

**GCS HOLDINGS, INC. AND SUBSIDIARIES
CONSOLIDATED FINANCIAL STATEMENTS
AND REPORT OF INDEPENDENT ACCOUNTANTS
DECEMBER 31, 2015 AND 2014**



資誠

REPORT OF INDEPENDENT ACCOUNTANTS

PWCR15000244

To the Board of Directors and Stockholders of GCS Holdings, Inc.

We have audited the accompanying consolidated balance sheets of GCS Holdings, Inc. and its subsidiaries (the “Group”) as of December 31, 2015 and 2014, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, expressed in thousands of New Taiwan dollars. These consolidated financial statements are the responsibility of the Group’s management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits.

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

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of GCS Holdings, Inc. and its subsidiaries as of December 31, 2015 and 2014, and the results of their financial performance and their cash flows for the years then ended in conformity with the “Rules Governing the Preparation of Financial Statements by Securities Issuers” and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission of the Republic of China.

PricewaterhouseCoopers, Taiwan
March 2, 2016

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

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GCS HOLDINGS INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

<u>ASSETS</u>	<u>Notes</u>	<u>December 31,</u> <u>2015</u>	<u>December 31,</u> <u>2014</u>
Current assets			
Cash and cash equivalents	6(1)	\$ 1,237,513	\$ 527,385
Accounts receivable - net	6(3)	205,006	190,655
Other receivables		15,271	7,611
Current income tax assets		-	2,163
Inventories	6(4)	331,800	271,490
Prepayments		5,111	3,611
Other current assets		<u>4,924</u>	<u>1,616</u>
Total current assets		<u>1,799,625</u>	<u>1,004,531</u>
Non-current assets			
Available-for-sale financial assets	6(2)	52,479	-
Property, plant and equipment - net	6(5) and 8	473,634	179,670
Intangible assets		20,496	27,159
Deferred income tax assets	6(22)	203,951	196,651
Other non-current assets	8	<u>103,182</u>	<u>35,229</u>
Total non-current assets		<u>853,742</u>	<u>438,709</u>
Total assets		<u>\$ 2,653,367</u>	<u>\$ 1,443,240</u>

(Continued)

GCS HOLDINGS INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

<u>LIABILITIES AND EQUITY</u>	<u>Notes</u>	<u>December 31,</u> <u>2015</u>	<u>December 31,</u> <u>2014</u>
Current liabilities			
Financial liabilities at fair value through profit and loss	6(6)	\$ 120,164	\$ -
Accounts payable		41,390	26,851
Other payables	6(9)	133,075	97,745
Current income tax liabilities		5,671	1,477
Long-term borrowings – current portion	6(8)	19,616	-
Other current liabilities	6(10)	<u>15,946</u>	<u>12,012</u>
Total current liabilities		<u>335,862</u>	<u>138,085</u>
Non-current liabilities			
Bonds payable	6(7)	457,386	-
Long-term borrowings	6(8)	127,142	-
Deferred income tax liabilities	6(22)	62,303	54,230
Other non-current liabilities	6(10)	<u>27,111</u>	<u>37,076</u>
Total non-current liabilities		<u>673,942</u>	<u>91,306</u>
Total liabilities		<u>1,009,804</u>	<u>229,391</u>
Equity attributable to owners of parent			
Share capital			
Common stock	6(13)	577,999	453,042
Capital surplus	6(14)	468,688	371,002
Retained earnings			
Special reserve	6(15)	6,821	6,821
Unappropriated retained earnings		473,560	310,565
Other equity items	6(16)	<u>116,495</u>	<u>72,419</u>
Equity attributable to owners of the parent		<u>1,643,563</u>	<u>1,213,849</u>
Total equity		<u>1,643,563</u>	<u>1,213,849</u>
Significant contingent liabilities and unrecognised contract commitments	9		
Significant events after the balance sheet date	11		
TOTAL LIABILITIES AND EQUITY		<u>\$ 2,653,367</u>	<u>\$ 1,443,240</u>

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

GCS HOLDINGS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, EXCEPT FOR EARNINGS PER SHARE)

Items	Note	For the years ended December 31,				
		2015		2014		
		Amount	%	Amount	%	
4000	Sales	6(17) and 7	\$ 1,659,943	100	\$ 1,352,899	100
5000	Cost of goods sold	6(4)(20)	(955,764)	(58)	(810,561)	(60)
5900	Net operating margin		<u>704,179</u>	<u>42</u>	<u>542,338</u>	<u>40</u>
	Operating expenses	6(20)(21)				
6100	Sales and marketing expenses		(28,311)	(2)	(21,650)	(2)
6200	General and administrative expenses		(227,299)	(13)	(179,022)	(13)
6300	Research and development expenses		(145,832)	(9)	(163,977)	(12)
6000	Total Operating Expenses		<u>(401,442)</u>	<u>(24)</u>	<u>(364,649)</u>	<u>(27)</u>
6900	Operating profit		<u>302,737</u>	<u>18</u>	<u>177,689</u>	<u>13</u>
	Non-operating income and expenses					
7010	Other income		2,062	-	169	-
7020	Other expenses and losses	6(18)	10,701	1	123	-
7050	Finance cost	6(19)	(23,408)	(1)	(1,141)	-
7000	Total non-operating income and expenses		<u>(10,645)</u>	<u>-</u>	<u>(849)</u>	<u>-</u>
7900	Profit before income tax		<u>292,092</u>	<u>18</u>	<u>176,840</u>	<u>13</u>
7950	Income tax expense	6(22)	(15,837)	(1)	(9,986)	(1)
8200	Profit for the year		<u>\$ 276,255</u>	<u>17</u>	<u>\$ 166,854</u>	<u>12</u>
	Other comprehensive income					
	Other components of other comprehensive income that will not be reclassified to profit or loss					
8361	Exchange differences arising on translation of foreign operations	6(16)	\$ 54,886	3	\$ 65,553	5
	Components of other comprehensive income that will be reclassified to profit or loss					
8362	Unrealised gain on valuation of available-for-sale financial assets	6(16)	1,133	-	-	-
8399	Income tax related to components of other comprehensive income that will be reclassified to profit or loss	6(16)	(451)	-	-	-
	Total other comprehensive income, net		<u>\$ 55,568</u>	<u>3</u>	<u>\$ 65,553</u>	<u>5</u>
8500	Total comprehensive income for the year		<u>\$ 331,823</u>	<u>20</u>	<u>\$ 232,407</u>	<u>17</u>
	Profit attributable to:					
8610	Owners of the parent		<u>\$ 276,255</u>	<u>17</u>	<u>\$ 166,854</u>	<u>12</u>
	Total comprehensive income attributable to:					
8710	Owners of the parent		<u>\$ 331,823</u>	<u>20</u>	<u>\$ 232,407</u>	<u>17</u>
9750	Basic earnings per share (In dollars)	6(23)	<u>\$ 4.95</u>		<u>\$ 3.32</u>	
9850	Diluted earnings per share (In dollars)	6(23)	<u>\$ 4.47</u>		<u>\$ 3.20</u>	

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

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

	Note	Equity attributable to owners of the parent								
		Retained Earnings			Other Equity					
		Common Stock	Capital Surplus	Special Reserve	Unappropriated Retained Earnings	Exchange Differences Arising on Translation of Foreign Operations	Unrealised Gains on Available for-Sale Financial Assets	Other Equity - Others	Total	
2014										
Balance at January 1, 2014		\$ 369,736	\$ 209,042	\$ 6,821	\$ 180,684	\$ 8,443	\$ -	(\$ 7,577)	\$ 767,149	
Appropriations of 2013 earnings										
Cash dividends	6(15)	-	-	-	(3,697)	-	-	-	(3,697)	
Stock dividends	6(15)	33,276	-	-	33,276	-	-	-	-	
Compensation cost of share-based payment	6(12) (14)(16)	-	7,111	-	-	-	-	6,000	13,111	
Consolidated net income for 2014	6(15)	-	-	-	166,854	-	-	-	166,854	
Issuance of stock from exercise of employee stock options	6(13)(14)	200	499	-	-	-	-	-	699	
Other comprehensive income	6(16)	-	-	-	-	65,553	-	-	65,553	
Issuance of common stock for cash	6(13)	49,830	154,350	-	-	-	-	-	204,180	
Balance at December 31, 2014		\$ 453,042	\$ 371,002	\$ 6,821	\$ 310,565	\$ 73,996	\$ -	(\$ 1,577)	\$ 1,213,849	

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

	Note	Equity attributable to owners of the parent									
		Retained Earnings				Other Equity					
		Common Stock	Capital Surplus	Special Reserve	Unappropriated Retained Earnings	Exchange Differences Arising on Translation of Foreign Operations	Unrealised Gains on Available for-Sale Financial Assets	Other Equity - Others	Total		
2015											
Balance at January 1, 2015		\$ 453,042	\$ 371,002	\$ 6,821	\$ 310,565	\$ 73,996	\$ -	(\$ 1,577)	\$ 1,213,849		
Appropriations of 2014 earnings											
Cash dividends	6(15)	-	-	-	(11,326)	-	-	-	(11,326)		
Stock dividends	6(15)	101,934	-	-	101,934	-	-	-	-		
Compensation cost of share-based payment	6(12) (14)(16)	-	12,503	-	-	-	-	7,346	19,849		
Consolidated net income for 2015	6(15)	-	-	-	276,355	-	-	-	276,255		
Issuance of restricted stocks to employees	6(13) (14)(16)	3,193	15,796	-	-	-	-	(19,010)	(21)		
Retirement of restricted stocks to employees	6(13)(14)	(30)	(142)	-	-	-	-	172	-		
Issuance of stock from exercise of employee stock options	6(13)(14)	10,366	13,023	-	-	-	-	-	23,389		
Conversion of convertible bonds	6(13)(14)	9,494	56,506	-	-	-	-	-	66,000		
Other comprehensive income	6(16)	-	-	-	-	54,886	682	-	55,568		
Balance at December 31, 2015		\$ 577,999	\$ 468,688	\$ 6,821	\$ 473,560	\$ 128,882	\$ 682	(\$ 13,069)	\$ 1,643,563		

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

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

	<u>Note</u>	<u>For the years ended December 31,</u>	
		<u>2015</u>	<u>2014</u>
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
Income before income tax		\$ 292,092	\$ 176,840
Adjustments to reconcile income before income tax to net cash provided by operating activities			
Income and expenses having no effect on cash flows			
Write-off of accounts receivable booked as bad debts expense		383	-
Depreciation	6(20)	46,262	36,696
Amortization	6(20)	8,484	7,890
Interest expense	6(19)	23,408	1,141
Interest income		(1,993)	(165)
Compensation cost of share-based payment	6(13)	19,849	13,111
Net loss on financial liabilities at fair value through profit or loss	6(18)	30,311	-
Changes in assets/liabilities relating to operating activities			
Net changes in assets relating to operating activities			
Accounts receivable		(7,415)	(68,071)
Accounts receivable – related parties		-	19,763
Other receivables		(7,134)	7,789
Inventories		(48,568)	(125,723)
Prepayments		(1,338)	124
Net changes in liabilities relating to operating activities			
Accounts payable		13,094	(3,173)
Other payables		20,053	5,123
Other current liabilities		2,914	(4,989)
Cash provided by operations		390,402	66,356
Interest received		1,993	165
Interest paid		(4,086)	(1,141)
Income tax paid		(3,805)	(3,824)
Net cash provided by operating activities		<u>384,504</u>	<u>61,556</u>
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of available-for-sale financial assets		(49,647)	-
Acquisition of property, plant and equipment	6(25)	(327,708)	(50,233)
Acquisition of intangible assets		(1,096)	(3,627)
Increase in other non-current assets		(62,414)	(19)
Increase in refundable deposits		(3,141)	(452)
Net cash used in investing activities		<u>(444,006)</u>	<u>(54,331)</u>

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

	Note	For the years ended December 31,	
		2015	2014
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Proceeds from long-term borrowings	6(8)	153,457	-
Repayment of long-term borrowings	(6,477)	-
Proceeds from issuance of convertible bonds	6(7)	600,000	-
Payment of cash dividends	(11,326)	(3,697)
Proceeds from issuance of common stock		-	204,180
Proceeds from exercise of employee stock options		<u>23,388</u>	<u>699</u>
Net cash provided by financing activities		<u>759,042</u>	<u>201,182</u>
Effect of changes in exchange rates		<u>10,588</u>	<u>27,064</u>
Increase in cash and cash equivalents		710,128	235,471
Cash and cash equivalents at beginning of year	6(1)	<u>527,385</u>	<u>291,914</u>
Cash and cash equivalents at end of year	6(1)	<u>\$ 1,237,513</u>	<u>\$ 527,385</u>

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

GCS HOLDINGS, INC. AND SUBSIDIARIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS,
EXCEPT AS OTHERWISE INDICATED)

1. HISTORY AND ORGANIZATION

GCS Holdings Inc. (the “Company”) was incorporated in the Cayman Islands on November 30, 2010, as a holding company for the purpose of registering its shares with the Taipei Exchange (formerly GreTai Securities Market). The Company issued new shares in exchange for 100% of Global Communication Semiconductors, Inc.’s outstanding shares at the exchange ratio of 1:5 on December 28, 2010. After the reorganization, the Company became the parent company of Global Communication Semiconductors, LLC (GCS LLC). The name of Global Communication Semiconductors, Inc. was changed to Global Communication Semiconductors, LLC. in January 2011. The Company was approved by the Financial Supervisory Commission to be listed on the Taipei Exchange. The Company's common shares have been traded on the Taipei Exchange since September 15, 2014.

