 5,621,345	5,230,156
Additional losses on inventory valuation and obsolescence	15,625	620
Unallocated fixed manufacturing overhead resulting		• .
from the actual production being lower than the		•
normal capacity	103,015	182,232
Others	(1,944)	(10,840)
	\$ <u>5,738,041</u>	<u> 5,402,168</u>

- (ii) As of December 31, 2014 and 2013, the Group did not provide any inventories as collateral for its loans.
- (e) Investments accounted for using equity method

A summary of the Group's financial information for equity-accounted investees at the reporting date is as follows:

•	December 31, December 31,		
	2014	2013	
Associates	\$ <u>849,900</u>	<u> 706,520</u>	

- (i) The Group's investment accounted for using the equity method has no practical market value.
- (ii) During the third quarter of 2013, on a resolution approved by the board of directors, MAP Tech. offset the accumulated deficit amounting to \$114,242 by decreasing its common stock. In addition, MAP Tech. had returned its capital, so the Group had received the amount of \$53,237. The Group still owns 46.60% of MAP Tech.
- (iii) In 2010, the Group entered the smart meter industry and invested \$62,629 in Das Technology Co., Ltd., accounting for the non-current financial assets at cost. In 2013, the Group invested \$72,240 and increased its ownership from 19.57% to 47.57%. However, the Group holds under 50% of the voting power of Das Technology Co., Ltd. and has no control over its financial and operating policies. Therefore, the investment in associates is accounted for using the equity method. The Group remeasured the investment and recognized a loss of \$12,134. Please refer to note 6(q). In 2014, the Groups had evaluated the investment and recognized a loss of \$14,065.

### Notes to Consolidated Financial Statements

- (iv) For the years ended December 31, 2014 and 2013, the Group received cash dividends from Min Aik Precision Industrial Co., Ltd. (MAP) amounting to \$62,440 and \$4,741, respectively. In 2014, the Group received 2,230 thousands stock dividends from MAP.
- (v) The Group invested Ablytek Co., Ltd. (Ablytek) which was accounted for using the equity method. In August, 2014, Ablytek increased its capital by cash, the Group did not recognized by shareholding percentage, the Group decreased its ownership from 33.96% to 28.30%, therefore, the Group's recognized \$23,157 of capital surplus and reclassified the \$158 from other comprehensive loss to loss, please refer to 6(q).
- (vi) During the second quarter of 2013, the Group sold shares of MAP. The Group's ownership of MAP decreased from 43.15% to 39.75%, and it recognized a gain on disposal of investments of \$24,911. Refer to note 6(q).
- (vii) In 2014 and 2013, the Group's share of the net income of associates was as follows:

	2014	2013
The Group's share of the net income of associates	\$ <u>193,462</u>	<u>85,953</u>

Summary financial information for investments in associates is as follows (before being adjusted to the Group's proportionate share):

	December 31, December 31,		
	2014	2013	
Total assets	\$ 3,578,206	3,120,260	
Total liabilities	\$ <u>1,615,749</u>	1,662,436	
	2014	2013	
Income	\$ <u>4,389,253</u>	3,171,048	
Net income for the period	\$ <u>503,913</u>	218,461	

The Group had no other contingent liabilities to its associates with other investors. Also, it holds no responsibility for the liabilities of its associates.

The transfer of capital from associates to the Group was unrestricted.

### **Notes to Consolidated Financial Statements**

### (f) Property, plant and equipment

The cost, depreciation, and impairment of the property, plant and equipment of the Group for the years ended December 31, 2014 and 2013, were as follows:

		Land	Buildings and <u>construction</u>	Machinery and equipment	Other facilities	Prepayment for purchase of equipment	Total
Cost or deemed cost:	.—						
Balance on January 1, 2014	\$	24,500	286,547	1,791,584	725,291	12,187	2,840,109
Additions				52,576	25,616	94,898	173,090
Disposal			_	(76,125)	(13,860)	-	(89,985)
Reclassification		_	_	43,678	17,188	(60,866)	- 1
Transfer from inventory		_	_	26,371	2,462	`	28,833
Transfer to patent or expense		_	-	-	<u>.</u>	(7,519)	(7,519)
Effect of movements in exchange rates		1,435	316	9,060	12,667	1,203	24,681
Balance on December 31, 2014	\$	25.935	286,863	1,847,144	769,364	39,903	2,969,209
Balance on January 1, 2013	\$	27,594	311,829	1,746,748	739,900	8,555	2,834,626
Additions		-	-	68,472	19,260	63,996	151,728
Disposal		(2,060)	(13,175)	(57,050)	(39,467)	(217)	(111,969)
Reclassification		-	148	55,888	3,901	- (59,937)	-
Transfer from inventory		-	-	11,762	-	-	11,762
Transfer from prepaid expense		-	-	252	-	-	252
Transfer to patent or expense		-	-	-	-	(120)	(120)
Effect of movements in exchange rates	_	(1,034)	(12,255)	(34,488)	1,697	(90)	(46,170)
Balance on December 31, 2013	\$ _	24,500	<u>286,547</u>	<u>1,791,584</u>	<u>725,291</u>	<u>12,187</u>	<u>2,840.109</u>
Depreciation and impairments loss:							
Balance on January 1, 2014	\$	-	29,375	997,159	549,348	-	1,575,882
Depreciation for the year	-	-	11,100	132,320	53,081	-	196,501
Disposal		_	<u>.</u>	(70,330)	(12,685)	-	(83,015)
Effect of movements in exchange rates		-	(251)	5,735	11,147	<u> </u>	16,631
Balance on December 31, 2014	\$ _		40,224	1.064,884	<u>600,891</u>	<u> </u>	<u>1,705,999</u>
Balance on January 1, 2013	\$	2,021	35,193	929,028	518,163	-	1,484,405
Depreciation for the year		-	8,329	127,970	65,242	-	201,541
Disposal		(2,061)	(13,175)	(45,115)	(36,117)	7	(96,468)
Effect of movements in exchange rates	_	40	(972)	(14,724)	2,060		(13,596)
Balance on December 31, 2013	<b>\$</b> =		<u>29,375</u>	<u>997,159</u>	<u>549,348</u>		1,575,882
Carrying amounts:							
Balance on December 31, 2014	\$ _	25,935	<u>246,639</u>	782,260	<u> 168.473</u>	39,903	1,263,210
Balance on December 31, 2013	<b>\$</b> _	24,500	<u>257,172</u>	<u>794,425</u>	<u>175,943</u>	<u>12,187</u>	<u>1.264.227</u>

