

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES**

**Interim Consolidated Financial Statements for the**

**Nine Months Ended September 30, 2015 and 2014 and  
Independent Auditors' Review Report**



安侯建業聯合會計師事務所

KPMG

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

Telephone 電話 + 886 (2) 8101 6666  
Fax 傳真 + 886 (2) 8101 6667  
Internet 網址 kpmg.com/tw

## Independent Auditors' Review Report

Board of Directors of  
Makalot Industrial Co., Ltd.

We have reviewed the accompanying consolidated balance sheets of Makalot Industrial Co., Ltd. (the "Company") and subsidiaries (the "Group") as of September 30, 2015, the restated consolidated balance sheets as of September 30, 2014, the related consolidated statements of comprehensive income, changes in equity and cash flows for the three months and nine months ended September 30, 2015, and the restated consolidated statements of comprehensive income, changes in equity and cash flows for the three months and nine months ended September 30, 2014. These interim consolidated financial statements are the responsibility of the Company's management. Our responsibility is to issue a report on these consolidated financial statements based on our reviews.

Except those statements expressed in the third and fourth paragraph, we conducted our reviews in accordance with the Republic of China (R.O.C.) Statement on Auditing Standards No. 36, "Engagements to Review Financial Statements". A review consists principally of inquiries of the Company's personnel and analytical procedures applied to financial data. It is substantially less in scope than in audit in accordance with the general accepted auditing standards, the objective of which is the expression of an opinion regarding the consolidated interim financial statements taken as a whole. Accordingly, we do not express such an opinion.

The interim financial statements of certain subsidiaries were not reviewed. Those statements that have been furnished to us, insofar as it relates to the amounts included below, was based solely on the unreviewed financial statements. The book value of the total assets amounted to \$3,203,876 thousand and \$2,216,038 thousand as of September 30, 2015 and the restatement of 2014, respectively, constituting 23.05% and 18.45% of the total consolidated assets; the book value of the total liabilities were \$1,306,051 thousand and \$1,018,025 thousand as of September 30, 2015 and the restatement of 2014, respectively, constituting 24.88% and 23.14% of the total consolidated liabilities; and the comprehensive income were \$259,474 thousand, \$92,843 thousand, \$253,497 thousand and \$112,537 thousand for three months ended September 30, 2015, the restatement of 2014, nine month ended September 30, 2015 and the restatement of 2014, respectively, constituting 30.19%, 18.13%, 13.53% and 8.52% of the consolidated comprehensive income.

The interim financial statements of certain investments under equity method of the Company and its subsidiaries were not reviewed. Those investments that have been furnished to us, insofar as it relates to the amounts included below, was based solely on the unreviewed financial statements. The book value of the investments under equity method of the Company and its subsidiaries amounted to \$197,775 thousand and \$207,576 thousand as of September 30, 2015 and the restatement of 2014, respectively; and the related share of income or loss from subsidiaries and affiliates under equity method amounted to (\$9,509) thousand, (\$3,413) thousand, (\$15,393) thousand and (\$17,773) thousand for the three months ended September 30, 2015, the restatement of 2014, nine month ended September 30, 2015, and the restatement of 2014, respectively.

Based on our reviews, except for the possible adjustments to the interim consolidated financial statements as mentioned in the first paragraph, if the financial statements of the investments under equity method of the Company and its subsidiaries were reviewed as mentioned in third and fourth paragraph, we are not aware of any material modifications that should be made to the interim consolidated financial statements referred to in the first paragraph in order for them to be in conformity with the Guidelines Governing the Preparation of Financial Reports by Securities issuers and International Accounting Standards No. 34 "Interim Financial Reporting" endorsed by the Financial Supervisory Commissions, R.O.C.

As disclosed in Note 3 of the interim consolidated financial statement, the Company and its subsidiaries have applied the 2013 version of IFRS, IAS, IFRIC and SIC (excluded IFRS 9) endorsed by the Financial Supervisory Commissions, R.O.C. and the related amendments to the Regulations Governing the Preparation of Financial Reports by Securities Issuers since January 1, 2015 and has disclosed the effects of retrospective application of the IFRSs and the restated financial statements resulting from the retrospective IFRS application.



Taipei, Taiwan (the Republic of China)  
November 10, 2015

#### Notes to Readers

The accompanying financial statements are intended only to present the financial position, results of operations and cash flows in accordance with the International Accounting Standards endorsed by Financial Supervisory Commission, R.O.C. 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.

This document is an English translation of a report originally issued in Chinese. In the event of a conflict between the English translation and the original Chinese version, the Chinese-language accountants' report and financial statements shall prevail.



**Reviewed only, not audited in accordance with the generally accepted auditing standards**

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES**

**Consolidated Balance Sheets**

**September 30, 2015, December 31 and September 30, 2014**  
**(Expressed in thousands of New Taiwan Dollars)**

| Assets                                                                            | 2015.9.30            |            | 2014.12.31<br>(Restated) |            | 2014.9.30<br>(Restated) |            | Liabilities and Equity                                                                  | 2015.9.30            |            | 2014.12.31<br>(Restated) |            | 2014.9.30<br>(Restated) |            |
|-----------------------------------------------------------------------------------|----------------------|------------|--------------------------|------------|-------------------------|------------|-----------------------------------------------------------------------------------------|----------------------|------------|--------------------------|------------|-------------------------|------------|
|                                                                                   | Amount               | %          | Amount                   | %          | Amount                  | %          |                                                                                         | Amount               | %          | Amount                   | %          | Amount                  | %          |
| <b>Current Assets:</b>                                                            |                      |            |                          |            |                         |            | <b>Current Liabilities:</b>                                                             |                      |            |                          |            |                         |            |
| Cash and cash equivalents (note 7))                                               | \$ 1,816,039         | 13         | 1,648,409                | 14         | 1,005,670               | 8          | Short-term borrowings (notes 15 and 24)                                                 | \$ 1,137,164         | 8          | 100,001                  | 1          | 709,683                 | 6          |
| Financial assets at fair value through profit or loss—current<br>(notes 8 and 24) | 47,969               | -          | 53,290                   | -          | 60,799                  | 1          | Financial liabilities at fair value through profit or<br>loss—current (notes 8 and 24)  | -                    | -          | 380                      | -          | 2,421                   | -          |
| Notes receivable, net (note 9)                                                    | 22                   | -          | 552                      | -          | 115                     | -          | Notes payable (note 24)                                                                 | 7,615                | -          | 6,028                    | -          | 13,316                  | -          |
| Accounts receivable, net (note 9)                                                 | 1,303,689            | 9          | 1,318,156                | 11         | 1,552,036               | 13         | Accounts payable (note 24)                                                              | 1,530,120            | 11         | 1,384,504                | 12         | 1,619,858               | 13         |
| Inventories, manufacturing (note 10)                                              | 2,862,724            | 21         | 2,745,101                | 23         | 2,914,798               | 24         | Accounts payable-related parties (notes 24 and 28)                                      | 61,258               | -          | 66,109                   | -          | 43,724                  | -          |
| Noncurrent assets held for sale(note 12)                                          | -                    | -          | -                        | -          | 47,202                  | -          | Other payables (note 24)                                                                | 1,437,679            | 11         | 1,236,191                | 10         | 1,048,595               | 9          |
| Other financial assets—current (notes 9)                                          | 2,219,674            | 16         | 1,127,216                | 10         | 1,378,765               | 12         | Current income tax liabilities                                                          | 210,300              | 2          | 257,191                  | 2          | 189,783                 | 2          |
| Other current assets (note 14)                                                    | <u>377,588</u>       | <u>3</u>   | <u>266,167</u>           | <u>2</u>   | <u>292,540</u>          | <u>2</u>   | Current provision for employee benefits                                                 | 27,091               | -          | 25,779                   | -          | 21,826                  | -          |
| <b>Total current assets</b>                                                       | <u>8,627,705</u>     | <u>62</u>  | <u>7,158,891</u>         | <u>60</u>  | <u>7,251,925</u>        | <u>60</u>  | Current other provision (note 17)                                                       | 315,617              | 2          | 231,752                  | 2          | 193,552                 | 2          |
| <b>Non-current assets:</b>                                                        |                      |            |                          |            |                         |            | Current portion of convertible bond payable<br>(notes 16 and 24)                        | 257,403              | 2          | 303,112                  | 3          | 330,108                 | 3          |
| Investment under equity method (note 11)                                          | 197,775              | 1          | 210,296                  | 2          | 207,576                 | 2          | Other current liabilities-others                                                        | <u>35,183</u>        | <u>-</u>   | <u>5,278</u>             | <u>-</u>   | <u>29,941</u>           | <u>-</u>   |
| Property, plant and equipment (note 12 and 29)                                    | 4,585,666            | 33         | 4,367,751                | 36         | 4,221,648               | 36         | <b>Total current liabilities</b>                                                        | <u>5,019,430</u>     | <u>36</u>  | <u>3,616,325</u>         | <u>30</u>  | <u>4,202,807</u>        | <u>35</u>  |
| Intangible assets (note 13)                                                       | 34,766               | -          | 42,471                   | -          | 44,596                  | -          | <b>Non-current liabilities:</b>                                                         |                      |            |                          |            |                         |            |
| Deferred income tax assets                                                        | 74,509               | 1          | 43,328                   | -          | 47,292                  | -          | Deferred income tax liabilities                                                         | 12,125               | -          | 12,125                   | -          | 2,556                   | -          |
| Other non-current assets (notes 14 and 29)                                        | <u>375,136</u>       | <u>3</u>   | <u>171,408</u>           | <u>2</u>   | <u>239,231</u>          | <u>2</u>   | Accrued pension liability                                                               | 199,679              | 2          | 187,381                  | 2          | 181,408                 | 2          |
| <b>Total non-current assets</b>                                                   | <u>5,267,852</u>     | <u>38</u>  | <u>4,835,254</u>         | <u>40</u>  | <u>4,760,343</u>        | <u>40</u>  | Other liabilities                                                                       | <u>15,683</u>        | <u>-</u>   | <u>16,093</u>            | <u>-</u>   | <u>11,749</u>           | <u>-</u>   |
|                                                                                   |                      |            |                          |            |                         |            | <b>Total non-current liabilities</b>                                                    | <u>227,487</u>       | <u>2</u>   | <u>215,599</u>           | <u>2</u>   | <u>195,713</u>          | <u>2</u>   |
|                                                                                   |                      |            |                          |            |                         |            | <b>Total liabilities</b>                                                                | <u>5,246,917</u>     | <u>38</u>  | <u>3,831,924</u>         | <u>32</u>  | <u>4,398,520</u>        | <u>37</u>  |
|                                                                                   |                      |            |                          |            |                         |            | <b>Equity (Note 21)</b>                                                                 |                      |            |                          |            |                         |            |
|                                                                                   |                      |            |                          |            |                         |            | Common stock                                                                            | 1,983,502            | 14         | 1,909,695                | 16         | 1,905,816               | 16         |
|                                                                                   |                      |            |                          |            |                         |            | Capital surplus                                                                         | 3,374,543            | 25         | 3,385,665                | 28         | 3,360,973               | 28         |
|                                                                                   |                      |            |                          |            |                         |            | Retained earnings                                                                       | 2,928,933            | 21         | 2,700,563                | 23         | 2,299,161               | 19         |
|                                                                                   |                      |            |                          |            |                         |            | Exchange differences on translation in the financial<br>statements of foreign operation | <u>306,194</u>       | <u>2</u>   | <u>150,917</u>           | <u>1</u>   | <u>32,212</u>           | <u>-</u>   |
|                                                                                   |                      |            |                          |            |                         |            | Equity attributable to owners of the parent company                                     | <u>8,593,172</u>     | <u>62</u>  | <u>8,146,840</u>         | <u>68</u>  | <u>7,598,162</u>        | <u>63</u>  |
|                                                                                   |                      |            |                          |            |                         |            | Non-controlling interests                                                               | <u>55,468</u>        | <u>-</u>   | <u>15,381</u>            | <u>-</u>   | <u>15,586</u>           | <u>-</u>   |
|                                                                                   |                      |            |                          |            |                         |            | <b>Total equity(note 26)</b>                                                            | <u>8,648,640</u>     | <u>62</u>  | <u>8,162,221</u>         | <u>68</u>  | <u>7,613,748</u>        | <u>63</u>  |
| <b>Total Assets</b>                                                               | <u>\$ 13,895,557</u> | <u>100</u> | <u>11,994,145</u>        | <u>100</u> | <u>12,012,268</u>       | <u>100</u> | <b>Total Liabilities and Equity</b>                                                     | <u>\$ 13,895,557</u> | <u>100</u> | <u>11,994,145</u>        | <u>100</u> | <u>12,012,268</u>       | <u>100</u> |

See accompanying notes to financial statements.

Reviewed only, not audited in accordance with the generally accepted auditing standards

MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

Statements of Consolidated Comprehensive Income

Three Months and Nine Months Ended September 30, 2015 and 2014  
(Expressed in thousands of New Taiwan Dollars, except for earnings per share)

|                                                                                           | Three months ended<br>September 30, 2015 |           | Three months ended<br>September 30, 2014<br>(Restated) |           | Nine months ended<br>September 30, 2015 |           | Nine months ended<br>September 30, 2014<br>(Restated) |           |
|-------------------------------------------------------------------------------------------|------------------------------------------|-----------|--------------------------------------------------------|-----------|-----------------------------------------|-----------|-------------------------------------------------------|-----------|
|                                                                                           | Amount                                   | %         | Amount                                                 | %         | Amount                                  | %         | Amount                                                | %         |
| Net revenues                                                                              | \$ 6,986,801                             | 100       | 5,952,094                                              | 100       | 17,744,097                              | 100       | 15,519,860                                            | 100       |
| Costs of revenue (notes 10, 19 and 28)                                                    | <u>5,378,171</u>                         | <u>77</u> | <u>4,747,104</u>                                       | <u>80</u> | <u>13,531,174</u>                       | <u>76</u> | <u>12,077,812</u>                                     | <u>78</u> |
| Gross profit                                                                              | 1,608,630                                | 23        | 1,204,990                                              | 20        | 4,212,923                               | 24        | 3,442,048                                             | 22        |
| Operating expenses (note 19 and 22):                                                      |                                          |           |                                                        |           |                                         |           |                                                       |           |
| Selling expenses                                                                          | 520,152                                  | 7         | 361,151                                                | 6         | 1,238,740                               | 7         | 1,018,662                                             | 7         |
| Administrative and general expenses                                                       | <u>383,833</u>                           | <u>6</u>  | <u>262,275</u>                                         | <u>4</u>  | <u>918,961</u>                          | <u>5</u>  | <u>757,582</u>                                        | <u>5</u>  |
| Total operating expenses                                                                  | <u>903,985</u>                           | <u>13</u> | <u>623,426</u>                                         | <u>10</u> | <u>2,157,701</u>                        | <u>12</u> | <u>1,776,244</u>                                      | <u>12</u> |
| Operating income                                                                          | <u>704,645</u>                           | <u>10</u> | <u>581,564</u>                                         | <u>10</u> | <u>2,055,222</u>                        | <u>12</u> | <u>1,665,804</u>                                      | <u>10</u> |
| Non-operating income and expenses:                                                        |                                          |           |                                                        |           |                                         |           |                                                       |           |
| Other income                                                                              | 21,675                                   | -         | 18,643                                                 | -         | 56,575                                  | -         | 30,067                                                | -         |
| Other gains and losses (note 16)                                                          | 80,295                                   | 1         | (3,037)                                                | -         | 52,858                                  | -         | (22,047)                                              | -         |
| Financial costs (note 16)                                                                 | (12,913)                                 | -         | (14,429)                                               | -         | (35,875)                                | -         | (46,749)                                              | -         |
| Shares of income or loss from subsidiaries and affiliates under equity method             | <u>(9,509)</u>                           | <u>-</u>  | <u>(3,413)</u>                                         | <u>-</u>  | <u>(15,393)</u>                         | <u>-</u>  | <u>(17,773)</u>                                       | <u>-</u>  |
| Total non-operating income and expenses                                                   | <u>79,548</u>                            | <u>1</u>  | <u>(2,236)</u>                                         | <u>-</u>  | <u>58,165</u>                           | <u>-</u>  | <u>(56,502)</u>                                       | <u>-</u>  |
| Income before income tax                                                                  | 784,193                                  | 11        | 579,328                                                | 10        | 2,113,387                               | 12        | 1,609,302                                             | 10        |
| Less: Income tax (note 20)                                                                | <u>148,501</u>                           | <u>2</u>  | <u>119,151</u>                                         | <u>2</u>  | <u>396,489</u>                          | <u>2</u>  | <u>309,236</u>                                        | <u>2</u>  |
| Net income                                                                                | <u>635,692</u>                           | <u>9</u>  | <u>460,177</u>                                         | <u>8</u>  | <u>1,716,898</u>                        | <u>10</u> | <u>1,300,066</u>                                      | <u>8</u>  |
| Other comprehensive income:                                                               |                                          |           |                                                        |           |                                         |           |                                                       |           |
| Items that will not be reclassified subsequently to profit or loss                        |                                          |           |                                                        |           |                                         |           |                                                       |           |
| Remeasurements of defined benefit plans                                                   | -                                        | -         | (4,971)                                                | -         | -                                       | -         | (14,912)                                              | -         |
| Income tax relating to items that will not be reclassified subsequently to profit or loss | <u>-</u>                                 | <u>-</u>  | <u>-</u>                                               | <u>-</u>  | <u>-</u>                                | <u>-</u>  | <u>-</u>                                              | <u>-</u>  |
|                                                                                           | <u>-</u>                                 | <u>-</u>  | <u>(4,971)</u>                                         | <u>-</u>  | <u>-</u>                                | <u>-</u>  | <u>(14,912)</u>                                       | <u>-</u>  |
| Items that will be reclassified subsequently to profit or loss                            |                                          |           |                                                        |           |                                         |           |                                                       |           |
| Exchange difference on translation in the financial statements of foreign operation       | 223,882                                  | 3         | 57,006                                                 | 1         | 156,593                                 | 1         | 35,043                                                | -         |
| Income tax relating to items that will be reclassified subsequently to profit or loss     | <u>-</u>                                 | <u>-</u>  | <u>-</u>                                               | <u>-</u>  | <u>-</u>                                | <u>-</u>  | <u>-</u>                                              | <u>-</u>  |
|                                                                                           | <u>223,882</u>                           | <u>3</u>  | <u>57,006</u>                                          | <u>1</u>  | <u>156,593</u>                          | <u>1</u>  | <u>35,043</u>                                         | <u>-</u>  |
| Total other comprehensive income , net of income tax                                      | <u>223,882</u>                           | <u>3</u>  | <u>52,035</u>                                          | <u>1</u>  | <u>156,593</u>                          | <u>1</u>  | <u>20,131</u>                                         | <u>-</u>  |
| Total comprehensive income for the period                                                 | <u>\$ 859,574</u>                        | <u>12</u> | <u>512,212</u>                                         | <u>9</u>  | <u>1,873,491</u>                        | <u>11</u> | <u>1,320,197</u>                                      | <u>8</u>  |
| Profit attributable to:                                                                   |                                          |           |                                                        |           |                                         |           |                                                       |           |
| Owners of the parent company                                                              | \$ 628,476                               | 9         | 458,693                                                | 8         | 1,701,454                               | 10        | 1,299,176                                             | 8         |
| Non-controlling interests                                                                 | <u>7,216</u>                             | <u>-</u>  | <u>1,484</u>                                           | <u>-</u>  | <u>15,444</u>                           | <u>-</u>  | <u>890</u>                                            | <u>-</u>  |
|                                                                                           | <u>\$ 635,692</u>                        | <u>9</u>  | <u>460,177</u>                                         | <u>8</u>  | <u>1,716,898</u>                        | <u>10</u> | <u>1,300,066</u>                                      | <u>8</u>  |
| Total comprehensive income attributable to:                                               |                                          |           |                                                        |           |                                         |           |                                                       |           |
| Owners of the parent company                                                              | \$ 850,942                               | 12        | 510,620                                                | 9         | 1,856,731                               | 11        | 1,319,531                                             | 8         |
| Non-controlling interests                                                                 | <u>8,632</u>                             | <u>-</u>  | <u>1,592</u>                                           | <u>-</u>  | <u>16,760</u>                           | <u>-</u>  | <u>666</u>                                            | <u>-</u>  |
|                                                                                           | <u>\$ 859,574</u>                        | <u>12</u> | <u>512,212</u>                                         | <u>9</u>  | <u>1,873,491</u>                        | <u>11</u> | <u>1,320,197</u>                                      | <u>8</u>  |
| Earnings per share (note 23)                                                              |                                          |           |                                                        |           |                                         |           |                                                       |           |
| Basic earnings per share (in TWD)                                                         | <u>\$ 3.17</u>                           |           | <u>2.47</u>                                            |           | <u>8.59</u>                             |           | <u>7.26</u>                                           |           |
| Diluted earnings per share (in TWD)                                                       | <u>\$ 3.11</u>                           |           | <u>2.42</u>                                            |           | <u>8.41</u>                             |           | <u>7.05</u>                                           |           |

See accompanying notes to financial statements.