The Company and its subsidiary (collectively referred herein as the “Group”) engage in the manufacturing of GaAs wafer and provide GaAs foundry related services.

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

These consolidated financial statements were authorised for issuance by the Board of Directors on March 2, 2016.

3. APPLICATION OF NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS

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

According to Financial-Supervisory-Securities-Auditing No. 1030010325 issued by FSC on April 3, 2014, commencing 2015, companies with shares listed on the TWSE or traded on the Taipei Exchange or Emerging Stock Market shall adopt the 2013 version of IFRS (not including IFRS 9, ‘Financial instruments’) as endorsed by the FSC and Regulations Governing the Preparation of Financial Reports by Securities Issuers effective January 1, 2015 (collectively referred herein as the “2013 version of IFRS”) in preparing the consolidated financial statements. The impact of adopting the 2013 version of IFRS is listed below:

A. IAS 1, ‘Presentation of financial statements’

The amendment requires entities to separate items presented in OCI classified by nature into two groups on the basis of whether they are potentially reclassifiable to profit or loss subsequently when specific conditions are met. If the items are presented before tax then the tax related to each of the two groups of OCI items (those that might be reclassified and those that will not be reclassified) must be shown separately. Accordingly, the Group has adjusted its presentation of the statement of comprehensive income.

B. IFRS 13, 'Fair value measurement'

The standard defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The standard sets out a framework for measuring fair value from market participants' perspective, and requires disclosures about fair value measurements. For non-financial assets only, fair value is determined based on the highest and best use of the asset. Based on the Group's assessment, the adoption of the standard has no significant impact on its consolidated financial statements, and the Group has disclosed additional information about fair value measurements accordingly.

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

None.

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

New standards, interpretations and amendments issued by IASB but not yet included in the 2013 version of IFRSs as endorsed by the FSC:

New Standards, Interpretations and Amendments	Effective Date by International Accounting Standards Board
IFRS 9, 'Financial instruments'	January 1, 2018
Sale or contribution of assets between an investor and its associate or joint venture (amendments to IFRS 10 and IAS 28)	To be determined by International Accounting Standards Board
Investment entities: applying the consolidation exception (amendments to IFRS 10, IFRS 12 and IAS 28)	January 1, 2016
Accounting for acquisition of interests in joint operations (amendments to IFRS 11)	January 1, 2016
IFRS 14, 'Regulatory deferral accounts'	January 1, 2016
IFRS 15, 'Revenue from contracts with customers'	January 1, 2018
IFRS 16, 'Leases'	January 1, 2019
Disclosure initiative (amendments to IAS 1)	January 1, 2016
Disclosure initiative (amendments to IAS 7)	January 1, 2017
Recognition of deferred tax assets for unrealised losses (amendments to IAS 12)	January 1, 2017
Clarification of acceptable methods of depreciation and amortisation (amendments to IAS 16 and IAS 38)	January 1, 2016
Agriculture: bearer plants (amendments to IAS 16 and IAS 41)	January 1, 2016
Defined benefit plans: employee contributions (amendments to IAS 19R)	July 1, 2014
Equity method in separate financial statements (amendments to IAS 27)	January 1, 2016
Recoverable amount disclosures for non-financial assets (amendments to IAS 36)	January 1, 2014
Novation of derivatives and continuation of hedge accounting (amendments to IAS 39)	January 1, 2014
IFRIC 21, 'Levies'	January 1, 2014
Improvements to IFRSs 2010-2012	July 1, 2014

New Standards, Interpretations and Amendments	Effective Date by International Accounting Standards Board
Improvements to IFRSs 2011-2013	July 1, 2014
Improvements to IFRSs 2012-2014	January 1, 2016

The Group is assessing the potential impact of the new standards, interpretations and amendments above. The impact will be disclosed when the assessment is complete.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the periods presented, unless otherwise stated.

(1) Compliance statement

The consolidated financial statements of the Group have been prepared in accordance with the “Regulations Governing the Preparation of Financial Statements by Securities Issuers” and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations and SIC Interpretations as endorsed by the FSC (collectively referred herein as the “IFRSs”).

(2) Basis of preparation

- A. Except for the available-for-sale financial assets measured at fair value, the consolidated financial statements have been prepared under the historical cost convention.
- B. The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 5.

(3) Basis of consolidation

A. Basis for preparation of consolidated financial statements:

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

B. Subsidiaries included in the consolidated financial statements:

Name of investor	Name of subsidiary	Main business activities	Ownership (%)	
			December 31, 2015	December 31, 2014
The Company	Global Communication Semiconductors, LLC	GaAs wafer and foundry services	100%	100%

Name of investor	Name of subsidiary	Main business activities	Ownership (%)	
			December 31, 2015	December 31, 2014
The Company	Global Device Technologies, Co., Ltd.	Product design and research development services	100% (Note)	-

Note: Global Device Technologies, Co., Ltd. was established on April 23, 2015.

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

(4) Foreign currency translation

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The Company's functional currency is United States dollars; however, the consolidated financial statements are presented in New Taiwan dollars in accordance with the regulations of the country where the consolidated financial statements are reported to the regulatory authorities.

A. Foreign currency transactions and balances

- (a) Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are remeasured. Foreign exchange gains and losses resulting from the settlement of such transactions are recognised in profit or loss in the period in which they arise.
- (b) Monetary assets and liabilities denominated in foreign currencies at the period end are re-translated at the exchange rates prevailing at the balance sheet date. Exchange differences arising upon re-translation at the balance sheet date are recognised in profit or loss.
- (c) Non-monetary assets and liabilities denominated in foreign currencies held at fair value through profit or loss are re-translated at the exchange rates prevailing at the balance sheet date; their translation differences are recognised in profit or loss. Non-monetary assets and liabilities denominated in foreign currencies held at fair value through other comprehensive income are re-translated at the exchange rates prevailing at the balance sheet date; their translation differences are recognised in other comprehensive income. However, non-monetary assets and liabilities denominated in foreign currencies that are not measured at fair value are translated using the historical exchange rates at the dates of the initial transactions.
- (d) All foreign exchange gains and losses are presented in the statement of comprehensive income within 'other gains and losses'.

B. Translation of foreign operations

The operating results and financial position of all the group entities that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (a) Assets and liabilities for each balance sheet presented are translated at the closing exchange rate at the date of that balance sheet;
- (b) Income and expenses for each statement of comprehensive income are translated at average

exchange rates of that period; and

(c) All resulting exchange differences are recognised in other comprehensive income.

(5) Classification of current and non-current items

A. Assets that meet one of the following criteria are classified as current assets; otherwise they are classified as non-current assets:

- (a) Assets arising from operating activities that are expected to be realised, or are intended to be sold or consumed within the normal operating cycle;
- (b) Assets held mainly for trading purposes;
- (c) Assets that are expected to be realised within twelve months from the balance sheet date;
- (d) Cash and cash equivalents, excluding restricted cash and cash equivalents and those that are to be exchanged or used to pay off liabilities more than twelve months after the balance sheet date.

B. Liabilities that meet one of the following criteria are classified as current liabilities; otherwise they are classified as non-current liabilities:

- (a) Liabilities that are expected to be paid off within the normal operating cycle;
- (b) Liabilities arising mainly from trading activities;
- (c) Liabilities that are to be paid off within twelve months from the balance sheet date;
- (d) Liabilities for which the repayment date cannot be extended unconditionally to more than twelve months after the balance sheet date. 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.

(6) Cash equivalents

Cash equivalents refer to short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(7) Available-for-sale financial assets

- A. Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories.
- B. On a regular way purchase or sale basis, available-for-sale financial assets are recognised and derecognised using trade date accounting.
- C. Available-for-sale financial assets are initially recognised at fair value plus transaction costs. These financial assets are subsequently remeasured and stated at fair value, and any changes in the fair value of these financial assets are recognised in other comprehensive income. Investments in equity instruments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured or derivatives that are linked to and must be settled by delivery of such unquoted equity instruments are presented in 'financial assets measured at cost'.

(8) Accounts receivable

Accounts receivable are loans and receivables originated by the entity. They are created by the entity by selling goods or providing services to customers in the ordinary course of business. Accounts receivable are initially recognised at fair value and subsequently measured at amortized

cost using the effective interest method, less provision for impairment. However, since the short-term accounts receivable bear no interest, considering the discounting effects would not be significant, the Group subsequently measures those receivables at the invoice amount.

(9) Impairment of financial assets

- A. The Group assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired 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 or group of financial assets that can be reliably estimated.
- B. The criteria that the Group uses to determine whether there is objective evidence of an impairment loss is as follows:
- (a) Significant financial difficulty of the issuer or debtor; and
 - (b) It becomes probable that the borrower will enter bankruptcy or other financial reorganization.
- C. When the Group assesses that there has been objective evidence of impairment and an impairment loss has occurred, accounting for impairment is made as follows according to the category of financial assets:

(a) Financial assets measured at amortised cost

The amount of the impairment loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate, and is recognised in profit or loss. If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment loss was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent that the carrying amount of the asset does not exceed its amortised cost that would have been at the date of reversal had the impairment loss not been recognised previously. Impairment loss is recognised and reversed by adjusting the carrying amount of the asset through the use of an impairment allowance account.

(b) Available-for-sale financial assets

The amount of the impairment loss is measured as the difference between the asset's acquisition cost (less any principal repayment and amortisation) and current fair value, less any impairment loss on that financial asset previously recognised in profit or loss, and is reclassified from 'other comprehensive income' to 'profit or loss'. If, in a subsequent period, the fair value of an investment in a debt instrument increases, and the increase can be related objectively to an event occurring after the impairment loss was recognised, then such impairment loss is reversed through profit or loss. Impairment loss of an investment in an equity instrument recognised in profit or loss shall not be reversed through profit or loss. Impairment loss is recognised and reversed by adjusting the carrying amount of the asset through the use of an impairment allowance account.

(10) Derecognition of financial assets

The Group derecognises a financial asset when the contractual rights to receive the cash flows from the financial asset expire.

(11) Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the

first-in, first-out (FIFO) method. The cost of finished goods and work in process comprises raw materials, direct labor, other direct costs and related production overheads (allocated based on normal operating capacity). It excludes borrowing costs. The item by item approach is used in applying the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and applicable variable selling expenses.

(12) Property, plant and equipment

- A. Property, plant and equipment are initially recorded at cost. Borrowing costs incurred during the construction period are capitalized.
- B. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.
- C. Property, plant and equipment apply cost model. Land is not depreciated and other property, plant and equipment are depreciated using the straight-line method to allocate their cost over their estimated useful lives. Each significant part of an item of property, plant and equipment is required to be depreciated separately.
- D. The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each balance sheet date. If expectations for the assets' residual values and useful lives differ from previous estimates or the patterns of consumption of the assets' future economic benefits embodied in the assets have changed significantly, any change is accounted for as a change in estimate under IAS 8, 'Accounting Policies, Changes in Accounting Estimates and Errors', from the date of the change.