As of December 31, 2014 and 2013, the property, plant and equipment of the Group had been pledged as collateral for long-term borrowings; please refer to note 8.

Furthermore, in 2013 the Group evaluated the economic life of a portion of the machinery and equipment based on experience and extended it from 4~6 years to 5~10 years. It was adjusted as of the date it changed.

### Notes to Consolidated Financial Statements

### (g) Other non-current assets

The following are the other non-current assets of the Group.

T. Comments of the comment of the co	December 31, December 31,		
	2014	2013	
Long-term prepaid rent	\$ 53,070	53,940	
Others	<u>27,658</u>	<u> 28,099</u>	
	\$ <u>80,728</u>	<u>82,039</u>	

The Group signed an agreement with an estate company in Malaysia to acquire the right to the use land for a factory and office from 2003 to 2096.

### (h) Short-term borrowings

	December 3 	1, December 31, 2013
Unsecured bank loans	\$ -	56,015
Usance L/C payable		3,5 <u>49</u>
Total	\$	<u>59,564</u>
Unused short-term credit lines	\$ <u>_2,262,03</u>	<u> 2,440,494</u>
Annual interest rates		<u>1.2125%~2.00%</u>

For information on the Group's credit risk, liquidity risk, and market risk, please see note 6(r).

For collateral for short-term borrowings as of December 31, 2014 and 2013, please refer to note 8.

### (i) Long-term borrowings

The details were as follows:

	December 31, 2014				
•	Currency	Interest rate	Maturity year		<u>Amount</u>
Secured bank loans	NTD	2.375%	2023	\$	236,731
Secured bank loans	USD	1.93%	2016		349
				•	237,080
Less: current portion					(27,770)
Total				\$	<u>209,310</u>
Unused credit line for long-term	borrowings			\$	<u>57,730</u>

### Notes to Consolidated Financial Statements

	December 31, 2013				
	Currency	Interest rate	Maturity year	_ ·	Amount:
Secured bank loans	NTD	2.375%	2023	\$	242,271
Secured bank loans	USD	1.93%	2016		605
					242,876
Less: current portion					(5,816)
Total				. \$.	237,060
Unused credit line for long-term	borrowings			\$	57,730

For collateral for long-term borrowings as of December 31, 2014 and 2013, please refer to note 8.

### (j) Convertible bonds payable

		December 31, 2014	December 31, 2013
Aggregate principal amount	\$		647,000
Accumulated converted amount	Ψ	-	<u>(647,000</u> )
	\$		· · · · · · · · · · · · · · · · · · ·

The revaluation loss or profit on redemption at the option of the Company and the bondholders the Group recorded as other losses of \$12,277 and interest expense \$3,424. There was no such situation in 2014.

### (k) Operating lease

Non-cancellable operating lease rentals payable were as follows:

	December 31, 2014	December 31, 2013
Less than one year	\$ 58,941	55,857
Between one and five years	111,846	16,606
Over five years	34,510	<u>36,540</u>
	\$ <u>205,297</u>	<u>109,003</u>

The Group leased office space, warehouses, and equipment under operating leases with lease terms of 1 to 20 years and had an option to renew the leases. During the years 2014 and 2013, an amount of \$66,554 and \$68,245, respectively, was recognized as an expense in profit or loss in respect of operating leases. There was no contingent rent recognized as an expense.

(Continued)

### Notes to Consolidated Financial Statements

The Group does not participate in the residual value of the land and buildings.

### (1) Employee benefits

### 1. Defined benefit plans

The present value of the defined benefit obligations and the fair value of the plan assets of the Company were as follows:

•	•	December 31,	
	2014	2013	
Present value of defined benefit obligations	\$ (65,698)	(61,357)	
Fair value of plan assets	61,946	<u>61,896</u>	
Surplus in the plan	(3,752)	539	
Unamortized actuarial losses	8,322	4,569	
Recognized liabilities for defined benefit obligations	\$ <u>4,570</u>	<u>5,108</u>	

The Group makes defined benefit plan contributions to the pension fund account at Bank of Taiwan that provides pensions for employees upon retirement. The plans (covered by the Labor Standards Law) entitle a retired employee to receive an annual payment based on years of service and average salary for the six months prior to retirement.

