

**WISTRON INFORMATION TECHNOLOGY AND
SERVICES CORPORATION AND SUBSIDIARIES**

Consolidated Financial Statements

**With Independent Auditors' Report
For the Years Ended December 31, 2019 and 2018**

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

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Representation Letter

The entities that are required to be included in the combined financial statements of Wistron Information Technology and Services Corporation as of and for the year ended December 31, 2019 under the Criteria Governing the Preparation of Affiliation Reports, Consolidated Business Reports, and Consolidated Financial Statements of Affiliated Enterprises are the same as those included in the consolidated financial statements prepared in conformity with International Financial Reporting Standards No. 10 endorsed by the Financial Supervisory Commission, "Consolidated Financial Statements." In addition, the information required to be disclosed in the combined financial statements is included in the consolidated financial statements. Consequently, Wistron Information Technology and Services Corporation and Subsidiaries do not prepare a separate set of combined financial statements.

Wistron Information Technology and Services Corporation
Chairman: Ching Hsiao
Date: March 27, 2020



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Independent Auditors' Report

To the Board of Directors of Wistron Information Technology and Services Corporation:

Opinion

We have audited the consolidated financial statements of Wistron Information Technology and Services Corporation and its subsidiaries ("the Group"), which comprise the consolidated balance sheets as of December 31, 2019 and 2018, the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2019 and 2018, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards ("IFRSs"), International Accounting Standards ("IASs"), Interpretations developed by the International Financial Reporting Interpretations Committee ("IFRIC") or the former Standing Interpretations Committee ("SIC") endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audit of the consolidated financial statements as of and for the year ended December 31, 2019 in accordance with the Regulations Governing Auditing and Certification of Financial Statements by Certified Public Accountants, Ruling No. 1090360805 issued by the Financial Supervisory Commission, and the auditing standards generally accepted in the Republic of China. Furthermore, we conducted our audit of the consolidated financial statements as of and for the year ended December 31, 2018 in accordance with the Regulations Governing Auditing and Certification of Financial Statements by Certified Public Accountants, and the auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Certified Public Accountants Code of Professional Ethics in Republic of China ("the Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

1. Revenue recognition

Please refer to Note 4(l) "Revenue" for accounting policy and Note 6(o) to the consolidated financial statements for the disclosure of revenue recognition.

Description of key audit matter

The Group is a listed company in related to public interest, and the investors are highly expecting the financial performance, resulting in revenue recognition is one of the key judgmental areas of our audit.

How the matter was addressed in our audit

Our principal audit procedures included testing of the design and implement of controls over sales and collection of receivable transactions; evaluating if there is any significant abnormal changes through performing trend analysis on top 10 customers by comparing the difference between the actual number and the same period last year; assessing and testing the sale transaction voucher to confirm the accurately of revenue recognition; evaluating the adequacy of revenues recognition by testing the sale transactions during the period before and after the balance sheets date.

2. Valuation of accounts receivable

Please refer to Note 4(g) “Financial Instruments” for accounting policy, Note 5 for accounting assumptions, judgments and estimation uncertainty of accounts receivable and Note 6(c) for the disclosure of the valuation of accounts receivable to the consolidated financial statements.

Description of key audit matter

The Group engaged in the information technology service industry. Resulting in significant judgment being applied in the management’s assessment of the recoverability of accounts receivable. Consequently, this is one of the key judgmental areas of our audit.

How the matter was addressed in our audit

Our principal audit procedures included testing the adequacy of the formula of the calculation for expected loss rate; testing the adequacy of aging report by tracing to related vouchers; evaluating the appropriateness of loss allowance and expected credit loss by testing if the loss allowance was made by expected loss rate; assessing if the evaluation document of loss allowance for accounts receivable was compliance with the Group’s accounting policy; evaluating the adequacy of the disclosure of loss allowance for accounts receivable prepared by management.

Other Matter

Wistron information technology and services corporation has prepared its parent-company-only financial statements as of and for the years ended December 31, 2019 and 2018, on which we have issued an unmodified opinion.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the IFRSs, IASs, IFRC, SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance (including the Audit Committee) are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the auditing standards generally accepted in the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with the auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Ya-Ling Chen and Ming-Hung Huang.

KPMG

Taipei, Taiwan (The Republic of China)
March 27, 2020

Notes to Readers

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

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

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
WISTRON INFORMATION TECHNOLOGY AND SERVICES CORPORATION AND SUBSIDIARIES

Consolidated Balance Sheets

December 31, 2019 and 2018

(Expressed in Thousands of New Taiwan Dollars)

| Assets | | December 31, 2019 | | December 31, 2018 | | Liabilities and Equity | | December 31, 2019 | | December 31, 2018 | |
|------------------------|---|---------------------|------------|-------------------|------------|-----------------------------|---|---------------------|------------|-------------------|------------|
| | | Amount | % | Amount | % | | | Amount | % | Amount | % |
| Current assets: | | | | | | Current liabilities: | | | | | |
| 1100 | Cash and cash equivalents (note 6(a)) | \$ 875,113 | 26 | 1,295,230 | 44 | 2100 | Short-term loans (note 6(h)) | \$ - | - | 44,755 | 2 |
| 1140 | Current contract assets (note 6(o)) | 53,785 | 2 | 44,594 | 2 | 2130 | Current contract liabilities (notes 6(o) and 7) | 14,480 | - | 24,017 | 1 |
| 1170 | Notes and accounts receivable, net (notes 6(c)(o)) | 1,375,045 | 41 | 1,113,996 | 37 | 2170 | Accounts payable | 165,617 | 5 | 157,603 | 5 |
| 1180 | Accounts receivable—related parties, net (notes 6(c)(o) and 7) | 19,476 | 1 | 19,567 | 1 | 2180 | Accounts payable—related parties (note 7) | 6,060 | - | - | - |
| 1200 | Other receivables | 179 | - | 410 | - | 2219 | Other payables (note 6(p)) | 697,494 | 21 | 653,889 | 22 |
| 1220 | Current tax assets | - | - | 387 | - | 2220 | Other payables—related parties (note 7) | 126 | - | - | - |
| 1410 | Prepayments | 14,495 | - | 39,538 | 1 | 2230 | Current tax liabilities | 42,609 | 1 | 12,462 | - |
| 1470 | Other current assets (notes 6(g) and 8) | 1,222 | - | 4,599 | - | 2399 | Other current liabilities | 26,449 | 1 | 24,437 | 1 |
| | Total current assets | <u>2,339,315</u> | <u>70</u> | <u>2,518,321</u> | <u>85</u> | 2280 | Current lease liabilities (note 6(i)) | 38,696 | 1 | - | - |
| | Non-current assets: | | | | | 2320 | Long-term liabilities, current portion (notes 6(d)(g)(h) and 8) | 45,873 | 2 | 6,902 | - |
| 1517 | Non-current financial assets at fair value through other comprehensive income (note 6(b)) | 13,212 | - | 13,072 | - | | Total current liabilities | <u>1,037,404</u> | <u>31</u> | <u>924,065</u> | <u>31</u> |
| 1600 | Property, plant and equipment (notes 6(d) and 8) | 853,356 | 25 | 58,210 | 2 | | Non-Current liabilities: | | | | |
| 1755 | Right-of-use assets (note 6(e)) | 64,579 | 2 | - | - | 2540 | Long-term loans (notes 6(d)(g)(h) and 8) | 71,320 | 2 | 81,498 | 3 |
| 1780 | Intangible assets (note 6(f)) | 32,036 | 1 | 26,388 | 1 | 2570 | Deferred tax liabilities (note 6(l)) | 108,072 | 3 | 115,497 | 4 |
| 1840 | Deferred tax assets (note 6(l)) | 22,448 | 1 | 21,469 | 1 | 2580 | Non-current lease liabilities (note 6(i)) | 20,526 | 1 | - | - |
| 1900 | Other non-current assets (notes 6(g) and 8) | 36,748 | 1 | 326,170 | 11 | 2640 | Net defined benefit liability, non-current (note 6(k)) | 15,375 | - | 15,368 | - |
| | Total non-current assets | <u>1,022,379</u> | <u>30</u> | <u>445,309</u> | <u>15</u> | | Total non-current liabilities | <u>215,293</u> | <u>6</u> | <u>212,363</u> | <u>7</u> |
| | | | | | | | Total liabilities | <u>1,252,697</u> | <u>37</u> | <u>1,136,428</u> | <u>38</u> |
| | | | | | | | Equity (notes 6(k)(l)(m)): | | | | |
| | | | | | | 3100 | Capital stock | 664,011 | 20 | 602,137 | 20 |
| | | | | | | 3200 | Capital surplus | 736,051 | 22 | 717,711 | 24 |
| | | | | | | 3300 | Retained earnings | 834,032 | 25 | 583,258 | 20 |
| | | | | | | 3400 | Other equity | (125,097) | (4) | (75,904) | (2) |
| | | | | | | | Total equity | <u>2,108,997</u> | <u>63</u> | <u>1,827,202</u> | <u>62</u> |
| | | | | | | | Total liabilities and equity | <u>\$ 3,361,694</u> | <u>100</u> | <u>2,963,630</u> | <u>100</u> |
| | Total assets | <u>\$ 3,361,694</u> | <u>100</u> | <u>2,963,630</u> | <u>100</u> | | | | | | |

See accompanying notes to financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
**WISTRON INFORMATION TECHNOLOGY AND SERVICES CORPORATION AND
 SUBSIDIARIES**

Consolidated Statements of Comprehensive Income

For the years ended December 31, 2019 and 2018

(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Common Share)

| | | <u>2019</u> | | <u>2018</u> | |
|------|---|--------------------|-------------|--------------------|-------------|
| | | <u>Amount</u> | <u>%</u> | <u>Amount</u> | <u>%</u> |
| 4000 | Net revenue (notes 6(o) and 7) | \$ 5,323,464 | 100 | 3,953,321 | 100 |
| 5000 | Cost of sales (notes 6(d)(e)(f)(i)(j)(k), 7 and 12) | <u>(4,020,905)</u> | <u>(76)</u> | <u>(3,023,926)</u> | <u>(76)</u> |
| | Gross profit | <u>1,302,559</u> | <u>24</u> | <u>929,395</u> | <u>24</u> |
| | Operating expenses (notes 6(c)(d)(e)(f)(i)(j)(k)(m)(p), 7 and 12) | | | | |
| 6100 | Selling expenses | (123,700) | (2) | (191,690) | (5) |
| 6200 | Administrative expenses | (711,873) | (13) | (520,509) | (14) |
| 6300 | Research and development expenses | (8,273) | - | (1,698) | - |
| 6450 | Expected credit loss | <u>(20,114)</u> | <u>(1)</u> | <u>(8,280)</u> | <u>-</u> |
| | Total operating expenses | <u>(863,960)</u> | <u>(16)</u> | <u>(722,177)</u> | <u>(19)</u> |
| | Net operating income | <u>438,599</u> | <u>8</u> | <u>207,218</u> | <u>5</u> |
| | Non-operating income and expenses (notes 6(d)(i)(q)): | | | | |
| 7010 | Other income | 25,560 | 1 | 42,179 | 1 |
| 7020 | Other gains and losses | 1,742 | - | 26,331 | 1 |
| 7050 | Finance costs | <u>(7,757)</u> | <u>-</u> | <u>(1,166)</u> | <u>-</u> |
| | Total non-operating income and expenses | <u>19,545</u> | <u>1</u> | <u>67,344</u> | <u>2</u> |
| | Profit before tax | 458,144 | 9 | 274,562 | 7 |
| 7950 | Income tax expenses (note 6(l)) | <u>(45,021)</u> | <u>(1)</u> | <u>(21,372)</u> | <u>(1)</u> |
| | Net profit | <u>413,123</u> | <u>8</u> | <u>253,190</u> | <u>6</u> |
| 8300 | Other comprehensive income (note 6(m)): | | | | |
| 8310 | Items that will not be reclassified subsequently to profit or loss | | | | |
| 8311 | Gains (losses) on remeasurements of defined benefit plans | 228 | - | (2,278) | - |
| 8316 | Unrealized gains from investments in equity instruments measured at fair value through other comprehensive income | 140 | - | 3,458 | - |
| 8349 | Income tax related to components of other comprehensive income that will not be reclassified to profit or loss | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> |
| | Total items that will not be reclassified subsequently to profit or loss | <u>368</u> | <u>-</u> | <u>1,180</u> | <u>-</u> |
| 8360 | Items that may be reclassified subsequently to profit or loss | | | | |
| 8361 | Exchange differences on translation of foreign financial statements | (49,333) | (1) | (9,121) | - |
| 8399 | Income tax related to components of other comprehensive income that will be reclassified to profit or loss | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> |
| | Total items that may be reclassified subsequently to profit or loss | <u>(49,333)</u> | <u>(1)</u> | <u>(9,121)</u> | <u>-</u> |
| 8300 | Other comprehensive income (loss) | <u>(48,965)</u> | <u>(1)</u> | <u>(7,941)</u> | <u>-</u> |
| | Total comprehensive income | <u>\$ 364,158</u> | <u>7</u> | <u>245,249</u> | <u>6</u> |
| | Earnings per share (in dollars) (note 6(n)) | | | | |
| 9750 | Basic earnings per share | <u>\$ 6.23</u> | | <u>4.75</u> | |
| 9850 | Diluted earnings per share | <u>\$ 6.17</u> | | <u>4.67</u> | |

