Financial Statements
With Independent Auditors' Review Report
For the Six Months Ended June 30, 2020 and 2019

Address: No.12, Nanke 9th Rd, Shanhua Dist., Tainan City, Taiwan R.O.C

Telephone: 886-6-505-8999

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

## Independent Auditors' Review Report

To the Board of Directors of LandMark Optoelectronics Corporation:

#### Introduction

We have reviewed the balance sheets of LandMark Optoelectronics Corporation("the Company") as of June 30, 2020 and 2019, and the related statements of comprehensive income for the three months and six months ended June 30, 2020 and 2019, and the statements of changes in equity and cash flows for the six months ended June 30, 2020 and 2019, and notes to the financial statements, including a summary of significant accounting policies. Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Accounting Standards ("IASs") 34, "Interim Financial Reporting" endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China. Our responsibility is to express a conclusion on the financial statements based on our reviews.

#### Scope of Review

We conducted our reviews in accordance with Statement of Auditing Standards 65, "Review of Financial Information Performed by the Independent Auditor of the Entity". A review of the financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the generally accepted auditing standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

#### Conclusion

Based on our reviews, nothing has come to our attention that causes us to believe that the financial statements do not present fairly, in all material respects, the financial position of the Company as of June 30, 2020 and 2019, and of its financial performance for the three months and six months ended June 30, 2020 and 2019, and its cash flows for the six months ended June 30, 2020 and 2019 in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and IASs 34, "Interim Financial Reporting" endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.



The engagement partners on the reviews resulting in this independent auditors' review report are Yen-Ta Su and Chen-Lung Hsu.

**KPMG** 

Taipei, Taiwan (the Republic of China) July 29, 2020

#### Notes to Readers

The accompanying financial statements are intended only to present the statement of financial position, financial performance and its cash flows in accordance with the accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to review such financial statements are those generally accepted and applied in the Republic of China.

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

# (English Translation of Financial Statements Originally Issued in Chinese)

# Reviewed only, not audited in accordance with the generally accepted auditing standards as of June 30, 2020 and 2019

## LANDMARK OPTOELECTRONICS CORPORATION

## **Balance Sheets**

# June 30, 2020, December 31, 2019 and June 30, 2019

(Expressed in Thousands of New Taiwan Dollars)

		June 30,		December 31, 2		June 30, 201					June 30, 202		December 31,		June 30, 201	9
	Assets	Amount		Amount	<u>%</u>	Amount	<u>%</u>		Liabilities and Equity		Amount	<u>%</u>	Amount	<u>%</u> _	Amount	<u>%</u>
	Current assets:								Current liabilities:							
1100	Cash and cash equivalents (note 6(a))	\$ 1,471,5	59 30	1,340,648	29	1,907,355	38	2130	Contract liabilities (note 6(o))	\$	7,960	-	10,734	1	3,426	-
1110	Financial assets at fair value through profit or loss—							2150	Notes payable		252	-	562	-	324	-
	current (note 6(b))	-	-	-	-	206	-	2170	Trade payables		81,454	2	90,583	2	94,140	2
1150	Notes receivable, net (note 6(c)(o))	12,3	59 -	-	-	7,613	-	2200	Other payables		229,212	5	332,767	7	306,741	6
1170	Trade receivables, net (notes 6(c)(o))	447,4	53 9	429,662	9	426,750	8	2216	Dividends payable (notes 6(l))		363,731	7	-	-	454,841	9
1310	Inventories (note 6(d))	205,6	12 5	192,527	4	257,314	5	2230	Current tax liabilities		47,086	1	4,889	-	61,552	2
1410	Prepayments	17,7	35 -	8,757	-	6,519	-	2280	Current lease liabilities (notes 6(i))		8,013	-	7,667	-	7,616	-
1470	Other current assets	6,1	29 -	9,988	-	27,510	1	2300	Other current liabilities		1,016		1,056		1,990	<u>-</u>
1476	Other financial assets—current (note 8)	2,6	<u>-</u>	2,651	<u> </u>	3,212					738,724	15	448,258	10	930,630	
		2,163,6	44	1,984,233	42	2,636,479	_52		Non-Current liabilities:							
	Non-current assets:							2580	Non-current lease liabilities (notes 6(i))		321,567	6	312,348	6	316,194	6
1600	Property, plant and equipment (notes 6(e))	2,430,2	)8 49	2,474,242	51	2,026,689	40	2640	Net defined benefit liability – non-current		3,424	_	3,423	_	3,429	
1755	Right-of-use assets (notes 6(f))	326,9	93 7	318,047	7	322,814	7		·		324,991	6	315,771	6	319,623	
1780	Intangible assets (note 6(g))	11,8	4 -	11,238	-	11,709	-		Total liabilities		1,063,715	21	764,029	16	1,250,253	
1840	Deferred tax assets	22,8	52 -	22,862	-	16,863	-		Equity attributable to owners of the Company (note	e						
1980	Other financial assets – non-current (note 8)	12,5	54 -	12,564	-	15,099	-		6(l)(m)):							
1990	Other non-current assets (notes 6(h))	2,7	32	7,314		22,701	_1	3110	Capital stock		909,327	18	909,512	19	909,512	18
		2,807,1	73 56	2,846,267	58	2,415,875	48	3200	Capital surplus		1,741,690	<u>35</u>	1,743,559	<u>36</u>	1,743,559	<u>35</u>
									Retained earnings:							
								3310	Legal reserve		522,596	11	477,581	10	477,581	9
								3350	Unappropriated earnings		739,362	15	961,452	20	716,307	14
											1,261,958	<u>26</u>	1,439,033	30	1,193,888	23
								3491	Deferred compensation cost arising from issuance of	f						
									restricted stock		(5,903)	<u> </u>	(25,633)	<u>(1)</u>	(44,858)	<u>(1</u> )
									Total equity		3,907,072	79	4,066,471	84	3,802,101	
	Total assets	\$ 4,970,7	<u>100</u>	4,830,500	<u>100</u>	5,052,354	<u>100</u>		Total liabilities and equity	\$	4,970,787	<u>100</u>	4,830,500	<u>100</u>	5,052,354	<u>100</u>

# (English Translation of Financial Statements Originally Issued in Chinese) Reviewed only, not audited in accordance with generally accepted auditing standards

## LANDMARK OPTOELECTRONICS CORPORATION

## **Statements of Comprehensive Income**

For the three months and six months ended June 30, 2020 and 2019 (Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Comnon Share)