### (i) Composition of plan assets

The Group allocates pension funds in accordance with the Regulations for Revenues, Expenditures, Safeguard and Utilization of the Labor Retirement Fund, and such funds are managed by the Labor Pension Fund Supervisory Committee. With regard to the utilization of the funds, minimum earnings shall be no less than the earnings attainable from two-year time deposits with interest rates offered by local banks.

The Group's Bank of Taiwan labor pension reserve account balance amounted to \$61,946 as of December 31, 2014. For information on the utilization of the labor pension fund assets including the asset allocation and yield of the fund, please refer to the website of the Labor Pension Fund Supervisory Committee.

### (ii) Movements in present value of the defined benefit obligations

		2014	2013
Defined benefit obligation at January 1	\$	61,357	71,836
Benefits paid by plan assets		(1,467)	(11,887)
Current service costs and interest		1,659	2,050
Actuarial gains (losses)	_	<u>4,149</u>	(642)
Defined benefit obligation at December 31	\$ _	65,698	<u>61,357</u>
			(Continued)

### **Notes to Consolidated Financial Statements**

# (iii) Movements of defined benefit plan assets

The movements in the present value of the defined benefit plan assets for the Group were as follows:

	 2014	2013
Fair value of plan assets at January 1	\$ 61,896	72,749 :.
Benefits paid from the plan assets	(1,467)	(11,716)
Expected return on plan assets	1,121	1,359
Gain (losses) on plan assets	<u>396</u>	(496)
Fair value of plan assets at December 31	\$ <u>61,946</u>	<u>61,896</u>

# (iv) Expenses recognized in profit or loss

The expenses recognized in profit or loss for the Group were as follows:

		2014	2013
Service cost	\$	549	887
Interest cost		1,110	1,163
Past service cost		-	146
Expected rate of return on plan assets		(1,121)	(1,359)
•	\$	538	<u>837</u>
Administrative expenses	\$	538	837
Actual return on assets	\$_	1,517	863

# (v) Actuarial assumptions

The following are the Group's principal actuarial assumptions:

	2014	2013
Discount rate	2.125%	2.000%
Expected rate of return on plan assets	1.750%	2.000%
Future salary increase rate	1.625%	1.500%

The expected long-term rate of return is based on the portfolio as a whole and not on the sum of the returns on individual asset categories. The return is based exclusively on historical returns, without adjustments.

#### Notes to Consolidated Financial Statements

### (vi) Experience adjustments based on historical information

	December 31, 2014	December 31, 2013	December 31, 2012	January 1, 2012
Present value of defined benefit plans	\$ (65,698)	(61,357)	(71,836)	(66,288)
Fair value of plan assets	61,946	61,896	<u>72,749</u>	72,596
Net liabilities of defined benefit obligations	\$ <u>(3,752)</u>	539	<u>913</u>	6,308
Experience adjustments arising on the present value of defined benefit plans	\$ <u>(4,150)</u>	11,984	<u>(3,416)</u>	
Experience adjustments arising on the fair value of plan assets	\$ <u>397</u>	<u>(11,667</u> )	(1,299)	<u> </u>

The expected allocation payment to be made by the Group to the defined benefit plans for the one-year period after the reporting date is \$0.

(vii) When calculating the present value of the defined benefit obligations, the Group uses judgments and estimations to determine the actuarial assumptions, including employee turnover rates and future salary changes, as of the financial statement date. Any changes in the actuarial assumptions may significantly impact the amount of the defined benefit obligations.

As of December 31, 2014, the Company's prepaid pension costs were \$4,570. If the discount rate had been increased or decreased by 0.25%, the Group's prepaid pension costs would have been increased by \$1,546 or decreased by \$1,600, respectively. If the salary increase rate had increased or decreased by 0.25%, the Group's prepaid pension costs would have decreased by \$1,562 or increased by \$1,516, respectively.

### 2. Defined contribution plans

The Group allocates 6% of each employee's monthly wages to the labor pension personal account at the Bureau of Labor Insurance in accordance with the provisions of the Labor Pension Act. Under this defined contribution plan, the Group allocates a fixed amount to the Bureau of Labor Insurance without additional legal or constructive obligations.

The Group recognized pension costs under the defined contribution method amounting to \$41,307 and \$37,559 for the years ended December 31, 2014 and 2013, respectively.

### **Notes to Consolidated Financial Statements**

# (m) Income taxes

1. The components of income tax in the years 2014 and 2013 were as follows:

		2014	2013	
Current tax expense	\$	176,625	145,676	
Deferred tax expense		50,028	<u>54,411</u> ;	
Income tax expense	\$	<u>226,653</u>	<u>200,087</u>	

2. The amount of income tax recognized in other comprehensive income for 2014 and 2013 was as follows:

	2014	2013
Foreign currency translation differences for foreign		
operations	\$ <u>4,444</u>	<u>(14,945</u> )

3. Reconciliation of income tax and profit before tax for 2014 and 2013 was as follows:

	2014	2013
Profit excluding income tax	\$ 1,002,745	727,406
Income tax using the Company's domestic tax rate	274,840	174,942
Effect of tax rates in foreign jurisdiction	59,145	32,604
10% surtax on unappropriated earnings	2,721	13,023
Recognized prior year tax losses	(41,671)	(18,992)
Tax exemption	(27,506)	(8,227)
Others	(40,876)	6,737
	\$ <u>226,653</u>	<u>200,087</u>

# 4. Deferred tax assets and liabilities

(i) Unrecognized deferred tax assets

Deferred tax assets have not been recognized in respect of the following items:

·	I	December 31,	December 31,
		2014	2013
Tax losses	\$	83,016	151,353
Deductible temporary differences	_	28,879	14,620
	· \$_	111,895	165,973

### **Notes to Consolidated Financial Statements**

Deferred tax assets have not been recognized in respect of these items because future taxable profit will not be available against which the unused tax credits and deductible temporary differences can be utilized.