**Reviewed only, not audited in accordance with the generally accepted auditing standards**

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES**

**Statements of Consolidated Changes in Equity**

**Nine Months Ended September 30, 2015 and 2014**  
**(Expressed in thousands of New Taiwan Dollars)**

|                                                                                                                           | Equity attributable to owners of parent company |                         |                         |                     |                                  |                         |                                                                                     |                                                     |                           |                         |
|---------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|-------------------------|-------------------------|---------------------|----------------------------------|-------------------------|-------------------------------------------------------------------------------------|-----------------------------------------------------|---------------------------|-------------------------|
|                                                                                                                           | Share capital                                   |                         | Retained earnings       |                     |                                  |                         | Other adjustments to equity                                                         | Equity attributable to owners of the parent company | Non-controlling interests | Total equity            |
|                                                                                                                           | Common stock                                    | Capital surplus         | Legal reserve           | Special reserve     | Unappropriated retained earnings | Total                   | Exchange difference on translation in the financial statements of foreign operation |                                                     |                           |                         |
| <b>Balance, January 1, 2014</b>                                                                                           | \$ 1,690,722                                    | 1,244,647               | 873,483                 | 103,113             | 1,389,982                        | 2,366,578               | (2,593)                                                                             | 5,299,354                                           | 30,762                    | 5,330,116               |
| Effect of retrospective application of IFRSs and restatement of financial statements                                      | -                                               | -                       | -                       | -                   | (41,399)                         | (41,399)                | -                                                                                   | (41,399)                                            | 109                       | (41,290)                |
| <b>Balance at January 1, 2014 as restated</b>                                                                             | <u>1,690,722</u>                                | <u>1,244,647</u>        | <u>873,483</u>          | <u>103,113</u>      | <u>1,348,583</u>                 | <u>2,325,179</u>        | <u>(2,593)</u>                                                                      | <u>5,257,955</u>                                    | <u>30,871</u>             | <u>5,288,826</u>        |
| Net income (restated)                                                                                                     | -                                               | -                       | -                       | -                   | 1,299,176                        | 1,299,176               | -                                                                                   | 1,299,176                                           | 890                       | 1,300,066               |
| Other comprehensive income (restated)                                                                                     | -                                               | -                       | -                       | -                   | (14,450)                         | (14,450)                | 34,805                                                                              | 20,355                                              | (224)                     | 20,131                  |
| Total comprehensive income (restated)                                                                                     | -                                               | -                       | -                       | -                   | 1,284,726                        | 1,284,726               | 34,805                                                                              | 1,319,531                                           | 666                       | 1,320,197               |
| Appropriation and distribution of retained earnings:                                                                      |                                                 |                         |                         |                     |                                  |                         |                                                                                     |                                                     |                           |                         |
| Reversal of special reserve                                                                                               | -                                               | -                       | -                       | (100,520)           | 100,520                          | -                       | -                                                                                   | -                                                   | -                         | -                       |
| Appropriation of legal reserve                                                                                            | -                                               | -                       | 134,101                 | -                   | (134,101)                        | -                       | -                                                                                   | -                                                   | -                         | -                       |
| Cash dividends to shareholders                                                                                            | -                                               | -                       | -                       | -                   | (1,310,744)                      | (1,310,744)             | -                                                                                   | (1,310,744)                                         | -                         | (1,310,744)             |
| Capital increase by cash                                                                                                  | 200,000                                         | 1,915,000               | -                       | -                   | -                                | -                       | -                                                                                   | 2,115,000                                           | -                         | 2,115,000               |
| Conversion of convertible bonds                                                                                           | 15,094                                          | 109,506                 | -                       | -                   | -                                | -                       | -                                                                                   | 124,600                                             | -                         | 124,600                 |
| Equity components of convertible bonds                                                                                    | -                                               | (9,392)                 | -                       | -                   | -                                | -                       | -                                                                                   | (9,392)                                             | -                         | (9,392)                 |
| Share-based payments                                                                                                      | -                                               | 101,212                 | -                       | -                   | -                                | -                       | -                                                                                   | 101,212                                             | -                         | 101,212                 |
| Non-controlling interests                                                                                                 | -                                               | -                       | -                       | -                   | -                                | -                       | -                                                                                   | -                                                   | (15,951)                  | (15,951)                |
| <b>Balance, September 30, 2014 (restated)</b>                                                                             | <u><b>\$ 1,905,816</b></u>                      | <u><b>3,360,973</b></u> | <u><b>1,007,584</b></u> | <u><b>2,593</b></u> | <u><b>1,288,984</b></u>          | <u><b>2,299,161</b></u> | <u><b>32,212</b></u>                                                                | <u><b>7,598,162</b></u>                             | <u><b>15,586</b></u>      | <u><b>7,613,748</b></u> |
| <b>Balance, January 1, 2015</b>                                                                                           | \$ 1,909,695                                    | 3,385,665               | 1,007,584               | 2,593               | 1,750,913                        | 2,761,090               | 150,917                                                                             | 8,207,367                                           | 15,890                    | 8,223,257               |
| Effect of retrospective application of IFRSs and restatement of financial statements                                      | -                                               | -                       | -                       | -                   | (60,527)                         | (60,527)                | -                                                                                   | (60,527)                                            | (509)                     | (61,036)                |
| <b>Balance at January 1, 2015 as restated</b>                                                                             | <u>1,909,695</u>                                | <u>3,385,665</u>        | <u>1,007,584</u>        | <u>2,593</u>        | <u>1,690,386</u>                 | <u>2,700,563</u>        | <u>150,917</u>                                                                      | <u>8,146,840</u>                                    | <u>15,381</u>             | <u>8,162,221</u>        |
| Net income                                                                                                                | -                                               | -                       | -                       | -                   | 1,701,454                        | 1,701,454               | -                                                                                   | 1,701,454                                           | 15,444                    | 1,716,898               |
| Other comprehensive income                                                                                                | -                                               | -                       | -                       | -                   | -                                | -                       | 155,277                                                                             | 155,277                                             | 1,316                     | 156,593                 |
| Total comprehensive income                                                                                                | -                                               | -                       | -                       | -                   | 1,701,454                        | 1,701,454               | 155,277                                                                             | 1,856,731                                           | 16,760                    | 1,873,491               |
| Appropriation and distribution of retained earnings:                                                                      |                                                 |                         |                         |                     |                                  |                         |                                                                                     |                                                     |                           |                         |
| Appropriation of legal reserve                                                                                            | -                                               | -                       | 170,525                 | -                   | (170,525)                        | -                       | -                                                                                   | -                                                   | -                         | -                       |
| Cash dividends to shareholders                                                                                            | -                                               | -                       | -                       | -                   | (1,473,084)                      | (1,473,084)             | -                                                                                   | (1,473,084)                                         | -                         | (1,473,084)             |
| Reversal of special reserve                                                                                               | -                                               | -                       | -                       | (2,593)             | 2,593                            | -                       | -                                                                                   | -                                                   | -                         | -                       |
| Capital surplus transferred to capital                                                                                    | 66,958                                          | (66,958)                | -                       | -                   | -                                | -                       | -                                                                                   | -                                                   | -                         | -                       |
| Conversion of convertible bonds                                                                                           | 6,849                                           | 46,971                  | -                       | -                   | -                                | -                       | -                                                                                   | 53,820                                              | -                         | 53,820                  |
| Equity components of convertible bonds                                                                                    | -                                               | (3,980)                 | -                       | -                   | -                                | -                       | -                                                                                   | (3,980)                                             | -                         | (3,980)                 |
| Equity related the difference between book value and the actual price of purchasing or disposal of the Group's associates | -                                               | 4,914                   | -                       | -                   | -                                | -                       | -                                                                                   | 4,914                                               | -                         | 4,914                   |
| Changes in equities of subsidiaries                                                                                       | -                                               | 7,931                   | -                       | -                   | -                                | -                       | -                                                                                   | 7,931                                               | -                         | 7,931                   |
| Non-controlling interests                                                                                                 | -                                               | -                       | -                       | -                   | -                                | -                       | -                                                                                   | -                                                   | 23,327                    | 23,327                  |
| <b>Balance, September 30, 2015</b>                                                                                        | <u><b>\$ 1,983,502</b></u>                      | <u><b>3,374,543</b></u> | <u><b>1,178,109</b></u> | <u><b>-</b></u>     | <u><b>1,750,824</b></u>          | <u><b>2,928,933</b></u> | <u><b>306,194</b></u>                                                               | <u><b>8,593,172</b></u>                             | <u><b>55,468</b></u>      | <u><b>8,648,640</b></u> |

See accompanying notes to financial statements.

**Reviewed only, not audited in accordance with the generally accepted auditing standards**

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARES**

**Statements of Consolidated Cash Flows**

**Nine Months Ended September 30, 2015 and 2014**  
(Expressed in thousands of New Taiwan Dollars)

|                                                                                 | <b>Nine Months ended<br/>September 30, 2015</b> | <b>Nine Months<br/>ended September<br/>30, 2014<br/>(Restated)</b> |
|---------------------------------------------------------------------------------|-------------------------------------------------|--------------------------------------------------------------------|
| <b>Cash flows from operating activities:</b>                                    |                                                 |                                                                    |
| Net income before tax                                                           | \$ 2,113,387                                    | 1,609,302                                                          |
| Adjustments                                                                     |                                                 |                                                                    |
| Income(loss) not impact cash flow:                                              |                                                 |                                                                    |
| Depreciation                                                                    | 215,864                                         | 178,092                                                            |
| Amortization                                                                    | 10,263                                          | 9,551                                                              |
| Change in fair value of financial assets and liabilities through profit or loss | 4,941                                           | 10,306                                                             |
| Interest expense                                                                | 17,667                                          | 30,907                                                             |
| Interest revenue                                                                | (15,245)                                        | (10,250)                                                           |
| Share-based compensation cost                                                   | -                                               | 101,212                                                            |
| Shares of income or loss from subsidiaries and affiliates under equity method   | 15,393                                          | 17,773                                                             |
| Receivables impairment loss                                                     | 5,508                                           | 11,646                                                             |
| Loss on disposal of investments                                                 | -                                               | 6,149                                                              |
| Other                                                                           | 2,782                                           | 2,363                                                              |
| Total Income and Loss not impact cash flow                                      | 257,173                                         | 357,749                                                            |
| <b>Changes in assets or liabilities relating to operating activities</b>        |                                                 |                                                                    |
| Net changes in assets relating to operating activities                          |                                                 |                                                                    |
| Available-for-sale financial assets                                             | -                                               | 87,910                                                             |
| Notes receivable                                                                | 530                                             | 11,293                                                             |
| Accounts receivable                                                             | 3,663                                           | (1,281,848)                                                        |
| Inventories                                                                     | (117,623)                                       | (42,499)                                                           |
| Other financial assets                                                          | (1,092,802)                                     | (423,278)                                                          |
| Other operating assets                                                          | (111,421)                                       | (42,628)                                                           |
| Total net changes in assets relating to operating activities                    | (1,317,653)                                     | (1,691,050)                                                        |
| Net changes in liabilities relating to operating activities                     |                                                 |                                                                    |
| Notes payable                                                                   | 1,587                                           | 764                                                                |
| Account payable                                                                 | 145,616                                         | 192,285                                                            |
| Account payable—related parties                                                 | (4,851)                                         | 36,096                                                             |
| Other payables                                                                  | 200,932                                         | (46,158)                                                           |
| Other current liabilities                                                       | 29,905                                          | (31,114)                                                           |
| Accrued pension liabilities                                                     | 12,298                                          | 24,081                                                             |
| Other operating liabilities                                                     | 4,372                                           | (27,290)                                                           |
| Total net changes in liabilities relating to operating activities               | 389,859                                         | 148,664                                                            |
| Total net changes in assets or liabilities relating to operating activities     | (927,794)                                       | (1,542,386)                                                        |
| Total adjustments                                                               | (670,621)                                       | (1,184,637)                                                        |
| Cash inflows from operating activities                                          | 1,442,766                                       | 424,665                                                            |
| Interest received                                                               | 15,588                                          | 10,291                                                             |
| Interest paid                                                                   | (12,979)                                        | (25,615)                                                           |
| Income taxes paid                                                               | (402,142)                                       | (297,636)                                                          |
| Net Cash inflows from operating activities:                                     | 1,043,233                                       | 111,705                                                            |
| <b>Cash flows from investing activities</b>                                     |                                                 |                                                                    |
| Acquisition of investments under equity method                                  | -                                               | (91,050)                                                           |
| Disposal of subsidiaries                                                        | 17,280                                          | -                                                                  |
| Acquisition of property, plant and equipment                                    | (369,657)                                       | (306,821)                                                          |
| Increase in long-term prepayments                                               | (184,782)                                       | (32,390)                                                           |
| Proceeds from disposal of property, plant and equipment                         | 581                                             | 1,981                                                              |
| Increase in refundable deposits                                                 | (18,989)                                        | (5,504)                                                            |
| Acquisition of intangible assets                                                | (2,552)                                         | (18,170)                                                           |
| Net cash outflow from investing activities                                      | (558,119)                                       | (451,954)                                                          |
| <b>Cash flows from financing activities</b>                                     |                                                 |                                                                    |
| Cash dividends                                                                  | (1,473,084)                                     | (1,310,744)                                                        |
| Increase in short-term borrowings                                               | 1,037,163                                       | 709,683                                                            |
| Decrease in long-term borrowings                                                | -                                               | (1,200,000)                                                        |
| Capital increase by cash                                                        | -                                               | 2,115,000                                                          |
| Non-controlling interest                                                        | 18,892                                          | (15,951)                                                           |
| Net cash inflow from financing activities                                       | (417,029)                                       | 297,988                                                            |
| Effect of exchange rate                                                         | 99,545                                          | 29,862                                                             |
| Increase (decrease) in cash and cash equivalents                                | 167,630                                         | (12,399)                                                           |
| Cash and cash equivalents, beginning of period                                  | 1,648,409                                       | 1,018,069                                                          |
| Cash and cash equivalents, end of period                                        | \$ 1,816,039                                    | 1,005,670                                                          |

See accompanying notes to financial statements.

**Reviewed only, not audited in accordance with the generally accepted auditing standards**

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**September 30, 2015 and 2014**

**(Expressed in thousands of New Taiwan Dollars unless otherwise specified)**

**1. Organization and Business**

Makalot Industrial Co., Ltd. (the Company) was incorporated in January 10, 1990 and registered with the Ministry of Economic Affairs, R.O.C. The Company and its subsidiaries (the Group) is primarily involved in the manufacturing, processing, and wholesale of garment.

**2. Approval date and procedures of the consolidated financial statements**

The consolidated financial statements were authorized for issue by the board of directors on November 10, 2015.

**3. Application of new and revised International Financial Reporting Standards and Interpretations**

(1) The effect of adoption of the new and revised International Financial Reporting Standards and Interpretations endorsed by the Financial Supervisory Commission, R.O.C. ("FSC")

The Group adopted the 2013 IFRSs endorsed by the FSC to prepare its financial statements starting 2015.

| <b><u>New, Revised or Amended Standards and Interpretations</u></b>                                  | <b><u>Effective date issued by IASB</u></b>                                    |
|------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|
| Amendments to IFRS 1 "Limited Exemption from Comparative IFRS 7 Disclosures for First-time Adopters" | July 1, 2010                                                                   |
| Amendments to IFRS 1 "Severe hyperinflation and removal of fixed dates for first-time adopters"      | July 1, 2011                                                                   |
| Amendments to IFRS 1 "Government loans"                                                              | January 1, 2013                                                                |
| Amendment to IFRS 7 "Disclosures-Transfers of Financial Assets"                                      | July 1, 2011                                                                   |
| Amendment to IFRS 7 "Disclosures-Offsetting Financial Assets and Financial Liabilities"              | January 1, 2013                                                                |
| IFRS 10 "Consolidated Financial Statements"                                                          | January 1, 2013 (effective date for investment entity will be January, 1 2014) |
| IFRS 11 "Joint Arrangements"                                                                         | January 1, 2013                                                                |
| IFRS 12 "Disclosure of Interests in Other Entities: Transition Guidance"                             | January 1, 2013                                                                |
| IFRS 13 "Fair Value Measurement"                                                                     | January 1, 2013                                                                |
| Amendment to IAS 1 "Presentation of Items of Other Comprehensive Income"                             | July 1, 2012                                                                   |



## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

| <b>New, Revised or Amended Standards and Interpretations</b>                   | <b>Effective date issued by IASB</b> |
|--------------------------------------------------------------------------------|--------------------------------------|
| Amendment to IAS 12 “Deferred Tax: Recovery of Underlying Assets”              | January 1, 2012                      |
| IAS 19 “Employee Benefits”                                                     | January 1, 2013                      |
| IAS 27 “Separate Financial Statements”                                         | January 1, 2013                      |
| Amendment to IAS 32 “Offsetting of Financial Assets and Financial Liabilities” | January 1, 2014                      |
| IFRIC 20 “Stripping Costs in the Production Phase of a Surface Mine”           | January 1, 2013                      |

Except for the following items, the Group believes that the adoption of the aforementioned 2013 IFRSs endorsed by FSC will not have any significant effect on the interim consolidated financial statements.