See accompanying notes to financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
WISTRON INFORMATION TECHNOLOGY AND SERVICES CORPORATION AND SUBSIDIARIES

Consolidated Statements of Changes in Equity
For the years ended December 31, 2019 and 2018
(Expressed in Thousands of New Taiwan Dollars)

| | Equity attributable to owners of parent | | | | | | | | | | |
|--|---|-------------------|---------------|-----------------|----------------------------------|-----------|---|---|-----------|-----------------|--------------|
| | Capital stock | Retained earnings | | | | | Other equity | | | | |
| | Common stock | Capital surplus | Legal reserve | Special reserve | Unappropriated retained earnings | Total | Exchange differences on translation of foreign financial statements | Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income | Total | Treasury shares | Total equity |
| Balance at January 1, 2018 | \$ 438,783 | 255,502 | 54,262 | 20,566 | 322,549 | 397,377 | (44,455) | (25,786) | (70,241) | (11,742) | 1,009,679 |
| Net profit | - | - | - | - | 253,190 | 253,190 | - | - | - | - | 253,190 |
| Other comprehensive income | - | - | - | - | (2,278) | (2,278) | (9,121) | 3,458 | (5,663) | - | (7,941) |
| Total comprehensive income | - | - | - | - | 250,912 | 250,912 | (9,121) | 3,458 | (5,663) | - | 245,249 |
| Appropriation and distribution of retained earnings: | | | | | | | | | | | |
| Legal reserve | - | - | 10,924 | - | (10,924) | - | - | - | - | - | - |
| Special reserve | - | - | - | 27,675 | (27,675) | - | - | - | - | - | - |
| Cash dividends | - | - | - | - | (21,677) | (21,677) | - | - | - | - | (21,677) |
| Stock dividends | 43,354 | - | - | - | (43,354) | (43,354) | - | - | - | - | - |
| Cash subscription | 120,000 | 432,000 | - | - | - | - | - | - | - | - | 552,000 |
| Treasury shares transferred to employees | - | (1,070) | - | - | - | - | - | - | - | 11,742 | 10,672 |
| Treasury shares transferred to employees recognized the cost of compensation | - | 21,646 | - | - | - | - | - | - | - | - | 21,646 |
| Employee stock option compensation costs | - | 9,633 | - | - | - | - | - | - | - | - | 9,633 |
| Balance at December 31, 2018 | 602,137 | 717,711 | 65,186 | 48,241 | 469,831 | 583,258 | (53,576) | (22,328) | (75,904) | - | 1,827,202 |
| Net profit | - | - | - | - | 413,123 | 413,123 | - | - | - | - | 413,123 |
| Other comprehensive income | - | - | - | - | 228 | 228 | (49,333) | 140 | (49,193) | - | (48,965) |
| Total comprehensive income | - | - | - | - | 413,351 | 413,351 | (49,333) | 140 | (49,193) | - | 364,158 |
| Appropriation and distribution of retained earnings: | | | | | | | | | | | |
| Legal reserve | - | - | 25,319 | - | (25,319) | - | - | - | - | - | - |
| Special reserve | - | - | - | 27,663 | (27,663) | - | - | - | - | - | - |
| Cash dividends | - | - | - | - | (102,363) | (102,363) | - | - | - | - | (102,363) |
| Stock dividends | 60,214 | - | - | - | (60,214) | (60,214) | - | - | - | - | - |
| New share issued through employees' profit sharing bonus | 1,660 | 18,340 | - | - | - | - | - | - | - | - | 20,000 |
| Balance at December 31, 2019 | \$ 664,011 | 736,051 | 90,505 | 75,904 | 667,623 | 834,032 | (102,909) | (22,188) | (125,097) | - | 2,108,997 |

See accompanying notes to financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
WISTRON INFORMATION TECHNOLOGY AND SERVICES CORPORATION AND SUBSIDIARIES

Consolidated Statements of Cash Flows

For the years ended December 31, 2019 and 2018

(Expressed in Thousands of New Taiwan Dollars)

| | 2019 | 2018 |
|---|-------------------|------------------|
| Cash flows generated from (used in) operating activities: | | |
| Profit before tax | \$ 458,144 | 274,562 |
| Adjustments: | | |
| Adjustments to reconcile profit: | | |
| Depreciation expense | 81,225 | 20,357 |
| Amortization expense | 5,819 | 6,333 |
| Expected credit loss | 20,114 | 8,280 |
| Interest expense | 7,757 | 1,166 |
| Interest income | (3,824) | (4,629) |
| Dividend income | (714) | (1,168) |
| Compensation cost arising from share—based payments | - | 31,279 |
| Loss on disposal of property, plant and equipment | 11,572 | 4,497 |
| Loss on disposal of intangible assets | 8 | - |
| Gain on lease modification | (2,384) | - |
| Total adjustments to reconcile profit | <u>119,573</u> | <u>66,115</u> |
| Changes in operating assets and liabilities: | | |
| Changes in operating assets: | | |
| Decrease (increase) in current contract assets | (10,676) | 23,887 |
| Increase in notes and accounts receivable, net | (320,353) | (496,897) |
| Increase in accounts receivable—related parties | (35) | (8,096) |
| Increase in other receivables | (106) | - |
| Decrease in inventories | - | 137 |
| Decrease (increase) in prepayments | 24,218 | (22,773) |
| Increase in other current assets | (370) | (2,554) |
| Total changes in operating assets | <u>(307,322)</u> | <u>(506,296)</u> |
| Changes in operating liabilities: | | |
| Decrease in contract liabilities | (9,104) | (24,224) |
| Increase in accounts payable | 12,255 | 22,584 |
| Increase in accounts payable—related parties | 6,223 | - |
| Increase in other payables | 77,712 | 177,041 |
| Increase in other payables—related parties | 126 | - |
| Increase (decrease) in other current liabilities | 2,388 | (293) |
| Increase (decrease) in net defined benefit liability | 235 | (224) |
| Total changes in operating liabilities | <u>89,835</u> | <u>174,884</u> |
| Net changes in operating assets and liabilities | <u>(217,487)</u> | <u>(331,412)</u> |
| Total changes in operating assets and liabilities | <u>(97,914)</u> | <u>(265,297)</u> |
| Cash generated from operations | 360,230 | 9,265 |
| Interest received | 4,161 | 5,884 |
| Interest paid | (11,266) | (1,975) |
| Income taxes paid | (21,380) | (2,937) |
| Net cash flows generated from operating activities | <u>331,745</u> | <u>10,237</u> |
| Cash flows used in investing activities: | | |
| Acquisition of property, plant and equipment | (522,348) | (39,997) |
| Proceeds from disposal of property, plant and equipment | 3,622 | 34 |
| Increase in refundable deposits | (1,293) | (12,491) |
| Acquisition of intangible assets | (8,624) | (3,169) |
| Decrease in other financial assets | 269 | 90,267 |
| Increase in other non-current assets | (1,188) | (294,449) |
| Dividends received | 714 | 1,168 |
| Net cash flows used in investing activities | <u>(528,848)</u> | <u>(258,637)</u> |
| Cash flows generated from (used in) financing activities: | | |
| Increase in short-term loans | 684,308 | 664,494 |
| Repayments of short-term loans | (729,055) | (662,520) |
| Increase in long-term loans | - | 91,261 |
| Repayments of long-term loans | (11,431) | (1,132) |
| Repayments of the principal portion of lease liabilities | (43,446) | - |
| Cash dividends paid | (102,363) | (21,677) |
| Proceeds from issuing shares | - | 552,000 |
| Treasury shares transferred to employees | - | 10,672 |
| Net cash flows generated from (used in) financing activities | <u>(201,987)</u> | <u>633,098</u> |
| Effect of exchange rate changes on cash and cash equivalents | <u>(21,027)</u> | <u>(194)</u> |
| Net increase (decrease) in cash and cash equivalents | <u>(420,117)</u> | <u>384,504</u> |
| Cash and cash equivalents at beginning of year | <u>1,295,230</u> | <u>910,726</u> |
| Cash and cash equivalents at end of year | <u>\$ 875,113</u> | <u>1,295,230</u> |

See accompanying notes to financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
**WISTRON INFORMATION TECHNOLOGY AND SERVICES CORPORATION AND
 SUBSIDIARIES**

Notes to the Consolidated Financial Statements

For the years ended December 31, 2019 and 2018

(Expressed in Thousands of New Taiwan Dollars, unless otherwise specified)

(1) Company history

Mirrors International, Inc. was incorporated on June 1, 1992 as a company limited by shares under the laws of the Republic of China (R.O.C); and in July 2004, it changed its name to Wistron Information Technology and Services Corporation (the “Company”). Wistron Information Technology and Services Corporation and subsidiaries (the “Group”) are primarily engaged in the development and maintenance of the IT system, IT consulting and outsourcing services.

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

The consolidated financial statements for the years ended December 31, 2019 and 2018 were authorized for issue by the Board of Directors on March 27, 2020.

(3) New standards, amendments and interpretations adopted

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

The following new standards, interpretations and amendments have been endorsed by the FSC and are effective for annual beginning on or after January 1, 2019.

| New, Revised or Amended Standards and Interpretations | Effective date per IASB |
|---|------------------------------------|
| IFRS 16 “Leases” | January 1, 2019 |
| IFRIC 23 “Uncertainty over Income Tax Treatments” | January 1, 2019 |
| Amendments to IFRS 9 “Prepayment features with negative compensation” | January 1, 2019 |
| Amendments to IAS 19 “Plan Amendment, Curtailment or Settlement” | January 1, 2019 |
| Amendments to IAS 28 “Long-term interests in associates and joint ventures” | January 1, 2019 |
| Annual Improvements to IFRS Standards 2015–2017 Cycle | January 1, 2019 |

Except for the IFRS 16 “Leases”, the adoption of the above IFRSs would not have any material impact on its consolidated financial statements base on the Group’s assessment. The extent and impact of signification changes are as follows:

- (i) IFRS 16 “Leases”

IFRS 16 replaces the existing leases guidance, including IAS 17 “Leases”, IFRIC 4 “Determining whether an Arrangement Contains a Lease”, SIC 15 “Operating Leases – Incentives” and SIC 27 “Evaluating the Substance of Transactions Involving the Legal Form of a Lease”.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

The Group applied IFRS 16 using the modified retrospective approach. The details of the changes in accounting policies are disclosed below:

1) Definition of a lease

Previously, the Group determined at contract inception whether an arrangement is or contains a lease under IFRIC 4. Under IFRS 16, the Group assesses whether a contract is or contains a lease based on the definition of a lease, as explained in Note 4(i).

On transition to IFRS 16, the Group elected to apply the practical expedient to grandfather the assessment of which transactions are leases. The Group applied IFRS 16 only to contracts that were previously identified as leases. Contracts that were not identified as leases under IAS 17 and IFRIC 4 were not reassessed for whether there is a lease. Therefore, the definition of a lease under IFRS 16 was applied only to contracts entered into or changed on or after January 1, 2019.

2) As a lessee

As a lessee, the Group previously classified leases as operating or finance leases based on its assessment of whether the lease transferred significantly all of the risks and rewards incidental to ownership of the underlying asset to the Group. Under IFRS 16, the Group recognizes right-of-use assets and lease liabilities for most leases – i.e. these leases are on balance sheets.

The Group decided to apply recognition exemptions to short-term leases of office and other contracts.

Leases classified as operating leases under IAS 17. At transition, lease liabilities were measured at the present value of the remaining lease payments, discounted at the Group's incremental borrowing rate as at January 1, 2019. Right-of-use assets are measured at an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments.

In addition, the Group used the following practical expedients when applying IFRS 16 to leases.

- Applied a single discount rate to a portfolio of leases with similar characteristics.
- Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term at the date of initial application.
- Excluded initial direct costs from measuring the right-of-use asset at the date of initial application.
- Used hindsight when determining the lease term if the contract contains options to extend or terminate the lease.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

3) Impacts on financial statements

On transition to IFRS 16, the Group recognized \$89,638 and \$89,638 of right-of-use assets and lease liabilities. When measuring lease liabilities, the Group discounted lease payments using its incremental borrowing rate at January 1, 2019. The weighted-average rate applied is 4.8568%.

The explanation of differences between operating lease commitments immediately preceding the date of initial application, and lease liabilities recognized in the statement of financial position at the date of initial application disclosed as follows:

| | January 1, 2019 |
|---|------------------------|
| Operating lease commitment at December 31, 2018 | \$ 124,186 |
| Recognition exemption for: | |
| short-term leases | (28,342) |
| leases of low-value assets | (282) |
| | \$ 95,562 |
| Discounted using the incremental borrowing rate at January 1, 2019 (Equal to the amount recognized at lease liabilities) | \$ 89,638 |

(b) The impact of IFRSs endorsed by FSC but not yet effective

The following new standards, interpretations and amendments have been endorsed by the FSC and are effective for annual periods beginning on or after January 1, 2020 in accordance with Rule No. 1080323028 issued by the FSC on July 29, 2019:

| New, Revised or Amended Standards and Interpretations | Effective date per IASB |
|--|--------------------------------|
| Amendments to IFRS 3 “Definition of a Business” | January 1, 2020 |
| Amendments to IFRS 9, IAS39 and IFRS7 “Interest Rate Benchmark Reform” | January 1, 2020 |
| Amendments to IAS 1 and IAS 8 “Definition of Material” | January 1, 2020 |

The adoption of the abovementioned standards would not have any material impact on its consolidated financial statements based on the Group’s assessment.