		For the three months ended June 30,			For the six months ended June 30,				
		2020		2019		2020		2019	
		Amount	<u>%</u>	Amount	<u>%</u>	Amount	<u>%</u>	Amount	<u>%</u>
4100	Operating revenue (note 6(o))	532,959	100	569,769	100	1,020,166	100	1,015,697	100
5000	Operating costs (notes 6(d)(i)(j)(m)(p), 7 and 12)	283,058	53	284,231	50	544,468	53	531,942	52
5900	Gross profit	249,901	47	285,538	50	475,698	47	483,755	48
6000	Operating expenses (notes 6(i)(j)(m)(p), 7 and 12):								
6100	Selling and marketing expenses	19,843	4	18,689	3	36,838	4	33,538	4
6200	General and administrative expenses	26,890	5	22,708	4	53,211	5	40,416	4
6300	Research and development expenses	87,399	<u>16</u>	81,096	<u>14</u>	155,254	<u>15</u>	153,747	<u>15</u>
		134,132	<u>25</u>	122,493	21	245,303	24	227,701	23
6900	Operating income	115,769	22	163,045	29	230,395	<u>23</u>	256,054	<u>25</u>
7000	Non-operating income and expenses (notes 6(i)(q)):								
7100	Interest income	1,989	-	3,999	1	4,246	-	7,045	1
7020	Other gains and losses	(5,034)	(1)	2,044	-	1,288	-	5,891	-
7050	Finance costs	(1,113)		(1,093)		(1,860)		(2,192)	
		(4,158)	<u>(1</u> )	4,950	1	3,674		10,744	1
7900	Profit before income tax	111,611	21	167,995	30	234,069	23	266,798	26
7590	Income tax expenses (note 6(k))	22,921	4	42,244	8	47,413	5	62,005	6
8200	Net profit	88,690	<u>17</u>	125,751	22	186,656	<u>18</u>	204,793	20
8300	Other comprehensive income (note 6(k))								
8500	Total comprehensive income	88,690	<u>17</u>	125,751	22	<u>186,656</u>	<u>18</u>	204,793	<u>20</u>
	Earnings per share (in dollars), after tax (note 6(n))								
	Basic earnings per share	<u> </u>	0.98		1.39		2.06		2.26
9850	Diluted earnings per share	S	0.97		1.38		2.05		2.25

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# LANDMARK OPTOELECTRONICS CORPORATION

**Statements of Changes in Equity** 

For the six months ended June 30, 2020 and 2019

(Expressed in Thousands of New Taiwan Dollars)

			_	Retained e	earnings		
			-		Unappropriated	Deferred	
	C	apital stock	Capital surplus	Legal reserve	earnings	compensation cost	Total equity
Balance at January 1, 2019	\$	909,802	1,743,269	407,899	1,036,037	(64,083)	4,032,924
Net Profit		-	-	-	204,793	-	204,793
Other comprehensive income							
Total comprehensive income					204,793		204,793
Appropriation of 2018 earnings in 2019:							
Legal reserve		-	-	69,682	(69,682)	-	-
Cash dividends		-	-	-	(454,841)	-	(454,841)
Compensation cost arising from restricted stock		-	-	-	-	19,225	19,225
Restricted stock retired		(290)	290	<u> </u>			-
Balance at June 30, 2019	\$	909,512	1,743,559	477,581	716,307	(44,858)	3,802,101
Balance at January 1,2020	\$	909,512	1,743,559	477,581	961,452	(25,633)	4,066,471
Net Profit		-	-	-	186,656	-	186,656
Other comprehensive income							<u> </u>
Total comprehensive income					186,656		186,656
Appropriation of 2019 earnings in 2020:							
Legal reserve		-	-	45,015	(45,015)	-	-
Cash dividends		-	-	-	(363,731)	-	(363,731)
Compensation cost arising from restricted stock		-	(1,717)	-	-	19,730	18,013
Restricted stock repurchased		-	(337)	-	-	-	(337)
Restricted stock retired		(185)	185	<u>-</u> .			-
Balance at June 30, 2020	\$	909,327	1,741,690	522,596	739,362	(5,903)	3,907,072

# (English Translation of Financial Statements Originally Issued in Chinese) Reviewed only, not audited in accordance with generally accepted auditing standards

## LANDMARK OPTOELECTRONICS CORPORATION

## **Statements of Cash Flows**

## For the six months ended June 30, 2020 and 2019

(Expressed in Thousands of New Taiwan Dollars)

	For the six months ended June	
	2020	2019
Cash flows from (used in) operating activities:		
Profit before tax	\$\$	266,798
Adjustments:		
Adjustments to reconcile profit /loss		
Depreciation expense	217,043	195,773
Amortization expense	2,589	2,799
Unrealized net gains on change in fair value of financial assets through profit or loss	<del>-</del>	(206)
Interest expense	1,860	2,192
Interest income	(4,246)	(7,045)
Compensation cost arising from restricted stocks	18,013	19,225
Unrealized foreign exchange losses (gains)	(2,262)	1,063
Total adjustments to reconcile profit/loss	232,997	213,801
Changes in operating assets and liabilities:		- /
Changes in operating assets:		
Increase in notes receivable	(12,369)	(7,435)
Decrease (increase) in trade receivables	(16,082)	67,134
Increase in inventories	(13,115)	(6,374)
Increase in prepayments	(9,028)	(821)
Decrease (increase) in other current assets	3,859	(13,118)
Total changes in operating assets	(46,735)	39,386
Changes in operating liabilities:	(40,733)	37,360
Decrease in current contract liabilities	(2,774)	(1,653)
Decrease in notes payable	(2,7,74) (310)	(216)
Increase (decrease) in trade payables	(9,608)	38,629
Increase (decrease) in thate payables	4,907	(71,881)
Increase in defined benefit liability	4,907	(71,001)
Increase (decrease) in other current liabilities	(40)	1,124
	(7,824)	
Total changes in operating liabilities  Net changes in operating assets and liabilities		(33,997)
Total adjustments	(54,559)	5,389
<b>v</b>	178,438	219,190
Cash generated from operations	412,507	485,988
Interest received	4,246	7,760
Interest paid	(1,860)	(2,192)
Income tax paid	(5,216)	(116,829)
Net cash generated from operating activities	409,677	374,727
Cash flows from (used in) investing activities:	(6)	2.405
Decrease (increase) in other financial assets—current and non-current	(6)	3,405
Acquisition of property, plant and equipment	(272,527)	(502,002)
Acquisition of intangible assets	(1,890)	(350)
Increase in other non-current assets	(553)	(12,227)
Net cash used in investing activities	(274,976)	(511,174)
Cash flows from (used in) financing activities:		
Repurchase of restricted stock	(555)	(698)
Payment of lease liabilities	(4,339)	(3,770)
Net cash used in financing activities	(4,894)	(4,468)
Effects of exchange rate changes on balance of cash held in foreign currencies	1,114	(276)
Net increase (decrease) in cash and cash equivalents	130,921	(141,191)
Cash and cash equivalents at the beginning of year	1,340,648	2,048,546
Cash and cash equivalents at the end of year	\$ <u>1,471,569</u>	1,907,355

# (English Translation of Financial Statements Originally Issued in Chinese) REVIEWED ONLY, NOT AUDITED IN ACCORDANCE WITH GENERALLY ACCEPTED AUDITING STANDARDS AS OF JUNE 30, 2020 AND 2019

#### LANDMARK OPTOELECTRONICS CORPORATION

# Notes to the Financial Statements June 30, 2020 and 2019

(Expressed in Thousands of New Taiwan Dollars, Unless Otherwise Specified)

## (1) Company history

Landmark Optoelectronics Corporation (the "Company") was incorporated on June 2, 1997 as a company limited by shares under the laws of the Republic of China (ROC). The Company is primarily engaged in the manufacturing, processing and selling of optical semi-conductors, laser diodes, and high brightness InAlGaP/AlGalnAs.

In response to the government's policy about enterprises consolidating or merging operations, the Company improves its capital structure, reduces its operating cost, and promotes reasonable operation. In accordance with the Business Mergers and Acquisitions Act, the Company merged with "TJ Optoelectronics Corporation" on January 1, 2008, the basis date of the merger which was decided through a special meeting of the shareholders.