(i) Amendments to IAS 19, “Employee Benefits”

The amendments to IAS 19 require the Group to calculate a “net interest” amount by applying the discount rate to the net defined benefit liability or asset to replace the interest cost and expected return on the planned assets used in IAS 19 before amendment. In addition, the amendments eliminate the accounting treatment of either the corridor approach or the immediate recognition of actuarial gains and losses to profit or loss when it incurs. However, they are required to recognize all actuarial gains and losses immediately through other comprehensive income. The past service cost will be expensed immediately when it incurs and no longer be amortized over the average period before vesting on a straight-line basis. The termination benefits is recognized as a liability and an expense at the earlier of the date when the entity recognizes its related restructuring costs and the date when the entity can no longer withdraw the offer of the termination benefits. A more extensive disclosure related to defined benefit plan is required to comply with the above standard.

The Group included the adjustments in accrued pension liability, accrued pension cost, remeasurement losses, and the adjustment in retained earnings retrospectively. Please refer to section (iv) for the changing of accounting policies and related impacts.

(ii) Amendments to IAS 1, “Presentation of Items of Other Comprehensive Income”

The standard amended the presentation of OCI. According to the amendments to IAS 1, the items of other comprehensive income will be grouped into two categories: (a) items that will not be reclassified subsequently to profit or loss; and (b) items that will be reclassified subsequently to profit or loss when specific conditions are met. In addition, income tax on items of other comprehensive income is also required to be allocated on the same basis. The Group has retrospectively applied the above amendment to disclose its comprehensive income statement.

(Continued)

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

(iii) IFRS 13, “Fair Value Measurement”

IFRS 13 defines the meaning of fair value and sets the method of calculation and the presentation of measurement of fair value. The Group has followed the new required disclosures on fair value measurements. Please refer to Note 24. As the adoption has been prospectively applied from 2015, the Group does not expect any significant influence on the measurement of the fair value for assets and liabilities.

(iv) Significant impacts with adoption of IFRS 2013 on the Group’s consolidated interim financial statements were as follows:

| <b>Effects on Consolidated Balance Sheets</b> | <b>Amount before<br/>Restatement</b> | <b>Adjustment for<br/>adoption of new<br/>accounting policy</b> | <b>Amount after<br/>Restatement</b> |
|-----------------------------------------------|--------------------------------------|-----------------------------------------------------------------|-------------------------------------|
|                                               |                                      | <b>Defined benefit<br/>Plan</b>                                 |                                     |
| January 1, 2014                               |                                      |                                                                 |                                     |
| Accrued pension                               | \$ <u>101,125</u>                    | <u>41,290</u>                                                   | <u>142,415</u>                      |
| Retained earnings                             | \$ 2,366,578                         | (41,399)                                                        | 2,325,179                           |
| Non-controlling interest                      | <u>30,762</u>                        | <u>109</u>                                                      | <u>30,871</u>                       |
|                                               | \$ <u>2,397,340</u>                  | <u>(41,290)</u>                                                 | <u>2,356,050</u>                    |
|                                               |                                      |                                                                 |                                     |
| <b>Effects on Consolidated Balance Sheets</b> | <b>Amount before<br/>Restatement</b> | <b>Adjustment for<br/>adoption of new<br/>accounting policy</b> | <b>Amount after<br/>Restatement</b> |
|                                               |                                      | <b>Defined benefit<br/>Plan</b>                                 |                                     |
| September 30, 2014                            |                                      |                                                                 |                                     |
| Accrued pension                               | \$ <u>125,308</u>                    | <u>56,100</u>                                                   | <u>181,408</u>                      |
| Retained earnings                             | \$ 2,354,906                         | (55,745)                                                        | 2,299,161                           |
| Non-controlling interest                      | <u>15,941</u>                        | <u>(355)</u>                                                    | <u>15,586</u>                       |
|                                               | \$ <u>2,370,847</u>                  | <u>(56,100)</u>                                                 | <u>2,314,747</u>                    |

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

| Effects on Consolidated Balance Sheets                                                      | Amount before<br>Restatement | Adjustment for<br>adoption of new<br>accounting policy | Amount after<br>Restatement |
|---------------------------------------------------------------------------------------------|------------------------------|--------------------------------------------------------|-----------------------------|
|                                                                                             |                              | Defined benefit<br>Plan                                |                             |
| January 1, 2015                                                                             |                              |                                                        |                             |
| Accrued pension                                                                             | \$ <u>126,345</u>            | <u>61,036</u>                                          | <u>187,381</u>              |
| Retained earnings                                                                           | \$ 2,761,090                 | (60,527)                                               | 2,700,563                   |
| Non-controlling interest                                                                    | 15,890                       | (509)                                                  | 15,381                      |
|                                                                                             | <u>\$ 2,776,980</u>          | <u>(61,036)</u>                                        | <u>2,715,944</u>            |
| Effects on Consolidated Comprehensive<br>Income                                             | Amount before<br>Restatement | Adjustment for<br>adoption of new<br>accounting policy | Amount after<br>Restatement |
|                                                                                             |                              | Defined benefit<br>Plan                                |                             |
| July 1 to September 30, 2014                                                                |                              |                                                        |                             |
| Net revenues                                                                                | \$ 5,952,094                 | -                                                      | 5,952,094                   |
| Costs of revenue                                                                            | (4,747,104)                  | -                                                      | (4,747,104)                 |
| Selling expense                                                                             | (361,151)                    | -                                                      | (361,151)                   |
| Administrative and general expenses                                                         | (262,309)                    | 34                                                     | (262,275)                   |
| Non-operating income and expenses                                                           | (2,236)                      | -                                                      | (2,236)                     |
| Income tax                                                                                  | <u>(119,151)</u>             | -                                                      | <u>(119,151)</u>            |
| Net income                                                                                  | <u>460,143</u>               | <u>34</u>                                              | <u>460,177</u>              |
| Exchange difference on translation in the<br>financial statements of foreign operation      | \$ 57,006                    | -                                                      | 57,006                      |
| Income tax relating to items that may be<br>reclassified subsequently to profit or loss     | -                            | -                                                      | -                           |
| Remeasurements of defined benefit plans                                                     | -                            | (4,971)                                                | (4,971)                     |
| Income tax relating to items that may not be<br>reclassified subsequently to profit or loss | -                            | -                                                      | -                           |
| <b>Total other comprehensive income , net of<br/>income tax</b>                             | <u>57,006</u>                | <u>(4,971)</u>                                         | <u>52,035</u>               |
| <b>Total comprehensive income for the period</b>                                            | <u>\$ 517,149</u>            | <u>(4,937)</u>                                         | <u>512,212</u>              |
| <b>Basic earnings per share (in TWD)</b>                                                    | <u>\$ 2.47</u>               | <u>-</u>                                               | <u>2.47</u>                 |
| <b>Diluted earnings per share (in TWD)</b>                                                  | <u>\$ 2.42</u>               | <u>-</u>                                               | <u>2.42</u>                 |

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

| Effects on Consolidated Comprehensive Income                                             | Amount before Restatement | Adjustment for adoption of new accounting policy | Amount after Restatement |
|------------------------------------------------------------------------------------------|---------------------------|--------------------------------------------------|--------------------------|
|                                                                                          |                           | Defined benefit Plan                             |                          |
| January 1 to September 30, 2014                                                          |                           |                                                  |                          |
| Net revenues                                                                             | \$ 15,519,860             | -                                                | 15,519,860               |
| Costs of revenue                                                                         | (12,077,812)              | -                                                | (12,077,812)             |
| Selling expense                                                                          | (1,018,662)               | -                                                | (1,018,662)              |
| Administrative and general expenses                                                      | (757,684)                 | 102                                              | (757,582)                |
| Non-operating income and expenses                                                        | (56,502)                  | -                                                | (56,502)                 |
| Income tax                                                                               | (309,236)                 | -                                                | (309,236)                |
| Net income                                                                               | <u>1,299,964</u>          | <u>102</u>                                       | <u>1,300,066</u>         |
| Exchange difference on translation in the financial statements of foreign operation      | \$ 35,043                 | -                                                | 35,043                   |
| Income tax relating to items that may be reclassified subsequently to profit or loss     | -                         | -                                                | -                        |
| Remeasurements of defined benefit plans                                                  | -                         | (14,912)                                         | (14,912)                 |
| Income tax relating to items that may not be reclassified subsequently to profit or loss | -                         | -                                                | -                        |
| <b>Total other comprehensive income , net of income tax</b>                              | <u>35,043</u>             | <u>(14,912)</u>                                  | <u>20,131</u>            |
| <b>Total comprehensive income for the period</b>                                         | <u>\$ 1,335,007</u>       | <u>(14,810)</u>                                  | <u>1,320,197</u>         |
| <b>Basic earnings per share (in TWD)</b>                                                 | <u>\$ 7.26</u>            | <u>-</u>                                         | <u>7.26</u>              |
| <b>Diluted earnings per share (in TWD)</b>                                               | <u>\$ 7.05</u>            | <u>-</u>                                         | <u>7.05</u>              |

(2) The IFRSs issued by IASB but not endorsed by FSC

The following IFRSs issued by the IASB but not endorsed by the FSC.

| New, Revised or Amended Standards and Interpretations                                                    | Effective date issued by IASB |
|----------------------------------------------------------------------------------------------------------|-------------------------------|
| IFRS 9 “Financial instruments”                                                                           | January 1, 2018               |
| Amendment to IFRS 10 and IAS 28 “Sale of Assets Between and Investor and its Associate or Joint Venture” | January 1, 2016               |
| Amendments to IFRS 10, IFRS 12 and IAS 28 “Investment Entities: Applying the Consolidation Exception”    | January 1, 2016               |
| Amendment to IFRS 11 “Accounting for Acquisitions of Interests in Joint Operations”                      | January 1, 2016               |
| IFRS 14 “Regulatory Deferral Accounts”                                                                   | January 1, 2016               |
| IFRS 15 “Revenue from Contracts with Customers”                                                          | January 1, 2018               |
| Amendment to IAS 1 Disclosure Initiative                                                                 | January 1, 2016               |
| Amendments to IAS 16 and IAS 38 “Clarification of Acceptable Methods of Depreciation and Amortization”   | January 1, 2016               |

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

| <u>New, Revised or Amended Standards and Interpretations</u>                       | <u>Effective date issued by IASB</u> |
|------------------------------------------------------------------------------------|--------------------------------------|
| Amendment to IAS 16 and IAS 41 “Agriculture: Bearer Plants”                        | January 1, 2016                      |
| Amendment to IAS 19 “Defined Benefit Plans: Employee Contributions”                | July 1, 2014                         |
| Amendment to IAS 27 “Equity Method in Separate Financial Statements”               | January 1, 2016                      |
| Amendment to IAS 36 “Recoverable Amount Disclosures for Non-Financial Assets”      | January 1, 2014                      |
| Amendment to IAS 39 “Novation of Derivatives and Continuation of Hedge Accounting” | January 1, 2014                      |
| Annual Improvements to IFRSs 2010-2012 and 2011-2013 Cycle                         | July 1, 2014                         |
| Annual Improvements to IFRSs 2012-2014 Cycle                                       | January 1, 2016                      |
| IFRIC 21 “Levies”                                                                  | January 1, 2014                      |

The Group is currently evaluating the impacts from the abovementioned standards and amendments on the consolidated financial position and operating results. Any related impacts will be disclosed when the evaluation is completed.

#### 4. Summary of Significant Accounting Policies

##### (a) Statement of Compliance

The interim consolidated financial statements have been prepared in accordance with the “Regulations Governing the Preparation of Financial Reports by Securities Issuers” and IAS 34 “*Interim Financial Reporting*” endorsed by the FSC. The interim consolidated financial statements do not include all the information which should be disclosed in the annual consolidated financial statements in accordance with the IFRSs, IASs, IFRIC Interpretations, and SIC Interpretations endorsed by the FSC.

Except for the following, the accounting policies applied in these interim consolidated financial statements are consistent with those applied in the consolidated financial statements for the year ended December 31, 2014. Please refer to the consolidated financial statements for the year ended December 31, 2014 for more information. The Group adopted the 2013 IFRSs endorsed by the FSC in 2015. For the influence after adoption, please refer to Note 3.

##### (b) Basis of Consolidation

The basis of preparing the interim consolidated financial statements is the same as that of the consolidated financial statements for the year ended December 31, 2014. Please refer to the consolidated financial statements in 2014.

(Continued)

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

(1) Subsidiaries included in the interim consolidated financial statements:

| Investor     | Subsidiary                                               | Main Business<br>Activity | Ownership % |            |           | Note                 |
|--------------|----------------------------------------------------------|---------------------------|-------------|------------|-----------|----------------------|
|              |                                                          |                           | 2015.9.30   | 2014.12.31 | 2014.9.30 |                      |
| The Company  | PT Crystal Garment (PT Crystal)                          | Manufacture of garments   | 99.40%      | 99.40%     | 99.40%    |                      |
| The Company  | Global Trading Int'l Corp. (Global)                      | Sale of textile           | 100.00%     | 100.00%    | 100.00%   |                      |
| The Company  | Loyal Trading Int'l Co., Ltd. (Loyal)                    | Sale of textile           | 100.00%     | 100.00%    | 100.00%   |                      |
| The Company  | Leader Garments Corp. (Leader PH)                        | Manufacture of garments   | 99.99%      | 99.99%     | 99.99%    |                      |
| The Company  | Diamond Apparel Mfg., Inc. (Diamond)                     | Manufacture of garments   | 99.99%      | 99.99%     | 99.99%    |                      |
| The Company  | Primeline Fashion, Inc. (Primeline)                      | Manufacture of garments   | 99.99%      | 99.99%     | 99.99%    |                      |
| The Company  | Fortune Star Investment Limited (Fortune Star)           | Investments holding       | 100.00%     | 100.00%    | 100.00%   |                      |
| The Company  | Triple Int'l Corp. (Triple)                              | Investments holding       | 100.00%     | 100.00%    | 100.00%   |                      |
| The Company  | Ecolot Textile Co., Ltd.                                 | Trade services            | 72.00%      | 100.00%    | 100.00%   |                      |
| The Company  | Asobi Investment Co., Ltd.                               | Trade services            | 50.00%      | 50.00%     | 50.00%    | Liquidating<br>Note1 |
| The Company  | Great Time Global Co., Ltd                               | Trade services            | 100.00%     | -          | -         |                      |
| Global       | PT Glory Industrial Semarang (PT Glory)                  | Manufacture of garments   | 95.00%      | 95.00%     | 95.00%    |                      |
| Global       | Makalot Garments (Cambodia) Co., Ltd. (Makalot Cambodia) | Manufacture of garments   | 100.00%     | 100.00%    | 100.00%   |                      |
| Global       | Makalot Garments (Vietnam) Co., Ltd. (Makalot Vietnam)   | Manufacture of garments   | 100.00%     | 100.00%    | 100.00%   |                      |
| Fortune Star | Fund Eagle International Limited (Fund Eagle)            | Investments holding       | 100.00%     | 100.00%    | 100.00%   |                      |
| Fortune Star | Wintop Industrial Limited (Wintop)                       | Investments holding       | 100.00%     | 100.00%    | 100.00%   |                      |
| Fortune Star | Crown Era Industrial Limited (Crown Era)                 | Investments holding       | 100.00%     | 100.00%    | 100.00%   |                      |
| Fortune Star | Crownway International Development Limited (Crownway)    | Investments holding       | 100.00%     | 100.00%    | 100.00%   |                      |
| Fortune Star | PT Starlight Garment Semarang (PT Starlight)             | Manufacture of garments   | 95.00%      | 95.00%     | 95.00%    |                      |
| Triple       | Moha Garments Co., Ltd. (Moha)                           | Manufacture of garments   | 100.00%     | 100.00%    | 100.00%   |                      |
| Triple       | Triple Garment (Vietnam) Co., Limited (Triple Vietnam)   | Manufacture of garments   | 100.00%     | 100.00%    | 100.00%   |                      |
| Triple       | Leader Garment (Vietnam) Co., Ltd. (Leader Vietnam)      | Manufacture of garments   | 100.00%     | -          | -         | Note 3               |
| Fund Eagle   | Yangzhou Feng Yang Garments Co., Limited                 | Manufacture of garments   | 100.00%     | 100.00%    | 100.00%   |                      |
| Crownway     | Jiaxing Ruiyang Garment Co., Limited                     | Manufacture of garments   | 100.00%     | 100.00%    | 100.00%   |                      |

(Continued)



## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

| Investor                          | Subsidiary                            | Main Business<br>Activity | Ownership % |            |           | Note   |
|-----------------------------------|---------------------------------------|---------------------------|-------------|------------|-----------|--------|
|                                   |                                       |                           | 2015.9.30   | 2014.12.31 | 2014.9.30 |        |
| Crownway                          | Jiaxing Rising Garment Co., Limited   | Manufacture of garments   | 100.00%     | 100.00%    | 100.00%   |        |
| Wintop                            | Shanghai Makalot Garment Co., Limited | Manufacture of garments   | 100.00%     | 100.00%    | 100.00%   |        |
| Wintop                            | Eco-Lot Textile Co., Ltd.             | Trade services            | -           | 100.00%    | 100.00%   | Note 2 |
| Crown Era                         | Jiaxing Suntex Garment Co., Limited   | Manufacture of garments   | 100.00%     | 100.00%    | 100.00%   |        |
| Ecolot Textile Co., Ltd.          | Great Time Global Co., Ltd.           | Trade services            | -           | 100.00%    | 100.00%   | Note 1 |
| Ecolot Textile Co., Ltd.          | Top Shiny Industrial Limited(TOP)     | Investments holding       | 100.00%     | 100.00%    | -         |        |
| Top Shiny Industrial Limited(TOP) | Eco-Lot Textile Co., Ltd.             | Trade services            | 100.00%     | -          | -         | Note 2 |

Note 1: Approved by the Board of Directors on August 11, 2014, the Company purchased Great Time Global Co., Ltd. from Ecolot Textile Co., Ltd. The acquisition occurred on January 31, 2015

Note 2: Approved by the Board of Directors on August 11, 2014, Top Shiny purchased Ecolot Textile Co., Ltd. from Wintop. The acquisition occurred on March 31, 2015

Note 3: Approved by the Board of Directors on January 28, 2015, Triple Int'l Corp. invested in Leader Garment (Vietnam) Co., Ltd. with the amount of USD 3,600 thousand.

(2) Subsidiaries not included in the consolidated financial statements: None.

(c) Income taxes

Tax expense in the interim financial statements is measured and disclosed according to paragraph B12 of IAS 34 "Interim Financial Reporting".

Income tax expense for the year is best estimated by multiplying the income before tax for the interim reporting period by the effective annual tax rate as forecasted by the management. 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 effective tax rate at the time of realization or liquidation and recognized directly in equity or other comprehensive income as tax expense.

(d) Employee benefits

Pension cost for the interim period is calculated on a year-to-date basis by using the actuarially determined pension cost rate at the end of the prior financial year adjusted for significant market fluctuations since that time and for significant curtailments, settlements, or other significant one-off events.

(Continued)

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**5. Critical Accounting Judgments and Key Sources of Estimation Uncertainty**

The preparation of the interim consolidated financial statements in conformity with IAS 34 “Interim Financial Report” 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 result may differ from these estimates.

In the preparation of these interim consolidated financial statements, the major sources of accounting assumptions, judgments and estimation uncertainty are consistent with note 5 of the consolidated financial statements for the year ended December 31, 2014.

**6. Description of the significant accounts**

Except for the following items, there are no significant differences between the interim consolidated financial statements as of September 30, 2015 and the consolidated financial statements for the year ended December 31, 2014. For more information, please refer to note 6 of the consolidated financial statement for the year ended December 31, 2014.