As of December 31, 2014, the tax losses carried forward of MAY, MATH and MUM amounted to \$349,318. Based on their respective effective tax rates, the maximum deductible tax amount was \$83,016.

# (ii) Recognized deferred tax assets and liabilities

Changes in the amount of deferred tax assets and liabilities for 2014 and 2013 were as follows:

	Loss on outward investment	Investment income recognized under the equity method	Exchange differences on translation of foreign financial statements	Others_	<u>Total</u>
Deferred tax liabilities:					
Balance on January 1, 2014	\$ -	271,057	-	36,079	307,136
Recognized in profit or loss	-	35,802		17,932	53,734
Foreign currency translation adjustment	·		<u> </u>	(498)	(498)
Balance on December 31, 2014	\$	<u>_306,859</u>		<u>53,513</u>	<u>360,372</u>
Balance on January 1, 2013	\$ 11,124	284,304	2,815	9,308	307,551
Recognized in profit or loss	(11,124)	(13,247)	-	28,334	3,963
Recognized in other comprehensive income	-	· · · · · · · · · · · · · · · · · · ·	(2,815)	-	(2,815)
Foreign currency translation adjustment	**	<del>-</del>		(1,563)	(1,563)
Balance on December 31, 2013	\$	<u>271,057</u>	<del></del>	<u>36,079</u>	<u>307,136</u>

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# Notes to Consolidated Financial Statements

		Additional loss on inventory valuation	Investment income recognized under the equity method	Exchange differences on translation of foreign financial statements	Others	<u>Total</u>
Deferred tax assets:						·
Balance on January 1, 2014	\$	(3,189)	( 19,569)	(12,130)	(14,945)	(49,833)
Recognized in profit or loss		1,155	19,563	-	(24,424)	(3,706)
Recognized in other	٠.					
comprehensive income		-	-	4,444	_	4,444
Exchange rate translation						
differences				·	(221)	(221)
Balance on December 31, 2014	\$	(2.034)	(6)	(7.686)	(39,590)	(49,316)
Balance on January 1, 2013	\$	(3,453)	(81,278)	-	(3,420)	(88,151)
Recognized in profit or loss		264	61,709	-	(11,525)	50,448
Recognized in other			•		, , ,	•
comprehensive income		-	_	(12,130)	_	(12,130)
Balance on December 31, 2013	\$	(3,189)	(19,569)	(12,130)	(14,945)	(49,833)

# 5. Examination and approval

The ROC tax authorities have examined the Min Aik Technology Co., LTD and Green Far income tax returns through 2011 and 2012, respectively.

6. Information related to the unappropriated earnings and tax deduction ratio is summarized below:

Unappropriated earnings of 1998 and after Balance of imputation credit account	December 31,         2014       2013         \$ 1,040,922       809,417         \$ 85,655       49,643
Creditable ratio for earnings distribution to	2014 (Estimated) 2013 (Actual)
ROC residents	<u>13.31%</u> <u>17.13%</u>

The abovestated information was prepared in accordance with information letter No. 10204562810 issued by the Ministry of Finance of the ROC on October 17, 2013.

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#### Notes to Consolidated Financial Statements

### (n) Capital and other equity

As of December 31, 2014 and 2013, the authorized common stock was \$4,000,000 (including employee stock options for 7.5 million shares).

The total common stock outstanding in 2013 and 2014 all amounted to \$1,742,020. The par value of the Company's common stock is \$10 (NT dollars) per share.

#### 1. Ordinary shares

In the years ended December 31, 2013, convertible bonds issued in 2010 were converted into the Company's common stock with an aggregate par value of \$66,466. The carrying value of these convertible bonds amounted to \$323,211, which exceeded the par value of the issued common stock by \$264,049. The excess amount was recognized as capital surplus. The registration procedures related to this increase in common stock were completed. In addition, the capital collected in advance was \$7,304 and the capital surplus was \$40,596 at December 31, 2012. The convertible bonds payable were converted to capital in advance after the date set for dividends.

#### 2. Capital surplus

The balances of capital surplus as of December 31, 2014 and 2013, were as follows:

	D	ecember 31, 2014 _	December 31, 2013
Additional paid-in capital	\$	1,443,485	1,443,485
Treasury share transactions		80,675	80,675
Gain on disposal of assets		7	7
Change of equity of associates accounted for using equity			
method	_	<u>53,905</u>	30,748
	\$_	<u>1,578,072</u>	<u> 1,554,915</u>

According to the ROC Company Act, capital surplus can only be used to offset a deficit, and only the realized capital surplus can be used to increase common stock or be distributed as dividends in cash. The aforementioned realized capital surplus includes capital surplus resulting from premium on issuance of capital stock, and earnings from donated assets received. According to the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, capital increases by transferring paid-in capital in excess of par value should not exceed 10% of total common stock outstanding. In addition, capital increases by transferring paid-in capital in excess of par value can only commence in the following year.