The Company's stock was listed as a general stock on the Taipei Exchange on July 22, 2015.

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

The financial statements were authorized for issuance by the Board of the Company on July 29, 2020.

## (3) New standards, amendments and interpretations adopted:

(a) The impact of the International Financial Reporting Standards ("IFRSs") endorsed by the Financial Supervisory Commission, R.O.C. ("FSC") which have already been adopted.

The following new standards, interpretations and amendments have been endorsed by the FSC and are effective for annual periods beginning on or after January 1, 2020.

New, Revised or Amended Standards and Interpretations	Effective date per IASB
Amendments to IFRS 3 "Definition of a Business"	January 1, 2020
Amendments to IFRS 9, IAS39 and IFRS7 "Interest Rate Benchmark Reform"	January 1, 2020
Amendments to IAS 1 and IAS 8 "Definition of Material"	January 1, 2020
Amendments to IFRS 16 "Covid-19-Related Rent Concessions"	June 1, 2020

Except for the following items, the Company believes that the adoption of the above IFRSs would not have any material impact on its financial statements. The extent and impact of significant changes are as follows:

Amendments to IFRS 16 "Covid-19-Related Rent Concessions"

As a practical expedient, a lessee may elect not to assess whether a rent concession that meets certain conditions is a lease modification, rather any changes in lease liability are recognized in profit or loss. The amendments have been endorsed by the FSC in July 2020, earlier application from January 1, 2020 is permitted. Related accounting policy is explained in Note 4(b).

#### **Notes to the Financial Statements**

The Company has elected to apply the practical expedient for all rent concessions that meet the criteria beginning January 1, 2020, with early adoption. No adjustment was made upon the initial application of the amendments. The amounts recognized in profit or loss for the three and six months ended June 30, 2020 were 386 thousand.

#### (b) The impact of IFRS issued by IASB but not yet endorsed by the FSC

As of the date, the following IFRSs that have been issued by the International Accounting Standards Board (IASB), but have yet to be endorsed by the FSC:

New, Revised or Amended Standards and Interpretations	Effective date per IASB
Amendments to IFRS 10 and IAS 28 "Sale or Contribution of Assets Between an Investor and Its Associate or Joint Venture"	Effective date to be determined by IASB
IFRS 17 "Insurance Contracts"	January 1, 2023
Amendments to IAS 1 "Classification of Liabilities as Current or Non-current"	January 1, 2022
Amendments to IAS 16 "Property, Plant and Equipment—Proceeds before Intended Use"	January 1, 2022
Amendments to IAS 37 "Onerous Contracts—Cost of Fulfilling a Contract"	January 1, 2022
Annual Improvements tp IFRs Standards 2018-2020	January 1, 2022
Amendments to IAS 17 "Insurance Contracts"	January 1, 2023

Based on its preliminary assessment, the Company does not believe that its initial adoption of the abovementioned standards or interpretations would have a material impact on its financial position and financial performance.

## (4) Summary of significant accounting policies

#### (a) Statement of compliance

These financial statements have been prepared in accordance with the preparation and guidelines of IAS 34 "Interim Financial Reporting" which are endorsed and issued into effect by FSC, and do not include all of the information required by the Regulations and International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations and SIC Interpretations endorsed and issued into effect by the FSC (hereinafter referred to IFRS endorsed by the FSC) for a complete set of the annual financial statements.

Except the following accounting policies mentioned below, the significant accounting policies adopted in the financial statements are the same as those in the financial statement for the year ended December 31, 2019. For the related information, please refer to note 4 of the financial statements for the year ended December 31, 2019.

#### **Notes to the Financial Statements**

## (b) Leases

As a practical expedient, the Company elects not to assess whether all rent concessions that meets all the following conditions are lease modifications or not:

- the rent concessions occurring as a direct consequence of the covid-19 pandemic;
- the change in lease payments that resulted in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change;
- any reduction in lease payments that affects only those payments originally due on, or before, June 30, 2021; and
- there is no substantive change in other terms and conditions of the lease.

In accordance with the practical expedient, the effect of the change in the lease liability is reflected in profit or loss in the period in which the event or condition that triggers the rent concession occurs.

#### (c) Employee benefits

The pension cost in the interim period was calculated and disclosed on a year-to-date basis by using the actuarially determined pension cost rate at the end of the prior fiscal year.

#### (d) Income taxes

The income tax expenses have been prepared and disclosed in accordance with paragraph B12 of International Financial Reporting Standards 34, Interim Reporting.

Income tax expenses for the period are best estimated by multiplying pre-tax income for the interim reporting period by the effective annual tax rate as forecasted by the management. This should be recognized fully as tax expense for the current period.

For a change in tax rate that is substantively enacted in an interim period, the effect of the change should immediately be recognized in the interim period in which the change occurs.

Temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their respective tax bases shall be measured based on the tax rates that have been enacted or substantively enacted at the time of the asset or liability is recovered or settled, and be recognized directly in equity or other comprehensive income as tax expense.

#### (5) Significant accounting assumptions and judgments, and major sources of estimation uncertainty

The preparation of the financial statements in conformity with the Regulations and IFRSs (in accordance with IAS 34 "Interim Financial Reporting" and endorsed by the FSC) requires management to make judgments, estimates and assumptions that affect the application of the accounting policies and the reported amount of assets, liabilities, income and expenses. Actual results may differ from these estimates.

The preparation of the interim financial statements, estimates and underlying assumptions are reviewed on an ongoing basis which are in conformity with the financial statements for the year ended December 31, 2019. For the related information, please refer to note 5 of the financial statements for the year ended December 31, 2019.

#### **Notes to the Financial Statements**

## (6) Explanation of significant accounts

Except for the following disclosures, there is no significant difference as compared with those disclosed in the financial statements for the year ended December 31, 2019. Please refer to Note 6 of the 2019 annual financial statements.

## (a) Cash and cash equivalents

		June 30, 2020	<b>December</b> 31, 2019	June 30, 2019
Cash on hand	\$	348	660	770
Demand and checking deposits		511,117	401,220	431,848
Time deposits		813,642	845,700	1,374,910
Repurchase agreements collateralized by				
commercial paper	_	146,462	93,068	99,827
Cash and cash equivalents in the statement of cash	h			
flows	<b>\$</b> _	1,471,569	1,340,648	1,907,355

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

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

	June 30, 2020	December 31, 2019	June 30, 2019
Financial assets mandatorily measured at fair value			
through profit or loss:			
Derivative instruments not used for hedging—			
forward exchange contracts \$	-	<u> </u>	206

For the net gain or loss on fair value on financial instruments at FVTPL, please refer to note 6(q).

The Company holds derivative financial instruments to hedge certain foreign exchange risk it is exposed to, arising from its operating activities.