**7. Cash and Cash Equivalents**

|                | <u>2015.9.30</u>           | <u>2014.12.31</u>       | <u>2014.9.30</u>        |
|----------------|----------------------------|-------------------------|-------------------------|
| Cash           | \$ 9,975                   | 5,389                   | 5,292                   |
| Demand deposit | 1,733,854                  | 817,060                 | 931,997                 |
| Time deposit   | <u>72,210</u>              | <u>825,960</u>          | <u>68,381</u>           |
|                | \$ <u><b>1,816,039</b></u> | <u><b>1,648,409</b></u> | <u><b>1,005,670</b></u> |

**8. Financial assets and liabilities reported at fair value through profit or loss**

(1) Financial assets/liabilities at fair value through profit or loss follows:

|                                                            | <u>2015.9.30</u>        | <u>2014.12.31</u>    | <u>2014.9.30</u>     |
|------------------------------------------------------------|-------------------------|----------------------|----------------------|
| Financial assets held for trading                          | \$ <u><b>47,969</b></u> | <u><b>53,290</b></u> | <u><b>60,799</b></u> |
| Financial liabilities at fair value through profit or loss | \$ -                    | -                    | 370                  |
| Financial liabilities held for trading                     | <u>-</u>                | <u>380</u>           | <u>2,051</u>         |
|                                                            | \$ <u><b>-</b></u>      | <u><b>380</b></u>    | <u><b>2,421</b></u>  |

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## (2) Derivatives not applying hedge accounting

The Group entered into derivative contracts to manage exposures due to fluctuations of foreign exchange rates. The Group did not apply hedge accounting for the derivative contracts and report them as held for trade from operating activities. The details for derivatives held for trade are as followed:

|                                 | 2015.9.30             |            |                      |
|---------------------------------|-----------------------|------------|----------------------|
|                                 | Amount (in thousands) | Currency   | Maturity Dates       |
| Forward exchange contracts sold | USD <u>1,000</u>      | USD to CNY | 2015.10.08           |
|                                 |                       |            |                      |
|                                 | 2014.12.31            |            |                      |
|                                 | Amount (in thousands) | Currency   | Maturity Dates       |
| Forward exchange contracts sold | USD <u>2,000</u>      | USD to CNY | 2015.1.6~2015.1.22   |
| Forward exchange contracts sold | USD <u>3,000</u>      | USD to TWD | 2015.2.5~2015.2.10   |
|                                 |                       |            |                      |
|                                 | 2014.9.30             |            |                      |
|                                 | Amount (in thousands) | Currency   | Maturity Dates       |
| Forward exchange contracts sold | USD <u>15,000</u>     | USD to CNY | 2014.10.9~2014.11.20 |
| Forward exchange contracts sold | USD <u>5,000</u>      | USD to TWD | 2014.10.7~2014.10.14 |

## 9. Note receivables, account receivables and other receivables

## (1) Details:

|                                       | 2015.9.30           | 2014.12.31       | 2014.9.30        |
|---------------------------------------|---------------------|------------------|------------------|
| Notes receivable                      | \$ 22               | 552              | 115              |
| Accounts receivable                   | 1,322,216           | 1,331,175        | 1,566,949        |
| Other financial assets—current        | 2,219,674           | 1,127,216        | 1,378,765        |
| Less: allowance for doubtful accounts | (18,527)            | (13,019)         | (14,913)         |
| Total                                 | \$ <u>3,523,385</u> | <u>2,445,924</u> | <u>2,930,916</u> |

As of September 30, 2015, December 31, 2014 and September 30, 2014, other financial asset—current comprises timed deposit amounted to \$307,929 thousand, \$326,235 thousand and \$162,973 thousand, respectively.

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The aging of overdue but unimpaired note receivables, account receivables and other receivables of the Group are as followed.

|                                    | <u>2015.9.30</u> | <u>2014.12.31</u> | <u>2014.9.30</u> |
|------------------------------------|------------------|-------------------|------------------|
| Overdue less or equal than 60 days | \$ -             | 165               | 2,345            |
| Overdue more than 60 days          | -                | -                 | -                |
|                                    | <u>\$ -</u>      | <u>165</u>        | <u>2,345</u>     |

The Group believes that the unimpaired past due amount are still collectible based on historic payment behavior and customer financial position.

Changes in allowance for doubtful accounts of note receivables, account receivables and other receivables of the Group for three months ended September 30, 2015 and 2014 were as followed.

|                                         | <u>Individually<br/>assessed for<br/>impairment</u> | <u>Collectively<br/>assessed for<br/>impairment</u> | <u>Total</u>  |
|-----------------------------------------|-----------------------------------------------------|-----------------------------------------------------|---------------|
| Beginning balance as of January 1, 2015 | \$ -                                                | 13,019                                              | 13,019        |
| Recognized impairment loss              | 5,296                                               | 212                                                 | 5,508         |
| Ending balance as of September 30, 2015 | <u>\$ 5,296</u>                                     | <u>13,231</u>                                       | <u>18,527</u> |
| Beginning balance as of January 1, 2014 | \$ -                                                | 3,267                                               | 3,267         |
| Recognized impairment loss              | -                                                   | 11,646                                              | 11,646        |
| Ending balance as of September 30, 2014 | <u>\$ -</u>                                         | <u>14,913</u>                                       | <u>14,913</u> |

None of the accounts receivables and notes receivables held by the Group were pledged or collateralized as of September 30, 2015, December 31, 2014 and September 30, 2014.

- (2) The Group factored its accounts receivable to certain financial institutions without recourse, and under the agreement, the Group is not required to bear uncollectible risk of the underlying accounts receivables within the factoring credit limit. The factored accounts receivable are conformed to the derecognition when the ownership and the significant risks of the factored accounts receivable are transferred to the banks. As of September 30, 2015, December 31, 2014 and September 30, 2014, the factored accounts receivable were \$1,841,041 thousand, \$757,439 thousand and \$1,159,481 thousand, respectively, and they were included in “other financial assets—current” in the accompanying balance sheets.

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(3) As Of September 30, 2015, December 31, 2014 and September 30, 2014, the relevant information of derecognized accounts receivable factored are as followed:

| September 30, 2015              |                        |                             |                                       |                  |               |                                  |                                              |
|---------------------------------|------------------------|-----------------------------|---------------------------------------|------------------|---------------|----------------------------------|----------------------------------------------|
| Factoring financial institution | Factoring credit limit | Advance amount credit limit | Factored amount (Derecognized amount) | Advance amount   | Interest rate | Important derecognized provision | Collateral                                   |
| HSBC Bank                       | USD 88,500 thousand    | USD 76,050 thousand         | \$ 2,534,499                          | 1,419,267        | (Note 2)      | (Note1)                          | Promissory note USD 95,050 thousand (Note 3) |
| Standard Chartered Bank         | USD 21,800 thousand    | USD 20,170 thousand         | 459,554                               | 202,432          | "             | "                                | N/A                                          |
| E. Sun Bank                     | USD 13,000 thousand    | USD 11,700 thousand         | 213,936                               | 108,021          | "             | "                                | Promissory note USD 11,700 thousand (Note 3) |
| E. Sun Bank                     | TWD 180,000 thousand   | TWD - thousand              | 85,467                                | -                | "             | "                                | N/A                                          |
| CTBC Bank                       | USD 25,000 thousand    | USD 22,500 thousand         | 290,614                               | 13,309           | "             | "                                | "                                            |
| Total                           |                        |                             | \$ <u>3,584,070</u>                   | <u>1,743,029</u> |               |                                  |                                              |

  

| December 31, 2014               |                        |                             |                                       |                  |               |                                  |                                              |
|---------------------------------|------------------------|-----------------------------|---------------------------------------|------------------|---------------|----------------------------------|----------------------------------------------|
| Factoring financial institution | Factoring credit limit | Advance amount credit limit | Factored amount (Derecognized amount) | Advance amount   | Interest rate | Important derecognized provision | Collateral                                   |
| HSBC Bank                       | USD 99,500 thousand    | USD 83,250 thousand         | \$ 1,866,613                          | 1,241,083        | (Note 2)      | (Note1)                          | Promissory note USD 96,250 thousand (Note 3) |
| Standard Chartered Bank         | USD 17,500 thousand    | USD 15,750 thousand         | 207,873                               | 132,226          | "             | "                                | N/A                                          |
| CTBC Bank                       | USD 20,500 thousand    | USD 18,450 thousand         | 56,676                                | 23,280           | "             | "                                | "                                            |
| Chang Hwa Commercial Bank       | USD 4,000 thousand     | USD 3,600 thousand          | 22,866                                | -                | "             | "                                | Promissory note USD 3,600 thousand           |
| Total                           |                        |                             | \$ <u>2,154,028</u>                   | <u>1,396,589</u> |               |                                  |                                              |

  

| September 30, 2014              |                        |                             |                                       |                  |               |                                  |                                              |
|---------------------------------|------------------------|-----------------------------|---------------------------------------|------------------|---------------|----------------------------------|----------------------------------------------|
| Factoring financial institution | Factoring credit limit | Advance amount credit limit | Factored amount (Derecognized amount) | Advance amount   | Interest rate | Important derecognized provision | Collateral                                   |
| HSBC Bank                       | USD 99,500 thousand    | USD 83,250 thousand         | \$ 2,074,731                          | 1,126,040        | (Note 2)      | (Note1)                          | Promissory note USD 96,250 thousand (Note 3) |
| Standard Chartered Bank         | USD 17,500 thousand    | USD 15,750 thousand         | 264,512                               | 154,619          | "             | "                                | N/A                                          |
| CTBC Bank                       | USD 20,500 thousand    | USD 18,450 thousand         | 150,830                               | 102,901          | "             | "                                | "                                            |
| Chang Hwa Commercial Bank       | USD 4,000 thousand     | USD 3,600 thousand          | 52,968                                | -                | "             | "                                | Promissory note USD 3,600 thousand           |
| Total                           |                        |                             | \$ <u>2,543,041</u>                   | <u>1,383,560</u> |               |                                  |                                              |

(Note 1) According to the accounts receivable purchase agreements or the approval letters issued by the factoring financial institutions, the accounts receivables were factored without recourse. The funds are transferred to the appointed reserve accounts or the factoring financial institutions.

(Note 2) For three months and nine months ended September 30, 2015 and 2014, the average interest rates on factored accounts receivable were 0.80%~1.24% , 0.99%~1.91%, 0.80%~1.24% and 0.99%~1.91%, respectively.

(Note 3) The aggregate credit limit of the promissory note includes letter of credits, export bill negotiations, borrowings, derivatives, and factoring accounts receivable.

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

**10. Inventories**

|                  | <u>2015.9.30</u>    | <u>2014.12.31</u> | <u>2014.9.30</u> |
|------------------|---------------------|-------------------|------------------|
| Raw materials    | \$ 2,296,474        | 2,211,381         | 2,406,612        |
| Work in progress | 308,208             | 218,273           | 276,151          |
| Finished goods   | <u>258,042</u>      | <u>315,447</u>    | <u>232,035</u>   |
|                  | <u>\$ 2,862,724</u> | <u>2,745,101</u>  | <u>2,914,798</u> |

For the nine months ended September 30, 2015 and 2014, the write-downs of inventories of the net realized value amounted to \$1,382 thousand, \$6,418 thousand. For the three month ended September 30, 2015 and 2014, the reversal of write-downs amounted to \$4,698 thousand, \$2,283 thousand. The write-downs and reversals were included in the cost of revenue.

None of the inventories held by the Group were pledged or collateral as of September 30, 2015, December 31, 2014 and September 30, 2014.

**11. Investment under equity method**

A summary of the Group's financial information for its subsidiaries and affiliates under equity method at the reporting date is as follows:

|                   | <u>September 30, 2015</u> | <u>December 31, 2014</u> | <u>September 30, 2014</u> |
|-------------------|---------------------------|--------------------------|---------------------------|
| Associate company | \$ <u>197,775</u>         | <u>210,296</u>           | <u>207,576</u>            |

The group's investments in the associate companies were not listed.

None of the investment under equity method held by the Group was pledged as collateral as of September 30, 2015, December 31, 2014 and September 30, 2014.

(Continued)

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**12. Property, plant and equipment**

The cost, depreciation and impairment loss of the property, plant and equipment of the Group are as followed:

|                                  | <u>Land</u>         | <u>Buildings</u> | <u>Machinery</u> | <u>Office and<br/>other<br/>equipment</u> | <u>Total</u>     |
|----------------------------------|---------------------|------------------|------------------|-------------------------------------------|------------------|
| <b>Cost:</b>                     |                     |                  |                  |                                           |                  |
| Balance as of January 1 , 2015   | \$ 2,685,726        | 965,325          | 1,431,102        | 1,053,173                                 | 6,135,326        |
| Addition                         | 26,849              | 69,258           | 160,808          | 112,742                                   | 369,657          |
| Disposal                         | -                   | -                | (8,596)          | (13,345)                                  | (21,941)         |
| Reclassification                 | -                   | -                | -                | 43                                        | 43               |
| Effect of exchange rate          | 6,532               | 23,093           | 71,459           | 41,255                                    | 142,339          |
| Balance as of September 30, 2015 | <u>\$ 2,719,107</u> | <u>1,057,676</u> | <u>1,654,773</u> | <u>1,193,868</u>                          | <u>6,625,424</u> |
| Balance as of January 1 , 2014   | \$ 2,676,784        | 908,299          | 1,169,741        | 916,766                                   | 5,671,590        |
| Addition                         | -                   | 55,194           | 169,786          | 81,841                                    | 306,821          |
| Disposal                         | -                   | -                | (17,095)         | (4,151)                                   | (21,246)         |
| Reclassification                 | -                   | (80,990)         | -                | (9,044)                                   | (90,034)         |
| Effect of exchange rate          | 2,239               | 6,365            | 25,584           | (1,725)                                   | 32,463           |
| Balance as of September 30, 2014 | <u>\$ 2,679,023</u> | <u>888,868</u>   | <u>1,348,016</u> | <u>983,687</u>                            | <u>5,899,594</u> |
| <b>Accumulated depreciation:</b> |                     |                  |                  |                                           |                  |
| Balance as of January 1 , 2015   | \$ -                | 174,740          | 879,280          | 713,555                                   | 1,767,575        |
| Depreciation expenses            | -                   | 32,887           | 97,867           | 85,110                                    | 215,864          |
| Disposal                         | -                   | -                | (4,302)          | (14,710)                                  | (19,012)         |
| Effect of exchange rate          | -                   | 6,185            | 41,448           | 27,698                                    | 75,331           |
| Balance as of September 30, 2015 | <u>\$ -</u>         | <u>213,812</u>   | <u>1,014,293</u> | <u>811,653</u>                            | <u>2,039,758</u> |
| Balance as of January 1 , 2014   | \$ -                | 186,639          | 752,405          | 611,308                                   | 1,550,352        |
| Depreciation expenses            | -                   | 33,625           | 82,789           | 61,678                                    | 178,092          |
| Disposal                         | -                   | -                | (8,715)          | (7,545)                                   | (16,260)         |
| Reclassification                 | -                   | (17,619)         | -                | (34,855)                                  | (52,474)         |
| Effect of exchange rate          | -                   | (42,680)         | 10,691           | 50,225                                    | 18,236           |
| Balance as of September 30, 2014 | <u>\$ -</u>         | <u>159,965</u>   | <u>837,170</u>   | <u>680,811</u>                            | <u>1,677,946</u> |
| <b>Carrying amounts:</b>         |                     |                  |                  |                                           |                  |
| Balance as of January 1 , 2015   | <u>\$ 2,685,726</u> | <u>790,585</u>   | <u>551,822</u>   | <u>339,618</u>                            | <u>4,367,751</u> |
| Balance as of September 30, 2015 | <u>\$ 2,719,107</u> | <u>843,864</u>   | <u>640,480</u>   | <u>382,215</u>                            | <u>4,585,666</u> |
| Balance as of January 1 , 2014   | <u>\$ 2,676,784</u> | <u>721,660</u>   | <u>417,336</u>   | <u>305,458</u>                            | <u>4,121,238</u> |
| Balance as of September 30, 2014 | <u>\$ 2,679,023</u> | <u>728,903</u>   | <u>510,846</u>   | <u>302,876</u>                            | <u>4,221,648</u> |

(1) Idle assets

As of September 30, 2015, December 31, 2014 and September 30, 2014, the carrying amount of idle assets in property, plant and equipment amounted to \$70,057 thousand, \$75,473 thousand and \$74,347 thousand, respectively.

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## (2) Collateral

A summary of the pledged assets as of September 30, 2015, December 31, 2014 and September 30, 2014 is in note 29.

## (3) Reclassification

On July 10, 2014, the Board of Directors approved and have commenced to execute the disposal plan to sell the No. 2 factory of Jiaxing Ruiyang Garments Co., Limited. Accordingly, the related buildings, equipment and land use right were reclassified to noncurrent assets held for sale. As of September 30, 2014, the carrying amount of the noncurrent assets held for sale was \$47,202 thousand.

## 13. Intangible assets

Intangible assets**Book value:**

|                               |                  |
|-------------------------------|------------------|
| Balance at January 1, 2015    | \$ <u>42,471</u> |
| Balance at September 30, 2015 | \$ <u>34,766</u> |
| Balance at January 1, 2014    | \$ <u>35,965</u> |
| Balance at September 30, 2014 | \$ <u>44,596</u> |

For the nine months ended September 30, 2015 and 2014, there were no significant additions, disposals, impairment loss or reversal. Amortization for the three months and nine months ended September 30, 2015 and 2014 please refers to Note 33(a). Other information please refers to notes to the consolidated financial statements for the year ended December 31, 2014.

## 14. Other current and noncurrent assets

|                                                               | <u>2015.9.30</u>  | <u>2014.12.31</u> | <u>2014.9.30</u> |
|---------------------------------------------------------------|-------------------|-------------------|------------------|
| Prepayments for land, equipment, and construction in progress | \$ 235,863        | 71,371            | 143,161          |
| Prepayments for inventory                                     | 73,921            | 58,812            | 69,010           |
| Prepaid sales tax and sales tax credit                        | 203,320           | 122,698           | 111,927          |
| Refundable deposits                                           | 92,723            | 73,734            | 71,115           |
| Prepaid rent                                                  | 46,551            | 26,303            | 24,955           |
| Other                                                         | 100,346           | 84,657            | 111,603          |
| Total                                                         | \$ <u>752,724</u> | <u>437,575</u>    | <u>531,771</u>   |

(Continued)



## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## 15. Short-term borrowings

Details of short-term borrowings of the Group are as follows:

|                         | 2015.9.30           | 2014.12.31         | 2014.9.30          |
|-------------------------|---------------------|--------------------|--------------------|
| L/C                     | \$ 242,708          | 100,001            | 347,799            |
| Credit loans            | 894,456             | -                  | 361,884            |
| Total                   | <u>\$ 1,137,164</u> | <u>100,001</u>     | <u>709,683</u>     |
| Unused facilities       | <u>\$ 3,805,854</u> | <u>3,079,490</u>   | <u>2,604,851</u>   |
| Range of interest rates | <u>0.80%~1.25%</u>  | <u>0.99%~2.01%</u> | <u>0.99%~1.90%</u> |

The Group pledged assets as collaterals to secure bank loans is described in note 29.