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

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

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

| <u>New, Revised or Amended Standards and Interpretations</u> | <u>Effective date per IASB</u> |
|--|---|
| Amendments to IFRS 10 and IAS 28 “Sale or Contribution of Assets Between an Investor and Its Associate or Joint Venture” | Effective date to be determined by IASB |
| IFRS 17 “Insurance Contracts” | January 1, 2021 |
| Amendments to IAS 1 “Classification of Liabilities as Current or Non-current” | January 1, 2022 |

The Group is evaluating the impact of its initial adoption of the abovementioned standards or interpretations on its consolidated financial position and consolidated financial performance. The results thereof will be disclosed when the Group completes the evaluation.

(4) Summary of significant accounting policies

The significant accounting policies presented in the consolidated financial statements are summarized as follows. And the accounting policies have been applied consistently to all periods presented in these consolidated financial statements.

(a) Statement of compliance

These consolidated financial statements have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers (hereinafter referred to as “the Regulations”) and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations and SIC Interpretations endorsed and issued into effect by the Financial Supervisory Commission, R.O.C.

(b) Basis of preparation

(i) Basis of measurement

Except for the following material items in the balance sheets, the consolidated financial statements have been prepared on the historical cost basis:

- 1) Financial assets measured at fair value through other comprehensive income;
- 2) The net defined benefit liabilities are measured at the present value of the defined benefit obligation less fair value of the plan assets, and the effect of the asset ceiling explained in notes 4(n).

(ii) Functional and presentation currency

The functional currency of the Group is determined based on the primary economic environment in which the Group operates. The parent company only financial statements are presented in New Taiwan Dollars (NTD), which is the Company’s functional currency. All financial information presented in NTD has been rounded to the nearest thousand.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

(c) Basis of consolidation

(i) Principle of preparation of the consolidated financial statements

The consolidated financial statements comprise the Company and subsidiaries. Subsidiaries are entities controlled by the Group. The Group ‘controls’ an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases. Intragroup balances and transactions, and any unrealized income and expenses arising from Intragroup transactions are eliminated in preparing the consolidated financial statements. The Group attributes the profit or loss and each component of other comprehensive income to the owners of the parent and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

The Group prepares consolidated financial statements using uniform accounting policies for like transactions and other events in similar circumstances. Changes in the Group’s ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received will be recognized directly in equity, and the Group will attribute it to the owners of the parent.

(ii) List of subsidiaries in the consolidated financial statements

1) Investment and holding company

| Name of Investor | Name of subsidiary | Percentage of ownership | |
|------------------|---|-------------------------|------------|
| | | 2019.12.31 | 2018.12.31 |
| The Company | Wistron Information Technology and Services Inc. (WIBI, British Virgin Islands) | 100.00 % | 100.00 % |

2) Research, develop, design of software, and IT consulting service

| Name of investor | Name of subsidiary | Percentage of ownership | |
|------------------|--|-------------------------|------------|
| | | 2019.12.31 | 2018.12.31 |
| The Company | Wistron Information Technology and Services Limited (WIHK, Hong Kong) | 100.00 % | 100.00 % |
| The Company | Wistron Information Technology and Services (Japan) Inc. (WIJP, Japan) | 100.00 % | 100.00 % |
| The Company | WITS AMERICA, CORP. (WIUS, America) | 100.00 % | 100.00 % |
| WIBI | Wistron Information Technology and Services (Beijing) Inc. (WIBJ, China) | 100.00 % | 100.00 % |
| WIBI | Shanghai Booster Technologies Company Limited (QT, China) | 100.00 % | 100.00 % |
| WIBJ | Beijing Enovation Technology Co. Ltd. (WIYC, China) | 100.00 % | 100.00 % |
| WIBJ | Wistron ITS (Wuhan) Co. (WIWZ, China) (Note) | 100.00 % | 100.00 % |

(Note) Wuhan Wistron Virgin Technology & Service Inc. was renamed Wistron ITS (Wuhan) Co. on January 4, 2019, and completed registration.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

(iii) Subsidiaries excluded from the consolidated financial statements: None.

(d) Foreign currencies

(i) Foreign currency transactions

Transactions in foreign currencies are translated into the respective functional currencies of the Group at the exchange rates at the dates of the transactions. At the end of each subsequent reporting period, monetary items denominated in foreign currencies are translated into the functional currencies using the exchange rate at that date.

Non-monetary items denominated in foreign currencies that are measured at fair value are translated into the functional currencies using the exchange rate at the date that the fair value was determined. Non-monetary items denominated in foreign currencies that are measured based on historical cost are translated using the exchange rate at the date of the transaction.

Exchange differences are generally recognized in profit or loss, except for an investment in equity securities designated as at fair value through other comprehensive income which is recognized in other comprehensive income.

(ii) Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated into NTD at the exchange rates of the reporting date. The income and expenses of foreign operations are translated into NTD at the average rate. Exchange differences are recognized in other comprehensive income.

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

When the settlement of a monetary receivable from or payable to a foreign operation is neither planned nor likely to occur in the foreseeable future, exchange differences arising from such monetary items that are considered to form part of the net investment in the foreign operation are recognized in other comprehensive income.

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

An asset is classified as current under one of the following criteria, and all other assets are classified as non-current.

- (i) It is expected to be realized, or intended to be sold or consumed, in the normal operating cycle;
- (ii) It is held primarily for the purpose of trading;
- (iii) It is expected to be realized within twelve months after the reporting period; or

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

- (iv) The asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

A liability is classified as current under one of the following criteria, and all other liabilities are classified as non-current.

- (i) It is expected to be settled in the normal operating cycle;
- (ii) It is held primarily for the purpose of trading;
- (iii) It is due to be settled within twelve months after the reporting period; or
- (iv) The Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by issuing equity instruments do not affect its classification.

(f) Cash and cash equivalents

Cash comprises of cash on hand and demand deposits. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value. Time deposits which meet the above definition and are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes should be recognized as cash equivalents.

(g) Financial instruments

Accounts receivable is initially recognized when it is originated. All other financial assets and financial liabilities are initially recognized when the Group becomes a party to the contractual provisions of the instrument. A financial asset (unless it is an accounts receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. An accounts receivable without a significant financing component is initially measured at the transaction price.

(i) Financial assets

All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis.

On initial recognition, a financial asset is classified as measured at amortized cost or fair value through other comprehensive income-equity investment. Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

1) Financial assets measured at amortized cost

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL :

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

These assets are subsequently measured at amortized cost, which is the amount at which the financial asset is measured at initial recognition, plus/minus, the cumulative amortization using the effective interest method, adjusted for any loss allowance. Interest income, foreign exchange gains and losses, as well as impairment losses, are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.

2) Fair value through other comprehensive income (FVOCI)

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in other comprehensive income. This election is made on an instrument-by-instrument basis.

Equity investments at FVOCI are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in other comprehensive income and are never reclassified to profit or loss.

Dividend income is recognized in profit or loss on the date on which the Group's right to receive payment is established.

3) Impairment of financial assets

The Group recognizes loss allowances for expected credit losses (ECL) on financial assets measured at amortized cost (including cash and cash equivalents, notes and accounts receivable, other receivables, other financial assets and guarantee deposit), and contract assets.

The Group measures loss allowances at an amount equal to lifetime ECL, except for the following which are measured as 12-month ECL :

- bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowance for accounts receivable and contract assets are always measured at an amount equal to lifetime ECL.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on the Group's historical experience and informed credit assessment as well as forward-looking information.

Lifetime ECL are the ECL that result from all possible default events over the expected life of a financial instrument.

12-month ECL are the portion of ECL that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECL is the maximum contractual period over which the Group is exposed to credit risk.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 180 days past due.

The Group considers a financial asset to be in default when the debtor is unlikely to pay its credit obligations to the Group in full.

ECL are probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive). ECL are discounted at the effective interest rate of the financial asset.

At each reporting date, the Group assesses whether financial assets carried at amortized cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the asset.

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

4) Derecognition of financial assets

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

The Group enters into transactions whereby it transfers assets recognized in its statement of balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognized.

(ii) Financial liabilities and equity instruments

1) Treasury shares

When shares recognized as equity are repurchased, the amount of the consideration paid, which includes directly attributable costs, is recognized as a deduction from equity. Repurchased shares are classified as treasury shares. When treasury shares are sold or reissued subsequently, the amount received is recognized as an increase in equity, and the resulting surplus or deficit on the transaction is recognized in capital surplus or retained earnings (if the capital surplus is not sufficient to be written down).

2) Other financial liabilities

Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

3) Derecognition of financial liabilities

The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

On derecognition of a financial liability, the difference between the carrying amount of a financial liability extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in profit or loss.

4) Offsetting of financial assets and liabilities

Financial assets and financial liabilities are offset and the net amount presented in the statement of balance sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(h) Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation and any accumulated impairment losses.

If significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

(ii) Subsequent expenditure

Subsequent expenditure is capitalized only when it is probable that the future economic benefits associated with the expenditure will flow to the Group.

(iii) Depreciation

Depreciation is calculated on the cost of an asset less its residual value and is recognized in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment.

Land is not depreciated.

The estimated useful lives of property, plant and equipment for current and comparative periods are as follows:

- 1) Buildings and structures : 5 to 50 years
- 2) Computers and other equipment : 1 to 6 years
- 3) Transportation equipment : 6 years
- 4) Office equipment : 5 to 6 years
- 5) Lease improvements : 1 to 10 years
- 6) Lease equipment : 3 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

(i) Leases

Policy applicable from January 1, 2019

(i) Identifying a lease

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- 1) the contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified; and

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

- 2) the Group has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- 3) the Group has the right to direct the use of the asset throughout the period of use only if either:
 - The Group has the right to direct how and for what purpose the asset is used throughout the period of use; or
 - the relevant decisions about how and for what purpose the asset is used are predetermined and:
 - the Group has the right to operate the asset throughout the period of use, without the supplier having the right to change those operating instructions; or
 - the Group designed the asset in a way that predetermines how and for what purpose the asset will be used throughout the period of use.

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. However, for the leases of land and buildings in which it is a lessee, the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

(ii) As a lessee

The Group recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be reliably determined, the Group's incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise the following:

- 1) fixed payments, including in-substance fixed payments;
- 2) variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
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- 3) amounts expected to be payable under a residual value guarantee; and
- 4) payments for purchase or termination options that are reasonably certain to be exercised.

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when:

- 1) there is a change in future lease payments arising from the change in an index or rate; or
- 2) there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee; or
- 3) there is a change in the assessment on whether it will exercise an option to purchase the underlying asset; or
- 4) there is a change in the assessment on lease term as to whether it will exercise an extension or terminated option; or
- 5) there are any lease modifications to the assets, scope and other terms of the lease.

When the lease liability is remeasured, other than lease modifications, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or in profit and loss if the carrying amount of the right-of-use asset has been reduced to zero.

When the lease liability is remeasured to reflect the partial or full termination of the lease for lease modifications that decrease the scope of the lease, the Group accounts for the remeasurement of the lease liability by decreasing the carrying amount of the right-of-use asset to reflect the partial or full termination of the lease, and recognize in profit or loss any gain or loss relating to the partial or full termination of the lease.

The Group presents right-of-use assets that do not meet the definition of investment and lease liabilities as a separate line item respectively in the balance sheets.

The Group has elected not to recognize right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Group recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Policy applicable before January 1, 2019

Leases are operating leases and are not recognized in the Group's balance sheets.

Payments made under operating lease (excluding insurance and maintenance expenses) are recognized in profit or loss on a straight-line basis over the term of the lease.

(j) Intangible assets

(i) Recognition and measurement

Goodwill arising on the acquisition of subsidiaries is measured at cost less accumulated impairment losses.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

Other intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortization and any accumulated impairment losses.

(ii) Subsequent expenditure

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognized in profit or loss as incurred.

(iii) Amortization

Amortization is calculated over the cost of the asset, less its residual value, and is recognized in profit or loss on a straight-line basis over the estimated useful lives of intangible assets, other than goodwill, from the date that they are available for use.

The estimated useful lives for current and comparative periods are as follows:

- Computer software 3~6 years

Amortization methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

(k) Impairment of non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than contract assets, deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognized in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

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Wistron Information Technology and Services Corporation and subsidiaries
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(l) Revenue from contracts with customers

Revenue is measured based on the consideration to which the Group expects to be entitled in exchange for transferring goods or services to a customer. The Group recognizes revenue when it satisfies a performance obligation by transferring control of a good or a service to a customer. The accounting policies for the Group's main types of revenue are explained below:

(i) IT Consulting and Outsourcing services

The Group provides IT consulting and outsourcing services. Revenue is recognized in the accounting period in which the services are rendered. For fixed-price contracts, revenue is recognized based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided. The proportion of services provided is determined based on the costs incurred to date as a proportion of the total estimated costs of the transaction.

Some contracts include multiple deliverables, such as system development and maintenance service. In most cases, an integration service is not included, and the transaction price will be allocated based on the stand-alone selling prices. Where these are not directly observable, they are estimated based on expected cost plus margin. If contracts include the installation of hardware, revenue for the hardware is recognized at a point in time when the hardware is delivered, the legal title has passed, and the customer has accepted the hardware.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in profit or loss in the period in which the circumstances that give rise to the revision become known by the management.