The following derivative instruments, without the application of hedge accounting, were classified as mandatorily measured at fair value through profit or loss:

		June 30, 2019	
	<b>Contract amount</b>		
	(in thousands)	Currency	Maturity period
Forward exchange sold	\$ <u>620</u>	USD	2019.7.8

# LANDMARK OPTOELECTRONICS CORPORATION Notes to the Financial Statements

## (c) Notes and trade receivables

		June 30, 2020	December 31, 2019	June 30, 2019
Notes receivable from operating activities	\$	12,369	-	7,613
Trade receivables — measured as amortized cost	\$	448,870	431,069	428,157
Less: Loss allowance	_	(1,407)	(1,407)	(1,407)
	<b>\$</b> _	459,832	429,662	434,363

The Company applies the simplified approach to provide for its expected credit losses, i.e. the use of lifetime expected loss provision for all notes and trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due as well as incorporated forward looking information. The loss allowance provision were determined as follows:

	_		June 30, 2020	
	_	Gross carry amount of notes and trade receivables	Weighted-average loss rate	Loss allowance provision
Current	\$	378,388	0.02%	75
1 to 90 days past due		81,552	0.12%	98
91 to 180 days past due		128	48.59%	63
More than 181 days past due	_	1,171	100%	1,171
Total	\$_	461,239		1,407

	_		December 31, 2019	
	_	Gross carry amount of notes and trade receivables	Weighted-average loss rate	Loss allowance provision
Current	\$	298,172	0.11%	327
1 to 90 days past due		131,418	0.82%	1,080
91 to 180 days past due		1,479	0%	-
More than 181 days past due	_		100%	
Total	<b>\$</b> _	431,069		1,407

# LANDMARK OPTOELECTRONICS CORPORATION Notes to the Financial Statements

June 30, 2019

	:	Gross carry amount of notes and trade receivables	Weighted-average loss rate	Loss allowance provision
Current	\$	328,912	0%~0.10%	327
1 to 90 days past due		106,628	1.01%	1,080
91 to 180 days past due		230	0%	-
More than 181 days past due	_		100%	
Total	\$_	435,770		1,407

The movements in the allowance for notes and trade receivables were as follows:

	 For the six months ended June 30,				
	2020	2019			
Balance at beginning of the year	 				
(Equal balance at end of the year)	\$ 1,407	1,407			

The aforementioned notes and trade receivables were not pledged as collateral or restricted in any way.

## (d) Inventories

		June 30,	December	June 30,	
		2020	31, 2019	2019	
Raw materials and supplies	\$	136,549	110,324	128,180	
Work in progress		14,558	19,897	80,563	
Finished goods	_	54,535	62,306	48,571	
	\$_	205,642	192,527	257,314	

# LANDMARK OPTOELECTRONICS CORPORATION Notes to the Financial Statements

The details of the cost of sales are as follows:

	_	April to June, 2020	April to June, 2019	January to June, 2020	January to June, 2019
Inventories that have been sold	\$	276,555	268,474	521,530	510,568
Reversal of write-downs		(41,234)	(6,483)	(24,277)	(361)
Write-off for inventories scrapped		52,002	23,223	52,002	23,223
Revenue from sale of scraps	_	(4,265)	(983)	(4,787)	(1,488)
	\$_	283,058	284,231	544,468	531,942

The inventories were not pledged as collateral or restricted in any way.

## (e) Property, plant and equipment

The movement of cost, accumulated depreciation, and impairment loss on property, plant and equipment were as follows:

Cost or deemed cost:		uildings and provements	Machinery equipment	Transportation equipment	Electrical equipment	Office and other equipment	Construction in process and testing equipment	Total
Balance at January 1, 2020	\$	895,682	1,081,257	3,859	15,350	1,400,015	759,238	4,155,401
Additions		-	-	-	-	-	164,191	164,191
Reclassification	_		167,435			199,488	(363,063)	3,860 (Note 1)
Balance at June 30, 2020	<b>\$</b>	895,682	1,248,692	3,859	15,350	1,599,503	560,366	4,323,452
Balance at January 1, 2019	\$	171,300	1,074,704	3,859	15,350	1,181,408	425,167	2,871,788
Additions		-	-	-	-	348	646,228	646,576
Disposals		-	-	-	-	7,385	-	7,385
Reclassification	_					108,515	(98,075)	10,440 (Note 2)
Balance at June 30, 2019	<b>\$</b>	171,300	1,074,704	3,859	15,350	1,282,886	973,320	3,521,419
Accumulated depreciation and impairment loss:								
Balance at January 1, 2020	\$	31,630	765,635	3,245	6,368	874,281	-	1,681,159
Depreciation	_	12,474	95,269	322	440	103,580		212,085
Balance at June 30, 2020	<b>\$</b>	44,104	860,904	3,567	6,808	977,861		1,893,244
Balance at January 1, 2019	\$	23,450	592,196	2,602	5,487	687,373	-	1,311,108
Depreciation		2,413	89,872	322	440	97,960	-	191,007
Disposals	_					7,385		7,385
Balance at June 30, 2019	s_	25,863	<u>682,068</u>	2,924	<u>5,927</u>	<u>777,948</u>		1,494,730

(Continued)

## **Notes to the Financial Statements**

Carrying amounts:	Buildings and improvement	Machinery equipment	Transportation equipment	Electrical equipment	Office and other equipment	Construction in process and testing equipment	Total
Balance at January 1, 2020	\$864,05	2 315,622	614	8,982	525,734	759,238	2,474,242
Balance at June 30, 2020	\$ 851,57	8 387,788	292	8,542	621,642	560,366	2,430,208
Balance at January 1, 2019	\$ 147,85	482,508	1,257	9,863	494,035	425,167	1,560,680
Balance at June 30, 2019	\$ 145,43	7 392,636	935	9,423	504,938	973,320	2,026,689

Note 1: Other non-current assets — prepayment for equipment have been reclassified to testing equipment with \$3,860.

Note 2: Other non-current assets — prepayment for equipment have been reclassified to testing equipment with \$10,440.

Property, plant and equipment were not pledged as collateral or restricted in any way.

## (f) Right-of-use assets

The Company leases land and transportation equipment. Information about leases for which the Company as a lessee is presented below:

			Transportation	
		Land	equipment	Total
Cost:				
Balance at January 1, 2020	\$	325,474	2,106	327,580
Variable lease payments		13,904		13,904
Balance at June 30, 2020	\$	339,378	2,106	341,484
Balance at January 1, 2019	\$	-	-	-
Effects of adopting IFRS 16		325,474	2,106	327,580
Balance at June 30, 2019	\$	325,474	2,106	327,580
Accumulated depreciation		· · · · · · · · · · · · · · · · · · ·		
and impairment loss:				
Balance at January 1, 2020	\$	8,743	790	9,533
Depreciation		4,563	395	4,958
Balance at June 30, 2020	\$	13,306	1,185	14,491
Balance at January 1, 2019	\$	-	-	-
Depreciation		4,371	395	4,766
Balance at June 30, 2019	\$	4,371	395	4,766
Carrying amounts:	_			
Balance at January 1, 2020	\$	316,731	1,316	318,047
Balance at June 30, 2020	<u> </u>	326,072	921	326,993
Balance at June 30, 2019	\$	321,103	1,711	322,814

#### **Notes to the Financial Statements**

## (g) Intangible assets

The movement of cost and accumulated amortization for intangible assets were as follows:

	Compt	iter software
Carrying amounts:		
Balance at January 1, 2020	\$	11,238
Balance at June 30, 2020	\$	11,814
Balance at January 1, 2019	\$	12,197
Balance at June 30, 2019	\$	11,709

There were no significant additions, disposal, or recognition and reversal of impairment losses of intangible assets for the six months ended June 30, 2020 and 2019. Information on amortization for the period is discussed in Note 12. For other relevant information, please refer to note 6(f) of the financial statements for the year ended December 31, 2019.