The estimated useful lives of property, plant and equipment are as follows:

Buildings	35 years
Machinery and equipment	7 years
Computer and communication equipment	5 years
Research equipment	7 years
Office equipment	7 ~10 years
Leased assets	7 years
Leasehold improvements	6 years

(13) Leased assets/leases (lessee)

- A. Based on the terms of a lease contract, a lease is classified as a finance lease if the Group assumes substantially all the risks and rewards incidental to ownership of the leased asset.
 - (a) A finance lease is recognised as an asset and a liability at the lease's commencement at the lower of the fair value of the leased asset or the present value of the minimum lease payments.
 - (b) The minimum lease payments are apportioned between the finance charges and the reduction of the outstanding liability. The finance charges are allocated to each period over the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.
 - (c) Property, plant and equipment held under finance leases are depreciated over their estimated

useful lives. If there is no reasonable certainty that the Group will obtain ownership at the end of the lease, the asset shall be depreciated over the shorter of the lease term and its useful life.

B. An operating lease is a lease other than a finance lease. Payments made under an operating lease are recognised in profit or loss on a straight-line basis over the lease term.

(14) Intangible assets

Computer software is stated at cost and amortized on a straight-line basis over its estimated useful life of 1 to 5 years.

(15) Impairment of non-financial assets

The Group assesses at each balance sheet date the recoverable amounts of those assets where there is an indication that they are impaired. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell or value in use. When the circumstances or reasons for recognizing impairment loss for an asset in prior years no longer exist, the impairment loss shall be reversed to the extent of the loss previously recognised in profit or loss.

(16) Notes and accounts payable

Notes and accounts payable are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. They are recognised initially at fair value and subsequently measured at amortized cost using the effective interest method. However, since the short-term accounts payable bear no interest, considering the discounting effects would not be significant, the Group subsequently measures those payables at the invoice amount.

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

A. Financial liabilities at fair value through profit or loss are financial liabilities held for trading or financial liabilities designated as at fair value through profit or loss on initial recognition. Financial liabilities are classified in this category of held for trading if acquired principally for the purpose of repurchasing in the short-term. Derivatives are also categorized as financial liabilities held for trading unless they are designated as hedges. Financial liabilities that meet one of the following criteria are designated as at fair value through profit or loss on initial recognition:

(a) Hybrid (combined) contracts; or

(b) They eliminate or significantly reduce a measurement or recognition inconsistency; or

(c) They are managed and their performance is evaluated on a fair value basis, in accordance with a documented risk management policy.

B. Financial liabilities at fair value through profit or loss are initially recognised at fair value. Related transaction costs are expensed in profit or loss. These financial liabilities are subsequently remeasured and stated at fair value, and any changes in the fair value of these financial liabilities are recognised in profit or loss.

(18) Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability specified in the contract is discharged or cancelled or expires.

(19) Offsetting financial instruments

Financial assets and liabilities are offset and reported in the net amount in the balance sheet when

there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

(20) Financial liabilities

Bonds payable

Convertible corporate bonds issued by the Company contain conversion options (that is, the bondholders have the right to convert the bonds into the Company's common shares by exchanging a fixed amount of cash for a fixed number of common shares), call options and put options. The Company classifies the bonds payable and derivative features embedded in convertible corporate bonds on initial recognition as a financial asset, a financial liability or an equity instrument ('capital surplus-stock warrants') in accordance with the substance of the contractual arrangement and the definitions of a financial asset, a financial liability and an equity instrument. Convertible corporate bonds are accounted for as follows:

- (a) Call options and put options embedded in convertible corporate bonds are recognised initially at net fair value as 'financial assets or financial liabilities at fair value through profit or loss'. They are subsequently remeasured and stated at fair value on each balance sheet date; the gain or loss is recognised as 'gain or loss on valuation of financial assets or financial liabilities at fair value through profit or loss'.
- (b) Bonds payable of convertible corporate bonds is initially recognised at fair value and subsequently stated at amortised cost. Any difference between the proceeds and the redemption value is accounted for as the premium or discount on bonds payable and presented as an addition to or deduction from bonds payable, which is amortised in profit or loss as an adjustment to the 'finance costs' over the period of bond circulation using the effective interest method.
- (c) Any transaction costs directly attributable to the issuance of convertible corporate bonds are allocated to the liability and equity components in proportion to the allocation of proceeds.
- (d) When bondholders exercise conversion options, the liability component of the bonds (including 'bonds payable and 'financial assets or financial liabilities at fair value through profit or loss') shall be remeasured on the conversion date. The book value of common shares issued due to the conversion shall be based on the adjusted book value of the above-mentioned liability component.

(21) Employee benefits

A. Short-term employee benefits

Short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in respect of service rendered by employees in a period and should be recognised as expenses in that period when the employees render service.

B. Pensions

Defined contribution plans

For defined contribution plans, the contributions are recognised as pension expenses when they are due on an accrual basis. Prepaid contributions are recognised as an asset to the extent of a cash refund or a reduction in the future payments.

C. Termination benefits

Termination benefits are employee benefits provided in exchange for the termination of employment as a result from either the Group's decision to terminate an employee's employment

before the normal retirement date, or an employee's decision to accept an offer of redundancy benefits in exchange for the termination of employment. The Group recognises termination benefits when it is demonstrably committed to a termination, when it has a detailed formal plan to terminate the employment of current employees and when it can no longer withdraw the plan.

D. Employees' and directors' remuneration

Employees' and directors' remuneration are recognised as expenses and liabilities, provided that such recognition is required under legal or constructive obligation and those amounts can be reliably estimated. Any difference between the resolved amounts and the subsequently actual distributed amounts is accounted for as changes in estimates. If employee compensation is distributed by shares, the Group calculates the number of shares based on the closing price at the previous day of the board meeting resolution.

(22) Employee share-based payment

A. For the equity-settled share-based payment arrangements, the employee services received are measured at the fair value of the equity instruments granted at the grant date, and are recognised as compensation cost over the vesting period, with a corresponding adjustment to equity. The fair value of the equity instruments granted shall reflect the impact of market vesting conditions and non-market vesting conditions. Compensation cost is subject to adjustment based on the service conditions that are expected to be satisfied and the estimates of the number of equity instruments that are expected to vest under the non-market vesting conditions at each balance sheet date. Ultimately, the amount of compensation cost recognised is based on the number of equity instruments that eventually vest.

B. Restricted stocks

(a) Restricted stocks issued to employees are measured at the fair value of the equity instruments granted at the grant date, and are recognised as compensation cost over the vesting period.

(b) For restricted stocks where those stocks do not restrict distribution of dividends to employees and employees are not required to return the dividends received if they resign during the vesting period, the Group recognises the fair value of the dividends received by the employees who are expected to resign during the vesting period as compensation cost at the date of dividends declaration.

(23) Income tax

A. The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or items recognised directly in equity, in which cases the tax is recognised in other comprehensive income or equity.

B. The current income tax expense is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Company and its subsidiary operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in accordance with applicable tax regulations. It establishes provisions where appropriate based on the amounts expected to be paid to the tax authorities.

C. Deferred tax is recognised, using the balance sheet liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated balance sheet. Deferred tax is provided on temporary differences arising on investments in subsidiaries, except where the timing of the reversal of the temporary difference

is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

- D. Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized. At each balance sheet date, unrecognised and recognised deferred tax assets are reassessed.
- E. Current income tax assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. Deferred tax assets and liabilities are offset on the balance sheet when the entity has the legally enforceable right to offset current tax assets against current tax liabilities and they are levied by the same taxation authority on either the same entity or different entities that intend to settle on a net basis or realise the asset and settle the liability simultaneously.

(24) Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or stock options are shown in equity as a deduction, net of tax, from the proceeds.

(25) Dividends

Dividends are recorded in the Company's financial statements in the period in which they are approved by the Company's shareholders. Cash dividends are recorded as liabilities; stock dividends are recorded as stock dividends to be distributed and are reclassified to ordinary shares on the effective date of new shares issuance.

(26) Revenue recognition

A. Sales of goods

The Group engages in manufacturing of GaAs wafer and providing GaAs foundry related services. Revenue is measured at the fair value of the consideration received or receivable taking into account value-added tax, returns, rebates and discounts for the sale of goods to external customers in the ordinary course of the Group's activities. Revenue arising from the sales of goods should be recognised when the Group has delivered the goods to the customer, the amount of sales revenue can be measured reliably and it is probable that the future economic benefits associated with the transaction will flow to the entity. The delivery of goods is completed when the significant risks and rewards of ownership have been transferred to the customer, the Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold, and the customer has accepted the goods based on the sales contract or there is objective evidence showing that all acceptance provisions have been satisfied.

B. Service revenue and royalty income

Service revenue and royalty income are recognised when it is probable that future economic benefits will flow to the entity and these benefits can be measured reliably. The revenue is accounted for under the accrual basis.

(27) Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The Group's chief operating decision-maker, who is responsible for

allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors that makes strategic decisions.

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

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

(1) Critical judgments in applying the Group's accounting policies

None.

(2) Critical accounting estimates and assumptions

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

A. Realisability of deferred tax assets

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

As of December 31, 2015, the Group recognised deferred tax assets amounting to \$203,951.

B. Evaluation of inventories

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

As of December 31, 2015, the carrying amount of inventories was \$331,800.

6. DETAILS OF SIGNIFICANT ACCOUNTS

(1) Cash and cash equivalents

	<u>December 31, 2015</u>	<u>December 31, 2014</u>
Cash on hand and petty cash	\$ 116	\$ 63
Checking accounts and demand deposits	1,024,784	133,525
Cash equivalents – money market fund	<u>212,613</u>	<u>393,797</u>
	<u>\$ 1,237,513</u>	<u>\$ 527,385</u>

A. The Group transacts with a variety of financial institutions all with high credit quality to disperse credit risk and expects that the probability of counterparty default is remote. The Group's maximum exposure to credit risk at balance sheet date is the carrying amount of all cash and cash equivalents.

B. The Group has no cash and cash equivalents pledged to others.

(2) Available-for-sale financial assets

There were no available-for-sale financial assets as of December 31, 2014.

	<u>December 31, 2015</u>
Non-current items:	
Listed stocks	\$ 8,206
Emerging stocks	<u>43,140</u>
Subtotal	51,346
Valuation adjustment	<u>1,133</u>
	<u>\$ 52,479</u>

The Group recognised \$1,133 in other comprehensive income for fair value change for the year ended December 31, 2015.

(3) Accounts receivable, net

	<u>December 31, 2015</u>	<u>December 31, 2014</u>
Accounts receivable - third parties	\$ 207,645	\$ 194,406
Less: Allowance for sales returns and discounts	(<u>2,639</u>)	(<u>3,751</u>)
	<u>\$ 205,006</u>	<u>\$ 190,655</u>

A. The credit quality of accounts receivable that were neither past due nor impaired was in the following categories based on the Group's Credit Quality Control Policy:

	<u>December 31, 2015</u>	<u>December 31, 2014</u>
Group 1	\$ 78,121	\$ 68,638
Group 2	85,715	91,391
Group 3	<u>7,153</u>	<u>4,353</u>
	<u>\$ 170,989</u>	<u>\$ 164,382</u>

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

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

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

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

	<u>December 31, 2015</u>	<u>December 31, 2014</u>
Up to 30 days	\$ 31,530	\$ 21,105
31 to 60 days	1,109	4,009
61 to 90 days	<u>-</u>	<u>1,159</u>
	<u>\$ 32,639</u>	<u>\$ 26,273</u>

C. Analysis of movement of impaired accounts receivable:

(a) As of December 31, 2015 and 2014, the Group's accounts receivable that were impaired both amounted to \$0.