In case of fixed-price contracts, the customer pays the fixed amount based on a payment schedule. If the services rendered by the Group exceed the payment, a contract asset is recognized. If the payments exceed the services rendered, a contract liability is recognized.

(ii) Financing components

The Group does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Group does not adjust any of the transaction prices for the time value of money.

(m) Government grants

In accordance with IAS No. 20 "Accounting for Government Grants and Disclosure of Government Assistance", the Group recognizes government grants when there is reasonable assurance that the Group will follow the conditions and the grant will be received. The Group recognizes government grants in profit or loss according to a reasonable and systematic method to match its related costs during the period.

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(n) Employee benefits

(i) Defined contribution plans

Obligations for contributions to defined contribution plans are expensed as the related service is provided. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in future payments is available.

(ii) Defined benefit plans

The Group's net obligation in respect of defined benefit plans is calculated separately for each the plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized immediately in other comprehensive income, and accumulated in retained earnings within equity. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset). Net interest expense and other expenses related to defined benefit plans are recognized in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognized immediately in profit or loss. The Group recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

(iii) Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(o) Share-based payment

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

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For share-based payment awards with non-vesting conditions, the grant-date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between the expected and the actual outcomes.

Grant date of the share-based payment award is the date the Group inform their employees about the exercise price and shares.

(p) Income taxes

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

Current taxes comprise the expected tax payables or receivables on the taxable profits (losses) for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payables or receivables are the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date.

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

- (i) temporary differences on the initial recognition of assets and liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profits (losses) at the time of the transaction;
- (ii) temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- (iii) taxable temporary differences arising on the initial recognition of goodwill.

Deferred taxes are measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if the following criteria are met:

- (i) the Group has a legally enforceable right to set off current tax assets against current tax liabilities; and
- (ii) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on either:
 - 1) the same taxable entity; or
 - 2) different taxable entities which intend to settle current tax assets and liabilities on a net basis, or to realize the assets and liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

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Deferred tax assets are recognized for the carry forward of unused tax losses, unused tax credits, and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefits will be realized; such reductions are reversed when the probability of future taxable profits improves.

(q) Earnings per share

The Group discloses the Company's basic and diluted earnings per share attributable to ordinary shareholders of the Company. The calculation of basic earnings per share is based on the profit attributable to the ordinary shareholder of the Company divided by weighted-average number of ordinary shares outstanding. The calculation of diluted earnings per share is based on the profit attributable to ordinary shareholders of the Company, divided by weighted-average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares, such as employee stock option and employees' profit sharing bonus.

(r) Operating segment

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

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

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

The management continues to monitor the accounting estimates and assumptions. The management recognizes any changes in accounting estimates during the period and the impact of those changes in accounting estimates in the following period.

Information about critical judgments in applying the accounting policies that do not have significant effects on the amounts recognized in the consolidated financial statements.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment with the next financial year is valuation of accounts receivable.

The Group has estimated the loss allowance of accounts receivable based on the risk of a default occurring and the rate of expected credit loss. The Group has considered historical experience, current economic conditions and forward-looking information at the reporting date to determine the expected credit loss rate to be used in calculating the impairments.

However, in the face of future economic trends, the Group may cause changes in the expected credit loss rate, and may cause losses in the future or reverse the recognized credit losses.

The allowance loss for accounts receivable please refer to Note 6(c).

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Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

(6) Explanation of significant accounts

(a) Cash and cash equivalents

| | December 31, 2019 | December 31, 2018 |
|---|------------------------------|------------------------------|
| Cash on hand | \$ 331 | 674 |
| Demand and checking deposits | 670,423 | 1,205,763 |
| Time deposits | <u>204,359</u> | <u>88,793</u> |
| Cash and cash equivalents in the consolidated statement of cash flows | <u>\$ 875,113</u> | <u>1,295,230</u> |

Please refer to Note 6(r) for the currency rate risk and sensitivity analysis of the financial assets of the Group.

(b) Non-current financial assets at fair value through other comprehensive income

| | December 31, 2019 | December 31, 2018 |
|-----------------|------------------------------|------------------------------|
| Unlisted stocks | <u>\$ 13,212</u> | <u>13,072</u> |

(i) The Group designated the investments show above as equity securities as at fair value through other comprehensive income because these equity securities represent those investments that the Group intends to hold for long-term for strategic purposes.

(ii) For market risk, please refer to Note 6(r).

(iii) The aforementioned financial assets were not pledged as collateral.

(c) Accounts receivable (including related parties)

| | December 31, 2019 | December 31, 2018 |
|-------------------------------------|------------------------------|------------------------------|
| Accounts receivable | \$ 1,389,651 | 1,122,327 |
| Accounts receivable-related parties | 19,476 | 19,567 |
| Less: Loss allowance | <u>(14,606)</u> | <u>(8,331)</u> |
| | <u>\$ 1,394,521</u> | <u>1,133,563</u> |

The Group applies the simplified approach to provide for its expected credit losses, i.e. the use of lifetime expected loss provision for all receivables. To measure the expected credit losses, accounts receivable has been grouped based on shared credit risk characteristics and days past due, as well as the incorporated forward-looking information.

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The loss allowance provision was determined as follows:

| | December 31, 2019 | | |
|----------------------------|----------------------------------|--|--|
| | Gross carrying amount | Weighted- average expected credit loss rate | Lifetime expected credit loss allowance |
| Not overdue | \$ 1,083,084 | 0~0.179% | 581 |
| Overdue within 30 days | 115,416 | 0~0.326% | 153 |
| Overdue 31~120 days | 180,602 | 0~4.480% | 1,981 |
| Overdue 121~180 days | 12,212 | 0~8.466% | 696 |
| Overdue 181~365 days | 17,037 | 0~98.864% | 10,419 |
| Overdue more than 365 days | <u>776</u> | 100% | <u>776</u> |
| | <u>\$ 1,409,127</u> | | <u>14,606</u> |
| | December 31, 2018 | | |
| | Gross carrying amount | Weighted- average expected credit loss rate | Lifetime expected credit loss allowance |
| Not overdue | \$ 887,360 | - | - |
| Overdue within 30 days | 127,947 | 0.549% | 702 |
| Overdue 31~120 days | 89,261 | 1.277% | 1,140 |
| Overdue 121~180 days | 20,403 | 2.902% | 592 |
| Overdue 181~365 days | 16,822 | 27.268% | 4,587 |
| Overdue more than 365 days | <u>101</u> | 100% | <u>101</u> |
| | <u>\$ 1,141,894</u> | | <u>7,122</u> |

The movements in the allowance for accounts receivable were as follow:

| | 2019 | 2018 |
|--|-------------------------|---------------------|
| Balance at January 1 | \$ 8,331 | 1,628 |
| Impairment losses recognized | 20,011 | 8,480 |
| Amount written off | (13,175) | (1,622) |
| Effect of changes in foreign exchange rate | <u>(561)</u> | <u>(155)</u> |
| Balance at December 31 | <u>\$ 14,606</u> | <u>8,331</u> |

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(d) Property, plant and equipment

The movements in cost and accumulated depreciation of property, plant and equipment were as follows:

| | Land | Buildings and structures | Computers and other equipment | Transportation equipment | Office equipment | Lease improvements | Lease equipment | Construction in progress and testing equip | Total |
|---|-------------------|--------------------------|-------------------------------|--------------------------|------------------|--------------------|-----------------|--|----------------|
| Cost : | | | | | | | | | |
| Balance as of January 1, 2019 | \$ - | - | 88,562 | - | 13,870 | 69,896 | 504 | - | 172,832 |
| Additions (Note 1) | 158,451 | 304,116 | 41,374 | - | 41,796 | 18,605 | - | 6,250 | 570,592 |
| Reclassification (Note 2) | 27,462 | 263,973 | (143) | - | - | 487 | - | - | 291,779 |
| Disposals | - | - | (28,457) | - | (7,254) | (35,831) | - | - | (71,542) |
| Effect of changes in foreign exchange rates | - | (9,564) | (1,848) | - | (1,414) | (1,655) | - | (231) | (14,712) |
| Balance as of December 31, 2019 | <u>\$ 185,913</u> | <u>558,525</u> | <u>99,488</u> | <u>-</u> | <u>46,998</u> | <u>51,502</u> | <u>504</u> | <u>6,019</u> | <u>948,949</u> |
| Balance as of January 1, 2018 | \$ - | - | 88,195 | 825 | 13,141 | 58,333 | 504 | - | 160,998 |
| Additions | - | - | 21,407 | - | 4,375 | 14,215 | - | - | 39,997 |
| Reclassification | - | - | - | - | - | 88 | - | - | 88 |
| Disposals | - | - | (20,240) | (834) | (3,486) | (1,846) | - | - | (26,406) |
| Effect of changes in foreign exchange rates | - | - | (800) | 9 | (160) | (894) | - | - | (1,845) |
| Balance as of December 31, 2018 | <u>\$ -</u> | <u>-</u> | <u>88,562</u> | <u>-</u> | <u>13,870</u> | <u>69,896</u> | <u>504</u> | <u>-</u> | <u>172,832</u> |
| Accumulated depreciation : | | | | | | | | | |
| Balance as of January 1, 2019 | \$ - | - | 55,583 | - | 6,517 | 52,018 | 504 | - | 114,622 |
| Depreciation | - | 7,545 | 17,103 | - | 4,403 | 10,417 | - | - | 39,468 |
| Disposals | - | - | (19,179) | - | (4,984) | (32,185) | - | - | (56,348) |
| Effect of changes in foreign exchange rates | - | (132) | (1,007) | - | (152) | (858) | - | - | (2,149) |
| Balance as of December 31, 2019 | <u>\$ -</u> | <u>7,413</u> | <u>52,500</u> | <u>-</u> | <u>5,784</u> | <u>29,392</u> | <u>504</u> | <u>-</u> | <u>95,593</u> |
| Balance as of January 1, 2018 | \$ - | - | 61,108 | 436 | 7,867 | 47,406 | 504 | - | 117,321 |
| Depreciation | - | - | 11,374 | 127 | 1,789 | 7,067 | - | - | 20,357 |
| Disposals | - | - | (16,373) | (568) | (3,088) | (1,846) | - | - | (21,875) |
| Effect of changes in foreign exchange rates | - | - | (526) | 5 | (51) | (609) | - | - | (1,181) |
| Balance as of December 31, 2018 | <u>\$ -</u> | <u>-</u> | <u>55,583</u> | <u>-</u> | <u>6,517</u> | <u>52,018</u> | <u>504</u> | <u>-</u> | <u>114,622</u> |
| Carrying value : | | | | | | | | | |
| Balance as of December 31, 2019 | <u>\$ 185,913</u> | <u>551,112</u> | <u>46,988</u> | <u>-</u> | <u>41,214</u> | <u>22,110</u> | <u>-</u> | <u>6,019</u> | <u>853,356</u> |
| Balance as of December 31, 2018 | <u>\$ -</u> | <u>-</u> | <u>32,979</u> | <u>-</u> | <u>7,353</u> | <u>17,878</u> | <u>-</u> | <u>-</u> | <u>58,210</u> |
| Balance as of January 1, 2018 | <u>\$ -</u> | <u>-</u> | <u>27,087</u> | <u>389</u> | <u>5,274</u> | <u>10,927</u> | <u>-</u> | <u>-</u> | <u>43,677</u> |

Note 1: Including interest capitalization.

Note 2: Reclassifications are mainly transferring from prepayment for land and building and structures.

(i) During the building on property, plant and equipment, the interest capitalization to pay were as follows:

| | <u>2019</u> | <u>2018</u> |
|---|---------------|-------------|
| Amount of capitalization (in thousands CNY) | 781 | 209 |
| Average capitalization rate | 5.225%~5.635% | 5.635% |

(ii) As of December 31, 2019 and 2018, the property, plant and equipment were pledged, please refer to Note 8.

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(e) Right-of-use assets

The Group leases buildings and structures and transportation equipment. The movements in right-of-use assets were as follows:

| | <u>Buildings and structures</u> | <u>Transportation equipment</u> | <u>Total</u> |
|---|-------------------------------------|-------------------------------------|---------------|
| Cost: | | | |
| Balance as of January 1, 2019 | \$ 89,638 | - | 89,638 |
| Additions | 67,455 | 1,610 | 69,065 |
| Disposals | (62,575) | - | (62,575) |
| Effect of changes in foreign exchange rates | (2,688) | (11) | (2,699) |
| Balance as of December 31, 2019 | <u>\$ 91,830</u> | <u>1,599</u> | <u>93,429</u> |
| Accumulated depreciation: | | | |
| Balance as of January 1, 2019 | \$ - | - | - |
| Depreciation | 41,531 | 226 | 41,757 |
| Disposals | (12,047) | - | (12,047) |
| Effect of changes in foreign exchange rates | (857) | (3) | (860) |
| Balance as of December 31, 2019 | <u>28,627</u> | <u>223</u> | <u>28,850</u> |
| Carrying amount: | | | |
| Balance as of December 31, 2019 | <u>63,203</u> | <u>1,376</u> | <u>64,579</u> |

The Group leases offices, company cars and parking lots under an operating lease for the year ended December 31, 2018, please refer to Note 6(j).