#### (h) Other non-current assets

	J	une 30, 2020	<b>December</b> 31, 2019	June 30, 2019
Prepayment for equipment	\$	553	3,860	19,058
Prepayment for computer software		-	1,170	1,170
Others		2,179	2,284	2,473
Total	\$	2,732	7,314	22,701

The amount under "others" is the line subsidy expense and the instalment of technology authorization.

#### (i) Lease liabilities

The carrying amounts of lease liabilities were as follows:

	_	June 30, 2020	December 31, 2019	June 30, 2019
Current	\$	8,013	7,667	11,925
Non-current financial liabilities	_	321,567	312,348	398,845
	<b>\$</b> _	329,580	320,015	410,770

For the maturity analysis, please refer to note 6(r).

#### **Notes to the Financial Statements**

The amounts recognized in profit or loss were as follows:

	For the three months ended June 30, 2020	For the three months ended June 30, 2019	For the six months ended June 30, 2020	For the six months ended June 30, 2019
Interest on lease liabilities	\$ 1,113	1,093	1,860	2,192
Expenses relating to short-term leases	\$ <u>419</u>	664	<u>788</u>	1,213
Expenses relating to leases of low- value assets, excluding short-				
term leases of low-value assets	\$ <u>33</u>	<u>31</u>	<u>69</u>	<u>63</u>
Covid-19-related rent concessions	<b>\$</b> 386		386	

The amounts recognized in the statement of cash flows for the Company was as follows:

	For the six	For the six
	months ended	months ended
	June 30, 2020	June 30, 2019
Total cash outflow for leases	\$ <u>6,670</u>	7,238

#### 1. Land leases

The Company leases land for its factory building and office space, which lease terms of twenty years. The leases provide for additional rent payments that are based on changes in government published land value.

The Company judges that the leases includes an option to extend the lease for an additional period of the sam duration after the end of the contract term.

#### 2. Other leases

The Company leases transportation equipment, with lease terms of three years.

The Company also leases staff dormitory, business premises, office and other equipment with contract terms of one to five years. These leases are short-term or leases of low-value items. The Company has elected not to recognize right-of-use assets and lease liabilities for these leases.

## (j) Employee benefits

## 1. Defined benefit plan

Management believes that there was no material volatility of the market, no material reimbursement and settlement or other material one-time events since prior fiscal year. As a result, the pension cost in the accompanying interim period was measured and disclosed according to the actuarial report as of December 31, 2019 and 2018.

#### **Notes to the Financial Statements**

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

	April to		April to April to Jan		January to
	June,	2020	June, 2019	June, 2020	June, 2019
Cost of sales	\$	52	53	109	107
Selling expenses		6	6	13	13
Research and development expenses		19	20	41	40
	\$	77	79	<u> </u>	<u> </u>

## 2. Defined contribution plans

A summary of pension costs under the defined contribution method is as follows. Payment was made to the Bureau of Labor Insurance.

	April to		April to	January to	January to
	۰	June, 2020	<b>June</b> , 2019	<b>June</b> , 2020	<b>June</b> , 2019
Cost of sales	\$	2,445	2,355	4,825	4,659
Selling expenses		148	142	297	271
General and administrative expenses		226	244	492	463
Research and development expenses	_	296	<u>291</u>	505	573
	<b>\$</b> _	3,115	3,032	6,119	<u>5,966</u>

## (k) Income taxes

1. The amounts of income tax expense were as follows:

	April to June, 2020		April to June, 2019	January to June 2020	January to June, 2019
Current tax expense					
Current period	\$	22,722	42,216	47,214	61,977
Adjustment for prior periods		199	28	199	28
Deferred tax expense		_	-	-	-
Income tax expense	\$	22,921	42,244	47,413	62,005

There were no income tax expense recognized in equity and other comprehensive income for the three months and six months ended June 30, 2020 and 2019.

2. The Company's income tax returns for all fiscal years up to 2018 have been examined and approved by the tax authority.

#### (1) Share capital and other equity

As of June 30, 2020, December 31 and June 30, 2019, the authorized common stock of the Company were \$1,500,000, comprising 150,000 thousand shares with a par value of \$10 per share. The issued shares were 90,933 thousand shares, 90,951 thousand shares, respectively. All the capitals were fully received.

Except as stated below, there were no material changes in the share capital and other equity during (Continued)

#### **Notes to the Financial Statements**

the six months ended June 30, 2020 and 2019. For more information, please refer to note 6(k) of the financial statements for the year ended December 31, 2019.

#### 1. Retirement of common stock

On February 5, 2020, May 21 and January 30, 2019, the Company's board of directors approved a resolution to retire 19 thousand shares, 17 thousand shares and 12 thousand shares of restricted stock, respectively, which are non-vested. The basis date of the decrease in capital were Feberury 12, 2020, May 27 and Feberury 15, 2019, respectively, and the registration procedures have been completed.

#### 2. Capital surplus

The balance of capital surplus at the reporting date were as follows:

		June 30, 2020	<b>December</b> 31, 2019	June 30, 2019
Additional paid-in capital	\$	1,655,366	1,655,366	1,655,366
Restricted stock	_	86,324	88,193	88,193
Total	\$ <u></u>	1,741,690	1,743,559	1,743,559

#### 3. Retained earnings

According to the Company's articles of incorporation, 10% of annual earnings must be set aside as legal reserve after offsetting any accumulated deficit. When the balance of such legal reserve reaches an amount equal to the paid-in capital, the appropriation to legal reserve is discontinued. The Company may, under its articles of incorporation or by resolution of the meeting of shareholders, set aside another sum as special reserve. Distribution of the remainder is at the stockholders' discretion.

The appropriations of earnings for 2019 and 2018 were approved by the shareholders' meetings on May 20, 2020 and May 21, 2019, respectively. The relevant dividend distributions to shareholders were as follows:

	,	2019	2018		
	TWD/per sha	re Amount	TWD/per share	Amount	
Dividend distributed to common shareholders					
Cash dividends	\$ 4	4.0 <u>363,731</u>	5.0	454,841	

There were no differences between the actual amounts of appropriation of earning for 2019 and 2018 and those approved by the board of directors. The related information can be accessed through the Market Observation Post System.

As of June 30, 2020, December 31 and June 30, 2019, the dividend payables amounted to \$363,731, \$0 and \$454,841, respectively.

#### **Notes to the Financial Statements**

## (m) Share-based payment

On May 22, 2018, the board of shareholders' meeting approved the issuance of 430 thousand restricted shares of stock to those full-time employees who meet the Company's requirements. The restricted stock has been registered with, and approved by, the Securities and Futures Bureau of the Financial Supervisory Commission, R.O.C. On July 30, 2018, the board of directors issued 408 thousand restricted shares. The fair value on the grant date was \$209.42(NT\$) per share.

Those employees with the restricted stock awards are entitled to purchase shares at the price of \$41.08(NT\$) per share, with the condition that these employees continue to provide service to the company for at least 1 year or 2 years (from the grant date). 50% of the restricted stock is vested in year 1 after the grant date, and the remaining 50% is vested in year 2 after the grant date. The restricted stock is kept by a trust, which is appointed by the Company, before it is vested. These shares shall not be sold, pledged, transferred, gifted, or disposed of by any other means to third parties during the custody period. The voting rights of these shareholders are executed by a custodian who will act in accordance with the laws and regulations. If the shares remain unvested after the vesting period, the Company will repurchase all the unvested shares at the issuance price and cancel the shares thereafter.