## 16. Convertible bond payable

|                                                                                                                                          | 2015.9.30                                     | 2014.12.31                                     | 2014.9.30                                     |
|------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------|------------------------------------------------|-----------------------------------------------|
| Amount of convertible bond issued                                                                                                        | \$ 700,000                                    | 700,000                                        | 700,000                                       |
| Unamortized bond discount                                                                                                                | (9,197)                                       | (15,488)                                       | (18,592)                                      |
| Cumulative converted amount                                                                                                              | <u>(433,400)</u>                              | <u>(381,400)</u>                               | <u>(351,300)</u>                              |
| Balance of convertible bond                                                                                                              | 257,403                                       | 303,112                                        | 330,108                                       |
| Less: current portion                                                                                                                    | <u>(257,403)</u>                              | <u>(303,112)</u>                               | <u>(330,108)</u>                              |
| Embedded derivative-put and call options<br>(accounted as financial assets (liabilities) at fair<br>value through profit or loss—current | <u>\$ -</u>                                   | <u>-</u>                                       | <u>370</u>                                    |
| Equity component-conversion options (accounted<br>for as capital surplus)                                                                | <u>\$ 20,406</u>                              | <u>24,386</u>                                  | <u>26,690</u>                                 |
|                                                                                                                                          | Three months<br>ended<br>September<br>30 2015 | Three months<br>ended<br>September<br>30, 2014 | Nine months<br>ended<br>September<br>30, 2015 |
| Embedded derivative-put and call options<br>(accounted for as evaluation loss (gain)<br>on financial instruments)                        | <u>\$ -</u>                                   | <u>379</u>                                     | <u>1</u>                                      |
| Interest expense (accounted as financial cost)                                                                                           | <u>\$ 1,325</u>                               | <u>1,681</u>                                   | <u>5,683</u>                                  |

From July 24, 2015 to August 23, 2015 and from July 24, 2016 to August 23, 2016, the bondholders may request the Company to repurchase the No. 4 five-year unsecured convertible bonds in Taiwan without coupon rate.

(Continued)

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

The Company reclassifies the bond payable as of September 30, 2015 and December 31, 2014 as current liabilities in accordance with the put option of the bondholders effective at any time from August 24, 2015 to August 25, 2106. The reclassification is based on the conservative principle rather than represents the bonds payable should be settled within one year.

For nine months ended September 30, 2015, and 2014, the Group did not issue, redeem, or repay the convertible bonds. For the related information, please refer to notes to the consolidated financial statements for the year ended December 31, 2014.

**17. Provisions**

|                                     | <u><b>Provisions</b></u> |
|-------------------------------------|--------------------------|
| Balance at January 1, 2015          | \$ 231,752               |
| Addition                            | 71,321                   |
| Effect of exchange rate fluctuation | <u>12,544</u>            |
| Balance at September 30, 2015       | \$ <u><b>315,617</b></u> |
| Balance at January 1, 2014          | \$ 189,426               |
| Reversal                            | (4,057)                  |
| Effect of exchange rate fluctuation | <u>8,183</u>             |
| Balance at September 30, 2014       | \$ <u><b>193,552</b></u> |

Provisions mainly are accrued for abnormal losses from operating and others.

**18. Operating lease**

For nine months ended September 30, 2015 and 2014, there are no significant additions to operating lease. For other information, please refer to notes to the consolidated financial statement for the year ended December 31, 2014.

**19. Employee Benefits**

(1) Defined benefit plans

Given there was no significant volatility of the market or any significant reimbursement, settlement or other one-time event in the prior fiscal year, pension cost in the interim financial statement is measured and disclosed in accordance with the actuarial report measured on December 31, 2014 and 2013.

The Group's pension costs under the defined benefit pension plan amounted to \$6,161 thousand, \$7,055 thousand, \$17,977 thousand and \$25,464 thousand for three months and nine months ended September 30, 2015 and 2014, respectively.

(Continued)

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

(2) Defined contribution plan

The Group's pension costs under the defined contribution pension plan amounted to \$14,345 thousand, \$12,480 thousand, \$40,176 thousand and \$34,875 thousand for three months and nine months ended September 30, 2015 and 2014, respectively.

**20. Income Tax**

(1) Income tax expense

The details of income tax expense are as followed:

|                            | Three months<br>ended<br>September<br>30, 2015 | Three months<br>ended<br>September<br>30, 2014 | Nine months<br>ended<br>September<br>30, 2015 | Nine months<br>ended<br>September<br>30, 2014 |
|----------------------------|------------------------------------------------|------------------------------------------------|-----------------------------------------------|-----------------------------------------------|
| Current income tax expense | \$ <u>148,501</u>                              | <u>119,151</u>                                 | <u>396,489</u>                                | <u>309,236</u>                                |

(2) The ROC tax authorities have approved the tax returns of the Company through 2013.

(3) Information related to the imputation credit account and creditable ratio is summarized below:

|                                                                 | <u>2015.9.30</u>    | <u>2014.12.31</u>    | <u>2014.9.30</u>     |
|-----------------------------------------------------------------|---------------------|----------------------|----------------------|
| Unappropriated earnings of 1998 and after                       | \$ <u>1,750,824</u> | <u>1,750,913</u>     | <u>1,344,729</u>     |
| Balance of imputation credit account (ICA)                      | \$ <u>213,959</u>   | <u>340,906</u>       | <u>225,669</u>       |
|                                                                 |                     | <u>2014 (Actual)</u> | <u>2013 (Actual)</u> |
| Tax creditable ratio for earnings distribution to ROC residents |                     | <u>20.83%</u>        | <u>20.92%</u>        |

The above information about ICA has been comforted to amended Article No. 10204562810 of the Income Tax Act issued by the Finance Committee of Legislative Yuan of the Republic of China on October 17, 2013.

The credit available to the ROC resident shareholder is calculated by multiplying the dividend by the creditable ratio. The creditable ratio is calculated by dividing the balance of the ICA by earnings retained since January 1, 1998. Non-resident shareholders are not eligible for the imputation credit. Nevertheless, the 10% surtax paid at the corporate level can be used to offset the dividend withholding tax to be withheld from non-resident shareholders upon distribution of earnings.

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Effective January 1, 2015, based on the amendment Article 66-6 of the Income Tax Act., the limitation for using the 10% surtax previously paid on the undistributed earnings as credit against the withholding tax on dividend distribution to non-resident shareholders will be reduces by 50%.

**21. Stockholders' equity**

Except for those described below, there were no significant changes of capital and other equities for the nine months ended September 30, 2015 and 2014. For related information, please refer to notes of the financial statements for year ended December 31, 2014.

**(1) Issue of Common Stock**

As of June 16, 2015, the Company's shareholders approved making capital surplus transferred to capital for 66,958 thousand (\$0.35 per share). The issuance above was approved by the FSC on August 10, 2015 as the date of the capital increase; and the related registration process had been completed.

**(2) Capital Surplus**

The balances of capital are as followed:

|                                                                                              | <u>2015.9.30</u>    | <u>2014.12.31</u> | <u>2014.9.30</u> |
|----------------------------------------------------------------------------------------------|---------------------|-------------------|------------------|
| Surplus arising from bond conversion option                                                  | \$ 1,374,264        | 1,327,293         | 1,300,297        |
| Paid-in capital in excess of par value                                                       | 1,948,947           | 2,015,905         | 2,015,905        |
| Capital surplus-premium from combination                                                     | 593                 | 593               | 593              |
| Equity components of convertible bonds                                                       | 20,406              | 24,386            | 26,690           |
| Capital surplus-interest payable reimbursement                                               | 17,181              | 17,181            | 17,181           |
| Expired stock options                                                                        | 307                 | 307               | 307              |
| The difference between book value and the actual price of disposal of the Group's associates | 4,914               | -                 | -                |
| Changes in equities of subsidiaries                                                          | 7,931               | -                 | -                |
|                                                                                              | <u>\$ 3,374,543</u> | <u>3,385,665</u>  | <u>3,360,973</u> |

According to the amended ROC Company Law in January, 2012, the realized capital surplus can be transferred to common stock or distributed as cash dividends after deducting the accumulated deficit, if any. Realized capital surplus includes the additional paid-in capital from issuance of common stock in excess of the common stock's par value and donation from others. Paid-in capital in excess of par value is transferrable to common stock but shall not exceed 10% of the total issued and outstanding common stock in each year according to the Regulations Governing the Offering and Issuance of Securities by Securities Issuers.

(Continued)

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES****NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****(3) Retained earnings**

According to the Company's articles of incorporation, 10% of annual net earnings (net of income taxes), after deducting accumulated deficits, must be set aside 10% as legal reserve. Unless and until the accumulated legal reserve equals the Company's total capital, the Company may set aside a special reserve in accordance to Article 41 of the Securities and Exchange Act. After the board of directors considers the Company's budget for funding needs, financial structures, current period earnings, and steady profit distribution when proposing the distribution of earnings, the proposal should be resolved during the stockholders' meeting and set aside the following items accordingly:

- (i) No more than 5% as bonus to directors.
- (ii) From 1% to 8% as profit-sharing to employees' bonus.

The Company is now in the growth stage, and profits may be distributed by way of cash dividend and stock dividend. The ratio for distributing cash dividends shall not be lower than 10% of the total distribution.

In accordance with the amendments to the Company Act in May 2015, the recipients of dividends and bonuses are limited to shareholders and do not include employees. The Company expects to modify the Articles of Incorporation according to laws and regulations above before the authority's final due date.

**(i) Legal reserve**

According to the amendment of the ROC Company Law announced on January, 2012, the Company must retain 10% of its after-tax annual earnings as legal reserve until such retention equals the amount of the total capital. If the Group incurs no loss, it may, pursuant to a resolution by a shareholders' meeting, capitalize the amount of its reserve that exceeds 25% of common stock by issuing new shares or distributing cash dividend.

**(ii) Special reserve**

The Company is applicable to the regulations in Interpretation No.1010012865 announced on April 6, 2012 by the FSC for recognizing special reserve. A regulation issued by the Securities and Futures Bureau requires a special reserve be made from the unappropriated earnings, equivalent to the current income or loss and the prior period-undistributed earnings from the reduction of other equity; the special reserve appropriated from the prior period-undistributed earnings cannot be distributed. If the reductions of other equity are reversed the reverse parts can be distributed.

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## (iii) Earnings appropriation and distribution

The Company's estimated bonuses to employees and estimated emoluments to directors are accrued by the net income, less, 10% of legal reserve, and multiplied by the percentage of bonus to employees and emoluments to directors written in the Company's article of incorporation, and the estimations are recognized as costs of revenue or operating expenses for the periods. For three months and nine months ended September 30, 2014, the estimated employee bonuses amounted to \$33,984 thousand and \$87,594 thousand, respectively, and the estimated directors' emoluments amounted to \$14,868 thousand and \$41,400 thousand, respectively. Differences between the amounts approved in the shareholders' meeting and those recognized in the consolidated financial statements, if any, are accounted for as changes in accounting estimates and recognized as profit or loss in the following year. If bonus shares are resolved to be distributed to employees, the number of shares is determined by dividing the amount of bonus by the closing price (after considering the effect of cash and stock dividends) of the shares of the day immediately preceding the stockholders' meeting.

For the years ended December 31, 2014 and 2013, the estimated bonuses to employees amounted to \$122,685 thousand and \$96,704 thousand, respectively, and the emoluments to directors amounted to \$53,675 thousand and \$42,308 thousand, respectively. The estimations, recognized as costs of revenue or operating expenses as of 2014 and 2013, are based on the Company's article of incorporation of distribution of earnings, sequence, percentage of bonuses to employees and emoluments to directors, and net income.

The comparison between the actual distributions of the directors' emoluments in 2014 and 2013, and the amounts recorded in the Company's financial statements in 2014 and 2013 were as followed:

| <b>2014</b>             |                                  |                                                 |                        |
|-------------------------|----------------------------------|-------------------------------------------------|------------------------|
|                         | <b>Actual distributed amount</b> | <b>Recognized amount by financial statement</b> | <b>Difference</b>      |
| Emoluments to directors | \$ <u><b>43,300</b></u>          | <u><b>53,675</b></u>                            | <u><b>(10,375)</b></u> |
| <b>2013</b>             |                                  |                                                 |                        |
|                         | <b>Actual distributed amount</b> | <b>Recognized amount by financial statement</b> | <b>Difference</b>      |
| Emoluments to directors | \$ <u><b>38,700</b></u>          | <u><b>42,308</b></u>                            | <u><b>(3,608)</b></u>  |

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The difference between the actual emoluments to the directors and the recognized amount in 2014 and 2013 was not significant, therefore, the difference was recognized in profit or loss in 2015 and 2014.

Earnings distribution for 2014 and 2013 was decided in the general meeting of the shareholders held on June 16, 2015 and June 23, 2014, respectively. The relevant dividend distributions to the shareholders were as followed:

|      | 2014                                   |                  | 2013                                   |                  |
|------|----------------------------------------|------------------|----------------------------------------|------------------|
|      | Amount<br>per share<br>(Taiwan dollar) | Total amount     | Amount<br>per share<br>(Taiwan dollar) | Total amount     |
| Cash | \$ 7.70                                | <u>1,473,084</u> | 7.70                                   | <u>1,310,744</u> |

Information on the earnings appropriation proposed by the Company's board of directors and approved by the Company's shareholders is available on the Market Observation Post System website of the Taiwan Stock Exchange.

## 22. Employee and directors' emoluments

The bonuses of employees amounted to \$45,412 thousand and \$122,020 thousand, and the emoluments of directors and supervisors amounted to \$40,176 thousand and \$25,464 thousand for the three months and nine months ended September 30, 2015, respectively. These amounts are accrued by the Company's article of incorporation, and the estimations are recognized as costs of revenue or operating expenses for the periods temporarily. The differences between the amounts approved in the shareholders' meeting and those recognized in the consolidated financial statements, if any, are accounted for as changes in accounting estimates and recognized as profit or loss in the following year.

## 23. Earnings per share

The calculations of the basic and diluted EPS are as followed:

|                                                                    | Three months<br>ended<br>September<br>30, 2015 | Three months<br>ended<br>September<br>30, 2014 | Nine months<br>ended<br>September<br>30, 2015 | Nine months<br>ended<br>September<br>30, 2014 |
|--------------------------------------------------------------------|------------------------------------------------|------------------------------------------------|-----------------------------------------------|-----------------------------------------------|
| Basic EPS:                                                         |                                                |                                                |                                               |                                               |
| Profit attributable to owners of the Company                       | \$ <u>628,476</u>                              | <u>458,693</u>                                 | <u>1,701,454</u>                              | <u>1,299,176</u>                              |
| Weighted-average number of outstanding<br>common shares (thousand) | <u>198,144</u>                                 | <u>185,406</u>                                 | <u>198,001</u>                                | <u>178,851</u>                                |
| Basic EPS (in TWD)                                                 | \$ <u>3.17</u>                                 | <u>2.47</u>                                    | <u>8.59</u>                                   | <u>7.26</u>                                   |

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

|                                                                                                 | Three months<br>ended<br>September<br>30, 2015 | Three months<br>ended<br>September<br>30, 2014 | Nine months<br>ended<br>September<br>30, 2015 | Nine months<br>ended<br>September<br>30, 2014 |
|-------------------------------------------------------------------------------------------------|------------------------------------------------|------------------------------------------------|-----------------------------------------------|-----------------------------------------------|
| Diluted EPS:                                                                                    |                                                |                                                |                                               |                                               |
| Profit attributable to common shareholders<br>(basic)                                           | 628,476                                        | 458,693                                        | 1,701,454                                     | 1,299,176                                     |
| Interest of convertible bonds, other gains and<br>losses                                        | <u>1,099</u>                                   | <u>1,710</u>                                   | <u>3,427</u>                                  | <u>5,041</u>                                  |
| Profit attributable to common shareholders<br>(diluted)                                         | <u><b>629,575</b></u>                          | <u><b>460,403</b></u>                          | <u><b>1,704,881</b></u>                       | <u><b>1,304,217</b></u>                       |
| Weighted-average number of outstanding<br>common shares (basic) (thousand)                      | 198,144                                        | 185,406                                        | 198,001                                       | 178,851                                       |
| Effect of employee stock dividends (thousand)                                                   | 451                                            | 587                                            | 728                                           | 1,000                                         |
| Effect of conversion of convertible bonds<br>(thousand)                                         | <u>3,869</u>                                   | <u>4,532</u>                                   | <u>4,011</u>                                  | <u>5,108</u>                                  |
| Weighted-average number of outstanding<br>common shares on September 30 (diluted)<br>(thousand) | <u>202,464</u>                                 | <u>190,525</u>                                 | <u>202,740</u>                                | <u>184,959</u>                                |
| Diluted EPS (in TWD)                                                                            | <u><b>\$ 3.11</b></u>                          | <u><b>2.42</b></u>                             | <u><b>8.41</b></u>                            | <u><b>7.05</b></u>                            |

## 24. Financial Instruments

Except for those describe below, there were no significant changes on fair value, credit risk, liquidity risk and market risk of financial instruments during the nine months ended September 30, 2015 and 2014. For related information, please refer to notes of the consolidated financial statements for years ended in December 31, 2014.