(f) Intangible assets

(i) The movements in intangible assets were as follows:

| | <u>Software</u> | <u>Goodwill</u> | <u>Total</u> |
|---|------------------|-----------------|---------------|
| Cost: | | | |
| Balance as of January 1, 2019 | \$ 39,051 | 19,440 | 58,491 |
| Additions | 8,624 | - | 8,624 |
| Reclassification | 3,110 | - | 3,110 |
| Disposals | (1,184) | - | (1,184) |
| Effect of changes in foreign exchange rates | (539) | (63) | (602) |
| Balance as of December 31, 2019 | <u>\$ 49,062</u> | <u>19,377</u> | <u>68,439</u> |

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| | <u>Software</u> | <u>Goodwill</u> | <u>Total</u> |
|---|------------------|-----------------|---------------|
| Balance as of January 1, 2018 | \$ 36,922 | 18,564 | 55,486 |
| Additions | 3,169 | - | 3,169 |
| Disposals | (833) | - | (833) |
| Effect of changes in foreign exchange rates | (207) | 876 | 669 |
| Balance as of December 31, 2018 | <u>\$ 39,051</u> | <u>19,440</u> | <u>58,491</u> |
| Accumulated amortization: | | | |
| Balance as of January 1, 2019 | \$ 32,103 | - | 32,103 |
| Amortization | 5,819 | - | 5,819 |
| Disposals | (1,176) | - | (1,176) |
| Effect of changes in foreign exchange rates | (343) | - | (343) |
| Balance as of December 31, 2019 | <u>\$ 36,403</u> | <u>-</u> | <u>36,403</u> |
| Balance as of January 1, 2018 | \$ 26,783 | - | 26,783 |
| Amortization | 6,333 | - | 6,333 |
| Disposals | (833) | - | (833) |
| Effect of changes in foreign exchange rates | (180) | - | (180) |
| Balance as of December 31, 2018 | <u>\$ 32,103</u> | <u>-</u> | <u>32,103</u> |
| Carrying value: | | | |
| Balance as of December 31, 2019 | <u>\$ 12,659</u> | <u>19,377</u> | <u>32,036</u> |
| Balance as of December 31, 2018 | <u>\$ 6,948</u> | <u>19,440</u> | <u>26,388</u> |
| Balance as of January 1, 2018 | <u>\$ 10,139</u> | <u>18,564</u> | <u>28,703</u> |

(ii) For the years ended December 31, 2019 and 2018, the amortization of intangible assets is included in the cost of sales and operating expenses in the statement of comprehensive income.

(iii) Impairment testing for goodwill

Goodwill arising from the acquisition of Adcreation Co., Ltd on October 1, 2011, and merged into Osaka sector. The amount of goodwill was JPY 70,081 thousand, mainly comes from the existing customers of Adcreation Co., Ltd will bring the benefits from the growth of revenue in Japan. According to IAS 36, goodwill acquired in a business combination is tested for impairment at least annually. For the purposes of impairment testing, goodwill is allocated to each of the acquirer's cash-generating units, that are expected to benefit from the synergies of the combination. Osaka sector itself is a separate cash-generating unit that can generate independent cash inflows; therefore, goodwill is tested for impairment by comparing the recoverable amount of Osaka sector with its carrying amount to determine whether an impairment loss should be recognized.

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The Equity Value Analysis Report issued by an expert engaged by the Group had been prepared based on Adcreation Co., Ltd's financial forecast covering 2012 to 2016. The projection of operating revenue over the forecast period was made based on the sales plan forecast. Therefore, the consolidated financial statements mainly evaluate and illustrate whether the actual operating revenue achieves the forecast operating revenue for the years ended December 31, 2019 and 2018.

According to the impairment test results of the Group, the recoverable amount determined based on a value in use for the cash-generating unit is greater than the carrying amount. Therefore, no impairment loss should be recognized.

The recoverable amount had been determined based on a value in use for the cash-generating unit. The key assumptions used in the estimation were as follows:

- 1) The future cash flow was based on the financial budget for the next 5 years which was approved by the management. For the future cash flow farther than 5 years in the future, the estimated growth rate is 0%.
- 2) For the estimate of profit before tax, interest and amortization during the financial budget period, was based on expectation of future operations, considering past experience, to adjusted for the anticipated revenue growth. Revenue growth was projected considering the average growth levels experienced over the past years, and the estimated project volume and price growth for the next five years. The sales price for the next five years is assumed to be slightly higher than the expected inflation rate increase.
- 3) The Group estimated the discount rate before tax based on the weighted average cost of capital. The discount rate before tax for the recoverable amount was as follows:

| | December 31, 2019 | December 31, 2018 |
|---------------|------------------------------|------------------------------|
| Discount rate | 34.39 % | 35.64 % |

(g) Other current assets and other non-current assets

(i) Other current assets

| | December 31, 2019 | December 31, 2018 |
|------------------------|------------------------------|------------------------------|
| Other financial assets | \$ - | 269 |
| Refundable deposits | - | 3,457 |
| Temporary payment | 1,222 | 873 |
| | \$ 1,222 | 4,599 |

For the years ended December 31, 2019 and 2018, no impairment loss was recognized on the other current assets. For credit risk, please refer to Note 6(r).

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(ii) Other non-current assets

| | <u>December 31, 2019</u> | <u>December 31, 2018</u> |
|-----------------------------------|------------------------------|------------------------------|
| Refundable deposits | \$ 35,604 | 31,634 |
| Prepayment for equipment | 1,144 | 3,111 |
| Prepayment for land and buildings | - | 291,425 |
| | <u>\$ 36,748</u> | <u>326,170</u> |

(iii) For the years ended December 31, 2019 and 2018, the other current assets and other non-current assets were pledged, please refer to Note 8.

(h) Bank loans

(i) Short-term loans

| | <u>December 31, 2019</u> | <u>December 31, 2018</u> |
|--------------------------|------------------------------|------------------------------|
| Unsecured bank loans | \$ - | 44,755 |
| Unused bank credit lines | \$ 1,488,962 | 164,755 |
| Range of interest rates | -% | 5.0025% |

(ii) Long-term loans

| | <u>December 31, 2019</u> | | |
|--------------------------|--------------------------|-------------------|---------------------|
| | <u>CNY (thousand)</u> | <u>Expiration</u> | <u>Amount</u> |
| Secured bank loans | \$ 27,197 | 2022.1~2028.10 | 117,193 |
| Less: current portion | (10,646) | | (45,873) |
| | <u>\$ 16,551</u> | | <u>71,320</u> |
| Unused bank credit lines | \$ - | | - |
| Range of interest rates | | | <u>5.225%-5.39%</u> |

| | <u>December 31, 2018</u> | | |
|--------------------------|--------------------------|-------------------|----------------|
| | <u>CNY (thousand)</u> | <u>Expiration</u> | <u>Amount</u> |
| Secured bank loans | \$ 19,752 | 2028.10 | 88,400 |
| Less: current portion | (1,542) | | (6,902) |
| | <u>\$ 18,210</u> | | <u>81,498</u> |
| Unused bank credit lines | \$ 10,000 | | 44,755 |
| Range of interest rates | | | <u>5.6350%</u> |

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

As December 31, 2019, the details of the future repayment period of the long-term loans were as follows:

| <u>Period</u> | <u>Amount</u> |
|----------------------------|--------------------------|
| Within one year | \$ 45,873 |
| Between one and five years | 32,619 |
| Over five years | <u>38,701</u> |
| | <u><u>\$ 117,193</u></u> |

(iii) For the collateral for bank loans, please refer to Note 8.

(i) Lease liabilities

The carrying amounts of lease liabilities were as follow:

| | <u>December 31,</u> <u>2019</u> |
|-------------|------------------------------------|
| Current | <u>\$ 38,696</u> |
| Non-current | <u>\$ 20,526</u> |

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

The amount recognized in profit or loss were as follows:

| | <u>2019</u> |
|---|------------------|
| Interest expenses on lease liabilities | <u>\$ 3,526</u> |
| Expenses relating to short-term leases | <u>\$ 24,180</u> |
| Expenses relating to leases of low-value assets (excluding short-term leases of low-value assets) | <u>\$ 10,657</u> |

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

| | <u>2019</u> |
|-------------------------------|------------------|
| Total cash outflow for leases | <u>\$ 81,809</u> |

(i) Leases of buildings and structures

As of December 31, 2019, the Group leases buildings and structures for its office space. The leases of office space run for a period of 1 to 10 years.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

(ii) Other leases

The Group lease some office equipment. These leases are short-term or leases of low-value items. The Group has selected not to recognize right-of use assets and lease liabilities for these leases.

For operating lease of December 31, 2018, please refer to Note 6(j).

(j) Operating leases

The Group leases offices, company vehicles and parking lots under operating lease agreements.

The future lease payments under operating leases are as follows:

| | December 31, 2018 |
|----------------------------|------------------------------|
| Within one year | \$ 66,851 |
| Between one and five years | 57,335 |
| Over five years | - |
| | \$ 124,186 |

For the year ended December 31, 2018, an amount of \$70,817 was recognized as an expense in profit or loss in respect of operating leases.

(k) Employee benefits

(i) Defined benefit plans

Reconciliation of defined benefit obligation at present value and plan asset at fair value were as follows:

| | December 31, 2019 | December 31, 2018 |
|--|------------------------------|------------------------------|
| Present value of the defined benefit obligations | \$ 42,954 | 41,173 |
| Fair value of plan assets | (27,579) | (25,805) |
| Net defined benefit liabilities | \$ 15,375 | 15,368 |

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

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
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1) Composition of plan assets

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

The Group's labor pension reserve account balance in the Bank of Taiwan amounted to 27,579 as of December 31, 2019. For information on the utilization of the labor pension fund assets, including the asset allocation and yield of the fund, please refer to the website of the Bureau of Labor Funds, Ministry of Labor.

2) Movements at present value of the defined benefit obligations

For the years ended December 31, 2019 and 2018, the movements at the present value of the defined benefit obligations for the Group were as follows:

| | <u>2019</u> | <u>2018</u> |
|--|------------------|---------------|
| Defined benefit obligations at January 1 | \$ 41,173 | 41,647 |
| Current service costs and interest cost | 1,032 | 631 |
| Remeasurements of the net defined benefit liability: | | |
| – Actuarial loss arising from changes in financial assumptions | 1,248 | - |
| – Actuarial loss (gain) arising from experience adjustments | (499) | 3,050 |
| Benefits paid from plan assets | - | (4,155) |
| Defined benefit obligations at December 31 | <u>\$ 42,954</u> | <u>41,173</u> |

3) Movements at fair value of the defined benefit plan assets

For the years ended December 31, 2019 and 2018, the movements at fair value of the defined benefit plan assets for the Group were as follows:

| | <u>2019</u> | <u>2018</u> |
|--|------------------|---------------|
| Fair value of plan assets at January 1 | \$ 25,805 | 28,333 |
| Expected return on plan assets | 350 | 368 |
| Remeasurements of the net defined benefit liability: | | |
| – Return on plan assets | 977 | 772 |
| Amounts contributed to plan | 447 | 487 |
| Benefits paid from plan assets | - | (4,155) |
| Fair value of plan assets at December 31 | <u>\$ 27,579</u> | <u>25,805</u> |

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

4) Expenses recognized in profit or loss

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

| | <u>2019</u> | <u>2018</u> |
|--------------------------------|---------------|--------------|
| Current service costs | \$ 474 | 83 |
| Interest cost | 558 | 548 |
| Expected return on plan assets | <u>(350)</u> | <u>(368)</u> |
| | <u>\$ 682</u> | <u>263</u> |
| | <u>2019</u> | <u>2018</u> |
| Cost of sales | \$ 331 | 151 |
| Selling expenses | 27 | 15 |
| Administration expenses | <u>324</u> | <u>97</u> |
| | <u>\$ 682</u> | <u>263</u> |

5) Remeasurements of the net defined benefit liability recognized in other comprehensive income

For the years ended December 31, 2019 and 2018, the remeasurements of the net defined benefit liability recognized in other comprehensive income were as follows:

| | <u>2019</u> | <u>2018</u> |
|-----------------------------------|-----------------|--------------|
| Accumulated amount at January 1 | \$ 7,246 | 4,968 |
| Recognized during the period | <u>(228)</u> | <u>2,278</u> |
| Accumulated amount at December 31 | <u>\$ 7,018</u> | <u>7,246</u> |

6) Actuarial assumptions

The principal actuarial assumptions at the reporting date were as follows:

| | <u>December 31, 2019</u> | <u>December 31, 2018</u> |
|-----------------------------|------------------------------|------------------------------|
| Discount rate | 1.125 % | 1.375 % |
| Future salary increase rate | 3.000 % | 3.000 % |

Expected contribution to the defined benefit pension plan of the Group for the one-year period after the reporting date is \$436. The weighted average lifetime of the defined benefit plans is 15.97 years.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

7) Sensitivity analysis

As of December 31, 2019, and 2018, the changes in main actuarial assumptions might have an impact on the present value of the defined benefit obligation as follows:

| | Influences of defined benefit obligations | |
|-----------------------------|--|-----------------------|
| | Increase 0.25% | Decrease 0.25% |
| December 31, 2019 | | |
| Discount rate | \$ (1,248) | 1,298 |
| Future salary increase rate | 1,249 | (1,211) |
| December 31, 2018 | | |
| Discount rate | \$ (1,269) | 1,320 |
| Future salary increase rate | 1,278 | (1,233) |

There is no change in other assumptions when performing the aforementioned sensitivity analysis. In practice, assumptions may be interactive with each other. The method used on sensitivity analysis is consistent with the calculation on the net pension liabilities.