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

	<u>2015</u>	<u>2014</u>
At January 1,	\$ -	\$ 48,635
Provision for impairment	1,407	-
Write-offs during the period	(383)	(49,452)
Unwinding of discount and premium	(1,024)	-
Exchange effects	<u>-</u>	<u>817</u>
At December 31,	<u>\$ -</u>	<u>\$ -</u>

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

(4) Inventories

	<u>December 31, 2015</u>		
	<u>Cost</u>	<u>Allowance</u>	<u>Book Value</u>
Raw materials	\$ 158,274	(\$ 28,020)	\$ 130,254
Work in process	201,389	(57,225)	144,164
Finished goods	<u>62,701</u>	<u>(5,319)</u>	<u>57,382</u>
	<u>\$ 422,364</u>	<u>(\$ 90,564)</u>	<u>\$ 331,800</u>
	<u>December 31, 2014</u>		
	<u>Cost</u>	<u>Allowance</u>	<u>Book Value</u>
Raw materials	\$ 104,122	(\$ 12,751)	\$ 91,371
Work in process	174,600	(12,947)	161,653
Finished goods	<u>20,523</u>	<u>(2,057)</u>	<u>18,466</u>
	<u>\$ 299,245</u>	<u>(\$ 27,755)</u>	<u>\$ 271,490</u>

Expense and cost incurred on inventories for the years ended December 31, 2015 and 2014 were as follows:

	<u>For the years ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
Cost of inventories sold	\$ 939,134	\$ 855,942
Loss on (recovery of) market price decline	59,736 (1,270)
Revenue from sale of scraps	(43,106) (44,090)
Gain on physical inventory count	<u>-</u>	<u>(21)</u>
	<u>\$ 955,764</u>	<u>\$ 810,561</u>

The Group reversed a previous inventory write-down and accounted for as reduction of cost of goods sold for the year ended December 31, 2014 because part of the inventories were sold.

(5) Property, plant and equipment

	Land	Buildings	Machinery and equipment	Computer and communication equipment	Research equipment	Office equipment	Leased assets	Leasehold improvements	Total
At January 1, 2015									
Cost	\$ -	\$ -	\$ 652,560	\$ 7,813	\$ 26,250	\$ 4,976	\$ 32,817	\$ 211,715	\$ 936,131
Accumulated depreciation and impairment	-	-	(556,000)	(4,753)	(24,602)	(2,512)	(5,818)	(162,776)	(756,461)
	\$ -	\$ -	\$ 96,560	\$ 3,060	\$ 1,648	\$ 2,464	\$ 26,999	\$ 48,939	\$ 179,670
<u>2015</u>									
Opening net book amount	\$ -	\$ -	\$ 96,560	\$ 3,060	\$ 1,648	\$ 2,464	\$ 26,999	\$ 48,939	\$ 179,670
Additions	146,158	97,439	48,123	2,098	16,099	323	11,698	2,277	324,215
Disposals	-	-	-	(105)	(90)	-	-	-	(195)
Depreciation charge	-	(1,160)	(22,676)	(1,352)	(525)	(465)	(6,233)	(13,851)	(46,262)
Net exchange differences	5,001	3,294	4,437	216	585	77	1,189	1,407	16,206
Closing net book amount	\$ 151,159	\$ 99,573	\$ 126,444	\$ 3,917	\$ 17,717	\$ 2,399	\$ 33,653	\$ 38,772	\$ 473,634
At December 31, 2015									
Cost	\$ 151,159	\$ 100,773	\$ 726,535	\$ 10,134	\$ 43,678	\$ 5,484	\$ 46,133	\$ 221,910	\$ 1,305,806
Accumulated depreciation and impairment	-	(1,200)	(600,091)	(6,217)	(25,961)	(3,085)	(12,480)	(183,138)	(832,172)
	\$ 151,159	\$ 99,573	\$ 126,444	\$ 3,917	\$ 17,717	\$ 2,399	\$ 33,653	\$ 38,772	\$ 473,634

	Machinery and equipment	Computer and communication equipment	Research equipment	Office equipment	Leased assets	Leasehold improvements	Total
At January 1, 2014							
Cost	\$ 572,384	\$ 7,113	\$ 24,720	\$ 5,838	\$ 30,904	\$ 199,023	\$ 839,982
Accumulated depreciation and impairment	(506,622)	(4,102)	(22,797)	(4,970)	(1,059)	(140,475)	(680,025)
	<u>\$ 65,762</u>	<u>\$ 3,011</u>	<u>\$ 1,923</u>	<u>\$ 868</u>	<u>\$ 29,845</u>	<u>\$ 58,548</u>	<u>\$ 159,957</u>
<u>2014</u>							
Opening net book amount	\$ 65,762	\$ 3,011	\$ 1,923	\$ 868	\$ 29,845	\$ 58,548	\$ 159,957
Additions	42,968	936	-	1,829	-	356	46,089
Disposals	(125)	(688)	-	(3,000)	-	-	(3,813)
Depreciation charge	(17,376)	(1,068)	(378)	(351)	(4,490)	(13,033)	(36,696)
Net exchange differences	5,331	869	103	3,118	1,644	3,068	14,133
Closing net book amount	<u>\$ 96,560</u>	<u>\$ 3,060</u>	<u>\$ 1,648</u>	<u>\$ 2,464</u>	<u>\$ 26,999</u>	<u>\$ 48,939</u>	<u>\$ 179,670</u>
At December 31, 2014							
Cost	\$ 652,560	\$ 7,813	\$ 26,250	\$ 4,976	\$ 32,817	\$ 211,715	\$ 936,131
Accumulated depreciation and impairment	(556,000)	(4,753)	(24,602)	(2,512)	(5,818)	(162,776)	(756,461)
	<u>\$ 96,560</u>	<u>\$ 3,060</u>	<u>\$ 1,648</u>	<u>\$ 2,464</u>	<u>\$ 26,999</u>	<u>\$ 48,939</u>	<u>\$ 179,670</u>

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

There were no financial liabilities at fair value through profit or loss as of December 31, 2014.

<u>Item</u>	<u>December 31, 2015</u>
Current items:	
Financial liabilities held for trading	
Call options, put options and conversion options embedded in convertible bonds	\$ 81,320
Valuation adjustment	<u>38,844</u>
Total	<u>\$ 120,164</u>

The Group recognised net loss of \$30,311 on financial liabilities at fair value through profit or loss for the year ended December 31, 2015.

(7) Bonds payable

There were no convertible bonds outstanding as of December 31, 2014. As of December 31, 2015, the details of convertible bonds are as follows:

<u>Item</u>	<u>December 31, 2015</u>
Convertible bonds	
First secured convertible bonds	\$ 300,000
Second unsecured convertible bonds	<u>300,000</u>
	600,000
Less: conversion of convertible bonds	(66,900)
Less: discount on bonds payable	<u>(75,714)</u>
	<u>\$ 457,386</u>

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

- (a) Issue amount: \$300,000
- (b) Issue price: Issued at 100% of par value; \$100
- (c) Issue period: Three years; from May 13, 2015 to May 13, 2018
- (d) Coupon rate: 0% per annum
- (e) Repayment date and method: The bonds will be redeemed at par at maturity if the bonds are not converted into common stocks at maturity, or redeemed early by the Company, or resold early to the Company by the bondholders, or redeemed and cancelled by the Company's underwriter.
- (f) Conversion period: The conversion right can be exercised at any time from June 14, 2015 through May 13, 2018 except that the bonds are in the lock-up period, or redeemed early by the Company in accordance with the terms of the bonds and relevant regulations.
- (g) Conversion price and price reset: The conversion price was set at NT\$79.3 (in dollars) per

share on the issue date. The conversion price is subject to adjustments on the ex-right date of new shares issuance based on the formula specified in the terms of the bonds, due to changes in the number of the Company's common shares. The conversion price was subsequently adjusted to NT\$65.1 (in dollars) per share due to the distribution of stock dividends.

- (h) The converted shares have the same rights as common shares.
 - (i) Call options of the Company: The bonds may be called, in whole or in part, at the option of the Company after one month from the issue date (June 14, 2015) to forty days before the maturity date (April 3, 2018) at 100% of their principal amount, provided the closing price of the Company's common shares on the Taipei Exchange exceeds 130% (inclusive) of the then-current conversion price of the bonds over 30 (inclusive) trading days during 30 consecutive trading days, when over 90% (inclusive) of the bonds have been redeemed, converted, called and retired, the Company may call outstanding bonds at 100% of their principal amount.
 - (j) Put options of the holders: The bondholders may request the Company to redeem the bonds, in whole or in part, with an added interest rate on the carrying amount as the premium, which is equivalent to 102.516% of their principal amount, after two years from the issue date. The non-equity conversion options, call options, put options embedded in bonds payable were separated from their host contracts and were recognised in "financial assets or liabilities at fair value through profit or loss" in net amount in accordance with IAS 39 because the economic characteristics and risks of the embedded derivatives were not closely related to those of the host contracts. The effective interest rate of the bonds payable after such separation was 7.2%.
 - (k) As of December 31, 2015, convertible bonds amounting to \$14,700 was converted to ordinary shares of 225,805 shares.
 - (l) Please refer to Note 8 for the information of the Group's assets pledged to secured domestic convertible bonds.
- B. On May 14, 2015, the Company issued the second unsecured domestic convertible bonds. Key terms and conditions of bonds are as follows:
- (a) Issue amount: \$300,000
 - (b) Issue price: Issued at 100% of par value; \$100
 - (c) Issue period: Three years; from May 14, 2015 to May 14, 2018
 - (d) Coupon rate: 0% per annum
 - (e) Repayment date and method: The bonds will be redeemed at par at maturity if the bonds are not converted into common stocks at maturity, or redeemed early by the Company, or resold early to the Company by the bondholders, or redeemed and cancelled by the Company's underwriter.

- (f) Conversion period: The conversion right can be exercised at any time from June 15, 2015 through May 14, 2018 except that the bonds are in the lock-up period, or redeemed early by the Company in accordance with the terms of the bonds and relevant regulations.
- (g) Conversion price and price reset: The conversion price was set at NT\$81.2 (in dollars) per share on the issue date. The conversion price is subject to adjustments on the ex-right date of new shares issuance based on the formula specified in the terms of the bonds, due to changes in the number of the Company's common shares. The conversion price was subsequently adjusted to NT\$66.7 (in dollars) per share due to the distribution of stock dividends.
- (h) The converted shares have the same rights as common shares.
- (i) Call options of the Company: The bonds may be called, in whole or in part, at the option of the Company after one month from the issue date (June 15, 2015) to forty days before the maturity date (April 4, 2018) at 100% of their principal amount, provided the closing price of the Company's common shares on the Taiwan Exchange exceeds 130% (inclusive) of the then-current conversion price of the bonds over 30 (inclusive) trading days during 30 consecutive trading days, when over 90% (inclusive) of the bonds have been redeemed, converted, called and retired, the Company may call outstanding bonds at 100% of their principal amount.
- (j) Put options of the holders: The bondholders may request the Company to redeem the bonds, in whole or in part, with an added interest rate on the carrying amount as the premium, which is equivalent to 103.023% of their principal amount, after two years from the issue date. The non-equity conversion options, call options, put options embedded in bonds payable were separated from their host contracts and were recognised in "financial assets or liabilities at fair value through profit or loss" in net amount in accordance with IAS 39 because the economic characteristics and risks of the embedded derivatives were not closely related to those of the host contracts. The effective interest rate of the bonds payable after such separation was 5.66%.
- (k) As of December 31, 2015, convertible bonds amounting to \$52,200 was converted to ordinary shares of 723,709 shares.

(8) Long-term borrowings

There were no long-term borrowings as of December 31, 2014. As of December 31, 2015, the details of long-term borrowings are as follows:

<u>Type of borrowings</u>	<u>Borrowing period and repayment term</u>	<u>Interest rate</u>	<u>Collateral</u>	<u>December 31, 2015</u>
Long-term bank borrowings Secured borrowings (Note 1)	Borrowing period is from August 6, 2015 to August 6, 2022; interest and principal are repayable monthly	4%	Land and buildings (Note 2)	\$ 146,758
Less: current portion				(19,616)
				<u>\$ 127,142</u>

Note 1: According to the secured loan contract, the Group was required to comply with certain financial covenants by maintaining certain financial ratios on an annual basis. As of December 31, 2015, the Group had not violated any of the required financial covenants.