## (1) Liquidity risk

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

|                                      | Carrying<br>amount         | Contractual<br>cash flow  | Within 6<br>months        | 6~12 months | 1~2 years | 2~5 years | Over 5 years |
|--------------------------------------|----------------------------|---------------------------|---------------------------|-------------|-----------|-----------|--------------|
| <b>September 30, 2015</b>            |                            |                           |                           |             |           |           |              |
| Non-derivative financial liabilities |                            |                           |                           |             |           |           |              |
| Short-term borrowings                | \$ 1,137,164               | (1,139,156)               | (1,139,156)               | -           | -         | -         | -            |
| Convertible bonds payable            | 257,403                    | (268,605)                 | (268,605)                 | -           | -         | -         | -            |
| Accounts payable and other payables  | 3,036,672                  | (3,036,672)               | (3,036,672)               | -           | -         | -         | -            |
| Derivatives                          |                            |                           |                           |             |           |           |              |
| Forward exchange contracts           |                            |                           |                           |             |           |           |              |
| Outflow                              | -                          | (33,130)                  | (33,130)                  | -           | -         | -         | -            |
| Inflow                               | (354)                      | 33,490                    | 33,490                    | -           | -         | -         | -            |
|                                      | <u><b>\$ 4,430,885</b></u> | <u><b>(4,444,073)</b></u> | <u><b>(4,444,073)</b></u> | <u>-</u>    | <u>-</u>  | <u>-</u>  | <u>-</u>     |

(Continued)



## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

|                                      | Carrying<br>amount  | Contractual<br>cash flow | Within 6<br>months | 6~12 months      | 1~2 years | 2~5 years | Over 5 years |
|--------------------------------------|---------------------|--------------------------|--------------------|------------------|-----------|-----------|--------------|
| <b>December 31, 2014</b>             |                     |                          |                    |                  |           |           |              |
| Non-derivative financial liabilities |                     |                          |                    |                  |           |           |              |
| Short-term borrowings                | \$ 100,001          | (100,354)                | (100,354)          | -                | -         | -         | -            |
| Convertible bonds payable            | 303,112             | (320,794)                | -                  | (320,794)        | -         | -         | -            |
| Accounts payable and other payables  | 2,692,832           | (2,692,832)              | (2,692,832)        | -                | -         | -         | -            |
| Derivatives                          |                     |                          |                    |                  |           |           |              |
| Forward exchange contracts           |                     |                          |                    |                  |           |           |              |
| Outflow                              | 380                 | (158,590)                | (158,590)          | -                | -         | -         | -            |
| Inflow                               | (226)               | 158,287                  | 158,287            | -                | -         | -         | -            |
|                                      | <u>\$ 3,096,099</u> | <u>(3,114,283)</u>       | <u>(2,793,489)</u> | <u>(320,794)</u> | <u>-</u>  | <u>-</u>  | <u>-</u>     |
| <b>September 30, 2014</b>            |                     |                          |                    |                  |           |           |              |
| Non-derivative financial liabilities |                     |                          |                    |                  |           |           |              |
| Short-term borrowings                | \$ 709,683          | (711,408)                | (711,408)          | -                | -         | -         | -            |
| Convertible bonds payable            | 330,108             | (351,322)                | -                  | (351,322)        | -         | -         | -            |
| Accounts payable and other payables  | 2,725,493           | (2,725,493)              | (2,725,493)        | -                | -         | -         | -            |
| Derivative                           |                     |                          |                    |                  |           |           |              |
| Forward exchange contracts           |                     |                          |                    |                  |           |           |              |
| Outflow                              | 2,051               | (608,720)                | (608,720)          | -                | -         | -         | -            |
| Inflow                               | (64)                | 607,505                  | 607,505            | -                | -         | -         | -            |
|                                      | <u>\$ 3,767,271</u> | <u>(3,789,438)</u>       | <u>(3,438,116)</u> | <u>(351,322)</u> | <u>-</u>  | <u>-</u>  | <u>-</u>     |

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

## (2) Exchange rate risk

## (i) Exposure to currency risk

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

|                              | 2015.9.30           |                  |           | 2014.12.31          |                  |           | 2014.9.30           |                  |           |
|------------------------------|---------------------|------------------|-----------|---------------------|------------------|-----------|---------------------|------------------|-----------|
|                              | Foreign<br>Currency | Exchange<br>rate | NTD       | Foreign<br>Currency | Exchange<br>rate | NTD       | Foreign<br>Currency | Exchange<br>rate | NTD       |
| <b>Financial assets</b>      |                     |                  |           |                     |                  |           |                     |                  |           |
| <u>Monetary items</u>        |                     |                  |           |                     |                  |           |                     |                  |           |
| USD                          | \$ 170,988          | 33.128           | 5,664,490 | 68,554              | 31.718           | 2,174,391 | 127,658             | 30.436           | 3,885,402 |
| CNY                          | 13,081              | 5.2188           | 68,267    | 33,273              | 5.1043           | 169,833   | 25,083              | 4.9386           | 123,874   |
| IDR                          | 37,680,265          | 0.002498         | 94,131    | 5,575,073           | 0.002557         | 14,255    | 7,452,483           | 0.0025           | 18,631    |
| VND                          | 15,142,531          | 0.001475         | 22,340    | 5,887,036           | 0.001484         | 8,736     | 9,613,530           | 0.0014           | 13,459    |
| <b>Financial liabilities</b> |                     |                  |           |                     |                  |           |                     |                  |           |
| <u>Monetary items</u>        |                     |                  |           |                     |                  |           |                     |                  |           |
| USD                          | 97,754              | 33.128           | 3,238,395 | 30,751              | 31.718           | 975,354   | 75,144              | 30.4360          | 2,287,082 |
| CNY                          | 84,287              | 5.2188           | 439,877   | 30,370              | 5.1043           | 155,020   | 107,476             | 4.9386           | 530,783   |
| IDR                          | 36,186,767          | 0.002498         | 90,400    | 6,543,928           | 0.002557         | 16,733    | 6,674,239           | 0.0025           | 16,686    |
| VND                          | 121,892,897         | 0.001475         | 179,829   | 12,959,903          | 0.001484         | 19,232    | 74,789,566          | 0.0014           | 104,705   |

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The Group's exposure to foreign currency risk arises from the translation of the foreign currency exchange gains and losses on cash and cash equivalents, accounts receivables, other receivables, loans, accounts payables and other payables. A 1% depreciation or appreciation of the TWD against the USD, CNY, IDR, and VND as of September 30, 2015 and 2014, would have increased or decreased the net income after tax by \$21,846 thousand and \$11,021 thousand, respectively. The analysis assumes that all other variables remain constant and ignores any impact of forecasted sales and purchases. The analysis is based on the same basis.

Due to the variety of functional currencies, the Group summarized the foreign exchange gains and losses (included realized and unrealized) for nine months ended September 30, 2015 and 2014 amounted to \$69,635 thousand and \$4,077 thousand, respectively.

## (3) Fair value

## (i) Fair value of financial instruments

The book value, fair value and fair value hierarchy for the financial assets and financial liabilities of the Group were as followed (excluding the disclosure of either the book value of financial assets and liabilities that are not close to the fair value, or the fair value cannot be reliably measured).

|                                                        | 2015.9.30    |            |         |         |        |
|--------------------------------------------------------|--------------|------------|---------|---------|--------|
|                                                        | Book Value   | Fair Value |         |         | Total  |
|                                                        |              | Level 1    | Level 2 | Level 3 |        |
| Financial assets at fair value through profit or loss: |              |            |         |         |        |
| Non-derivative financial assets held for trading       | \$ 47,615    | 47,615     | -       | -       | 47,615 |
| Derivative financial assets                            | 354          | -          | 354     | -       | 354    |
| Subtotal                                               | 47,969       | 47,615     | 354     | -       | 47,969 |
| Loan and receivables:                                  |              |            |         |         |        |
| Cash and cash equivalents                              | \$ 1,816,039 | -          | -       | -       | -      |
| Accounts receivable and notes receivable               | 1,303,711    | -          | -       | -       | -      |
| Other financial assets                                 | 2,219,674    | -          | -       | -       | -      |
| Subtotal                                               | 5,339,424    | -          | -       | -       | -      |
| Refundable deposit                                     | \$ 92,723    | -          | -       | -       | -      |
| Financial liabilities at amortized cost:               |              |            |         |         |        |
| Short-term borrowings                                  | \$ 1,137,164 | -          | -       | -       | -      |
| Accounts payable and other payables                    | 3,036,672    | -          | -       | -       | -      |
| Convertible bonds                                      | 257,403      | -          | -       | -       | -      |
| Subtotal                                               | 4,431,239    | -          | -       | -       | -      |

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

| 2014.12.31                                             |              |         |         |       |        |
|--------------------------------------------------------|--------------|---------|---------|-------|--------|
| Book Value                                             | Fair Value   |         |         | Total |        |
|                                                        | Level 1      | Level 2 | Level 3 |       |        |
| Financial assets at fair value through profit or loss: |              |         |         |       |        |
| Non-derivative financial assets held for trading       | \$ 53,064    | 53,064  | -       | -     | 53,064 |
| Derivative financial assets                            | 226          | -       | 226     | -     | 226    |
| Subtotal                                               | 53,290       | 53,064  | 226     | -     | 53,290 |
| Loan and receivables:                                  |              |         |         |       |        |
| Cash and cash equivalents                              | \$ 1,648,409 | -       | -       | -     | -      |
| Accounts receivable and notes receivable               | 1,318,708    | -       | -       | -     | -      |
| Other financial assets                                 | 1,127,216    | -       | -       | -     | -      |
| Subtotal                                               | 4,094,333    | -       | -       | -     | -      |
| Refundable deposit                                     | \$ 73,734    | -       | -       | -     | -      |
| Derivative financial liabilities                       | 380          | -       | 380     | -     | 380    |
| Financial liabilities at amortized cost:               |              |         |         |       |        |
| Short-term borrowings                                  | \$ 100,001   | -       | -       | -     | -      |
| Accounts payable and other payables                    | 2,692,832    | -       | -       | -     | -      |
| Convertible bonds                                      | 303,112      | -       | -       | -     | -      |
| Subtotal                                               | 3,095,945    | -       | -       | -     | -      |
| 2014.9.30                                              |              |         |         |       |        |
| Book Value                                             | Fair Value   |         |         | Total |        |
|                                                        | Level 1      | Level 2 | Level 3 |       |        |
| Financial assets at fair value through profit or loss: |              |         |         |       |        |
| Non-derivative financial assets held for trading       | \$ 60,735    | 60,735  | -       | -     | 60,735 |
| Derivative financial assets                            | 64           | -       | 64      | -     | 64     |
| Subtotal                                               | 60,799       | 60,735  | 64      | -     | 60,799 |
| Loan and receivables:                                  |              |         |         |       |        |
| Cash and cash equivalents                              | \$ 1,005,670 | -       | -       | -     | -      |
| Accounts receivable and notes receivable               | 1,552,151    | -       | -       | -     | -      |
| Other financial assets                                 | 1,378,765    | -       | -       | -     | -      |
| Subtotal                                               | 3,936,586    | -       | -       | -     | -      |
| Refundable deposit                                     | \$ 71,115    | -       | -       | -     | -      |
| Financial liabilities at amortized cost:               |              |         |         |       |        |
| Short-term borrowings                                  | \$ 709,683   | -       | -       | -     | -      |
| Accounts payable and other payables                    | 2,725,493    | -       | -       | -     | -      |
| Convertible bonds                                      | 330,108      | -       | -       | -     | -      |
| Subtotal                                               | 3,765,284    | -       | -       | -     | -      |

## (ii) Valuation techniques and assumptions used in fair value determination

## Non-derivative financial instruments

The fair value of financial instruments, which are carried at fair value through profit or loss and traded in active markets, is based on quoted market prices.

When the quoted market prices can be obtained through exchange markets, dealer markets, brokered markets, industrial union, pricing organization or authorities, and transactions which occurred frequently, the financial instruments are in active markets.

(Continued)

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

When the aforementioned conditions were not met, and there is a significant difference between the buying and the selling prices or transactions which occurred infrequently, the financial instruments are in inactive market.

Except for the aforementioned financial instruments, the fair value of other financial instruments is determined using the valuation techniques or the quoted price from counter party. The fair value of financial instruments through valuation techniques is determined by the present value of other financial instruments with similar characteristics, discounted cash flow, other valuation techniques and observable data of valuation model on the reporting date.

**Derivative financial instruments**

The fair value is based on the general accepted valuation model. The fair value of forward exchange contract is based on the forward exchange rate. Embedded derivative financial instrument is based on the option pricing model or other valuation techniques.

**(iii) Transfer between fair value hierarchy**

There were no transfers in either direction for the nine months ended September 30, 2015 and 2014.

**25. Financial risk management**

**(1) Nature and extent**

The Company is exposed to the following risks from its financial instruments:

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

This note expresses the information on risk exposure and goals, policies and procedures for the Group to measure, and manage risks. Please refer to the notes in the interim consolidated financial statements for further quantitative disclosures.

**(2) Risk management framework**

The Board of Directors is responsible to establish and oversee the risk management structure of the Group.

(Continued)

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES****NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

The Group's risk management policies are established to identify and analyze the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect the changes in market conditions and the Group's activities. The Group, through the training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Board of Directors oversees how management monitors the risks which should be in compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation of the risks faced by the Group. The internal auditor undertakes regular reviews of the risk management controls and procedures and exception management, the results of which are reported to the Board of Directors.

**(3) Credit Risk**

Credit risk means the potential loss of the Group if the clients or the counterparty involved in that transaction defaults. The primary potential credit risk is from the accounts receivable and financial investments of the Group.

**(i) Accounts receivable and other receivables**

The Group periodically review payment histories and financial positions of customers, and factored its accounts receivable to certain financial institutions without recourse to lower the credit risk. Some factored accounts receivable transferred the risks to the banks. The Group also aggressively markets the Europe and Asia area to diversify the risk of the concentrated customers in certain area.

The Group establishes an impairment allowance that represents its estimate of incurred losses in respect of trade receivables, other receivables and investment. The components of this impairment allowance are specific loss component that relates to individually significant exposure and collective loss component, which the loss was incurred but not identified. The collective component is based on historical payment experience of similar financial assets.

**(ii) Financial investments**

The Group only provide guarantee to wholly owned subsidiaries. The Group did not provide any guarantee to its third party as of September 30, 2015, December 31, 2014 and September 30, 2014.

(Continued)

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES****NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****(4) Liquidity risk**

Liquidity risk is the risk when the Group is unable to meet the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as much as possible, that it always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group forecasts, the necessary cash demand, including financial liabilities fulfillment, within 60 days of operation cycle, and keeps sufficient funds. The forecasting does not include unexpected potential risks, such as natural disaster. For the Group's available credit limits, please refer to note 15.

**(5) Market Risk**

Market risk is the risk that comes from changes in market prices such as changes of foreign exchange rates, interest rates and equity prices, impacting the Group's income or the value of financial instruments held by the Group. The objective of market risk management is to manage and control market risk exposures within acceptable range and optimize the return on investments.

**(i) Exchange Rate Risk**

The Group mainly uses the USD for its sales and purchases, with over 80% of the natural hedge. The net foreign currency position is still exposed to the exchange rate risk. The Group takes advices from professionals in banks and periodically uses the foreign currency forward contracts to hedge the net foreign currency exposure, within the range of 50% to 75%, for the next six months. The Group has effectively minimized the impact of exchange gain and loss in acceptable range.

**(ii) Interest rate risk**

The Group does not have any significant liability with floating interest rate, and the changing market interest does not have any significant impact to the future cash flow of the Group.

**(iii) Other market risk**

Except for purchase agreement to meet expecting consumptions and sales requirements, the Group does not sign any other long-term purchase agreements.

**26. Capital Management**

To maintain investor relationship, market confidence, and future operation, the board maintains working capital by periodically reviewing the financial structure, and optimizes the liability and equity balance to lower the financial costs.

(Continued)

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

The Group's review comprises:

- (1) Growth rate of its future sales and profit.
- (2) The impacts to EPS with growth rate of shares.
- (3) Various types of financial costs and relative risks.

By adjusting the amount and types of paying the dividends and market financing, the managements maintain and modify its financial structures.

The Group's self-owned capital ratios at the end of the reporting periods are as followed:

|                          | <u>2015.9.30</u>     | <u>2014.12.31</u> | <u>2014.9.30</u>  |
|--------------------------|----------------------|-------------------|-------------------|
| Total equity             | \$ <u>8,648,640</u>  | <u>8,162,221</u>  | <u>7,669,848</u>  |
| Total assets             | \$ <u>13,895,557</u> | <u>11,994,145</u> | <u>12,012,268</u> |
| Self-owned capital ratio | <u>62%</u>           | <u>68%</u>        | <u>64%</u>        |

**27. Investments and raising capitals through non-cash transactions**

For the nine months ended September 30, 2015 and 2014, investments and raising capitals through non-cash transactions were the conversion of convertible bonds; and the sum of common stock and capital surplus amounted to \$53,820 thousand and \$124,600 thousand, respectively.

**28. Related-party Transactions**

- (a) Significant transactions among related parties

- (1) Purchasing

The amount of significant purchasing transactions among related parties was as follows:

|            | <u>Three months<br/>ended<br/>September<br/>30, 2015</u> | <u>Three months<br/>ended<br/>September<br/>30, 2014</u> | <u>Nine months<br/>ended<br/>September<br/>30, 2015</u> | <u>Nine months<br/>ended<br/>September<br/>30, 2014</u> |
|------------|----------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------|---------------------------------------------------------|
| Associates | \$ <u>173,829</u>                                        | <u>100,566</u>                                           | <u>394,083</u>                                          | <u>270,175</u>                                          |

The price and payment terms provided by the associates to the Group are the same as those of the general sales.

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## (2) Related parties payables

| <u>Account name</u>                 | <u>Types of related parties</u> | <u>2015.9.30</u> | <u>2014.12.31</u> | <u>2014.9.30</u> |
|-------------------------------------|---------------------------------|------------------|-------------------|------------------|
| Accounts payables — related parties | Associates                      | \$ <u>61,258</u> | <u>66,109</u>     | <u>43,724</u>    |

## (b) Key Management Personnel Transactions

Key management personnel compensation comprised:

|                              | <u>Three months ended<br/>September<br/>30, 2015</u> | <u>Three months ended<br/>September<br/>30, 2014</u> | <u>Nine months ended<br/>September<br/>30, 2015</u> | <u>Nine months ended<br/>September<br/>30, 2014</u> |
|------------------------------|------------------------------------------------------|------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------|
| Short-term employee benefits | \$ 32,537                                            | 27,367                                               | 93,122                                              | 84,790                                              |
| Post-employment benefits     | <u>32</u>                                            | <u>32</u>                                            | <u>96</u>                                           | <u>128</u>                                          |
|                              | \$ <u>32,569</u>                                     | <u>27,399</u>                                        | <u>93,218</u>                                       | <u>84,918</u>                                       |

## 29. Pledged assets

The Group assets pledged to secure loans are as follows:

| <u>Pledged assets</u>         | <u>Pledged to secure</u> | <u>2015.9.30</u>    | <u>2014.12.31</u> | <u>2014.9.30</u> |
|-------------------------------|--------------------------|---------------------|-------------------|------------------|
| Land                          | Borrowing                | \$ 2,484,818        | 2,484,818         | 2,484,818        |
| Property, plant and equipment | Borrowing                | <u>307,710</u>      | <u>319,240</u>    | <u>323,371</u>   |
|                               |                          | \$ <u>2,792,528</u> | <u>2,804,058</u>  | <u>2,808,189</u> |

## 30. Significant Commitments and Contingencies

## (a) Unrecognized significant commitments:

## (i) Unused letters of credit to the Group

|                          | <u>2015.9.30</u>  | <u>2014.12.31</u> | <u>2014.9.30</u> |
|--------------------------|-------------------|-------------------|------------------|
| Unused letters of credit | \$ <u>280,447</u> | <u>504,124</u>    | <u>550,206</u>   |

(Continued)



## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(ii) The Group issued promissory notes to the banks to apply for borrowings, export bills negotiation, derivatives, and factoring accounts receivables. The issued promissory notes was as follows:

|                   | <u>2015.9.30</u>    | <u>2014.12.31</u> | <u>2014.9.30</u> |
|-------------------|---------------------|-------------------|------------------|
| Issued promissory | \$ <u>8,408,264</u> | <u>7,848,302</u>  | <u>7,597,934</u> |

**31. Significant Casualty Loss: None.**

**32. Significant Subsequent Events:**

In order to build flagship plants for manufacturing high-end functional products on November 10, 2015, the Board of Directors approved a resolution to increase the investment of Leader in Vietnam to USD 2,740 thousand.