#### **Notes to Consolidated Financial Statements**

#### 3. Retained earnings

Pursuant to the Company's articles of incorporation, the Company's earnings are to be appropriated as follows:

- a. pay taxes;
- b. offset prior years' deficits, if any;
- c. of the remainder, if any, 10% is to be set aside as legal reserve;
- d. appropriate 1% of the remainder, if any, as employees' bonus, and not more than 3% of the remainder as directors' and supervisors' remuneration;
- e. the remaining balance, if any, is to be distributed as dividends based on the proposal provided by a board of directors' meeting and approved at a stockholders' meeting.

### (i) Legal reserve

According to the amendment of ROC Company Act amended in January 2012, the Company must retain 10% of its after-tax annual earnings as legal reserve until such retention equals the amount of the total capital. When a company incurs no loss, it may, pursuant to a resolution by a shareholders' meeting, distribute its legal reserve by issuing new shares or by distributing cash, and only the portion of legal reserve which exceeds 25% of the capital may be distributed.

#### (ii) Special reserve

In accordance with Ruling No. 1010012865 issued by the FSC on April 6, 2012, a portion of current-period earnings and undistributed prior-period earnings shall be reclassified as a special earnings reserve during earnings distribution. The amount to be reclassified should equal the current-period total net reduction of other shareholders' equity. Similarly, a portion of undistributed prior-period earnings shall be reclassified as a special earnings reserve (and is not qualified for earnings distribution) to account for cumulative changes to other shareholders' equity pertaining to prior periods. Amounts of subsequent reversals pertaining to the net reduction of other shareholders' equity shall qualify for additional distributions. As of December 31, 2014 and 2013, the amount of special reserve are \$85,194 and \$9,004, respectively.

#### Notes to Consolidated Financial Statements

### (iii) Earnings distribution

The Company estimated the amounts of employees' bonus and directors' and supervisors' remuneration equal to a certain percentage determined by the management of the Company based on the net income after tax for the years ended December 31, 2014 and 2013, less 10% legal reserve. The Company recognized employees' bonus of \$45,683 and \$32,515, and directors' and supervisors' remuneration of \$13,052 and \$9,290 for the years ended December 31, 2014 and 2013, respectively. Differences between the amount approved in the stockholders' meeting and that recognized in the financial statements, if any, will be accounted for as changes in accounting estimates and recognized as profit or loss in the year in which the stockholders' meeting is held.

The above distributions of retained earnings did not differ from the resolutions made by the meetings of the board of directors and the estimated amount that had been recognized as salaries in the Company's 2013 financial statement. The related information can be accessed in the Market Observation Post System (MOPS) after the above meetings are held by the Company.

Based on the resolution of the stockholders' meetings held on June 18, 2014, and May 7, 2013, the information on dividends, employees' bonus, and directors' and supervisors' remuneration appropriated from the distributable retained earnings of 2013 and 2012 was as follows:

	2013	2012
Dividends per share (NT dollars)		
Cash from unappropriated retained earnings	\$ <u>2.10</u>	<u>4.50</u>

### (o) Earnings per share

# 1. Basic earnings per share

The calculation of basic earnings per share for the years ended December 31, 2014 and 2013, was based on the profit attributable to ordinary shareholders of the Company and the weighted-average number of ordinary shares outstanding, calculated as follows:

•	<u>2014</u>	<u> 2013 </u>
Profit attributable to ordinary shareholders of the		· .
Company	\$ <u>725,130</u>	<u>516,107</u>
Weighted-average number of ordinary shares		
(thousands) shares	<u>174,202</u>	<u> 172,264</u>

### **Notes to Consolidated Financial Statements**

### 2. Diluted earnings per share

The calculation of diluted earnings per share for the years ended December 31, 2014 and 2013, was based on profit attributable to ordinary shareholders of the Company and the weighted-average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares, calculated as follows:

# (i) Profit attributable to ordinary shareholders of the Company (diluted)

	 <u> 2014                                     </u>	2013
Profit attributable to ordinary shareholders	 -	
of the Company (diluted)	\$ 725,130	516,107
Effects of potential common stock	<u> </u>	2,842
	\$ 725,130	518,949

### (ii) Weighted-average number of ordinary shares (diluted)

	2014	2013
Weighted-average number of ordinary shares	<del></del>	
(basic) (thousands shares)	174,202	172,264
Effect of convertible bonds payable	-	1,938
Effect of employee stock bonuses not yet	4	
authorized by the shareholders' meeting	371	978
Weighted-average number of ordinary		•
shares (diluted) at December 31 (thousands		
shares)	<u>174,573</u>	175,180

# (p) Revenue

The revenue for the years ended December 31, 2014 and 2013, was as follows:

	•			2014	2013
Sales of goods			\$	6,921,535	6,359,368
Sales of molds				223,564	146,121
Others			_	47,851	71,055
·			\$	7,192,950	<u>6,576,544</u>

# Notes to Consolidated Financial Statements

### (q) Non-operating income and expenses

#### 1. Other income

The other income for the years ended December 31, 2014 and 2013, was as follows:

	2014	2013
Interest income	\$ 9,113	6,595
Investment income	4,618	10,477
Others	<u>45,919</u>	43,274
	\$ <u>59,650</u>	<u>60,346</u>