Note 2: Please refer to Note 8 for the information of the Group's assets pledged to secured borrowings.

(9) Other payables

	<u>December 31, 2015</u>	<u>December 31, 2014</u>
Accrued salaries and bonuses	\$ 33,280	\$ 36,756
Accrued employees' and directors' remuneration	21,983	8,356
Accrued unused compensated absences	15,788	12,625
Accrued payable for equipment	11,008	-
Accrued service fee	9,433	7,199
Accrued miscellaneous expenses	5,248	2,810
Accrued utilities	2,109	2,015
Accrued rental expenses	54	6,775
Other accrued expenses	<u>34,172</u>	<u>21,209</u>
	<u>\$ 133,075</u>	<u>\$ 97,745</u>

(10) Finance lease liabilities

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

	<u>December 31, 2015</u>		
	<u>Total finance lease liabilities</u>	<u>Future finance charges</u>	<u>Present value of finance lease liabilities</u>
<u>Current</u>			
No later than one year (shown as 'other current liabilities')	\$ 12,679	(\$ 1,337)	\$ 11,342
<u>Non-current</u>			
Later than one year but not later than five years (shown as 'other non-current liabilities')	28,485	(1,374)	27,111
	<u>\$ 41,164</u>	<u>(\$ 2,711)</u>	<u>\$ 38,453</u>

	<u>December 31, 2014</u>		
	<u>Total finance lease liabilities</u>	<u>Future finance charges</u>	<u>Present value of finance lease liabilities</u>
<u>Current</u>			
No later than one year (shown as 'other current liabilities')	\$ 12,224	(\$ 1,722)	\$ 10,502
<u>Non-current</u>			
Later than one year but not later than five years (shown as 'other non-current liabilities')	39,685	(2,609)	37,076
	<u>\$ 51,909</u>	<u>(\$ 4,331)</u>	<u>\$ 47,578</u>

(11) Pension plan

A. The Company's US subsidiary has established a 401(K) pension plan (the "Plan") covering substantially all employees. The Plan provides voluntary salary reduction contributions by eligible participants in accordance with Section 401(K) of the Internal Revenue Code (IRC), as well as discretionary matching contributions below 15% of employees' salary determined annually by its Board of Directors from the Company's subsidiary to its employees' individual pension accounts. The Company's subsidiary started to adopt the Plan in accordance with IRC 401K from August 2010.

- B. Effective July 1, 2005, the Company's Taiwan subsidiary has established a defined contribution pension plan (the "New Plan") under the Labor Pension Act (the "Act"), covering all regular employees with R.O.C. nationality. Under the New Plan, the Company's Taiwan subsidiary contributes monthly an amount based on 6% of the employees' monthly salaries and wages to the employees' individual pension accounts at the Bureau of Labor Insurance. The benefits accrued are paid monthly or in lump sum upon termination of employment.
- C. The pension costs under the above pension plans of the Group for the years ended December 31, 2015 and 2014 amounted to \$12,841 and \$10,471, respectively.

(12) Share-based payment-employee compensation plan

- A. As of December 31, 2015 and 2014, the Company's share-based payment transactions are set forth below:

<u>Type of arrangement</u>	<u>Grant date</u>	<u>Quantity granted</u>	<u>Contract Period</u>	<u>Vesting Condition</u>
Employee stock options	January to October 2011	2,463,498 shares	10 years	(Note 1)
Employee stock options	April 2013	1,538,000 shares	10 years	(Note 2)
Employee stock options	August 2013	7,830 shares	10 years	(Note 2)
Employee stock options	October 2013	538,000 shares	10 years	(Note 2)
Employee stock options	February 2014	60,000 shares	10 years	(Note 2)
Employee stock options	November 2014	75,000 shares	10 years	(Note 2)
Employee stock options	January 2015	30,000 shares	10 years	(Note 2)
Employee stock options	February 2015	652,200 shares	10 years	(Note 2)
Employee stock options	July 2015	40,000 shares	10 years	(Note 2)
Restricted stocks to employees (Note 4)	August 2013	377,000 shares	2 years	(Note 3)
Restricted stocks to employees (Note 4)	October 2013	106,000 shares	2 years	(Note 3)
Restricted stocks to employees (Note 4)	July 2015	297,300 shares	2 years	(Note 3)
Restricted stocks to employees (Note 4)	November 2015	22,000 shares	2 years	(Note 3)

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

Note 2: Some employee stock options shall be vested and become exercisable up to 50% of the shares after fulfilling two years of service, and in accordance with the agreement, the remaining 50% of such options will be vested ratably in equal installments as of the last day of each of the succeeding 24 months.

Note 3: Some restricted stocks to employees shall be vested and become exercisable up to 50% of the shares after one year of service, and the remaining 50% of such shares will be vested after fulfilling two years of service.

Note 4: The restricted stocks to employees are restricted from transferring within vesting period, but are allowed for voting rights and rights to receive dividends. The Company will recover limited new employee stock options at no consideration and cancel registration if employees resign or die not due to occupational hazards. However, employees do not need to return dividends already received.

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

	<u>For the year ended December 31, 2015</u>		
	<u>No. of options</u>	<u>Currency</u>	<u>Weighted average exercise price</u> (in dollars)
Options outstanding at beginning of the period	2,453,800	NTD	\$ 22.58
Options granted	722,200	NTD	60.76
Options exercised	(1,036,473)	NTD	22.93
Options forfeited	(49,625)	NTD	31.82
Options outstanding at end of the period	<u>2,089,902</u>	NTD	29.47
Options exercisable at end of the period	<u>799,354</u>	NTD	17.33
	<u>For the year ended December 31, 2014</u>		
	<u>No. of options</u>	<u>Currency</u>	<u>Weighted average exercise price</u> (in dollars)
Options outstanding at beginning of the period	2,436,800	NTD	\$ 23.16
Options granted	135,000	NTD	39.41
Options exercised	(20,000)	USD	1.17
Options forfeited	(98,000)	NTD	26.71
Options outstanding at end of the period	<u>2,453,800</u>	NTD	22.58
Options exercisable at end of the period	<u>350,970</u>	USD	1.17

C. As of December 31, 2015 and 2014, the range of exercise prices of stock options outstanding are as follows:

		<u>December 31, 2015</u>		
<u>Grant date</u>	<u>Expiration</u>	<u>No. of Shares</u>	<u>Currency</u>	<u>Stock options exercise price</u> (in dollars)
From January 2011 to October 2011	From January 2021 to October 2021	27,675	USD	\$ 1.17
April 2013	April 2023	703,197	NTD	13.78
August 2013	August 2023	7,830	NTD	21.09
October 2013	October 2023	504,000	NTD	21.40
February 2014	February 2024	60,000	NTD	23.31
November 2014	November 2024	75,000	NTD	39.64
January 2015	January 2025	30,000	NTD	51.10
February 2015	February 2025	642,200	NTD	50.03
July 2015	July 2025	<u>40,000</u>	NTD	47.15
		<u>2,089,902</u>		

		<u>December 31, 2014</u>		
<u>Grant date</u>	<u>Expiration</u>	<u>No. of Shares</u>	<u>Currency</u>	<u>Stock options exercise price</u> (in dollars)
From January 2011 to October 2011	From January 2021 to October 2021	350,970	USD	\$ 1.17
April 2013	April 2023	1,442,000	NTD	16.77
August 2013	August 2023	7,830	NTD	25.67
October 2013	October 2023	518,000	NTD	26.05
February 2014	February 2024	60,000	NTD	28.37
November 2014	November 2024	<u>75,000</u>	NTD	48.25
		<u>2,453,800</u>		

D. Details of the restricted stock options to employees are set forth below:

<u>Employee restricted stock options</u>	<u>For the years ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
	<u>No. of Shares</u>	<u>No. of Shares</u>
Options outstanding at beginning of the period	241,500	483,000
Options granted (Note)	319,300	-
Options vested	(241,500)	(241,500)
Options cancelled	(3,000)	-
Options outstanding at end of the period	<u>316,300</u>	<u>241,500</u>

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

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

Type of arrangement	Grant date	Currency	Fair value (in dollars)	Exercise price (in dollars)	Expected price volatility	Expected option period (Years)	Expected dividend yield rate	Risk-free interest rate	Fair value (in dollars)
Employee stock options	January 2011	USD	\$1.31	\$ 1.17	76.33%	1.48~ 6.05	-	4.83%	\$ 0.52~ 0.90
Employee stock options	January 2011	USD	1.31	1.17	76.33%	5.75~ 6.25	-	4.83%	0.89~ 0.92
Employee stock options	May 2011	USD	1.22	1.17	63.00%	6.08	-	2.51%	0.74
Employee stock options	July 2011	USD	1.22	1.17	63.00%	6.08	-	1.94%	0.73
Employee stock options	October 2011	USD	1.22	1.17	64.00%	6.08	-	1.16%	0.72
Employee stock options	April 2013	NTD	18.28	18.10	51.47%	6.26	1.16%	1.07%	8.18
Employee stock options	August 2013	NTD	27.40	27.71	51.47%	6.26	1.16%	1.47%	12.29
Employee stock options	October 2013	NTD	27.94	28.11	51.47%	6.26	1.16%	1.44%	12.55
Employee stock options	February 2014	NTD	35.97	30.62	51.47%	6.26	1.16%	1.20%	17.48
Employee stock options	November 2014	NTD	50.22	48.25	47.00%	6.3	1.10%	1.75%	28.00
Employee stock options	January 2015	NTD	55.20	62.20	44.96%	6.3	1.10%	1.67%	28.31
Employee stock options	February 2015	NTD	60.62	60.90	40.89%	6.3	1.00%	1.67%	31.54
Employee stock options	July 2015	NTD	82.15	57.40	50.88%	6.3	1.00%	1.27%	54.67
Restricted stocks to employees	August 2013	NTD	27.55	-	43.40%	1.00	1.16%	0.82%	22.82
Restricted stocks to employees	August 2013	NTD	27.55	-	47.49%	2.00	1.16%	0.99%	20.41
Restricted stocks to employees	October 2013	NTD	28.10	-	43.40%	1.00	1.16%	0.78%	23.27
Restricted stocks to employees	October 2013	NTD	28.10	-	47.49%	2.00	1.16%	0.95%	20.81

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

	<u>For the years ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
Equity-settled	<u>\$ 19,849</u>	<u>\$ 13,111</u>

(13) Common stock

A. As of December 31, 2015, the Company's paid-in capital was \$577,999, consisting of 57,799,943 shares with a par value of NT\$10 (in dollars) per share.

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

	Unit: Numbers of shares	
	<u>2015</u>	<u>2014</u>
At January 1,	45,304,209	36,973,587
Stock dividends	10,193,447	3,327,622
Exercise of employee stock options	1,036,473	20,000
Conversion of convertible bonds	949,514	-
Issuance of restricted stocks to employees	391,300	-
Retirement of restricted stocks to employees	(3,000)	-
Issuance of common stock	<u>-</u>	<u>4,983,000</u>
At December 31,	<u>57,799,943</u>	<u>45,304,209</u>

B. On June 18, 2014, the Board of Directors adopted a resolution to issue 4,983,000 ordinary shares with par value of \$10 (in dollars) per share at an issuance price of \$42 (in dollars) per share, with the effective date set on September 11, 2014. The total value of shares issued was \$209,286. The capital increase has been completed.

C. On June 5, 2014, the stockholders adopted a resolution to appropriate \$33,276 of Year 2013 retained earnings as stock dividends by issuing 3,327,622 shares. Pursuant to the resolution adopted at the Board of Directors' meeting on September 15, 2014, the record date for stock dividend distribution was set on October 19, 2014. The capital increase has been completed.

D. On May 15, 2015, the stockholders adopted a resolution to appropriate \$101,934 of Year 2014 retained earnings as stock dividends by issuing 10,193,447 shares. Pursuant to the resolution adopted at the Board of Directors' meeting on July 27, 2015, the record date for stock dividend distribution was set on September 5, 2015. The capital increase has been completed.