**33. Other**

(a) The Group's personnel, depreciation and amortization expenses, categorized by function, are as followed:

|                            | <b>Three Months Ended September 30, 2015</b> |                           |              | <b>Three Months Ended September 30, 2014</b> |                           |              |
|----------------------------|----------------------------------------------|---------------------------|--------------|----------------------------------------------|---------------------------|--------------|
|                            | <b>Cost of sales</b>                         | <b>Operating expenses</b> | <b>Total</b> | <b>Cost of sales</b>                         | <b>Operating expenses</b> | <b>Total</b> |
| Personnel expenses         |                                              |                           |              |                                              |                           |              |
| Salaries                   | 854,639                                      | 520,197                   | 1,374,836    | 712,411                                      | 332,792                   | 1,045,203    |
| Labor and Health insurance | 44,867                                       | 17,046                    | 61,913       | 36,108                                       | 15,080                    | 51,188       |
| Pension                    | 13,012                                       | 7,494                     | 20,506       | 10,839                                       | 8,730                     | 19,569       |
| Others                     | 20,129                                       | 13,471                    | 33,600       | 16,006                                       | 10,027                    | 26,033       |
| Depreciation               | 59,363                                       | 12,806                    | 72,169       | 47,830                                       | 13,349                    | 61,179       |
| Amortization               | -                                            | 3,377                     | 3,377        | -                                            | 3,405                     | 3,405        |

|                            | <b>Nine Months Ended September 30, 2015</b> |                           |              | <b>Nine Months Ended September 30, 2014</b> |                           |              |
|----------------------------|---------------------------------------------|---------------------------|--------------|---------------------------------------------|---------------------------|--------------|
|                            | <b>Cost of sales</b>                        | <b>Operating expenses</b> | <b>Total</b> | <b>Cost of sales</b>                        | <b>Operating expenses</b> | <b>Total</b> |
| Personnel expenses         |                                             |                           |              |                                             |                           |              |
| Salaries                   | 2,428,681                                   | 1,132,106                 | 3,560,787    | 2,008,118                                   | 935,543                   | 2,943,661    |
| Labor and Health insurance | 128,021                                     | 48,360                    | 176,381      | 101,795                                     | 42,823                    | 144,618      |
| Pension                    | 35,960                                      | 22,193                    | 58,153       | 34,409                                      | 25,930                    | 60,339       |
| Others                     | 54,900                                      | 32,716                    | 87,616       | 45,113                                      | 29,697                    | 74,810       |
| Depreciation               | 176,136                                     | 39,728                    | 215,864      | 138,066                                     | 40,026                    | 178,092      |
| Amortization               | -                                           | 10,263                    | 10,263       | -                                           | 9,551                     | 9,551        |

(b) The Group's operation is not affected by the seasonal or cyclical variations.

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## 34. Other Disclosure Items

## (a) Significant transaction relevant information

The information on the significant transactions for the nine months ended September 30, 2015 required by the Guidelines Governing the Preparation of Financial Reports of Securities issuers was as follows:

## (1) Lending to other parties:

| No | Name of lender                                                                                                                                                                                                                      | Name of borrower                                                                                                                                                                                                                    | Account name                     | affiliates | Highest balance during the period | Balance as of September 30, 2015 (note 2) | Appropriated credit as of September 30, 2015 | Range of interest rates during the period | Type of financing (Note 1) | Transaction amounts  | Purpose of fund financing of the borrower | Allowance for bad debt | Guarantee |       | Limitation on fund financing to individual party | Limitation on fund financing |
|----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------|------------|-----------------------------------|-------------------------------------------|----------------------------------------------|-------------------------------------------|----------------------------|----------------------|-------------------------------------------|------------------------|-----------|-------|--------------------------------------------------|------------------------------|
|    |                                                                                                                                                                                                                                     |                                                                                                                                                                                                                                     |                                  |            |                                   |                                           |                                              |                                           |                            |                      |                                           |                        | Item      | Value |                                                  |                              |
| 0  | The Company                                                                                                                                                                                                                         | PT Crystal                                                                                                                                                                                                                          | Other receivable-related parties | Y          | 135,282                           | 63,937                                    | 57,311                                       | 3.0%                                      | 2                          | -                    | Operating capital                         | -                      | -         | -     | 1,718,634                                        | 3,437,268                    |
| 0  | The Company                                                                                                                                                                                                                         | PT Glory                                                                                                                                                                                                                            | Other receivable-related parties | Y          | 636,720                           | 636,720                                   | 636,720                                      | 3.0%                                      | 1                          | Processing 1,170,723 | -                                         | -                      | -         | -     | 1,170,723                                        | 3,437,268                    |
| 0  | The Company                                                                                                                                                                                                                         | PT Starlight                                                                                                                                                                                                                        | Other receivable-related parties | Y          | 194,431                           | 171,272                                   | 169,284                                      | 3.0%                                      | 1                          | Processing 329,698   | -                                         | -                      | -         | -     | 329,698                                          | 3,437,268                    |
| 0  | The Company                                                                                                                                                                                                                         | Makalot Cambodia                                                                                                                                                                                                                    | Other receivable-related parties | Y          | 196,118                           | 196,118                                   | 187,173                                      | 3.0%                                      | 1                          | Processing 1,002,855 | -                                         | -                      | -         | -     | 2,569,496                                        | 3,437,268                    |
| 0  | The Company                                                                                                                                                                                                                         | Moha                                                                                                                                                                                                                                | Other receivable-related parties | Y          | 289,539                           | 289,539                                   | 277,613                                      | 3.0%                                      | 1                          | Processing 662,593   | -                                         | -                      | -         | -     | 1,711,042                                        | 3,437,268                    |
| 0  | The Company                                                                                                                                                                                                                         | Makalot Vietnam                                                                                                                                                                                                                     | Other receivable-related parties | Y          | 403,830                           | 403,830                                   | 302,790                                      | 3.0%                                      | 1                          | Processing 942,025   | -                                         | -                      | -         | -     | 942,025                                          | 3,437,268                    |
| 0  | The Company                                                                                                                                                                                                                         | Triple Vietnam                                                                                                                                                                                                                      | Other receivable-related parties | Y          | 82,820                            | 82,820                                    | 82,820                                       | 3.0%                                      | 1                          | Processing 704,224   | -                                         | -                      | -         | -     | 704,224                                          | 3,437,268                    |
| 0  | The Company                                                                                                                                                                                                                         | Leader Vietnam                                                                                                                                                                                                                      | Other receivable-related parties | Y          | 245,147                           | 245,147                                   | 132,512                                      | 3.0%                                      | 2                          | -                    | Operating Capital                         | -                      | -         | -     | 1,718,634                                        | 3,437,268                    |
| 1  | Wintop                                                                                                                                                                                                                              | PT Starlight                                                                                                                                                                                                                        | Other receivables                | Y          | 31,803                            | 31,803                                    | -                                            | 3.0%                                      | 2                          | -                    | Operating Capital                         | -                      | -         | -     | 859,317                                          | 1,718,634                    |
| 1  | Yangzhou Feng Yang Garments Co., Limited 、Jiaxing Suntex Garment Co., Limited 、Jiaxing Rising Garment Co., Limited 、Jiaxing Ruiyang Garment Co., Limited 、Shanghai Makalot Garment Co., Limited 、Eco-Lot Textile Co., Ltd. (note 4) | Yangzhou Feng Yang Garments Co., Limited 、Jiaxing Suntex Garment Co., Limited 、Jiaxing Rising Garment Co., Limited 、Jiaxing Ruiyang Garment Co., Limited 、Shanghai Makalot Garment Co., Limited 、Eco-Lot Textile Co., Ltd. (note 4) | Other receivables                | Y          | 52,188                            | 52,188                                    | 52,188                                       | 3.0%-3.6%                                 | 2                          | -                    | Operating capital                         | -                      | -         | -     | 859,317                                          | 1,718,634                    |

Note: The ceiling on total loans granted by the Company to all parties is 40% in the net assets in the financial statements; the ceiling on the short-term financing for each entity's operating capital granted by the Company is 20% of its net assets in the financial statements; the ceiling on the loan granted by the Company to each entity with transactions is the transaction amount within a year. The policy for loans granted mutually between its overseas subsidiaries of which the Company directly or indirectly holds 100% of their voting shares is as follows:

Ceiling on total loans granted by an overseas subsidiary to all overseas subsidiaries is 20% of the Company's net assets in the financial statements; limit on loans granted by an overseas subsidiary to each overseas subsidiary is 10% of the Company's net assets in the financial statements.

Note1: Nature of lending: 1 for counterparties with transactions and 2 for short-term operating capital.

(Continued)

# MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note2: Ending facility balance approved by BOD.

Note3: The trading companies purchase materials from the Company and sell the final products back to the Company after processing. It is the transaction between the Company and the trading companies, and the Company provides the materials through Loyal Trading Int'l Co., Ltd. to its subsidiaries for productions. According to regulation, the Company only discloses the amount of processing; however, the ceilings for its parties with transactions are based on the actual amount of the transactions of the products.

Note4: The credit limit between subsidiaries in China.

Note5: The aforementioned transactions have been eliminated when preparing the interim consolidated financial statements.

### (2) Guarantees and endorsements for other parties:

| No. | Endorsement/guarantee Provider | Counter-party/guarantee receiver         |          | Limit of guarantee/endorsement amount for receiving party | Maximum balance | Ending balance | Actual amount used | Endorsement and guarantee secured by assets | Percentage of accumulated guarantee amount to net assets value from the latest financial statement | Limit of total guarantee/endorsement amount | Classified as endorsement and guarantee to subsidiary by parent company | Classified as endorsement and guarantee to parent company by parent subsidiary | Classified as endorsement and guarantee to companies in Mainland China |
|-----|--------------------------------|------------------------------------------|----------|-----------------------------------------------------------|-----------------|----------------|--------------------|---------------------------------------------|----------------------------------------------------------------------------------------------------|---------------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------|------------------------------------------------------------------------|
|     |                                | Name                                     | Relation |                                                           |                 |                |                    |                                             |                                                                                                    |                                             |                                                                         |                                                                                |                                                                        |
| 0   | The Company                    | Jiaxing Ruiyang Garment Co., Limited     | 3        | 1,718,634                                                 | 113,747         | 10,438         | 10,438             | -                                           | 0.12%                                                                                              | 4,296,586                                   | Y                                                                       | N                                                                              | Y                                                                      |
| 0   | The Company                    | Jiaxing Rising Garment Co., Limited      | 3        | 1,718,634                                                 | 63,436          | -              | -                  | -                                           | -                                                                                                  | 4,296,586                                   | Y                                                                       | N                                                                              | Y                                                                      |
| 0   | The Company                    | Jiaxing Suntex Garment Co., Limited      | 3        | 1,718,634                                                 | 63,436          | -              | -                  | -                                           | -                                                                                                  | 4,296,586                                   | Y                                                                       | N                                                                              | Y                                                                      |
| 0   | The Company                    | Shanghai Makalot Garment Co., Limited    | 3        | 1,718,634                                                 | 63,436          | -              | -                  | -                                           | -                                                                                                  | 4,296,586                                   | Y                                                                       | N                                                                              | Y                                                                      |
| 0   | The Company                    | Eco-Lot Textile Co., Ltd.                | 3        | 1,718,634                                                 | 47,577          | -              | -                  | -                                           | -                                                                                                  | 4,296,586                                   | Y                                                                       | N                                                                              | Y                                                                      |
| 0   | The Company                    | Yangzhou Feng Yang Garments Co., Limited | 3        | 1,718,634                                                 | 10,438          | 10,438         | 10,438             | -                                           | 0.12%                                                                                              | 4,296,586                                   | Y                                                                       | N                                                                              | Y                                                                      |

Note: Total guarantees amount should not exceed 50% of the Company's net assets of financial statements; guarantees amount to each entity should not exceed 20% of the Company's net assets in the financial statements.

Note 1: Relationship between guarantee provider and receiver is as follows:

- (1) The Company has transaction with the counterparty.
- (2) The Company holds more than 50% of common shares of the subsidiary.
- (3) The Company and its subsidiaries hold more than 50% of common shares of the investee company.
- (4) The parent company which holds, more than 50% of its outstanding common shares directly or indirectly through a subsidiary.
- (5) Companies in same type of business and providing mutual endorsements/ guarantees in favor of each other in accordance with the contractual obligations in order to fulfill the needs of the construction project.
- (6) Shareholders making endorsements and/or guarantees for their mutually invested company in proportion to their shareholding percentage.

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## (3) Information regarding securities held:

Unit: shares

| Company's m | Types and issuer of marketable securities | Nature of the relationship | Account name                                                    | Ending balance   |            |             |            | Notes |
|-------------|-------------------------------------------|----------------------------|-----------------------------------------------------------------|------------------|------------|-------------|------------|-------|
|             |                                           |                            |                                                                 | Number of shares | Book value | Ownership % | Fair value |       |
| The Company | Dimerco Data System Corporation (DDSC)    | -                          | Financial assets at fair value through profit or loss – current | 2,368,922        | 47,615     | 1.20 %      | 47,615     |       |

(4) Information regarding purchase or sale of securities for the period which exceeded \$300 million or 20% of the Company's paid-in capital: None.

(5) Information on acquisition of real estate for which the purchase amount exceeded \$300 million or 20% of the Company's paid-in capital: None.

(6) Information regarding the amount from disposal of real estate exceeding NT\$300 million or 20% of the Company's paid-in capital: None.

(7) Information regarding related-party purchase and sale transactions for which the amount exceeded \$100 million or 20% of the Company's paid-in capital:

| Name of company which purchased or sold  | Name of counter-party      | Relationship with the Company | Transaction details |           |                                       |                           | Reasons why and description of how the transaction conditions differ from general transactions |                                                      | Accounts/notes receivable (payable) |                                                         | Notes |
|------------------------------------------|----------------------------|-------------------------------|---------------------|-----------|---------------------------------------|---------------------------|------------------------------------------------------------------------------------------------|------------------------------------------------------|-------------------------------------|---------------------------------------------------------|-------|
|                                          |                            |                               | Purchase / sale     | Amount    | Percentage of total purchases / sales | Credit terms              | Amount                                                                                         | Credit terms                                         | Ending balance                      | Percentage of total notes/accounts receivable (payable) |       |
| The Company                              | Global                     | Subsidiary                    | Purchasing          | 1,047,854 | 7%                                    | 30~60 days                | Note 1                                                                                         | Letter of Credit, T/T, or payment with in 45~60 days | (266,454)                           | 12%                                                     | Note  |
| The Company                              | Loyal                      | Subsidiary                    | Processing          | 70,429    | 1%                                    | 30~60 days                | -                                                                                              | -                                                    | -                                   | -                                                       | Note  |
| The Company                              | Loyal                      | Subsidiary                    | Purchasing          | 1,020,851 | 6%                                    | 30~60 days                | Note 1                                                                                         | -                                                    | (240,777)                           | 11%                                                     | Note  |
| The Company                              | Leader PH                  | Subsidiary                    | Processing          | 346,345   | 7%                                    | 30~90 days                | -                                                                                              | -                                                    | (6,177)                             | -                                                       | Note  |
| The Company                              | Makalot Cambodia           | Subsidiary                    | Processing          | 926,274   | 19%                                   | 30~60 days                | -                                                                                              | -                                                    | (88,693)                            | 4%                                                      | Note  |
| The Company                              | PT Glory                   | Subsidiary                    | Processing          | 1,015,730 | 21%                                   | 30~60 days                | -                                                                                              | -                                                    | (115,475)                           | 5%                                                      | Note  |
| The Company                              | Makalot Vietnam            | Subsidiary                    | Processing          | 815,980   | 17%                                   | 30~90 days                | -                                                                                              | -                                                    | (235,379)                           | 10%                                                     | Note  |
| The Company                              | Moha                       | Subsidiary                    | Processing          | 607,235   | 12%                                   | 30~60 days                | -                                                                                              | -                                                    | -                                   | -                                                       | Note  |
| The Company                              | Triple Vietnam             | Subsidiary                    | Processing          | 543,843   | 11%                                   | 30~60 days                | -                                                                                              | -                                                    | (114,232)                           | 5%                                                      | Note  |
| The Company                              | PT Starlight               | Subsidiary                    | Processing          | 336,355   | 7%                                    | 30~60 days                | -                                                                                              | -                                                    | (42,790)                            | 2%                                                      | Note  |
| The Company                              | Great Time Global Co., Ltd | Subsidiary                    | Sales               | 330,666   | 2%                                    | 60 days                   | -                                                                                              | -                                                    | 67,102                              | 5%                                                      | Note  |
| The Company                              | Ecolot Textile Co., Ltd    | Subsidiary                    | Purchasing          | 624,925   | 4%                                    | 45~60 days                | -                                                                                              | -                                                    | (110,004)                           | 5%                                                      | Note  |
| The Company                              | Namtex                     | Investee under Equity Method  | Purchasing          | 380,245   | 2%                                    | 30~45 days                | -                                                                                              | -                                                    | (59,785)                            | 3%                                                      | -     |
| Ecolot Textile Co., Ltd.                 | Namtex                     | Associates                    | Purchasing          | 13,838    | 2%                                    | 45~60 days                | -                                                                                              | -                                                    | (1,473)                             | 100%                                                    | Note  |
| Yangzhou Feng Yang Garments Co., Limited | Loyal                      | Associates                    | Sales               | 254,721   | 99%                                   | 30 days after exportation | -                                                                                              | -                                                    | 18,292                              | 93%                                                     | Note  |
| Jiaxing Ruiyang Garment Co., Limited     | Loyal                      | Associates                    | Sales               | 409,328   | 95%                                   | "                         | -                                                                                              | -                                                    | 41,763                              | 80%                                                     | Note  |
| Jiaxing Rising Garment Co., Limited      | Loyal                      | Associates                    | Sales               | 220,068   | 87%                                   | "                         | -                                                                                              | -                                                    | 16,779                              | 85%                                                     | Note  |
| Jiaxing Suntex Garment Co., Limited      | Loyal                      | Associates                    | Sales               | 175,240   | 95%                                   | "                         | -                                                                                              | -                                                    | 22,445                              | 85%                                                     | Note  |

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note: The aforementioned transactions have been eliminated when preparing the interim consolidated financial statements.

Note1: According to the cost or purchase order price multiplied by a fixed ratio, which is based on the cost and expense that subsidiary incurred.

(8) Information regarding receivables from related parties for which the amount exceeded \$100 million or 20% of the Company's paid-in capital:

| Name of company which has accounts receivable | Counterparty     | Relationship   | Ending balance of accounts receivable (in thousands) | Turnover | Past-due receivables from related party |        | Received subsequently (in thousands) | Allowance for bad debt |
|-----------------------------------------------|------------------|----------------|------------------------------------------------------|----------|-----------------------------------------|--------|--------------------------------------|------------------------|
|                                               |                  |                |                                                      |          | Amount                                  | method |                                      |                        |
| The Company                                   | Makalot Cambodia | Subsidiary     | Other receivables 188,342                            | -        | -                                       | -      | 1,169 (Note 1)                       |                        |
| The Company                                   | Makalot Vietnam  | Subsidiary     | Other receivables 304,995                            | -        | -                                       | -      | 2,205 (Note 1)                       |                        |
| The Company                                   | PT Glory         | Subsidiary     | Other receivables 641,042                            | -        | -                                       | -      | - (Note 1)                           |                        |
| The Company                                   | Moha             | Subsidiary     | Other receivables 279,403                            | -        | -                                       | -      | 1,791 (Note 1)                       |                        |
| The Company                                   | PT Starlight     | Subsidiary     | Other receivables 170,427                            | -        | -                                       | -      | 1,143 (Note 1)                       |                        |
| The Company                                   | Leader Vietnam   | Subsidiary     | Other receivables 133,029                            | -        | -                                       | -      | - (Note 1)                           |                        |
| Global                                        | The company      | Parent company | Accounts receivable 266,454                          | 5.35     | -                                       | -      | 172,751 (Note 2)                     |                        |
| Makalot Vietnam                               | The Company      | Parent company | Accounts receivable 235,379                          | 4.98     | -                                       | -      | 74,573 (Note 2)                      |                        |
| Ecolot Textile Co., Ltd.                      | The Company      | Parent company | Accounts receivable 110,004                          | 12.81    | -                                       | -      | 87,610 (Note 2)                      |                        |
| Loyal                                         | The Company      | Parent company | Accounts receivable 240,777                          | 6.99     | -                                       | -      | 140,908 (Note 2)                     |                        |
| PT Glory                                      | The Company      | Parent company | Accounts receivable 115,475                          | 16.08    | -                                       | -      | 93,752 (Note 2)                      |                        |
| Triple Vietnam                                | The Company      | Parent company | Accounts receivable 114,232                          | 8.96     | -                                       | -      | 81,347 (Note 2)                      |                        |

Note: The aforementioned transactions have been eliminated when preparing the interim consolidated financial statements.