There is no change in the method and assumptions used in the preparation of sensitivity analysis for 2019 and 2018.

(ii) Defined contribution plans

The Group set aside 6% of the contribution rate of the employee's monthly wages to the Labor Pension personal account of the Bureau of Labor Insurance in accordance with the provisions of the Labor Pension Act. The Group set aside a fixed amount to the Bureau of Labor Insurance without the payment of additional legal or constructive obligations.

The foreign entities of the Group are in accordance with local regulations and are recognized as pension.

The Group set aside \$210,648 and \$158,885 of the pension under the pension plan costs to the Bureau of Labor Insurance for the years ended December 31, 2019 and 2018, respectively.

(l) Income tax

(i) Income tax expense

The components of income tax expense for the years ended December 31, 2019 and 2018 were as follows:

| | 2019 | 2018 |
|--------------------------------|------------------|---------------|
| Current tax expense | \$ 53,425 | 11,777 |
| Deferred tax expense (benefit) | (8,404) | 9,595 |
| Income tax expense | \$ 45,021 | 21,372 |

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

There is no income tax recognized directly in equity or other comprehensive income for the years ended December 31, 2019 and 2018.

Reconciliation of income tax expenses and profit before tax for the years ended December 31, 2019 and 2018 were as follows:

| | <u>2019</u> | <u>2018</u> |
|---|-------------------------|----------------------|
| Profit before tax | \$ <u>458,144</u> | <u>274,562</u> |
| Estimated income tax calculated using the Company's domestic tax rate | \$ 91,629 | 54,912 |
| Effect of tax rates in foreign jurisdiction | (39) | (174) |
| Adjustment in tax rate | - | (3,103) |
| Prior-period tax adjustments | 1,470 | (3,318) |
| Change in unrecognized temporary differences | (6,842) | (5,868) |
| Others | <u>(41,197)</u> | <u>(21,077)</u> |
| | <u>\$ <u>45,021</u></u> | <u><u>21,372</u></u> |

(ii) Deferred tax assets and liabilities

1) Unrecognized deferred tax liabilities

The Group is able to control the timing of the reversal of the temporary differences associated with investments in subsidiaries as of December 31, 2019 and 2018. Also, management considers it probable that the temporary differences will not reverse in the foreseeable future. Hence, such temporary differences are not recognized under deferred tax liabilities. Details are as follows:

| | <u>December 31, 2019</u> | <u>December 31, 2018</u> |
|--|------------------------------|------------------------------|
| Aggregate amount of temporary differences related to investments in subsidiaries | \$ <u>721,757</u> | <u>387,276</u> |
| Unrecognized deferred tax liabilities | \$ <u>144,351</u> | <u>77,455</u> |

2) Unrecognized deferred tax assets

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

| | <u>December 31, 2019</u> | <u>December 31, 2018</u> |
|---------------------------------------|------------------------------|------------------------------|
| The carryforward of unused tax losses | \$ <u>504</u> | <u>524</u> |

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

According to the Income Tax Act, the operating loss as examined and assessed by the local tax authorities can be carried forward for use as a deduction from taxable income over a period of prior years. As of December 31, 2019, the Group's recognized and unrecognized deferred tax assets resulted from loss carryforwards and the expiry years were as follows:

| <u>Years of loss</u> | <u>Recognized deferred tax assets</u> | <u>Unrecognized deferred tax assets</u> | <u>Total</u> | <u>Expiry year</u> |
|----------------------|---|---|--------------|--------------------|
| 2015 | \$ 1,694 | 2,017 | 3,711 | 2020 |
| 2019 | - | 4,172 | 4,172 | 2024 |
| | <u>\$ 1,694</u> | <u>6,189</u> | <u>7,883</u> | |

3) Recognized deferred tax assets and liabilities

The movements in deferred tax assets and liabilities for 2019 and 2018 were as follows:

Deferred Tax Assets:

| | <u>Tax loss carryforward</u> | <u>Accrued expense</u> | <u>Loss allowance</u> | <u>Others</u> | <u>Total</u> |
|---------------------------------|----------------------------------|----------------------------|---------------------------|---------------|---------------|
| Balance as of January 1, 2019 | \$ 3,493 | 9,952 | 3,969 | 4,055 | 21,469 |
| Recognized in profit or loss | (3,069) | 1,726 | (350) | 2,672 | 979 |
| Balance as of December 31, 2019 | <u>\$ 424</u> | <u>11,678</u> | <u>3,619</u> | <u>6,727</u> | <u>22,448</u> |
| Balance as of January 1, 2018 | \$ 15,426 | 1,898 | 9,365 | 2,921 | 29,610 |
| Recognized in profit or loss | (11,933) | 8,054 | (5,396) | 1,134 | (8,141) |
| Balance as of December 31, 2018 | <u>\$ 3,493</u> | <u>9,952</u> | <u>3,969</u> | <u>4,055</u> | <u>21,469</u> |

Deferred Tax Liabilities:

| | <u>Recognized share of gain of subsidiaries accounted for equity method</u> | <u>Unearned revenue</u> | <u>Others</u> | <u>Total</u> |
|---------------------------------|---|-----------------------------|---------------|----------------|
| Balance as of January 1, 2019 | 58,672 | 48,387 | 8,438 | 115,497 |
| Recognized in profit or loss | \$ 1,492 | (8,703) | (214) | (7,425) |
| Balance as of December 31, 2019 | <u>\$ 60,164</u> | <u>39,684</u> | <u>8,224</u> | <u>108,072</u> |
| Balance as of January 1, 2018 | \$ 58,673 | 48,611 | 6,759 | 114,043 |
| Recognized in profit or loss | (1) | (224) | 1,679 | 1,454 |
| Balance as of December 31, 2018 | <u>\$ 58,672</u> | <u>48,387</u> | <u>8,438</u> | <u>115,497</u> |

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
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(iii) The Company's corporate income tax returns for the year through 2017 were assessed by the local tax authorities.

(m) Capital and other equity

As of December 31, 2019 and 2018, the Group's authorized common stock were 120,000 thousand shares and 80,000 thousand shares with a par value of \$10 dollars per share, amounting to \$1,200,000 and \$800,000, of which 66,401 thousand shares and 60,214 thousand shares, respectively, were issued and outstanding. And the capital surplus were \$664,011 and \$602,137. All proceeds from shares issued have been collected.

Reconciliations of shares outstanding for the years ended December 31, 2019 and 2018 were as follows:

| | <u>Common stock (in thousands)</u> | |
|--|------------------------------------|----------------------|
| | <u>2019</u> | <u>2018</u> |
| Balance as of January 1 | 60,214 | 43,878 |
| Turning undistributed earning into capital | 6,021 | 4,336 |
| Issue for Cash | - | 12,000 |
| New share issued through employees' profit sharing bonus | 166 | - |
| Balance as of December 31 | <u><u>66,401</u></u> | <u><u>60,214</u></u> |

(i) Common stock

On March 22, 2019, the Company's Board of Directors approved a resolution to distribute the employees' profit sharing bonus amounting to \$20,000, consisting of 166 thousand shares. The application of the capital increase was approved by the Financial Supervisory Commission. The date of capital increase was resolved to be June 19, 2019, by the Board of Directors. The relevant registration procedures had been completed.

On June 24, 2019, the Company's shareholders approved a resolution to distribute the retained earnings amounting to \$60,214 consisting of 6,021 thousand shares, wherein, 100 shares per thousand shares were distributed as stock dividend. However, the Company distributed the employees' profit sharing bonus to new shares. The stock distribution had been adjusted to 99.72510 shares per thousand shares. The date of capital increase was resolved to be August 12, 2019, by the Board of Directors. The relevant registration procedures had been completed.

On June 21, 2018, the Company's shareholders approved a resolution to distribute the retained earnings amounting to \$43,354. This distribution of retained earnings was passed during Board of Directors, with August 8, 2018, as the date of capital increase. The relevant registration procedures had been completed.

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Wistron Information Technology and Services Corporation and subsidiaries
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On August 9, 2018, the Company's Board of Directors approved a resolution to issued 12,000 thousand shares for cash with par value of \$10 dollars per share. The Company has received approval from the Financial Supervisory Commission for this capital increase on October 16, 2018. The issue price was par value of \$46 dollars per share, approved by the Company's Board of Directors on November 8, 2018. The base date for capital increase was set on December 11, 2018, and all related registration procedures had been completed.

(ii) Capital surplus

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

| | December 31, 2019 | December 31, 2018 |
|--|------------------------------|------------------------------|
| A premium issuance of common shares for cash | \$ 712,847 | 694,507 |
| Transaction of treasury shares | 23,204 | 23,204 |
| | <u>\$ 736,051</u> | <u>717,711</u> |

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

On March 22, 2019, the Company's Board of Directors approved a resolution to distribute employees' profit sharing bonus consisting of 166 thousand shares. The amount of stock premium was \$18,340.

The Company's Board of Directors approved a resolution to issued 12,000 thousand shares for cash. The amount of stock premium was \$432,000, and part of this was reserved for employees' options. Salary expenses were recognized \$9,633 at the fair value of the share options and the Company also recognized capital reserve-employee stock options. Then the amount of stock premium has been transferred to the capital reserve stock-premium after the resolution all done.

(iii) Retained earning

The Company's Article of Incorporation stipulate that Company's net earnings should first be used to offset the prior years' deficits, if any, after paying any income taxes. Of the remaining balance, 10% is to be appropriated as legal reserve until the accumulated legal reserve equals the Company's capital; and also set aside special capital reserve in accordance with relevant regulations or as requested by the authorities. Any balance left over and the beginning balance of retaining earnings shall be distributed by way of cash or stock dividends; and the ratio for all dividends shall exceed 5% of the remaining earnings. The Company's appropriations of earnings are approved in the meeting of the Board of Directors and are presented for approval in the Company's shareholders' meeting.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

The Company considers that the current industrial development of the Company is in a stage of stable growth. In order to cooperate with the Company's long-term capital planning for sustainable operation and stable growth, the Company adopts the residual dividend policy. The annual cash dividends paid shall not be less than 10% of the total cash dividends and stock dividends.

1) Legal reserve

If the Company experienced profit for the year, the meeting of shareholders may decide on the distribution of the legal reserve either by new shares or by cash of up to 25% of the actual share capital.

2) Special reserve

In accordance with Ruling No. 1010012865 issued by the FSC on April 6, 2012, a portion of current period earnings and undistributed prior period earnings shall be reclassified as a special earnings reserve during earnings distribution. The amount to be reclassified should be equal to the total net reduction of current period of other shareholders' equity. Similarly, a portion of undistributed prior period earnings shall be reclassified as a special earnings reserve (and does not qualify for earnings distribution) to account for cumulative changes to other shareholders' equity pertaining to prior periods. Amounts of subsequent reversals pertaining to the net reduction of other shareholders' equity shall qualify for additional distributions.

3) Appropriations of earnings

The appropriations of earnings for 2018 and 2017 had been approved by the shareholders' meetings held on June 24, 2019 and June 21, 2018, respectively. The appropriations and dividends were as follows:

| | 2018 | 2017 |
|-----------------|-------------------|---------------|
| Cash dividends | \$ 102,363 | 21,677 |
| Stock dividends | 60,214 | 43,354 |
| | \$ 162,577 | 65,031 |

4) Treasury shares

- a) The Company repurchased its own common stock as treasury shares in order to motivate and improve the operating performance of its employees in accordance with the requirements under section 28(2) of the Securities and Exchange Act.

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The repurchase period is from July 7 to September 6, 2016. The repurchased treasury shares were 1,048 thousand shares in total, with the amount of \$23,130. The remuneration costs recognized in 2019 and 2018 were \$0 and \$21,646, respectively. As of December 31, 2019 and 2018, the shares of treasury shares repurchased and shares transferred to employees were both 1,048 thousand shares. Therefore, the shares of treasury shares held were 0 shares.