### 2. Other gains and losses

The other gains and losses for the years ended December 31, 2014 and 2013, were as follows:

	 2014	2013
Foreign currency exchange gains, net	\$ 161,357	182,889
Impairment loss on financial assets	(130,812)	(121,000)
Gain (loss) on disposal of investment	(158)	24,911
Remeasurement of impairment loss for non-current		
financial assets at cost	-	(12,134)
Gain on valuation of financial assets (liabilities)	-	12,277
Others	(19,515)	(8,352)
	\$ 10,872	<u>78,591</u>

### (r) Financial instruments

#### 1. Credit risk

# (i) Exposure to credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

The carrying amount of financial assets represents the maximum amount exposed to credit risk. As of December 31, 2014 and 2013, the maximum amount exposed to credit risk was \$4,421,929 and \$4,215,781, respectively. The Group controls its exposure to each individual financial institution and anticipates no significant concentration of risk related to cash accounts.

#### Notes to Consolidated Financial Statements

### (ii) Impairment loss

As of December 31, 2014 and 2013, 89% of the ending balance of trade notes and accounts receivable arose from sales to individual customers constituting the top three for the years ended December 31, 2014 and 2013. Therefore, the concentration of credit risk related to accounts receivable was significant.

### 2. Liquidity risk

The following table shows the contractual maturities of financial liabilities, including estimated interest payments:

	Carrying amount	Contractual cash flows	Within 1 year	1~2 years	2 ~ 5 years	Over 5 years
December 31, 2014						
Non-derivative financial						****
liabilities:						
Short-term and long-	\$ 237,080	259,769	33,114	34,967	100,431	91,258
term borrowings						
Accounts payable	1,058,657	1,058,657	1,508,657	-	-	and the second
Accounts payable-						
related parties	118,758	118,758	118,758	-	-	- · · · · · · · · · · · · · · · · · · ·
Other financial		•				.00
liabilities	225,960	225,960	225,960			
- •	\$ <u>1,640,455</u>	<u>1,663,144</u>	<u>1,436,489</u>	<u>34,967</u>	<u>100,431</u>	<u>91,258</u>
December 31, 2013				•		• • •
Non-derivative financial						
liabilities:						
Short-term and long- term borrowings	\$ 302,440	331,992	72,244	33,096	102,637	124,015
Accounts payable	981,996	981,996	981,996	_	_	
Accounts payable-	2 - 1,2 2 -	2-1,224	,,,,,,			
related parties	145,384	145,384	145,384	<u>.</u>	_	_
Other financial			<b>,</b>			
liabilities	168,537	168,537	168,537	_	-	-
	\$ <u>1,598,357</u>	1,627,909	1,368,161	33,096	102,637	124,015

The Group does not expect that the cash flows included in the maturity analysis could occur significantly earlier or at significantly different amounts.

#### 3. Market risk

#### (i) Exposure to foreign currency risk

The Group's significant exposure to foreign currency risk was as follows:

### Notes to Consolidated Financial Statements

	December 31, 2014			December 31, 2013			
	Foreign currency	Exchange rate	TWD	Foreign currency	Exchange rate	TWD	
Financial assets Monetary items							
USD	\$ 109,858	31.650	3,477,008	97,869	29.805	2,916,996.	
SGD	6,584	23.940	157,618	6,510	23.580	153,513	
.CHF	3,394	31.975	108,530	1,467	33.485	49,118.	
Financial liabilities Monetary items							
USD	\$ 30,431	31.650	963,132	32,886	29.805	980,171	
SGD	368	23.940	8,811	156	23.580	3,687	
CHF	43	31.975	1,369	31	33.485	1,042	

# (ii) Sensitivity analysis

The Group's exposure to foreign currency risk arises from the translation of the foreign currency exchange gains and losses on cash and cash equivalents, trade and other receivables, loans and borrowings, and trade and other payables that are denominated in foreign currency.

A weakening (strengthening) of 1% of the TWD against the foreign currency as of December 31, 2014 and 2013, would have increased or decreased the net profit before tax by \$27,698 and \$21,347, respectively. The analysis is performed on the same basis for both periods.

### (iii) Interest rate analysis

The details of financial assets and liabilities exposed to interest rate risk were as follows:

	Carrying amount
	December 31, December 31, 2014 2013
Fixed-rate instruments: Financial assets Variable-rate instruments:	\$ <u>548,609</u> <u>228,421</u>
Financial liabilities	\$ 2,066,085 2,348,299 (237,080) (302,439) \$ 1,829,005 2,045,860

#### Notes to Consolidated Financial Statements

The following sensitivity analysis is based on the exposure to interest rate risk of the derivative and non-derivative financial instruments on the reporting date. Regarding the assets with variable interest rates, the analysis is on the basis of the assumption that the amount of assets outstanding at the reporting date was outstanding throughout the year. The Group reported the increases/decreases in the interest rates and the exposure to changes in interest rates to the Group's key management so as to allow key management to assess the reasonableness of the changes in the interest rates.

If the interest rate had increased or decreased by 0.25%, the net profit before tax would have increased or decreased by \$4,573 and \$5,115 for the years ended December 31, 2014 and 2013, respectively, which would have mainly resulted from bank savings with variable interest rates. Since the interest rate on time deposits, bond investment without active market, and short-term borrowings was fixed, changes in market interest rates of the aforementioned financial assets would have had no effect on the financial statements.