Details of the restricted stock of the Company are as follows:

(1) Details of number of restricted shares are as follows:

Unit of share: thousand

	January to June, 2020	January to June, 2019		
Outstanding at January 1	189	396		
Retired during the year	(12)	-		
Repurchased, not retired during the year	(1)	(17)		
Outstanding at June 30	176	379		

(2) The company used Black-Scholes model in measuring the fair value of the share-based payment at the grant date. The assumptions adopted in this valuation model were as follows:

Current market price (NT\$)	250.50
Exercise price (NT\$)	41.08
Expected life / Exercise period	2 years / 14 days
Expected volatility	53.70%
Risk-free interest rate	0.5539%

For the three months and six months ended June 30, 2020 and 2019, the compensation cost of restricted stock amounted to \$8,854, \$9,612, \$18,013 and \$19,225, respectively, which were recognized as operating cost or operating expenses.

## **Notes to the Financial Statements**

## (n) Earnings per share

The basic and diluted earnings per share (expressed in New Taiwan dollars) were calculated as follows:

			Unit of sha	re: thousand
	April to	April to	January to	January to
	June, 2020	June, 2019	June 2020	June, 2019
Basic earnings per share:				
Profit attributable to ordinary				
shareholders of the Company	\$ 88,690	125,751	186,656	204,793
Weighted-average number of commo	n —			
shares outstanding	90,756	90,572	90,756	90,572
	\$ 0.98	1.39	2.06	2.26
Diluted earnings per share:				
Profit attributable to ordinary				
shareholders of the Company				
(diluted)	\$ 88,690	125,751	186,656	204,793
Weighted-average number of commo	on 90,756	90,572	90,756	90,572
shares outstanding				
Effect of employee stock				
compensation	72	289	110	367
Effect of restricted stock	137	137	139	149
Weighted-average number of commo	n			
shares outstanding (diluted)	90,965	90,998	91,005	91,088
	\$ 0.97	1.38	2.05	2.25

## (o) Revenue from contracts with customers

# 1. Disaggregation of revenue

	April to June, 2020		April to June, 2019	January to June, 2020	January to June 2019
Primary geographical markets:					
Mainland China	\$	270,560	168,168	457,633	367,616
United States		131,522	321,895	255,433	459,058
Taiwan		104,293	60,038	251,415	142,969
Others	_	26,584	19,668	55,685	46,054
	\$	532,959	569,769	1,020,166	1,015,697

#### **Notes to the Financial Statements**

		April to une, 2020	April to June, 2019	January to June, 2020	January to June 2019
Major products:	_				
Wafer	\$	526,795	566,965	1,009,487	1,008,394
Others		6,164	2,804	10,679	7,303
	<b>\$</b>	532,959	569,769	1,020,166	1,015,697
2. Contract balances	_				
	J	une 30, 2020	December	r 31, 2019	June 30, 2019
Note and Trade receivables	\$	461,23	9	431,069	435,770
Less: Loss allowance		(1,40	<u>7</u> )	(1,407)	(1,407)
	\$	459,83	2	429,662	434,363
Contract liabilities	\$	7,96	0	10,734	3,426

Please refer to note 6(c) for details on notes receivable, accounts receivable and allowance for impairment.

The amount of revenue recognized for the three months and six months ended June 30, 2020 and 2019 that were included in the contract liability balance at the beginning of the period were \$687, \$86, \$9,657 and \$2,986, respectively.

The major change in the balance of contract liabilities is the difference between the time frame in the performance obligation to be satisfied and the payment to be received.

#### (p) Employees compensation and director's remuneration

According to the articles of the incorporation, if the Company has profit as a result of the yearly account closing, the Company should distribute 1% to directors as compensation and no less than 8% as employee compensation. When the Company still has an accumulated loss, the Company shall keep the profit for making up an accumulated loss.

For the three months and six months ended June 30, 2020 and 2019, the remuneration to employees amounted to \$9,987, \$14,770, \$20,753 and \$23,456, respectively, and the remuneration of directors amounted to \$1,248, \$1,846, \$2,594 and \$2,932, respectively. The estimated amounts mentioned above are calculated based on the net profit before tax, excluding the remuneration to employees and directors of each period, multiplied by the appropriate percentage in compliance with the Company's articles. These expenses were recognized in operating costs and operating expenses for the current period. For any change after the issuance date of the financial statements, the difference shall be accounted for as a change in accounting estimate and recognized in profit or loss in the following year.

For the years ended December 31, 2019 and 2018, the remuneration to employees amounted to \$47,962 and \$77,438, respectively, and the remuneration of directors amounted to \$5,995 and \$9,680, respectively. The remuneration of employees and of directors have no differences between the estimated amounts and the amounts approved by the board of directors. The related information can be accessed through the Market Observation Post System.

#### **Notes to the Financial Statements**

## (q) Non-operating income and expenses

#### 1. Interest income

Bank deposits	April to June, 2020 \$ 1,989	April to June, 2019 3,999	January to June, 2020 4,246	January to June, 2019 7,045
2. Other gains and losses				
	April to June, 2020	April to June, 2019	January to June, 2020	January to June, 2019
Foreign exchange gains, net Losses on valuation of financial assets and liabilities by fair	\$ (5,506	3,255	(643)	6,521
value, net Others	- 472	(1,211)	510 1,421	(1,071) 441
Others	\$ (5,034		1,421	<u>5,891</u>
3. Finance costs				
	April to June, 2020	April to June, 2019	January to June, 2020	January to June, 2019
Interest on lease liabilities	\$ 1,113	1,093	1,860	2,192

#### (r) Financial instruments

Except as stated below, there were no material changes in fair value of financial instruments and financial instruments exposed to credit risk, liquidity risk, and market risk. For more information, please refer to note 6(q) to the financial statements for the year ended December 31, 2019.

#### 1. Credit risk

## (1) Credit risk exposure

The maximum exposure to credit risk is mainly from the carrying amount of financial assets.

## (2) Concentration of credit risk

As of June 30, 2020, December 31 and June 30, 2019, a few customers of the Company accounted for 62.20%, 60.03% and 64.93%, respectively, of operating revenue, and they were 71.56%, 57.29% and 70.76%, respectively, of trade receivables as of June 30, 2020, December 31 and June 30, 2019. As of the end of the reporting period, the Company did not suffer any significant credit risk losses due to these customers. The Company periodically evaluates customers' financial position and the possibility of recovery of receivables in order to reduce credit risk.

#### **Notes to the Financial Statements**

## (3) Credit risk exposure of receivables

For credit risk exposure on notes and trade receivables, and the details on loss allowance provision for the six months ended June 30, 2020 and 2019, please refer to note 6(c).

Other financial assets at amortized cost include other receivables and pledged time deposits (classified as other financial assets). The Company did not recognize and reverse any loss allowance provision for the six months ended June 30, 2020 and 2019.

All of these financial assets are considered to have low risk, and thus, the impairment provision recognized during the period was limited to 12 months expected losses.

## 2. Liquidity risk

The following were the contractual maturities of financial liabilities, including estimated interest payments and excluding the impact of netting agreements.