- b) Pursuant to the Securities and Exchange Act, the number of treasury shares purchased cannot exceed 10% of the number of shares issued. The total purchase cost cannot exceed the sum of retained earnings, capital surplus in excess of par value, and realized capital surplus. Based on the financial report of June 30, 2016, the Company's maximum amount of shares could repurchased was 4,387 thousand shares, and the maximum amount was \$532,908.
- c) Treasury stock cannot be pledged for debts, and treasury shares do not carry any shareholder rights until it is transferred.
- (iv) Other equity interest, net of tax

| | Exchange differences on translation of foreign financial statements | Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income | Total |
|---|--|---|------------------|
| Balance as of January 1, 2019 | \$ (53,576) | (22,328) | (75,904) |
| Foreign currency translation differences | (49,333) | - | (49,333) |
| Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income | - | 140 | 140 |
| Balance as of December 31, 2019 | <u>\$ (102,909)</u> | <u>(22,188)</u> | <u>(125,097)</u> |
| Balance as of January 1, 2018 | \$ (44,455) | (25,786) | (70,241) |
| Foreign currency transaction differences | (9,121) | - | (9,121) |
| Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income | - | 3,458 | 3,458 |
| Balance as of December 31, 2018 | <u>\$ (53,576)</u> | <u>(22,328)</u> | <u>(75,904)</u> |

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Notes to the Consolidated Financial Statements

(n) Earnings per share (“EPS”)

(i) Basic earnings per share

| | <u>2019</u> | <u>2018</u> |
|--|-------------------|----------------|
| Net profit belonging to common shareholders | \$ <u>413,123</u> | <u>253,190</u> |
| Weighted average common stock outstanding (in thousands shares) | <u>66,361</u> | <u>53,359</u> |
| Basic earnings per share (in dollars) | \$ <u>6.23</u> | <u>4.75</u> |

(ii) Diluted earnings per share

| | <u>2019</u> | <u>2018</u> |
|--|-------------------|----------------|
| Net profit belonging to common shareholders | \$ <u>413,123</u> | <u>253,190</u> |
| Weighted average common stock outstanding (in thousands shares) | 66,361 | 53,359 |
| Effect of potentially dilutive common stock (in thousands shares) | | |
| Employees’ profit sharing bonus | 368 | 851 |
| Employees’ profit sharing bonus of subsidiary company | 190 | - |
| Weighted average number of common stock (diluted) (in thousands shares) | <u>66,919</u> | <u>54,210</u> |
| Diluted earnings per share (in dollars) | \$ <u>6.17</u> | <u>4.67</u> |

(o) Revenue from contracts with customers

(i) Disaggregation of revenue

| | <u>2019</u> | <u>2018</u> |
|-------------------------------|---------------------|------------------|
| Primary geographical markets: | | |
| China | \$ 2,871,255 | 2,017,858 |
| Japan | 832,846 | 806,485 |
| Taiwan and Hong Kong | 1,435,696 | 958,735 |
| Other | <u>183,667</u> | <u>170,243</u> |
| | \$ <u>5,323,464</u> | <u>3,953,321</u> |
| Major products: | | |
| IT service revenue | \$ <u>5,323,464</u> | <u>3,953,321</u> |

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(ii) Balance of contracts

| | <u>December 31,</u> <u>2019</u> | <u>December 31,</u> <u>2018</u> | <u>January 1,</u> <u>2018</u> |
|---|------------------------------------|------------------------------------|----------------------------------|
| Notes and accounts receivable (including related parties) | \$ 1,409,127 | 1,141,894 | 648,903 |
| Less: loss allowance | <u>(14,606)</u> | <u>(8,331)</u> | <u>(1,628)</u> |
| | <u>\$ 1,394,521</u> | <u>1,133,563</u> | <u>647,275</u> |
| Contract assets | \$ 55,449 | 46,197 | 70,226 |
| Less: loss allowance | <u>(1,664)</u> | <u>(1,603)</u> | <u>(1,811)</u> |
| Total | <u>\$ 53,785</u> | <u>44,594</u> | <u>68,415</u> |
| Contract liabilities | <u>\$ 14,480</u> | <u>24,017</u> | <u>48,563</u> |

For details of notes and accounts receivable and loss allowance, please refer to Note 6(c).

The amount of revenue recognized for the years ended December 31, 2019 and 2018 that was included in the contract liabilities balance at the beginning of the year was \$22,565 and \$46,975, respectively.

(p) Employees' and directors' profit sharing bonus

According to the Company's Article of Incorporation, if the Company has profit (which means income before tax excluding the amounts of employees' and directors' profit sharing bonus) it shall be contributed by the following rules. However, if the amount Company have accumulated deficit, it shall reserve the amount for offsetting deficit.

- (i) No less than 10% of profit as employees' profit sharing bonus. The Company may distribute in the form of shares or in cash, and the qualification requirements of employees, including the employees of subsidiaries of the Company, depends on certain specific requirement determined by the Board of Directors.
- (ii) No more than 2% of profit as the profit sharing bonus in cash to the Directors.

The Company's estimated of employees' and directors' profit sharing bonus were as follows:

| | <u>2019</u> | <u>2018</u> |
|---------------------------------|------------------|---------------|
| Employee's profit sharing bonus | \$ 49,582 | 47,694 |
| Directors' profit sharing bonus | <u>9,800</u> | <u>6,000</u> |
| | <u>\$ 59,382</u> | <u>53,694</u> |

(Continued)

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Notes to the Consolidated Financial Statements

The amounts are calculated by the net profit before tax excluding employees' and directors' profit sharing bonus, of each year multiplied by the percentage of employees' and directors' profit sharing bonus as specified in the Company's Article of Incorporation. The amounts excluding the part of subsidiaries are accounted for under operating expense in 2019 and 2018. The differences between the estimated amounts in the financial statements and the actual amounts approved by the Board of directors, if any, shall be accounted for as a change in accounting estimate and recognized in next year. If the Company's Board of Directors approved to distribute employee's profit sharing bonus by shares, the number of shares were calculated based on the closing price of the Company's common stock, one day before the date of the meeting of Board of Directors. Related information would be available at the Market Observation Post System website. The amounts, as stated in the financial statements, are identical to those of the actual distributions for 2019 and 2018.

(q) Non-operating income and expenses

(i) Other income

| | <u>2019</u> | <u>2018</u> |
|-------------------|------------------|---------------|
| Interest income | \$ 3,824 | 4,629 |
| Government grants | 21,022 | 36,382 |
| Dividend income | <u>714</u> | <u>1,168</u> |
| | <u>\$ 25,560</u> | <u>42,179</u> |

(ii) Other gains and losses

| | <u>2019</u> | <u>2018</u> |
|---|-----------------|---------------|
| Foreign exchange gains, net | \$ 3,384 | 4,579 |
| Losses on disposals of property, plant and equipment, net | (11,572) | (4,497) |
| Losses on disposal of intangible assets | (8) | - |
| Reversal of bad debt loss | 1,790 | 23,939 |
| Gains on lease modification | 2,384 | - |
| Others | <u>5,764</u> | <u>2,310</u> |
| | <u>\$ 1,742</u> | <u>26,331</u> |

(iii) Finance costs

| | <u>2019</u> | <u>2018</u> |
|-------------------|-------------------|----------------|
| Interest expenses | \$ <u>(7,757)</u> | <u>(1,166)</u> |

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

(r) Financial instruments

(i) Credit risk

1) Credit risk exposure

The carrying amount of financial assets and contract assets represents the maximum amount exposed to credit risk.

2) Concentration of credit risk

When financial commodity trading is relatively concentrated on a few trading partners, or not but the trading objects are mostly engaged in similar commercial activities and have similar economic characteristics, so when the ability to perform the contract is similarly affected by economic or other conditions, a significant concentration of credit risk occurs.

As of December 31, 2019 and 2018, 38.99% and 30.23%, respectively, of accounts receivable was concentrated on 6 specific customers. Thus, credit risk is significantly centralized.

The Group has regularly assessed the possibility of recovering accounts receivable and provides appropriate allowance for impairment losses, which is within the management's expectations. In order to reduce the credit risk, the Group also regularly and continuously assesses the financial status of customers, and these customers are well-known international manufacturers. In the past year, the collection status of customers was good. Therefore, the Group assesses that credit risk can be reduced.

3) Receivables securities

For credit risk exposure of notes and accounts receivable, please refer to Note 6(c). For the detail and impairment of other notes and financial assets at amortized cost include time deposits recognized in other financial assets, please refer to Note 6(g).

All of these financial assets are considered to have low risk, and thus, the impairment provision recognized during the period was limited to 12 months expected losses. Regarding how the financial instruments are considered to have low credit risk, please refer to Note 4(g).

(ii) Liquidity risk

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

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

| | <u>Carrying amount</u> | <u>Contractual cash flows</u> | <u>Within 1 year</u> | <u>1-2 years</u> | <u>Over 2 years</u> |
|--|----------------------------|-----------------------------------|--------------------------|------------------|---------------------|
| As of December 31, 2019 | | | | | |
| Non-derivative financial liabilities | | | | | |
| Accounts payable (including related parties) | \$ 171,677 | 171,677 | 171,677 | - | - |
| Other payables (including related parties) | 47,639 | 47,639 | 47,639 | - | - |
| Lease liabilities (current and non-current) | 59,222 | 62,114 | 40,469 | 13,717 | 7,928 |
| Long-term loans (including current portion) | 117,193 | 137,770 | 49,999 | 11,206 | 76,565 |
| | <u>\$ 395,731</u> | <u>419,200</u> | <u>309,784</u> | <u>24,923</u> | <u>84,493</u> |
| As of December 31, 2018 | | | | | |
| Non-derivative financial liabilities | | | | | |
| Accounts payable (including related parties) | \$ 44,755 | 46,822 | 46,822 | - | - |
| Other payables | 157,603 | 157,603 | 157,603 | - | - |
| Long-term loans (including current portion) | 40,953 | 40,953 | 40,953 | - | - |
| | <u>88,400</u> | <u>115,686</u> | <u>11,767</u> | <u>11,766</u> | <u>92,153</u> |
| | <u>\$ 331,711</u> | <u>361,064</u> | <u>257,145</u> | <u>11,766</u> | <u>92,153</u> |

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

(iii) Currency risk

1) Exposure to currency risk

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

| | <u>December 31, 2019</u> | | | | <u>December 31, 2018</u> | | | |
|------------------------------|-----------------------------|----------------------|------------|------------|-----------------------------|----------------------|------------|------------|
| | <u>Foreign currency</u> | <u>Exchange rate</u> | <u>NTD</u> | <u>NTD</u> | <u>Foreign currency</u> | <u>Exchange rate</u> | <u>NTD</u> | <u>NTD</u> |
| <u>Financial assets</u> | | | | | | | | |
| <u>Monetary items</u> | | | | | | | | |
| USD | \$ 1,231 | USD/TWD | 30.106 | 37,059 | 4,366 | USD/TWD | 30.733 | 134,182 |
| CNY | 1,647 | CNY/TWD | 4.3090 | 7,095 | 3,342 | CNY/TWD | 4.4755 | 14,956 |
| JPY | 11,942 | JPY/USD | 0.0092 | 3,302 | 194,330 | JPY/USD | 0.0090 | 53,912 |
| USD | 1,170 | USD/CNY | 6.9867 | 35,212 | 673 | USD/CNY | 6.8669 | 20,678 |
| JPY | 43,705 | JPY/CNY | 0.0642 | 12,083 | 11,020 | JPY/CNY | 0.0620 | 3,057 |
| HKD | 3,604 | HKD/USD | 0.1284 | 13,933 | 1,919 | HKD/USD | 0.1277 | 7,532 |
| <u>Financial Liabilities</u> | | | | | | | | |
| <u>Monetary items</u> | | | | | | | | |
| CNY | 9,916 | CNY/USD | 0.1431 | 42,728 | 10,816 | CNY/USD | 0.1456 | 48,407 |
| HKD | 4,057 | HKD/USD | 0.1284 | 15,686 | 4,640 | HKD/USD | 0.1277 | 18,208 |

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

2) Sensitivity analysis

The Group's exposure to foreign currency risk arises from the translation of the foreign currency exchange gains and losses on cash and cash equivalents, notes and accounts receivable (including related parties), other receivables, accounts payable (including related parties) and other payables that are denominated in foreign currency. A strengthening (weakening) 5% of appreciation (depreciation) of the NTD against the USD, CNY and JPY for the years ended December 31, 2019 and 2018 would have increased (decreased) the net profit after tax by \$2,643 and \$8,761, respectively. The analysis assumes that all other variables remain constant.

3) Foreign exchange gain and loss on monetary items

Since the Group has many kinds of functional currency, the information on foreign exchange gain (loss) on monetary items is disclosed by total amount. For the years ended December 31, 2019 and 2018, foreign exchange gain (loss), including realized and unrealized portions, amounted to \$3,384 and \$4,579, respectively.

(iv) Interest rate analysis

Please refer to the notes on liquidity risk management and interest rate exposure of the Group's financial assets and liabilities.

The following sensitivity analysis is based on the exposure to the interest rate risk of derivative and non-derivative financial instruments on the reporting date. Regarding assets with variable interest rates, the analysis is based on the assumption that the amount of assets outstanding at the reporting date was outstanding throughout the year. The rate of change is expressed as the interest rate increases or decreases by 1% when reporting to management internally, which also represents the Group management's assessment of the reasonably possible interest rate change.

If the interest rate had increased / decreased by 1%, the Group's net income would have increased / decreased by \$1,172 and \$1,332 for the years ended December 2019 and 2018, respectively, with all other variable factors remaining constant. This is mainly due to the Group's borrowing at variable rates and investment in variable-rate bills.