#### 4. Fair value

(i) Fair value and carrying amount

The management of the Group believes that the carrying amounts of the financial assets and liabilities in the financial statement measured at amortized cost are a reasonable approximation of fair value.

(ii) The following table shows a reconciliation of the beginning balances to the ending balances for fair value measurements in Level 3 of the fair value hierarchy. All the convertible bonds had been transferred in 2013. There was no such situation in 2014.

	 2013
Balance on January 1	\$ 10,662
Total gains and losses recognized in profit or loss	12,277
Disposal/Redemption	(22,939)
Balance on December 31	\$ -

#### (s) Financial risk management

#### 1. Structure of risk management

The Group's finance department provides business services for all internal departments. It sets the objectives, policies and processes for managing risk and the methods used to measure the risk arising from both the domestic and international financial market operations.

#### Notes to Consolidated Financial Statements

The Group minimizes the risk exposure through derivative financial instruments. The board of directors regulates the use of derivative and non-derivative financial instruments in accordance with the Group's policy about risks arising from financial instruments such as currency risk, interest rate risk, and credit risk; the use of derivative and non-derivative financial instruments; and investment of excess liquidity. The internal auditors of the Group continuously review of the amount of risk exposure in accordance with the Group's risk management policies and procedures. The Group has no transactions in financial instruments (including derivative financial instruments) for the purpose of speculation. The finance department reports to the board of directors periodically.

# 2. Briefings

The Group is exposed to the following risks arising from financial instruments:

- (i) Credit risk
- (ii) Liquidity risk
- (iii) Market risk

This note presents information on exposure to each of the above risks and on the objectives, policies, and processes as for measuring and managing risk. For detailed information, please refer to 6(r).

#### (t) Capital management

The Group manages capital to safeguard the capacity to continue to operate. The management uses the asset-liability ratio to manage capital. This ratio is debt divided by assets. Debt is derived from the total liabilities, except for bonds payable. As of December 31, 2014 and 2013, the Group's asset-liability ratios all were 31%.

As of December 31, 2014, there were no changes in the Group's approach to capital management.

# (u) Investing and financing activities not affecting current cash flow

During the years 2013, the conversion of the Group's convertible bonds to ordinary shares did not affect current cash flow. There was no such situation in 2014.

### **Notes to Consolidated Financial Statements**

#### (7) Related-party transactions

(a) Parent company and ultimate controlling company

The Company is the ultimate controlling party of the Group and its subsidiaries.

### (b) Sales

### 1. Sale of goods to related parties

The amounts of significant sales by the Group to related parties and the resulting accounts receivable were as follows:

		Sal	les	Accounts receivable - related party		
		2014	2013	December 31, 2014	December 31, 2013	
Associates	\$	77,547	61,201	18,217	5,136	
Other related parties	_	-	1,868	<del></del>		
	\$ _	<u>77,547</u>	<u>63,069</u>	<u> 18,217</u>	<u>5,136</u>	

The credit terms were 30 to 120 days for related parties, but they may be adjusted depending on the demand for funds of the related party. The general credit terms for counterparties other than related parties are about 2 to 3 months after delivery. The sales prices were not significantly different from those for third-party customers.

### 2. Purchases

The amounts of purchases by the Group from related parties were as follows:

• •	· :	Purchase		Accounts payable - related p		
	. •			December	December	
		2014	2013	31, 2014	31, 2013	
Associates	\$	442,588	438,777	117,231	144,783	
Other related parties		5,150		1,527	<u>601</u>	
	·\$	447,738	438,777	<u>118,758</u>	145,384	

The credit terms were 30 to 120 days for related parties, but they may be adjusted depending on the demand for funds of the related party. The general credit terms for counterparties other than related parties are L/C, T/T, or 60~120 days after goods are received. The purchase price is negotiated by the parties.

### **Notes to Consolidated Financial Statements**

### 3. Service revenue

and the second	•		Other accoun	ts receivable –	
W- 1.	Service r	Service revenue		related party	
			December	December	
* *	2014	2013	31, 2014	31, 2013	
Associates	\$31,390	47,351	11,773	5,961	

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# 4. Property transactions

(i) The sales of property, plant and equipment to related parties were as follows:

••	 Amo	unt	Other accounts receivable – related parties	
	2014	2013	December 31, 2014	December 31, 2013
Sales price Gain on sale of	\$ 253	746	-	- *** 1 - *** 1
equipment	251	201	-	-

(ii) The purchases of property, plant and equipment from related parties were as follows:

	<b>A</b>	4	Other account related	nts payable –
	Am	<u>ount                                    </u>	related	parties
•			December	December
**	2014	2013	31, 2014	31, 2013
Purchase price	\$ <u>5,945</u>	43,552	<u> </u>	<u>234</u>

### 5. Other transactions

The Group had sold the software system to associates amount of \$3,564, which recognized as others revenue. As of December 31, 2014, the amount of \$3,528 was still unreceived and recognized as other accounts receivable.

# 6. Related-party financing

Financing to related parties was as follows:

	Amount		Other accounts receivable – related parties		
	2014	2013	December 31, 2014	December 31, 2013	
Associates	\$ <u>45,000</u>	30,000			
				(Continued)	

### **Notes to Consolidated Financial Statements**

Interest on the above financing was calculated based on the contract. Since such loans were secured by the Group, they did not require provisions for bad debt expenses.