E. On May 15, 2015, the stockholders adopted a resolution to issue 600,000 employee restricted ordinary shares with par value of \$10 (in dollars) per share, with the effective date set on July 13, 2015. The subscription price is \$0 (in dollar) per share. The employee restricted ordinary shares issued are subject to certain transfer restrictions before their vesting conditions are met. Other than these restrictions, the rights and obligations of these shares issued are the same as other issued ordinary shares. On July 27, 2015 and November 5, 2015, the Board of Directors adopted a resolution to grant 297,300 and 22,000 employee restricted ordinary shares, respectively. As of December 31, 2015, the Company retrieved 3,000 employee restricted ordinary shares due to the employee's resignation and the retrieved shares have been retired.

(14) Capital surplus

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

	2015				
	<u>Share premium</u>	<u>Employee stock options</u>	<u>Employee restricted shares</u>	<u>Others</u>	<u>Total</u>
At January 1,	\$ 298,663	\$ 39,695	\$ 5,655	\$ 26,989	\$ 371,002
Issuance of restricted stocks to employees	-	-	15,796	-	15,796
Retirement of restricted stocks to employees	-	-	(142)	-	(142)
Compensation cost of share-based payment	-	12,503	-	-	12,503
Exercise of employee stock options	13,745	(722)	-	-	13,023
Conversion of convertible bonds	56,506	-	-	-	56,506
Cancellation of employee stock options	-	(821)	-	821	-
At December 31,	<u>\$ 368,914</u>	<u>\$ 50,655</u>	<u>\$ 21,309</u>	<u>\$ 27,810</u>	<u>\$ 468,688</u>

	2014				
	<u>Share premium</u>	<u>Employee stock options</u>	<u>Employee restricted shares</u>	<u>Others</u>	<u>Total</u>
At January 1,	\$ 143,814	\$ 34,652	\$ 5,655	\$ 24,921	\$ 209,042
Issuance of common stock	154,350	-	-	-	154,350
Compensation cost of share-based payment	-	7,111	-	-	7,111
Exercise of employee stock option	499	-	-	-	499
Cancellation of employee stock options	-	(2,068)	-	2,068	-
At December 31,	<u>\$ 298,663</u>	<u>\$ 39,695</u>	<u>\$ 5,655</u>	<u>\$ 26,989</u>	<u>\$ 371,002</u>

(15) Retained earnings

A. Under the Company's Articles of Incorporation, the current year's earnings, if any, shall first be used to pay all taxes and offset losses incurred in previous years and then a special surplus reserve as required by the applicable securities authority under the applicable public company rules in Taiwan. After combining accumulated undistributed earnings in the previous years and setting aside a certain amount of remaining profits of such financial year as a reserve or reserves for development purposes as the Board of Directors may from time to time think fit, subject to the compliance with the Law, the Company shall distribute no less than 10% of the remaining profit as dividends to the stockholders.

- B. The Company's dividends policy is as follows: As the Company operates in the stable growth stage, the residual dividend policy is adopted taking into consideration the Company's operation scale, cash flow demand and future expansion plans, and cash dividends shall account for at least 10% of the total dividends distributed. Dividends are distributed by stock and by cash. The individuals who are entitled to employee stock dividends may include the employees of the Company's affiliates who meet certain criteria.
- C. The appropriations of 2015 earnings had been resolved by the Board of Directors on March 2, 2016 and the appropriations of 2014 earnings had been resolved by the shareholders at the annual shareholders' meeting on May 15, 2015. Details are summarized below:

	For the years ended December 31,			
	2015		2014	
	Amount	Dividends per Share (in dollars)	Amount	Dividends per Share (in dollars)
Cash dividends	\$ 14,450	\$ 0.25	\$ 11,326	\$ 0.25
Stock dividends	130,050	2.25	101,934	2.25
	<u>\$ 144,500</u>	<u>\$ 2.50</u>	<u>\$ 113,260</u>	<u>\$ 2.50</u>

- D. For the information relating to employees' remuneration (bonus) and directors' remuneration, please refer to Note 6(21).

(16) Other equity items

	2015			
	Available-for-sale financial assets	Unearned employee compensation	Currency translation differences	Total
At January 1,	\$ -	(\$ 1,577)	\$ 73,996	\$ 72,419
Currency translation differences	-	-	54,886	54,886
Compensation cost of share-based payment	-	(11,492)	-	(11,492)
Revaluation - gross	1,133	-	-	1,133
Revaluation - tax	(451)	-	-	(451)
At December 31,	<u>\$ 682</u>	<u>(\$ 13,069)</u>	<u>\$ 128,882</u>	<u>\$ 116,495</u>

	2014		
	Unearned employee compensation	Currency translation differences	Total
At January 1,	(\$ 7,577)	\$ 8,443	\$ 866
Currency translation differences	-	65,553	65,553
Compensation cost of share-based payment	6,000	-	6,000
At December 31,	<u>(\$ 1,577)</u>	<u>\$ 73,996</u>	<u>\$ 72,419</u>

(17) Operating revenue

	<u>For the years ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
Sales revenue	\$ 1,617,635	\$ 1,304,582
Service revenue	22,217	21,214
Royalty revenue	<u>20,091</u>	<u>27,103</u>
	<u>\$ 1,659,943</u>	<u>\$ 1,352,899</u>

(18) Other gains and losses

	<u>For the years ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
Net losses on financial liabilities at fair value through profit or loss	(\$ 30,311)	\$ -
Net currency exchange gains	<u>41,012</u>	<u>123</u>
	<u>\$ 10,701</u>	<u>\$ 123</u>

(19) Finance costs

	<u>For the years ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
Interest expense:		
Convertible bonds	\$ 19,322	\$ -
Other interest expense	<u>4,086</u>	<u>1,141</u>
Finance costs	<u>\$ 23,408</u>	<u>\$ 1,141</u>

(20) Expenses by nature

	<u>For the years ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
Employee benefit expense	\$ 566,768	\$ 445,978
Depreciation charges on property, plant and equipment	46,262	36,696
Amortisation charges on intangible assets (recognised as cost of goods sold and operating expenses)	<u>8,484</u>	<u>7,890</u>
	<u>\$ 621,514</u>	<u>\$ 490,564</u>

(21) Employee benefit expense

	<u>For the years ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
Wages and salaries	\$ 485,429	\$ 379,669
Compensation cost of share-based payment	19,849	13,111
Insurance expense	47,052	42,519
Pension costs	12,841	10,471
Other personnel expenses	<u>1,597</u>	<u>208</u>
	<u>\$ 566,768</u>	<u>\$ 445,978</u>

- A. According to the Articles of Incorporation of the Company, when distributing earnings, the Company shall distribute no more than 15% and no less than 5% as employees' bonus, and no more than 2% as directors' remuneration.
- B. However, in accordance with the Taiwan Company Act amended on May 20, 2015, a company shall distribute employee remuneration, based on the current year's profit condition, in a fixed amount or a proportion of profit. If a company has accumulated deficit, earnings should be channeled to cover losses. Aforementioned employee remuneration could be paid by cash or stocks. Specifics of the compensation are to be determined in a board meeting that registers two-thirds of directors in attendance, and the resolution must receive support from half of participating members. The resolution should be reported to the shareholders' meeting. Qualification requirements of employees, including the employees of subsidiaries of the Company meeting certain specific requirements, entitled to receive aforementioned stock or cash may be specified in the Articles of Incorporation. The board of directors of the Company has approved the amended Articles of Incorporation of the Company on November 5, 2015. According to the amended articles, a ratio of profit of the current year distributable, after covering accumulated losses, shall be distributed as employees' compensation and directors' remuneration. The ratio shall be no more than 15% and no less than 5% as employees' compensation, and no more than 2% as directors' remuneration. The amended articles will be resolved in the shareholders' meeting in 2016.
- C. For the years ended December 31, 2015 and 2014, employees' compensation (bonus) was accrued at \$15,702 and \$6,077, respectively; directors' remuneration was accrued at \$6,281 and \$2,279, respectively. The aforementioned amounts were recognised in cost of goods sold and salary expenses, respectively. The employees' compensation and directors' remuneration were estimated and accrued based on 5% and 2% of profit of current year distributable for the year ended December 31, 2015. The expenses recognised for the year of 2014 were accrued based on the net income of 2014 and the percentage 5% and 2% for employees and directors, respectively, taking into account other factors such as legal reserve. Where the accrued amounts for employees' bonus and directors' remuneration are different from the actual distributed amounts as resolved by the stockholders at their stockholders' meeting subsequently, the differences are

accounted for as changes in estimates. Employees' bonus and directors' remuneration of 2014 as resolved by the shareholders' meeting were in agreement with those amounts recognised in the profit or loss of 2014.

- D. Information about employees' compensation and directors' remuneration of the Company as proposed by the Board of Directors and resolved by the shareholders will be posted in the "Market Observation Post System" at the website of the Taiwan Stock Exchange.

(22) Income tax

A. Income tax expense

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

	<u>For the years ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
Current tax:		
Current tax on profits for the year	\$ 4,649	\$ 13,738
Effect from alternative minimum tax	11,154	5,040
Adjustments in respect of prior years	(739)	(5,698)
Total current tax	<u>15,064</u>	<u>13,080</u>
Deferred tax:		
Origination and reversal of temporary differences	773	(3,094)
Total deferred tax	<u>773</u>	<u>(3,094)</u>
Income tax expense	<u>\$ 15,837</u>	<u>\$ 9,986</u>

B. Reconciliation between income tax expense and accounting profit

	<u>For the years ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
Tax calculated based on profit before tax and statutory tax rate	\$ 120,213	\$ 79,322
Expenses disallowed by tax regulation	38	6
Temporary difference not recognised as deferred tax assets	(107,529)	(57,220)
Tax effect of loss carryforward	(7,300)	(11,464)
Prior year income tax overestimation	(739)	(5,698)
Effect from alternative minimum tax	<u>11,154</u>	<u>5,040</u>
Income tax expense	<u>\$ 15,837</u>	<u>\$ 9,986</u>

C. Amounts of deferred tax assets or liabilities as a result of temporary difference and loss carryforward are as follows:

	<u>For the year ended December 31, 2015</u>			
	<u>January 1</u>	<u>Recognised in profit or loss</u>	<u>Recognised in other comprehensive income</u>	<u>December 31</u>
Temporary differences:				
-Deferred tax assets:				
Loss carryforwards - federal tax	\$ 196,651	\$ 7,300	\$ -	\$ 203,951
- Deferred tax liabilities:				
Depreciation - federal tax	(\$ 46,287)	(\$ 6,506)	\$ -	(\$ 52,793)
Depreciation - state tax	(7,943)	(1,116)	-	(9,059)
Fair value gain / loss on available-for-sale financial assets	-	-	(451)	(451)
Subtotal	(\$ 54,230)	(\$ 7,622)	(\$ 451)	(\$ 62,303)
Total	<u>\$ 142,421</u>	<u>(\$ 322)</u>	<u>(\$ 451)</u>	<u>\$ 141,648</u>

	<u>For the year ended December 31, 2014</u>		
	<u>January 1</u>	<u>Recognised in profit or loss</u>	<u>December 31</u>
Temporary differences:			
-Deferred tax assets:			
Loss carryforwards - federal tax	\$ 185,187	\$ 11,464	\$ 196,651
- Deferred tax liabilities:			
Depreciation - federal tax	(\$ 39,143)	(\$ 7,144)	(\$ 46,287)
Depreciation - state tax	(6,717)	(1,226)	(7,943)
Subtotal	(\$ 45,860)	(\$ 8,370)	(\$ 54,230)
Total	<u>\$ 139,327</u>	<u>\$ 3,094</u>	<u>\$ 142,421</u>

D. Expiration dates of unused net operating loss carryforward and amounts of unrecognized deferred tax assets are as follows:

(a) Federal tax:

December 31, 2015				
Year incurred (fiscal year end of tax returns)	Amount filed	Unused amount	Unrecognized deferred tax assets	Usable until year (fiscal year end of tax returns)
2001.6.30	\$ 57,179	\$ 57,179	\$ -	2020.12.31
2002.6.30	359,453	359,453	-	2021.12.31
2003.6.30	289,991	289,991	106,767	2022.12.31
2004.6.30	187,230	187,230	187,230	2023.12.31
2005.6.30	178,321	178,321	178,321	2024.12.31
2006.6.30	165,030	165,030	165,030	2025.12.31
2007.6.30	120,572	120,572	120,572	2026.12.31
2008.6.30	71,623	71,623	71,623	2027.12.31
2011.12.31	6,460	6,460	6,460	2031.12.31
2012.12.31	<u>57,904</u>	<u>57,904</u>	<u>57,904</u>	2032.12.31
	<u>\$ 1,493,763</u>	<u>\$ 1,493,763</u>	<u>\$ 893,907</u>	

December 31, 2014				
Year incurred (fiscal year end of tax returns)	Amount filed	Unused amount	Unrecognized deferred tax assets	Usable until year (fiscal year end of tax returns)
2001.6.30	\$ 248,132	\$ 248,132	\$ -	2020.12.31
2002.6.30	346,585	346,585	16,331	2021.12.31
2003.6.30	279,611	279,611	279,611	2022.12.31
2004.6.30	180,528	180,528	180,528	2023.12.31
2005.6.30	171,938	171,938	171,938	2024.12.31
2006.6.30	159,123	159,123	159,123	2025.12.31
2007.6.30	116,256	116,256	116,256	2026.12.31
2008.6.30	69,060	69,060	69,060	2027.12.31
2011.12.31	6,228	6,228	6,228	2031.12.31
2012.12.31	<u>55,832</u>	<u>55,832</u>	<u>55,832</u>	2032.12.31
	<u>\$ 1,633,293</u>	<u>\$ 1,633,293</u>	<u>\$ 1,054,907</u>	

(b) State tax

December 31, 2014				
Year incurred (fiscal year end of tax returns)	Amount filed	Unused amount	Unrecognised deferred tax assets	Usable until year (fiscal year end of tax returns)
2005.6.30	\$ 171,904	\$ 171,904	\$ 171,904	2014.12.31
2006.6.30	159,098	159,098	159,098	2015.12.31
2007.6.30	116,230	116,230	116,230	2016.12.31
2008.6.30	68,883	68,883	68,883	2017.12.31
2013.6.30	14,074	14,074	14,074	2022.12.31
	<u>\$ 530,189</u>	<u>\$ 530,189</u>	<u>\$ 530,189</u>	

As of December 31, 2015, the unused amount for net operating loss carryforward for state tax was nil.

- E. The amounts of deductible temporary difference that are not recognised as deferred tax assets are as follows :

	<u>December 31, 2015</u>	<u>December 31, 2014</u>
Deductible temporary differences	<u>\$ 210,351</u>	<u>\$ 90,046</u>

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

	<u>For the years ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
Unrealised valuation gain / loss of available-for-sale financial assets	<u>(\$ 451)</u>	<u>\$ -</u>

(23) Earnings per share

A. Earnings per share (EPS)

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

For the year ended December 31, 2015			
	<u>Amount after tax</u>	<u>Weighted average outstanding common shares</u>	<u>Earnings per share (in dollars)</u>
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ <u>276,255</u>	<u>55,810</u>	\$ <u>4.95</u>
<u>Diluted earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 276,255	55,810	
Assumed conversion of all dilutive potential ordinary shares			
Convertible bonds	1,939	5,137	
Employees' bonus	-	213	
Employee stock options	-	951	
Employee restricted shares	<u>-</u>	<u>58</u>	
Profit attributable to ordinary shareholders of the parent plus assumed conversion of all dilutive potential ordinary shares	\$ <u>278,194</u>	<u>62,169</u>	\$ <u>4.47</u>

For the year ended December 31, 2014			
	<u>Amount after tax</u>	<u>Weighted average outstanding common shares</u>	<u>Earnings per share (in dollars)</u>
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ <u>166,854</u>	<u>50,281</u>	\$ <u>3.32</u>
<u>Diluted earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 166,854	50,281	
Assumed conversion of all dilutive potential ordinary shares			
Employees' bonus	-	60	
Employee stock options	-	1,382	
Employee restricted shares	<u>-</u>	<u>473</u>	
Profit attributable to ordinary shareholders of the parent plus assumed conversion of all dilutive potential ordinary shares	\$ <u>166,854</u>	<u>52,196</u>	\$ <u>3.20</u>

(24) Operating lease commitments

The Company's subsidiary, GCS LLC, entered into operating lease contracts with Hamazawa Investment Company and JMI Management, LLC for its office and plant located in Los Angeles, California, USA. The lease periods were from January 1, 2013 to April 2022 and from April 1, 2015 to May 31, 2020, respectively. The Group purchased the above-mentioned office and plant from Hamazawa Investment Company (Note) on August 12, 2015 and the operating lease contract was terminated.

The Company's subsidiary, Global Device Technologies, Co., Ltd., entered into an operating lease contract for its office located in New Taipei City. The lease period is from March 16, 2015 to March 15, 2017.

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

	<u>December 31, 2015</u>	<u>December 31, 2014</u>
Not later than one year	\$ 2,113	\$ 12,977
Later than one year but not later than five years	4,077	51,908
Later than five years	<u>-</u>	<u>30,280</u>
	<u>\$ 6,190</u>	<u>\$ 95,165</u>

Note: Hamazawa Investment Company was deregistered and engaged in management by The Hattori Foundation.

(25) Non-cash transaction

Investing activities with partial cash payments:

	<u>For the years ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
Purchase of property, plant and equipment	\$ 324,215	\$ 46,089
Add: Ending balance of prepayments for equipment	33,017	27,641
Less: Beginning balance of prepayments for equipment	(27,641)	(5,345)
Less: Ending balance of accrued lease liability	(38,453)	(47,578)
Add: Beginning balance of accrued lease liability	47,578	29,423
Less: Ending balance of payables for equipment	(11,008)	-
Foreign exchange effects	<u>-</u>	<u>3</u>
Cash paid during the period	<u>\$ 327,708</u>	<u>\$ 50,233</u>

7. RELATED PARTY TRANSACTIONS

(1) Parent and ultimate controlling party

None.

(2) Significant transactions and balances with related party

Sales of goods and services:

	<u>For the years ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
Sales of goods:		
Other related party	\$ -	\$ 130,987

There are no significant differences in sale prices between related party and third parties. The collection term was within 45 days from the monthly closing for sales to related party and 30 to 60 days for sales to third parties.

(3) Key management compensation

	<u>For the years ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
Salaries and other short-term employee benefits	\$ 74,161	\$ 64,136
Post-employment benefits	2,602	2,331
Share-based payments	8,704	6,889
	<u>\$ 85,467</u>	<u>\$ 73,356</u>

8. PLEGDED ASSETS

As of December 31, 2015 and 2014, the Group's assets pledged as collateral were as follows:

<u>Assets</u>	<u>December 31, 2015</u>	<u>December 31, 2014</u>	<u>Purpose</u>
Land	\$ 151,159	\$ -	Long-term borrowings
Buildings	99,573	-	Long-term borrowings
Time deposits (recognized as other non-current assets)	65,650	-	Secured convertible bonds
Other financial assets, non-current	8,993	7,588	Deposits for office rental and waste water treatment

9. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNISED CONTRACT COMMITMENTS

(1) Please refer to Note 6(24) for the operating lease commitments.

(2) Capital commitments

	<u>December 31, 2015</u>	<u>December 31, 2014</u>
Property, plant and equipment	\$ 14,761	\$ 16,036

10. SIGNIFICANT DISASTER LOSS

None.

11. SIGNIFICANT EVENTS AFTER THE BALANCE SHEET DATE

The appropriations of 2015 earnings had been resolved by the Board of Directors on March 2, 2016. Please refer to Note 6(15).

12. OTHERS

(1) Capital risk management

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

(2) Financial instruments

A. (a) The carrying amounts measured at amortized cost approximate to the fair values of the Group's financial instruments, including cash and cash equivalents, accounts receivable, other receivables, other current assets, accounts payable, other payables and accrued rent expense (accounted for under 'Other current liabilities' and 'Other non-current liabilities'). The fair value information of financial instruments measured at fair value is provided in Note 12(3).

	<u>Book value</u>	<u>December 31, 2015</u>		
		<u>Fair value</u>		
		<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Bonds payable	<u>\$ 457,386</u>	<u>\$ -</u>	<u>\$ 457,386</u>	<u>\$ -</u>

No convertible bonds were issued and outstanding as of December 31, 2014.

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

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

B. Financial risk management policies

- The Group's activities expose it to a variety of financial risks: market risk (including interest risk and price risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Group's financial position and financial performance.
- Risk management is carried out by a central treasury department (Group treasury) under policies approved by the Board of Directors. Group treasury identifies, evaluates and hedges financial risks in close cooperation with the Group's operating units.

C. Significant financial risks and degrees of financial risks

a) Market risk

Foreign exchange risk

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

Price risk

- i. The Group is exposed to equity securities price risk because of investments held by the Group and classified on the consolidated balance sheet as available-for-sale financial assets. The Group is not exposed to commodity price risk.
- ii. The Group's investments in equity securities comprise domestic emerging stocks and foreign listed stocks. The prices of equity securities would change due to the change of the future value of investee companies. If the prices of these equity securities had increased/decreased by 10% with all other variables held constant, post-tax profit would have increased/decreased by \$5,248.

Interest rate risk

- The Group is not exposed to interest rate risk since it has no borrowings issued at variable rates.

b) Credit risk

- i. Credit risk refers to the risk of financial loss to the Group arising from default by the clients or counterparties of financial instruments on the contract obligations. According to the Group's credit policy, each local entity in the Group is responsible for managing and analyzing the credit risk for each of their new clients before standard payment and delivery terms and conditions are offered. Internal risk control assesses the credit quality of the customers, taking into account their financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the Board of Directors. The utilization of credit limits is regularly monitored. Credit risk arises from cash and cash equivalents, and deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables and committed transactions.
- ii. As of December 31, 2015 and 2014, the Group's maximum credit risk exposure is mainly from the carrying amount of financial assets recognised in the consolidated balance sheet.
- iii. The financial assets that are neither past due nor impaired are accounts receivable. Please refer to Note 6(3).
- iv. The financial assets that were past due but not impaired are accounts receivable. Please refer to Note 6(3).
- v. The financial assets with impairment are accounts receivable. Please refer to Note 6(3).

c) Liquidity risk

- i. Cash flow forecasting is performed by the operating entities of the Group and aggregated by Group treasury. Group treasury monitors rolling forecasts of the Group's liquidity requirements to ensure the Group has sufficient cash to meet operational needs. Such forecasting takes into consideration the Group's debt financing plans, compliance with internal balance sheet ratio targets and, if applicable external regulatory or legal requirements.
- ii. Surplus cash held by the operating entities over and above balance required for working capital management are transferred to the Group treasury. Group treasury chooses instruments with appropriate maturities or sufficient liquidity to provide sufficient headroom as determined by the above mentioned forecasts.

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

	<u>Less than 1 year</u>	<u>Over 1 year</u>
<u>Non-derivative financial liabilities:</u>		
December 31, 2015		
Accounts payable	\$ 41,390	\$ -
Other payables	133,075	-
Other current liabilities	11,342	-
Other non-current liabilities	-	28,485
Long-term borrowings (including current portion)	19,616	127,142
	<u>Less than 1 year</u>	<u>Over 1 year</u>
December 31, 2014		
Accounts payable	\$ 26,851	\$ -
Other payables	97,745	-
Other current liabilities	10,502	-
Other non-current liabilities	-	39,685

(3) Fair value information

- A. Details of the fair value of the Group's financial assets and financial liabilities not measured at fair value are provided in Note 12(2)A.
- B. The different levels that the inputs to valuation techniques are used to measure fair value of financial and non-financial instruments have been defined as follows:
 - Level 1: Quoted prices (unadjusted in active markets for identical assets or liabilities that the entity can access at the measurement date.) A market is regarded as active where a market in which transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.
 - Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
 - Level 3: Unobservable inputs for the asset or liability.