		Carrying amount	Contractual cash flows	Within 6 months	6 to 12 months	1 to 2 years	2 to 5 years	More than 5 years
June 30, 2020	_							
Non-derivative financial liabilities								
Non-interest-bearing liabilities	\$	674,649	674,649	674,649	-	-	-	-
Lease liabilities	_	329,580	415,741	6,198	6,198	11,726	34,777	356,842
	\$_	1,004,229	1,090,390	680,847	6,198	11,726	34,777	356,842
December 31, 2019								
Non-derivative financial liabilities								
Non-interest-bearing liabilities	\$	423,912	423,912	423,912	-	-	-	-
Lease liabilities	_	320,015	404,808	5,962	5,962	11,656	33,360	347,868
	\$_	743,927	828,720	429,874	5,962	11,656	33,360	347,868
June 30, 2019								
Non-derivative financial liabilities								
Non-interest-bearing liabilities	\$	856,046	856,046	856,046	-	-	-	-
Lease liabilities	_	323,810	410,770	5,962	5,963	11,925	33,494	353,426
	\$_	1,179,856	1,266,816	862,008	<u>5,963</u>	11,925	<u>33,494</u>	<u>353,426</u>

The Company does not expect that the cash flows could occur significantly earlier or at significantly different amounts.

#### **Notes to the Financial Statements**

#### 3. Market risk

## (1) Exposure to foreign currency risk

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

Unit of foreign currency: thousand

		$\mathbf{J}_1$	une 30, 202	0	Dece	ember 31, 2	019	June 30, 2019			
	_	Foreign	Exchange	TWD	Foreign	Exchange	TWD	Foreign	Exchange	TWD	
	_	currency	rate	amount	currency	rate	amount	currency	rate	amount	
Financial assets											
Monetary items											
USD	\$	14,904	29.63	441,600	16,495	29.980	494,507	12,729	31.06	395,369	
CNY		2,581	4.191	10,817	764	4.305	3,291	3,948	4.521	17,847	
Non-Monetary											
<u>items</u>											
USD		-	-	-	-	-	-	620	31.06	19,257	
Financial liabilities											
Monetary items											
USD		1,585	29.63	46,958	1,899	29.98	56,925	1,963	30.82	60,971	
JPY		1,318	0.2751	363	3,778	0.2760	1,043	5,366	0.2886	1,549	

Exchange gains or losses (including realized and unrealized) that resulted from monetary items translated to the functional currency were as follows:

		April to une, 2020	April to June, 2019	January to June, 2020	January to June, 2019  Exchange gain (loss)	
		Exchange	Exchange	Exchange		
	g	ain (loss)	gain (loss)	gain (loss)		
USD	\$	(5,317)	3,620	(338)	6,532	
CNY		(174)	(230)	(278)	(87)	
Others		(15)	(135)	(27)	76	
	<b>\$</b>	(5,506)	3,255	(643)	6,521	

## (2) Sensitivity analysis

The foreign currency risk was mainly incurred from the translation of cash and cash equivalents, trade receivables, trade payables, and other payables. If the exchange rate of the TWD versus the USD, CNY and JPY had increased or decreased by 3%, given no changes in other factors, profit after tax would have increased or decreased by \$9,722 and \$8,417 for the six months ended June 30, 2020 and 2019, respectively.

## **Notes to the Financial Statements**

## 4. Fair value information

## (1) Fair value and carrying amounts

The carrying amount and fair value of the Company's financial assets and liabilities, including the information on fair value hierarchy were as follows; however, except as described in the following paragraphs, for financial instruments not measured at fair value whose carrying amount is reasonably close to the fair value, and lease liabilities, disclosure of fair value information is not required:

information is not required.		ī	une 30, 2020	1	
	Carrying	<u> </u>	Fair V		
	amount	Level 1	Level 2	Level 3	Total
Financial assets measured at amortized cost					
Cash and cash equivalents	\$ 1,471,569	_	_	_	_
Notes and trade receivables	459,832	_	_	_	_
Other financial assets—current and non-current	15,221	_	_	_	_
Total	\$ 1,946,622				
Financial liabilities measured at amortized cost					
Payables	674,649	_	_	_	_
Lease liabilities	329,580	_	_	_	_
	\$ <u>1,004,229</u>				
	·	Dec	ember 31, 20	019	
	Carrying		Fair V		
	amount	Level 1	Level 2	Level 3	Total
Financial assets measured at amortized cost					
Cash and cash equivalents	\$ 1,340,648	_	-	_	-
Trade receivables	429,662	_	-	_	-
Other financial assets - current and non-current	<u>15,215</u>	-	-	-	-
Total	\$ 1,785,525				
Financial liabilities measured at amortized cost					
Payables	\$ 423,912	-	-	-	-
Lease liabilities	320,015	-	-	-	-
	\$ 743,927	-	-	-	-
		J	une 30, 2019	)	
	Carrying		Fair V	<sup>7</sup> alue	
	_amount_	Level 1	Level 2	Level 3	Total
Financial assets at fair value through profit or					
loss					
Derivative financial assets	<b>\$206</b>	-	206	-	206
Financial assets measured at amortized cost					
Cash and cash equivalents	\$ 1,907,355	-	-	-	-
Notes and trade receivables	434,363	-	-	-	-
Other financial assets – current and non-current	18,311	-	-	-	-
Total	\$ <u>2,360,029</u>				
Financial liabilities measured at amortized cost					
Payables	\$ 856,046	-	-	-	-
Lease liabilities	323,810	-	-	-	-
	\$ <u>1,179,856</u>	-	-	-	-

(Continued)

#### **Notes to the Financial Statements**

The table above analyzes financial instruments carried at fair value by the levels in the fair value hierarchy. The different levels have been defined as follows:

- -Level 1: quoted prices (unadjusted) in active markets for identified assets or liabilities.
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

There was no reclassification of levels during the six months ended June 30, 2020 and 2019.

#### (2) Valuation techniques for financial instruments measured at fair value

Measurement of the fair value of derivative financial instruments is based on the valuation techniques widely accepted by market participants such as the discounted cash flow model. The fair value of forward currency contracts is usually determined the forward currency exchange rate.

#### (s) Financial risk management

The financial risk management goals, policies and procedures were consistent with those stated in the note 6(r) of the financial statements for the year ended December 31, 2019.

## (t) Capital management

The Company's goal of capital management is to maintain adequate capital to meet the need for expansion and productivity improvement and to ensure the Company has sufficient financial resources to cope with future needs for operating funds, capital expenditures, research and development expenditures, dividend expenses, and other operating requirements. Capital includes the Company's capital stock, capital surplus, and retained earnings.

The Company's debt-to-equity ratios were as follows:

	J	une 30, 2020	<b>December 31, 2019</b>	June 30, 2019
Total liabilities	\$	1,063,715	764,029	1,250,253
Less: cash and cash equivalents		(1,471,569)	(1,340,648)	(1,907,355)
Net debt	\$	(407,854)	(576,619)	(657,102)
Total equity	\$	3,907,072	4,066,471	3,802,101
Debt-to-equity ratio		(10.44)%	(14.18)%	(17.28)%

As of June 30, 2020 and 2019, the Company's capital management strategy was consistent with the prior year. The change in debt-to-capital ratio was mainly due to the increasing in dividend payables and the payment of the expansion of factory buildings.