# (c) Key management personnel compensation

	 <u> 2014                                     </u>	2013
Short-term employee benefits	\$ 51,277	33,688
Post-employment benefits	318	300
Termination benefits	-	· ·
Other long-term benefits		<b>-</b>
Share-based payments	 	
	\$ <u> 51,595</u>	33,988

# (8) Pledged assets

The carrying values of pledged assets were as follows:

Pledged assets	Object	December 31, 2014	December 31, 2013
Time deposit (classified under other accounts receivable)  Machinery and equipment	Bank loans and guarantee for credit line Bank loans	\$ 137,735 448	127,598 595
wacmnery and equipment	Dank toans	\$ <u>138,183</u>	<u> 128,193</u>

### (9) Commitments and contingencies

Significant commitments unrecognized:

1. Unrecognized commitments of the Group were as follows:

	December 31,	December 31,
	<u> 2014</u>	2013
Acquisition of property, plant and equipment	\$ <u>126,147</u>	<u>16,452</u>

2. Guarantee notes issued as collateral for applying for a credit line were as follows:

	December 31, 2014	December 31, 2013
Guarantee notes issued	\$ <u>2,026,950</u>	2,003,108
Endorsement guarantee	\$ <u>748,671</u>	<u>719,151</u>

#### **Notes to Consolidated Financial Statements**

#### (10) Losses due to significant disasters: none

### (11) Subsequent events: none

#### (12) Other

A summary of current-period employee benefits, depreciation, and amortization, by function, is as follows:

		2014		-	2013	
By function By item	Cost of sales	Operating expenses	Total	Cost of sales	Operating expenses	Total
Employee benefits						
Salary	707,609	267,817	975,426	585,489	258,026	843,515
Labor and health insurance	21,251	14,651	35,902	19,571	14,761	34,332
Pension	27,175	14,670	41,845	24,666	13,730	38,396
Others	41,353	15,291	56,644	39,763	15,004	54,767
Depreciation	166,214	30,287	196,501	166,790	34,752	201,542
Amortization	4,833	686	5,519	6,301	1,032	7,333

#### (13) Segment information

#### (a) General information

The Group identifies its operating segments based on the decision of the chief operating decision maker (CODM). The Group's operating segments are EMS (Electronics Manufacturing Service), Automatic Equipment Service, and Commerce Service. Except for EMS, the operating segments did not meet the quantitative threshold for individually reportable segments nor are they aggregated with other operating segments.

EMS's main operating activities are designing and manufacturing consumer electronics end products. Those of Automatic Equipment Service are designing and manufacturing automatic machinery for industrial use. The main operating activity of Commerce Service is trading business. Since the strategy of each segment is different, it is necessary to separate them for management.

# (b) Reportable segments and operating segment information

The Consolidated Company assessed performance of the segments based on the segments' profit, and the accounting policy of the segments is the same as that described in the summary of significant accounting policies.

# Notes to Consolidated Financial Statements

The Group's segment financial information was as follows:

to the state of th	For the year ended December 31, 2014					
	EMS	Others	Adjustments an eliminations	Total		
External revenue	\$ 6,745,844	447,106	. <del>-</del>	7,192,950		
Intra-group revenue				100 \$1 <u>100 \$1 \\</u>		
Total segment revenue	\$ <u>6,745,844</u>	<u>447,106</u>		<u>7,192,950</u>		
Segment profit	\$ <u>641,627</u>	103,146		744,773		
Segment total assets	\$		7,636,708	7,636,708		
	<b>.</b> . <b></b>	or the year ende	ed December 31,	<b>2013</b> .		
		·····	Adjustments and	d See Silver		
	EMS	Others	eliminations	<u>Total</u>		
External revenue Intra-group revenue	\$ 6,172,336	404,208	: - -	6,576,544		
Total segment revenue	\$6.172.336	404,208	· · · · · · · · · · · · · · · · · · ·	6,576,544		
Segment profit	\$ <u>0,172,350</u> \$ 486,358	27.146		513,504		

7,020,633

### (c) Product and service information

Segment total assets

The Group's product revenues from exterior clients were as follows:

Product	2014	2013
APFA	\$ 1,925,337	1,592,820
VCM:	1,829,402	2,009,491
COVER	1,029,885	858,071
EHD	761,594	552,389
CSA/RAMP	649,693	669,404
HDD	253,227	261,299
Others	<u> 743,812</u>	633,070
	\$ <u>7,192,950</u>	<u>6,576,544</u>

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# Notes to Consolidated Financial Statements

# (d) Geographic information

The Group's non-current assets are located in Asia, and its revenue from external clients by geographical location was as follows:

Geographic area	2014	2013
Asia	\$ 6,178,378	5,874,735
Americas	899,997	627,975
Europe.	114,575	73,683
Oceania		<u>151</u>
	\$ <u>7,192,950</u>	6,576,544

# (e) Major customers

Sales to individual clients constituting over 10% of total revenue in 2014 and 2013 are summarized as follows:

		2014		2013	<u> </u>
	-	·	Percentage		Percentage
. , .		Revenue	of net sales	Revenue	of net sales
Western Digital (M) Sdn. Bhd.	\$	3,082,335	43	2,865,813	44
Western Digital (Thailand)					
Company		2,198,955	31	2,161,814	. 33
HITACHI EHDD		806,380	11	600,716	9
	\$	6,087,670	<u>85</u>	<u>5,628,343</u>	<u>86</u>