Note 1: The uncollected accounts receivables primarily consisted of loans.

Note 2: The amount is to be collected on October 26, 2015.

(9) Information regarding trading in derivative financial instruments: Please refer to note 8.

(Continued)

**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

(10) Business and significant transactions among the affiliates:

| No | Name                                     | Counter party               | Relationship | Transactions details          |           |                                                  |                                       |
|----|------------------------------------------|-----------------------------|--------------|-------------------------------|-----------|--------------------------------------------------|---------------------------------------|
|    |                                          |                             |              | Account                       | Amount    | Terms                                            | Percentage of total revenue or assets |
| 0  | The Company                              | Global                      | 1            | Costs of revenue              | 1,047,854 | Cost multiplied by a fixed ratio                 | 6%                                    |
| 0  | "                                        | Loyal                       | 1            | "                             | 1,091,280 | Purchase order price multiplied by a fixed ratio | 6%                                    |
| 0  | "                                        | Makalot Cambodia            | 1            | "                             | 926,274   | Processing cost based on the market price        | 5%                                    |
| 0  | "                                        | PT Glory                    | 1            | "                             | 1,015,730 | "                                                | 6%                                    |
| 0  | "                                        | Leader PH                   | 1            | "                             | 346,345   | "                                                | 2%                                    |
| 0  | "                                        | Triple Vietnam              | 1            | "                             | 543,843   | "                                                | 3%                                    |
| 0  | "                                        | Moha                        | 1            | "                             | 607,235   | "                                                | 3%                                    |
| 0  | "                                        | Makalot Vietnam             | 1            | "                             | 815,980   | "                                                | 5%                                    |
| 0  | "                                        | PT Starlight                | 1            | "                             | 336,355   | "                                                | 2%                                    |
| 0  | "                                        | Ecolot Textile Co., Ltd     | 1            | "                             | 624,925   | "                                                | 3%                                    |
| 0  | "                                        | Great Time Global Co., Ltd. | 1            | Revenue                       | 330,666   | Based on the market price                        | 2%                                    |
| 0  | The Company                              | Makalot Vietnam             | 1            | Accounts payable              | 235,379   | 30~90 days                                       | 2%                                    |
| 0  | "                                        | Global                      | 1            | "                             | 266,454   | "                                                | 2%                                    |
| 0  | "                                        | Loyal                       | 1            | "                             | 240,777   | "                                                | 2%                                    |
| 0  | "                                        | Ecolot Textile Co., Ltd     | 1            | "                             | 110,004   | "                                                | 1%                                    |
| 0  | "                                        | PT Glory                    | 1            | "                             | 115,475   | "                                                | 1%                                    |
| 0  | "                                        | Triple Vietnam              | 1            | "                             | 114,232   | "                                                | 1%                                    |
| 0  | "                                        | Makalot Cambodia            | 1            | Other non-current receivables | 188,342   | financing                                        | 1%                                    |
| 0  | "                                        | Makalot Vietnam             | 1            | "                             | 304,995   | "                                                | 2%                                    |
| 0  | "                                        | Moha                        | 1            | "                             | 279,403   | "                                                | 2%                                    |
| 0  | "                                        | PT Glory                    | 1            | "                             | 641,042   | "                                                | 5%                                    |
| 0  | "                                        | PT Starlight                | 1            | "                             | 170,427   | "                                                | 1%                                    |
| 0  | "                                        | Leader Vietnam              | 1            | "                             | 133,029   | "                                                | 1%                                    |
| 1  | Yangzhou Feng Yang Garments Co., Limited | Loyal                       | 3            | Revenue                       | 254,721   | Based on the market price                        | 1%                                    |
| 2  | Jiaxing Ruiyang Garment Co., Limited     | Loyal                       | 3            | "                             | 409,328   | "                                                | 2%                                    |
| 3  | Jiaxing Rising Garment Co., Limited      | Loyal                       | 3            | "                             | 220,068   | "                                                | 2%                                    |
| 4  | Jiaxing Suntex Garment Co., Limited      | Loyal                       | 3            | "                             | 175,240   | "                                                | 1%                                    |

Note1: 0 represents the parent company. The subsidiaries start sequentially from 1 in Arabic numerals.

Note2: The relationship between transactions parties are as follows:

1. parent to subsidiary
2. subsidiary to parent
3. subsidiary to subsidiary

Note3: The aforementioned transactions have been eliminated when preparing the interim consolidated financial statements.

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

- (b) Business and significant transactions among the affiliates (investees of Mainland China are not included)

Relevant information about reinvestment for 2015 is as follows:

Unit: shares

| Investor                | Investee                                              | Location               | Main Businesses and Products | Investment Amount  |                   | Balance as of September 30, 2015 |                         |                | Net Income (Loss) of the Investee | Share of profit loss of invest | Note                           |
|-------------------------|-------------------------------------------------------|------------------------|------------------------------|--------------------|-------------------|----------------------------------|-------------------------|----------------|-----------------------------------|--------------------------------|--------------------------------|
|                         |                                                       |                        |                              | September 30, 2015 | December 31, 2014 | Shares                           | Percentage of Ownership | Carrying Value |                                   |                                |                                |
| The Company             | Global                                                | British Virgin Islands | Sale of textile              | 501,451            | 484,502           | 15,740                           | 100.00%                 | 718,275        | 32,691                            | 33,153                         | Subsidiaries                   |
| The Company             | Loyal                                                 | British Virgin Islands | Sale of textile              | 19,857             | 19,857            | 10,000                           | 100.00%                 | 164,782        | 9,908                             | 9,908                          | Subsidiaries                   |
| The Company             | PT Crystal                                            | Indonesia              | Manufacture of garments      | 34,464             | 34,464            | 993,191                          | 99.40%                  | (39,597)       | (3,786)                           | (3,764)                        | Subsidiaries                   |
| The Company             | Leader PH                                             | Philippine             | Manufacture of garments      | 7,281              | 7,281             | 249,995                          | 99.99%                  | 37,876         | 9,627                             | 9,627                          | Subsidiaries                   |
| The Company             | Diamond                                               | Philippine             | Manufacture of garments      | -                  | -                 | 149,995                          | 99.99%                  | 3,674          | (111)                             | (111)                          | Subsidiaries                   |
| The Company             | Primeline                                             | Philippine             | Manufacture of garments      | 9,945              | 9,945             | 99,995                           | 99.99%                  | 73             | (13)                              | (13)                           | Subsidiaries                   |
| The Company             | Fortune Star                                          | Samoa                  | Investments holding          | 828,300            | 828,300           | 26,015,000                       | 100.00%                 | 898,203        | (14,630)                          | (14,630)                       | Subsidiaries                   |
| The Company             | Triple                                                | Samoa                  | Investments holding          | 275,551            | 163,351           | 8,600,000                        | 100.00%                 | 206,145        | 11,380                            | 8,887                          | Subsidiaries                   |
| The Company             | Ecolot Textile Co., Ltd                               | Taiwan                 | Sale of garments             | 25,200             | 36,000            | 4,320,000                        | 72.00%                  | 90,088         | 55,692                            | 38,982                         | Subsidiaries                   |
| The Company             | Asobi Investment Co., Ltd (ASB)                       | Taiwan                 | Trade services               | -                  | 10                | 1                                | 50.00%                  | -              | -                                 | -                              | Subsidiaries                   |
| The Company             | Great Time Global Co., Ltd                            | Taiwan                 | Sale of garments             | 4,575              | -                 | 500,000                          | 100.00%                 | 9,481          | 4,906                             | 3,813                          | Subsidiaries                   |
| Global                  | PT Glory                                              | Indonesia              | Manufacture of garments      | 189,900            | 172,951           | 60,895                           | 95.00%                  | 271,738        | 22,023                            | 10,621                         | Subsidiaries                   |
| Global                  | Makalot Cambodia                                      | Cambodia               | Manufacture of garments      | 107,139            | 107,139           | 1,000                            | 100.00%                 | 38,779         | 6,211                             | 6,211                          | Subsidiaries                   |
| Global                  | Makalot Vietnam                                       | Vietnam                | Manufacture of garments      | 240,208            | 240,208           | -                                | 100.00%                 | 283,498        | (247)                             | (247)                          | Subsidiaries                   |
| Triple                  | Moha                                                  | Cambodia               | Manufacture of garments      | 81,524             | 81,524            | 1,000                            | 100.00%                 | (6,822)        | (6,662)                           | (6,662)                        | Subsidiaries                   |
| Triple                  | Triple Vietnam                                        | Vietnam                | Manufacture of garments      | 81,171             | 81,171            | -                                | 100.00%                 | 96,896         | 18,510                            | 18,510                         | Subsidiaries                   |
| Triple                  | Leader Garment (Vietnam) Co., Ltd.(Leader Vietnam)    | Vietnam                | Manufacture of garments      | 112,200            | -                 | -                                | 100.00%                 | 117,737        | (1,437)                           | (1,437)                        | Subsidiaries                   |
| Fortune Star            | Fund Eagle International Limited (Fund Eagle)         | Hong Kong              | Investments holding          | 98,360             | 98,360            | 2,450,000                        | 100.00%                 | 68,033         | 252                               | 252                            | Subsidiaries                   |
| Fortune Star            | Wintop Industrial Limited (Wintop)                    | Hong Kong              | Investments holding          | 300,666            | 300,666           | 9,830,000                        | 100.00%                 | 330,717        | (17,008)                          | (17,008)                       | Subsidiaries                   |
| Fortune Star            | Crown Era Industrial Limited (Crown Era)              | Hong Kong              | Investments holding          | 117,740            | 117,740           | 3,580,000                        | 100.00%                 | 187,262        | (3,985)                           | (3,985)                        | Subsidiaries                   |
| Fortune Star            | Crownway International Development Limited (Crownway) | Hong Kong              | Investments holding          | 250,002            | 250,002           | 7,460,000                        | 100.00%                 | 219,329        | (11,230)                          | (11,230)                       | Subsidiaries                   |
| Fortune Star            | PT Starlight                                          | Indonesia              | Manufacture of garments      | 61,532             | 61,532            | 19,950                           | 95.00%                  | 94,426         | 17,884                            | 17,777                         | Subsidiaries                   |
| Wintop                  | Namtex                                                | Vietnam                | Textile fabric               | 224,179            | 224,179           | -                                | 50.00%                  | 197,775        | (27,652)                          | (15,393)                       | Investment under equity method |
| Ecolot Textile Co., Ltd | Great Time Global Co., Ltd                            | Taiwan                 | Sale of garments             | -                  | 5,000             | -                                | -                       | -              | 4,906                             | 1,093                          | Subsidiaries                   |
| Ecolot Textile Co., Ltd | Top Shiny Industrial Limited (Top Shiny)              | Hong Kong              | Investments holding          | 14,085             | -                 | 450,000                          | 100.00%                 | 24,602         | 9,360                             | 9,360                          | Subsidiaries                   |

Note: The aforementioned transactions between the Company and subsidiaries have been eliminated when preparing the interim consolidated financial statements.

Note 1: Investment gain or loss recognized in the current period included sales from subsidiaries to parent company.

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## (c) Information regarding investments in Mainland China (PRC)

## (1) Name, major operations and related information about investees in Mainland China

| Name of PRC investee company             | Major operations        | Amount of paid-in capital (in thousands) | Method of investment (note 1) | Investment transferred from Taiwan, beginning of period (in thousands) | Nine months ended September 30, 2015 |              | Investment transferred from Taiwan, end of period (in thousands) | Investee net income | Direct and indirect shareholding percentage by the Company | Current gain or loss on investment recognized (in thousands) | Carrying value of investment, end of period (in thousands) | Repatriated gain on investment, end of period |
|------------------------------------------|-------------------------|------------------------------------------|-------------------------------|------------------------------------------------------------------------|--------------------------------------|--------------|------------------------------------------------------------------|---------------------|------------------------------------------------------------|--------------------------------------------------------------|------------------------------------------------------------|-----------------------------------------------|
|                                          |                         |                                          |                               |                                                                        | Remittance                           | Repatriation |                                                                  |                     |                                                            |                                                              |                                                            |                                               |
| Yangzhou Feng Yang Garments Co., Limited | Manufacture of garments | 98,360                                   | 2                             | 98,360                                                                 | -                                    | -            | 98,360                                                           | 252                 | 100.00%                                                    | 252                                                          | 68,031                                                     | -                                             |
| Shanghai Makalot Garment Co., Limited    | Manufacture of garments | 65,448                                   | 2                             | 65,448                                                                 | -                                    | -            | 65,448                                                           | 1,783               | 100.00%                                                    | 1,783                                                        | 99,340                                                     | -                                             |
| Jiaying Suntext Garment Co., Limited     | Manufacture of garments | 117,740                                  | 2                             | 117,740                                                                | -                                    | -            | 117,740                                                          | (3,985)             | 100.00%                                                    | (3,985)                                                      | 187,252                                                    | -                                             |
| Jiaying Rising Garment Co., Limited      | Manufacture of garments | 155,700                                  | 2                             | 155,700                                                                | -                                    | -            | 155,700                                                          | (5,601)             | 100.00%                                                    | (5,601)                                                      | 155,951                                                    | -                                             |
| Jiaying Ruiyang Garment Co., Limited     | Manufacture of garments | 94,302                                   | 2                             | 94,302                                                                 | -                                    | -            | 94,302                                                           | (5,629)             | 100.00%                                                    | (5,629)                                                      | 63,363                                                     | -                                             |
| Eco-Lot Textile Co., Ltd                 | Trade service           | 11,039                                   | 2                             | 11,039                                                                 | -                                    | -            | 11,039                                                           | (2,000)             | 100.00%                                                    | (2,000)                                                      | 743                                                        | -                                             |

Note: The aforementioned transactions have been eliminated when preparing the interim consolidated financial statements.

Note 1: There are three kinds of investments

1. Invest directly in Mainland China's companies.
2. Invest in Mainland China by remitting through a third region.
3. Others.

## (2) Limit on the amount of investment in Mainland China

| Cumulative remittance from Taiwan, end of the period | Amount of investment approved by the Investment Commission, Ministry of Economic Affairs | Limit on the amount of investment in Mainland China |
|------------------------------------------------------|------------------------------------------------------------------------------------------|-----------------------------------------------------|
| 542,589                                              | 690,037                                                                                  | 5,155,903                                           |

## (3) Significant transactions:

For the nine months ended September 30, 2015, the direct or indirect significant transactions between the Company and the investee can be referred to the "Significant transactions relevant information"(eliminated in consolidated financial statements.) and the "Business and significant transactions among affiliates".

(Continued)



**MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**35. Segment information:**

The Group's operating segments are as followed:

| <b>Three months ended<br/>September 30, 2015</b> | <b>Selling and<br/>manufacturing<br/>of garments</b> | <b>Other<br/>segments</b> | <b>Adjustments</b> | <b>Total</b>     |
|--------------------------------------------------|------------------------------------------------------|---------------------------|--------------------|------------------|
| <b>Revenue</b>                                   |                                                      |                           |                    |                  |
| Revenue from third parties                       | \$ 6,829,743                                         | 157,058                   | -                  | 6,986,801        |
| Total revenue                                    | <u>\$ 6,829,743</u>                                  | <u>157,058</u>            | <u>-</u>           | <u>6,986,801</u> |
| <b>Segment income or loss</b>                    | (note 1)                                             | (note 1)                  | (note 1)           | (note 1)         |
| <b>Segment total asset</b>                       | (note 1)                                             | (note 1)                  | (note 1)           | (note 1)         |
| <b>Segment total liabilities</b>                 | (note 1)                                             | (note 1)                  | (note 1)           | (note 1)         |

| <b>Three months ended<br/>September 30, 2014</b> | <b>Selling and<br/>manufacturing<br/>of garments</b> | <b>Other<br/>segments</b> | <b>Adjustments</b> | <b>Total</b>     |
|--------------------------------------------------|------------------------------------------------------|---------------------------|--------------------|------------------|
| <b>Revenue</b>                                   |                                                      |                           |                    |                  |
| Revenue from third parties                       | \$ 5,856,204                                         | 95,890                    | -                  | 5,952,094        |
| Total revenue                                    | <u>\$ 5,856,204</u>                                  | <u>95,890</u>             | <u>-</u>           | <u>5,952,094</u> |
| <b>Segment income or loss</b>                    | (note 1)                                             | (note 1)                  | (note 1)           | (note 1)         |
| <b>Segment total asset</b>                       | (note 1)                                             | (note 1)                  | (note 1)           | (note 1)         |
| <b>Segment total liabilities</b>                 | (note 1)                                             | (note 1)                  | (note 1)           | (note 1)         |

| <b>Nine months ended<br/>September 30, 2015</b> | <b>Selling and<br/>manufacturing<br/>of garments</b> | <b>Other<br/>segments</b> | <b>Adjustments</b> | <b>Total</b>      |
|-------------------------------------------------|------------------------------------------------------|---------------------------|--------------------|-------------------|
| <b>Revenue</b>                                  |                                                      |                           |                    |                   |
| Revenue from third parties                      | \$ 17,305,659                                        | 438,438                   | -                  | 17,744,097        |
| Total revenue                                   | <u>\$ 17,305,659</u>                                 | <u>438,438</u>            | <u>-</u>           | <u>17,744,097</u> |
| <b>Segment income or loss</b>                   | (note 1)                                             | (note 1)                  | (note 1)           | (note 1)          |
| <b>Segment total asset</b>                      | (note 1)                                             | (note 1)                  | (note 1)           | (note 1)          |

(Continued)

## MAKALOT INDUSTRIAL CO., LTD. AND SUBSIDIARIES

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

| <u>Nine months ended<br/>September 30, 2014</u> | <u>Selling and<br/>manufacturing<br/>of garments</u> | <u>Other<br/>segments</u> | <u>Adjustments</u> | <u>Total</u>             |
|-------------------------------------------------|------------------------------------------------------|---------------------------|--------------------|--------------------------|
| <b>Revenue</b>                                  |                                                      |                           |                    |                          |
| Revenue from third parties                      | \$ <u>15,315,581</u>                                 | <u>204,279</u>            | <u>-</u>           | <u>15,519,860</u>        |
| Total revenue                                   | \$ <u><b>15,315,581</b></u>                          | <u><b>204,279</b></u>     | <u>-</u>           | <u><b>15,519,860</b></u> |
| <b>Segment income or loss</b>                   | (note 1)                                             | (note 1)                  | (note 1)           | (note 1)                 |
| <b>Segment total asset</b>                      | (note 1)                                             | (note 1)                  | (note 1)           | (note 1)                 |

Note 1: The Group discloses the amounts as zero due to the amounts of its segment income or loss; and no total asset was provided to the chief operating decision maker.