- C. The related information of financial and non-financial instruments measured at fair value by level on the basis of the nature, characteristics and risks of the assets and liabilities at December 31, 2015, is as follows:

December 31, 2015	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Assets				
<u>Recurring fair value measurements</u>				
Available-for-sale financial assets				
Equity securities	\$ 52,479	\$ -	\$ -	\$ 52,479
Liabilities				
<u>Recurring fair value measurements</u>				
Financial liabilities at fair value through profit or loss				
	\$ -	\$ -	\$ 120,164	\$ 120,164

There were no recurring financial assets and financial liabilities measured at fair value at December 31, 2014.

- D. The methods and assumptions the Group used to measure fair value are as follows:
- (a) The instruments the Group used market quoted prices as their fair values (that is, Level 1) are listed below by characteristics:

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

- (b) When assessing non-standard and low-complexity financial instruments, the Group adopts valuation technique that is widely used by market participants. The inputs used in the valuation method to measure these financial instruments are normally observable in the market.
- E. For the year ended December 31, 2015, there was no transfer between Level 1 and Level 2 financial instruments.
- F. The following chart is the movement of Level 3 financial instruments for the year ended December 31, 2015:

	<u>Financial liabilities at fair value through profit or loss</u>
At January 1, 2015	\$ -
Issued in the period	99,354
Converted in the period	(9,703)
Exchange effect	202
Losses recognised in profit or loss	<u>30,311</u>
At December 31, 2015	<u>\$ 120,164</u>

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

	Fair value at December 31, <u>2015</u>	<u>Valuation technique</u>	<u>Significant unobservable input</u>	<u>Range (weighted average)</u>	<u>Relationship of inputs to fair value</u>
Conversion option, redemption option and put option of convertible bonds	\$ 120,164	Binominal model	Expected volatility	56.36%	The higher the volatility, the higher the fair value

- H. The Group has carefully assessed the valuation models and assumptions used to measure fair value; therefore, the fair value measurement is reasonable. However, use of different valuation models or assumptions may result in different measurement. A sensitivity analysis shows that a 7% increase in the value of stock price would lead to a decrease in net income by \$13,848. On the other hand, a 7% decrease in the value of stock price would increase net income by \$15,455. A 10% increase in the value of stock price would lead to a decrease in net income by \$23,171. However, a 10% decrease in the value of stock price would increase net income by \$19,906.

13. SUPPLEMENTARY DISCLOSURES

(1) Significant transactions information

- (a) Loans to others: None.
- (b) Provision of endorsements and guarantees to others: Please refer to table 2.
- (c) Holding of marketable securities at the end of the period (not including subsidiaries, associates and joint ventures): Please refer to table 3.
- (d) Acquisition or sale of the same security with the accumulated cost exceeding \$300 million or 20% of the Company's paid-in capital: None.
- (e) Acquisition of real estate reaching \$300 million or 20% of paid-in capital or more: Please refer to table 5.
- (f) Disposal of real estate reaching \$300 million or 20% of paid-in capital or more: None.
- (g) Purchases or sales of goods from or to related parties reaching \$100 million or 20% of paid-in capital or more: None.
- (h) Receivables from related parties reaching \$100 million or 20% of paid-in capital or more: None.
- (i) Derivative financial instruments undertaken during the year ended December 31, 2015: Please refer to Note 6 (6) and 6 (7).
- (j) Significant inter-company transactions during the year ended December 31, 2015: Please refer to table 9.

(2) Information on investees

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

(3) Information on investments in Mainland China

None.

14. SEGMENT INFORMATION

(1) General information

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

(2) Segment information

The segment information provided to the chief operating decision-maker for the reportable segments is as follows:

	For the year ended December 31, 2015				
	<u>Cayman Islands</u>	<u>America</u>	<u>Taiwan</u>	<u>Adjustments and elimination</u>	<u>Consolidated amount</u>
Revenue from external customers	\$ -	\$ 1,659,943	\$ 14,818	(\$ 14,818)	\$ 1,659,943
Inter-segment revenue	-	-	-	-	-
Total segment revenue	<u>\$ -</u>	<u>\$ 1,659,943</u>	<u>\$ 14,818</u>	<u>(\$ 14,818)</u>	<u>\$ 1,659,943</u>
Segment profit (loss) (Note)	<u>\$ 285,077</u>	<u>\$ 322,906</u>	<u>\$ 3,238</u>	<u>(\$ 319,129)</u>	<u>\$ 292,092</u>
Total assets	<u>\$ 2,237,209</u>	<u>\$ 1,942,584</u>	<u>\$ 21,846</u>	<u>(\$ 1,548,272)</u>	<u>\$ 2,653,367</u>

	For the year ended December 31, 2014				
	<u>Cayman Islands</u>	<u>America</u>	<u>Taiwan</u>	<u>Adjustments and elimination</u>	<u>Consolidated amount</u>
Revenue from external customers	\$ -	\$ 1,352,899	\$ -	\$ -	\$ 1,352,899
Inter-segment revenue	-	-	-	-	-
Total segment revenue	<u>\$ -</u>	<u>\$ 1,352,899</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,352,899</u>
Segment profit (loss) (Note)	<u>\$ 160,840</u>	<u>\$ 204,917</u>	<u>\$ -</u>	<u>(\$ 188,917)</u>	<u>\$ 176,840</u>
Total assets	<u>\$ 1,217,249</u>	<u>\$ 1,147,762</u>	<u>\$ -</u>	<u>(\$ 921,771)</u>	<u>\$ 1,443,240</u>

Note: Exclusive of income tax expenditures.

(3) Reconciliation for segment income (loss)

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

(4) Information on product and service

Please refer to Note 6(17) for the related information.

(5) Geographical information

Geographical information for the years ended December 31, 2015 and 2014 is as follows:

Area	For the years ended December 31,			
	2015		2014	
	Revenue	Non-current assets	Revenue	Non-current assets
United States	\$ 716,995	\$ 520,404	\$ 918,585	\$ 234,470
China	607,179	-	229,245	-
Taiwan	312,793	11,258	182,390	-
Others	<u>22,976</u>	<u>65,650</u>	<u>22,679</u>	<u>-</u>
Total	<u>\$ 1,659,943</u>	<u>\$ 597,312</u>	<u>\$ 1,352,899</u>	<u>\$ 234,470</u>

(6) Major customer information

Major customer information of the Group for the years ended December 31, 2015 and 2014 is as follows:

	For the years ended December 31,			
	2015		2014	
	Amount	% of sales	Amount	% of sales
A	\$ 217,033	13%	\$ 427,762	31%
F	135,553	8%	3,540	-
B	127,469	8%	132,957	10%
D	<u>120,405</u>	<u>7%</u>	<u>81,803</u>	<u>6%</u>
	<u>\$ 600,460</u>	<u>36%</u>	<u>\$ 646,062</u>	<u>62%</u>

GCS HOLDINGS, INC.

Provision of endorsements and guarantees to others

For the year ended December 31, 2015

Expressed in thousands of NTD
(Except as otherwise indicated)

Table 2

Number (Note 1)	Endorser/ guarantor	Party being endorsed/guaranteed	Relationship with the endorser/ guarantor (Note 2)	Limit on endorsements/ guarantees provided for a single party (Note 3)	Maximum outstanding endorsement/ guarantee amount as of December 31, 2015	Outstanding endorsement/ guarantee amount at December 31, 2015	Actual amount drawn down	Amount of endorsements/ guarantees secured with collateral	Ratio of accumulated endorsement/ guarantee amount to net asset value of the endorser/ guarantor company	Ceiling on total amount of endorsements/ guarantees provided (Note 3)	Provision of endorsements/ guarantees by parent company to subsidiary	Provision of endorsements/ guarantees by subsidiary to parent company	Provision of endorsements/ guarantees to the party in Mainland China	Footnote
1	Global Communication Semiconductors LLC	GCS Holdings, Inc.	4	\$ 164,356	\$ 196,950	\$ 196,950	\$ -	\$ -	11.98	\$ 410,891	N	Y	N	-

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

- (1) The Company is '0'.
- (2) The subsidiaries are numbered in order starting from '1'.

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

- (1) Having business relationship.
 - (2) The endorser/guarantor parent company owns directly more than 50% voting shares of the endorsed/guaranteed subsidiary.
 - (3) The endorser/guarantor parent company and its subsidiaries jointly own more than 50% voting shares of the endorsed/guaranteed company.
 - (4) The endorsed/guaranteed parent company directly or indirectly owns more than 50% voting shares of the endorser/guarantor subsidiary.
 - (5) Mutual guarantee of the trade as required by the construction contract.
 - (6) Due to joint venture, each shareholder provides endorsements/guarantees to the endorsed/guaranteed company in proportion to its ownership.
- Note 3: According to the Company's "Procedures for Endorsement and Guarantee", the total amount of endorsement/guarantee provided by the Company is limited to twenty-five percent of the Company's net worth, and the total amount of the guarantee provided by the Company to any individual entity is limited to ten percent of the Company's net worth. However, subsidiaries whose voting shares are 100% owned, directly or indirectly, by the Company are not subject to the above restrictions.

GCS HOLDINGS, INC.

Holding of marketable securities at the end of the year

December 31, 2015

Expressed in thousands of NTD
(Except as otherwise indicated)

Table 3

Securities held by	Marketable securities (Note 1)	Relationship with the securities issuer (Note 2)	General ledger account	As of September 30, 2015			Footnote (Note 4)	
				Number of shares	Book value (Note 3)	Ownership (%)		Fair value
GCS Holdings, Inc.	Akoustis Technologies, Inc.	None.	Available-for-sale financial assets	166,667	\$ 9,403	1.31	\$ 9,403	-
GCS Holdings, Inc.	Arima Laser Corporation	None.	Available-for-sale financial assets	890,000	43,076	1.73	43,076	-

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

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

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

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

GCS HOLDINGS, INC.

Acquisition of real estate reaching NT\$300 million or 20% of paid-in capital or more

For the year ended December 31, 2015

Expressed in thousands of NTD
(Except as otherwise indicated)

Table 5

Real estate acquired by	Real estate acquired	Date of the event	Transaction amount	Status of payment	Counterparty	Relationship		Date of the original transaction	Amount	Basis or reference used in setting the price	Reason for acquisition of real estate and status of the real estate	Other commitments
						Original owner who sold the real estate to the counterparty	Relationship between the original owner and the acquirer					
Global Communication Semiconductors LLC	23155 Kashiwa Court, Torrance, CA 90505	August 12, 2015	\$ 243,597 (Note)	\$ 243,597	The Hattori Foundation	None	Not Applicable	Not Applicable	Not Applicable	Based on market value and the appraisal report issued by the appraiser	Operation purpose	None

Note: The total amount consisted of \$146,158 for land and \$97,439 for buildings.

GCS HOLDINGS, INC.

Significant inter-company transactions during the reporting periods

For the year ended December 31, 2015

Expressed in thousands of NTD
(Except as otherwise indicated)

Table 9

Number (Note 1)	Company name	Counterparty	Relationship (Note 2)	Transaction			Percentage of consolidated total operating revenues or total assets (Note 3)
				General ledger account	Amount	Transaction terms	
1	Global Device Technologies, Co., Ltd.	Global Communication Semiconductors LLC	3	Service revenue	\$ 14,848	Conducted in the ordinary course of business with terms similar to those with third parties	0.89%

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

(1)Parent company is '0'.

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

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

(1)Parent company to subsidiary.

(2)Subsidiary to parent company.

(3)Subsidiary to subsidiary.

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

GCS HOLDINGS, INC.

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

For the year ended December 31, 2015

Table 10

Expressed in thousands of NTD
(Except as otherwise indicated)

Investor	Investee	Location	Main business activities	Initial investment amount		Shares held as at December 31, 2015		Book value	Net profit (loss) of the investee for the year ended December 31, 2015	Investment income(loss) recognised by the Company for the year ended December 31, 2015	Footnote
				Balance as at December 31, 2015	Balance as at December 31, 2014	Number of shares	Ownership (%)				
GCS Holdings, Inc.	Global Communication Semiconductors LLC	Los Angeles, USA	GaAs wafer and foundry service	\$ 403,975	\$ 403,975	-	100	\$ 1,443,437	\$ 307,070	\$ 307,070	-
GCS Holdings, Inc.	Global Device Technologies, Co., Ltd.	Taiwan	Product design and research development services	12,000	-	1,200,000	100	15,238	3,238	3,238	-