## **Notes to the Financial Statements**

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

The Company acquired right-of-use assets by leases in the six months ended June 30, 2020 and 2019, please refer to note 6(f).

Reconciliation of liabilities arising from financing activities were as follows:

	June 30, 2020
	Lease liabilities
January 1, 2020	\$ 320,015
Cash flows	
Payment of lease liabilities	(4,339)
Non-cash changes	
Variable lease payments	13,904
June 30, 2020	\$ <u>329,580</u>
	June 30, 2019 Lease liabilities
January 1, 2019	\$ -
Cash flows	
Payment of lease liabilities	(3,770)
Non-cash changes	
Effects of adopting IFRS 16	327,580
June 30, 2019	\$ <u>323,810</u>

## (7) Related-parties transactions:

Key management personnel compensation comprised:

	April to		April to	January to	January to
	Jui	ne, 2020	June, 2019	June, 2020	June, 2019
Short-term employee benefits	\$	7,554	9,051	15,423	16,438
Post-employment benefits		107	105	215	210
Share-based payments		1,676	1,676	3,351	3,351
	\$	9,337	10,832	18,989	19,999

Please refer to note 6(m) for details about the Share-based payment.

#### **Notes to the Financial Statements**

## (8) Pledged assets:

The carrying values of pledged assets were as follows:

Pledged assets	Object	June 30, 2020	<b>December</b> 31, 2019	June 30, 2019
Other financial assets — current and non-current (restricted bank deposits)	Post-release duty payment of import cargo, Southern Taiwan Science Park's lease and notional forward			
	exchange deposits	<b>\$</b> 14,562	14,556	15,006

## (9) Significant Commitments and contingencies:

The Company signed contracts with domestic and foreign vendors for purchasing property, plant and equipment. As of June 30, 2020, December 31 and June 30, 2019, the contracts amounted to \$692,402, \$881,757 and \$1,613,756, respectively, and the unpaid payment were \$142,635, \$136,524 and \$639,920, respectively.

#### (10) Losses Due to Major Disasters: None.

#### (11) Significant Subsequent Events:

The stockholders' meeting of the Company approved the issuance of 450,000 restricted shares of stock to those full-time employees who meet the Company's requirements. The issuance of restricted stock had already been approved by the Securities and Futures Bureau of FSC on June 24, 2020. On July 29, 2020, the Company's board of directors approved fully issued the restricted stock to employees and the basis date of the increase in capital to be August 25, 2020.

#### (12) Other:

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

By function	April to June, 2020			April to June, 2019				
By item	Classified as cost of sales	Classified as operating expenses		Classified as cost of sales	Classified as operating expenses	Total		
Employee benefits								
Salary	57,129	26,900	84,029	58,025	30,488	88,513		
Labor and health insurance	4,412	1,258	5,670	4,383	1,775	6,158		
Pension	2,497	695	3,192	2,408	703	3,111		
Remuneration of directors	-	1,733	1,733	-	2,646	2,646		
Others	1,970	1,481	3,451	1,953	1,081	3,034		
Depreciation	97,147	13,487	110,634	87,568	11,068	98,636		
Amortization	52	1,313	1,365	356	1,019	1,375		

#### **Notes to the Financial Statements**

By function	Janu	ary to June, 2	2020	January to June, 2019				
By item	Classified as cost of sales	Classified as operating expenses		Classified as cost of sales	Classified as operating expenses	Total		
Employee benefits								
Salary	114,934	55,565	170,499	112,424	56,477	168,901		
Labor and health insurance	8,683	3,138	11,821	8,675	2,958	11,633		
Pension	4,934	1,348	6,282	4,766	1,360	6,126		
Remuneration of directors	-	3,479	3,479	-	4,482	4,482		
Others	4,425	2,993	7,418	4,298	1,987	6,285		
Depreciation	189,781	27,262	217,043	171,851	23,922	195,773		
Amortization	105	2,484	2,589	761	2,038	2,799		

#### (b) Seasonality of operations

The Company were not affected seasonality or cyclicality factors.

## (13) Other disclosures:

(a) Information on significant transactions

The following is the information on significant transactions required by "the Regulations" for the Company:

- 1. Lending to other parties: None.
- 2. Guarantees and endorsements for other parties: None.
- 3. Information regarding securities held at reporting date (excluding investments in subsidiaries, associates, and joint ventures): None.
- 4. Information regarding purchase or sale of securities for the period exceeding NT\$300 million or 20% of the company's paid-in capital: None.
- 5. Information on the acquisition of real estate with purchase amount exceeding NT\$300 million or 20% of the company's paid-in capital:

							If the counter-party is a related party,			d party,			
							dis	disclose the previous transfer		References	Purpose of	1	
							information				i l		
						Relationship		Relationship			for	acquisition	
Name of	Name of	Transaction	Transaction	Status of	Counter-party	with the		with the	Date of		determining	and current	i l
company	property	date	amount	payment		Company	Owner	Company	transfer	Amount	price	condition	Others
The Company	The	2018.12.13	\$ 367,000	Based on the	MARKETECH	Third party	-	-	-	-	Market	Demand of	None
	electromechanical			construction	INTERNATION						price	capacity	
	clean room			progress	AL CORP.								

- 6. Information regarding disposal of real estate exceeding NT\$300 million or 20% of the company's paid-in capital: None.
- 7. Information regarding related-parties purchases and sales exceeding NT\$100 million or 20% of the company's paid-in capital: None.

#### **Notes to the Financial Statements**

- 8. Information regarding receivables from related-parties exceeding NT\$100 million or 20% of the company's paid-in capital: None.
- 9. Information regarding trading in derivative financial instruments:

The Company holds derivative financial instruments to hedge the certain foreign exchange risk the Company is exposed to, arising from its operating activities. As of June 30, 2020, the derivative instruments, without the application of hedge accounting, were settled. For the net gain or loss on fair value of financial instruments at FVTPL, please refer to note 6(q).

- 10. Business relationships and significant intercompany transactions: None.
- (b) Information on investees: None.
- (c) Information on investment in Mainland China: None.
- (d) Major shareholders:

Customer	<u>Shares</u>	Percentage
Huasheng International Investment Co., Ltd.	7,299,640	8.02 %
Cathay Life Insurance Co., Ltd.	7,084,085	7.79 %
Hermes Investment Company Emerging Markets		
Equity Fund entrusted to Taiwan Bank	5,133,200	5.64 %

Note1: The information on major shareholders, which is provided by the Taiwan Depository & Clearing Corporation, summarized the shareholders who held over 5% of total non-physical common stocks and preferred stocks (including treasury stocks) on the last business date of each quarter. The registered non-physical stocks may be different from the capital stocks disclosed in the financial statement due to different calculation basis.

Note2: If shares are entrusted, the above information regarding such shares will be revealed by each trustors of individual trust account. The shareholders holding more than 10% of the total shares of the company should declare insider's equity according to Securities and Exchange Act. The numbers of the shares declared by the insider include the shares of the trust assets which the insider has discretion over use. For details of the insider's equity announcement please refer to the TWSE website.

## (14) Segment information

The Company has one reportable segment and is mainly engaged in single-product manufacturing and selling of wafers. Financial segment information is consistent with the above financial information for the Company as a whole. The accounting policies of the operating segment are the same as those described in note 4.