(v) Other market price risk

For the years ended December 31, 2019 and 2018, the sensitivity analyses for the changes in the securities price at the reporting date were performed using the same basis for the profit and loss as illustrated below:

| Prices of securities at the reporting date | 2019 Other comprehensive income after tax | 2018 Other comprehensive income after tax |
|---|--|--|
| Increasing 3% | \$ <u>396</u> | \$ <u>392</u> |
| Decreasing 3% | \$ <u>(396)</u> | \$ <u>(392)</u> |

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

(vi) Fair value information

1) Categories and fair values of financial instruments

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It shall not include fair value information of the financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of the fair value and investments in equity instruments which do not have any quoted price in an active market in which the fair value cannot be reasonably measured.

| | December 31, 2019 | | | | |
|---|--------------------|------------|---------|---------|--------|
| | Carrying amount | Fair value | | | Total |
| | | Level 1 | Level 2 | Level 3 | |
| Financial assets at fair value through other comprehensive income | \$ 13,212 | - | 13,212 | - | 13,212 |
| Financial assets measured at amortized cost | | | | | |
| Cash and cash equivalents | 875,113 | - | - | - | - |
| Notes and accounts receivable, net (including related parties) | 1,394,521 | - | - | - | - |
| Other receivables | 179 | - | - | - | - |
| Refundable deposits | 35,604 | - | - | - | - |
| Subtotal | 2,305,417 | - | - | - | - |
| Total | \$ 2,318,629 | - | 13,212 | - | 13,212 |
| Financial liabilities measured at amortized cost | | | | | |
| Accounts payable (including related parties) | 171,677 | - | - | - | - |
| Other payables (including related parties) | 47,639 | - | - | - | - |
| Lease liabilities(current and non-current) | 59,222 | - | - | - | - |
| Long-term loans (including current portion) | 117,193 | - | - | - | - |
| Total | \$ 395,731 | - | - | - | - |

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

| | December 31, 2018 | | | | |
|---|---------------------|------------|---------------|----------|---------------|
| | Carrying amount | Fair value | | | Total |
| | | Level 1 | Level 2 | Level 3 | |
| Financial assets at fair value through other comprehensive income | \$ 13,072 | - | 13,072 | - | 13,072 |
| Financial assets measured at amortized cost | | | | | |
| Cash and cash equivalents | 1,295,230 | - | - | - | - |
| Notes and accounts receivable, net (including related parties) | 1,133,563 | - | - | - | - |
| Other receivables | 410 | - | - | - | - |
| Other financial assets | 269 | - | - | - | - |
| Refundable deposits | 35,091 | - | - | - | - |
| Subtotal | <u>2,464,563</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> |
| Total | <u>\$ 2,477,635</u> | <u>-</u> | <u>13,072</u> | <u>-</u> | <u>13,072</u> |
| Financial liabilities measured at amortized cost | | | | | |
| Short-term loans | \$ 44,755 | - | - | - | - |
| Accounts payable (including related parties) | 157,603 | - | - | - | - |
| Other payables | 40,953 | - | - | - | - |
| Long-term loans (including current portion) | 88,400 | - | - | - | - |
| Total | <u>\$ 331,711</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> |

2) Valuation techniques for financial instruments measured at fair value

The financial assets held by the Group that are measured at fair value through other comprehensive profit or loss are based on the market method of estimating fair value. The judgment refers to the evaluation of the same type of company, market conditions and financial indicators, etc.

3) Transfers between Level 1 and Level 2

For the years ended December 31, 2019 and 2018, there was no transfers between level 2 and level 1.

(s) Management of financial risk

(i) Overview

The Group is exposed to the extent of the risks arising from financial instruments as below:

- 1) Credit risk
- 2) Liquidity risk
- 3) Market risk

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

Detailed information about the Group's objectives, policies and processes for measuring and managing the above mentioned risks was listed below. For more disclosures about the quantitative effects of these risk exposures, please refer to the respective notes in the accompanying consolidated financial statements.

(ii) Structure of risk management

Risk management policies are approved by the Board of Directors and is executed by the Group's financial department. For financial risks arising from operation management, the financial department is accountable for recognizing, evaluating and planning the hedge methods through cooperating with other operating units. The Board of Directors develops and documents risk policies which cover specific risk exposures such as currency risk and derivative financial instrument risk to ensure the hedge tools are performed properly and effectively.

(iii) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations that arises principally from the Group's accounts receivable.

1) Accounts receivable

The Group's credit risk exposures are influenced mainly by each customer. According to the Group's credit policy, the credit rating of individual customers must be analyzed before the payment terms and credit limit are given. The Group continues to evaluate the customers' credit rating and credit limit via automatic finance system to manage the credit exposure.

The Group set up the allowance for doubtful accounts to reflect the expected credit loss of notes and accounts receivable.

2) Investments

The credit risk exposure in the bank deposits and other financial instruments is measured and monitored by the Group's finance department. Since the Group's transactions resulted from the external parties with good credit standing and investment grade above financial institutions and companies, there are no non-compliance issues and therefore no significant credit risk.

3) Guarantees

The Group only provides endorsement or guarantee for the companies defined in its policy - "Procedures Governing Endorsements and Guarantees". The Group did not provide guarantees as of December 31, 2019 and 2018.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

(iv) Liquidity risk

Liquidity risk is a risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity risk is to ensure, as far 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 maintains sufficient cash and cash equivalents so as to cope with its operations and mitigate the effects of fluctuations in cash flows.

(v) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates, and equity prices, will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

1) Currency risk

The Group is exposed to currency risk on sales and purchases that are denominated in a currency other than the respective functional currencies of the Group's entities. The currencies used in these transactions are denominated in NTD, CNY, USD, EUR and JPY.

The Group collects information of currency to monitor the trend of currency rate and keeps connection with the foreign currency department of banks to collect the market information and determine the exchange rate appropriately for securing the currency risk.

2) Interest risk

The Group adopts a policy of ensuring that will not suffer from high risk and stable interest rate when the rate change significantly. The Group neither has fixed-interest financial liabilities at fair value through profit nor uses derivative financial instruments to hedge debt. Therefore, changes in interest rates on the reporting date do not have a significant impact on profit or loss.

3) Other market price risk

The Group monitor the risk arising from its available-for-sale security instruments, which are held for monitoring cash flow requirements and unused capital. The management of the Group monitor the combination of investment portfolio based on cash flow requirements. Material investments within the portfolio are managed on an individual basis, and all buy-and-sell decisions are approved by the Board of directors.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

(t) Capital management

The Group's objectives for managing capital to safeguard the capacity to continue to operate, to continue to provide a return on shareholders, to maintain the interest of other related parties, and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the dividend payment to the shareholders, issue new shares, or sell assets to settle any liabilities. The Group uses the debt-to-equity ratio to manage capital. This ratio is the total net debt divided by the total capital.

The Group's debt-to-equity ratio at the reporting date was as follows:

| | December 31, 2019 | December 31, 2018 |
|---------------------------------|------------------------------|------------------------------|
| Total liabilities | \$ 1,252,697 | 1,136,428 |
| Less: cash and cash equivalents | <u>(875,113)</u> | <u>(1,295,230)</u> |
| Net debt | <u>\$ 377,584</u> | <u>(158,802)</u> |
| Total equity | \$ 2,108,997 | 1,827,202 |
| Adjustment | <u>-</u> | <u>-</u> |
| Total capital | <u>\$ 2,108,997</u> | <u>1,827,202</u> |
| Debt-to-equity ratio | <u>17.90 %</u> | <u>- %</u> |

As of December 31, 2019, there were no changes in the Group's approach to capital management.

(u) Investing and Financing activities not affecting current cash flow

Reconciliation of liabilities arising from financing activities in the years ended December 31, 2019 and 2018, were as follows:

| | January 1, 2019 | Cash flows | Non-cash changes | | December 31, 2019 |
|---|--------------------------|------------------------|-------------------------|---|------------------------------|
| | | | Others | Effect of changes in foreign exchange rate | |
| Short-term loans | \$ 44,755 | (44,747) | - | (8) | - |
| Long-term loans (including current portion) | 88,400 | (11,431) | 44,747 | (4,523) | 117,193 |
| Lease liabilities (current and non-current) | 89,638 | (43,446) | 14,675 | (1,645) | 59,222 |
| | <u>\$ 222,793</u> | <u>(99,624)</u> | <u>59,422</u> | <u>(6,176)</u> | <u>176,415</u> |
| | January 1, 2018 | Cash flows | Non-cash changes | | December 31, 2018 |
| | | | Others | Effect of changes in foreign exchange rate | |
| Short-term loans | \$ 43,177 | 1,974 | - | (396) | 44,755 |
| Long-term loans (including current portion) | - | 90,129 | - | (1,729) | 88,400 |
| | <u>\$ 43,177</u> | <u>92,103</u> | <u>-</u> | <u>(2,125)</u> | <u>133,155</u> |

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

(7) Related party transactions

(a) Names and relationship with related parties

The following are entities that have transactions with the Group during the periods covered in the financial statements.

| <u>Name of related party</u> | <u>Relationship with the Group</u> |
|--|--|
| Wistron Corporation (Wistron) | The entity with significant influence over the Group |
| Wiwynn Corporation (Wiwynn) | Other related parties |
| All holding Corporation (AIIH) | Other related parties |
| Winynn Technology Service Kun Shan, Ltd. (WYKS) | Other related parties |
| ICT Service Management Solutions (India) Private Limited (WIN) | Other related parties |

(b) Significant transactions with related parties

(i) Provide service to related parties

The amounts of significant sales transactions and outstanding balances between the Group and related parties were as follows:

| | <u>Revenue</u> | | <u>Accounts receivable -related parties</u> | |
|--|-------------------|----------------|---|------------------------------|
| | <u>2019</u> | <u>2018</u> | <u>December 31, 2019</u> | <u>December 31, 2018</u> |
| Entities with significant influence over the Group | \$ 41,408 | 32,626 | 13,230 | 13,671 |
| Other related parties | 73,942 | 81,498 | 6,246 | 5,896 |
| Total | <u>\$ 115,350</u> | <u>114,124</u> | <u>19,476</u> | <u>19,567</u> |

The selling price for related parties approximated the market price. The credit terms ranged from one to three months. Accounts receivable from related parties were uncollateralized, and no expected credit loss was required after the assessment by the management.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

(ii) Service expense and payable to related parties

Other related parties provide IT services to the Group's business and the outstanding balances were as follows:

| | <u>Cost of sales</u> | | <u>Accounts payable -related parties</u> | |
|--|----------------------|-------------|--|------------------------------|
| | <u>2019</u> | <u>2018</u> | <u>December 31, 2019</u> | <u>December 31, 2018</u> |
| Entity with significant influence over the Group | \$ 3,959 | - | - | - |
| Other related parties | <u>13,093</u> | <u>-</u> | <u>6,060</u> | <u>-</u> |
| | <u>\$ 17,052</u> | <u>-</u> | <u>6,060</u> | <u>-</u> |

The terms and pricing of the transactions with related parties were not significantly different from those offered by other vendors. The payment terms ranged from one to three months, which were no different from the payment terms given by other vendors.

(iii) Property transactions

In 2019, the Group disposed computers, office equipment and other equipment to other related parties amounted to \$1,728. All other accounts receivable from above transactions have been received.

(iv) As of December 31, 2019, the Group received \$163 advance payment from the entity with significant influence over the Group which was recognized as current contract liabilities.

(v) Receivables and payables to related parties were as follows:

| | <u>December 31, 2019</u> | <u>December 31, 2018</u> |
|--------------------------------------|------------------------------|------------------------------|
| Accounts receivable—related parties: | | |
| Accounts receivable | <u>\$ 19,476</u> | <u>19,567</u> |
| Accounts payable—related parties: | | |
| Accounts payable | \$ 6,060 | - |
| Other payables | <u>126</u> | <u>-</u> |
| | <u>\$ 6,186</u> | <u>-</u> |

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

(c) Key management personnel compensation

Key management personnel compensation comprised:

| | <u>2019</u> | <u>2018</u> |
|------------------------------|------------------|---------------|
| Short-term employee benefits | \$ 79,896 | 74,574 |
| Post-employment benefits | <u>1,045</u> | <u>664</u> |
| | <u>\$ 80,941</u> | <u>75,238</u> |

(8) Pledged assets

The carrying amounts of pledged assets were as follows:

| <u>Pledged assets</u> | <u>Object</u> | <u>December 31, 2019</u> | <u>December 31, 2018</u> |
|--|--|------------------------------|------------------------------|
| Other current assets — restricted bank deposit | Performance guarantee | \$ - | 90 |
| Other non-current assets — restricted bank deposit | Performance & warranty guarantee | 250 | 3,735 |
| Property, plant and equipment — Real estate | Long-term loans (including current portions) | 245,263 | - |
| Other non-current assets — Deposit | Long-term loans (including current portions) | <u>-</u> | <u>223,626</u> |
| | | <u>\$ 245,513</u> | <u>227,451</u> |

(9) Significant commitments and contingencies

The guarantee notes issued for the project warranty were as follows:

| <u>December 31, 2019</u> | <u>December 31, 2018</u> |
|------------------------------|------------------------------|
| <u>\$ -</u> | <u>5,080</u> |

(10) Losses due to major disasters: None.

(11) Subsequent events

- (a) The appropriation of earnings of 2019 that was approved at the board of directors meeting on March 27, 2020, but is to be presented for approval in the shareholders meeting was as follows:

| | <u>2019</u> |
|------------------------|-------------------|
| Common stock dividends | |
| Cash | <u>\$ 212,484</u> |

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

- (b) The outbreak of Coronavirus pandemic (COVID-19) since early 2020, has brought the uncertainty to Group's operating environment in China, and has impacted the Group's operations and financial performance accordingly. Up to now, the Group has sufficient funds available to meet the needs of operations. Due to uncertain evolving of COVID-19, the Group cannot reasonably measure the impact on its business and financial position now, but would continue to closely monitor the developments of the epidemic.

(12) Other

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

| By function | 2019 | | | 2018 | | |
|----------------------------|---------------|--------------------|-----------|---------------|--------------------|-----------|
| | Cost of sales | Operating expenses | Total | Cost of sales | Operating expenses | Total |
| By item | | | | | | |
| Employee benefits | | | | | | |
| Salaries | 2,595,049 | 507,853 | 3,102,902 | 1,868,066 | 458,089 | 2,326,155 |
| Labor and health insurance | 159,628 | 23,178 | 182,806 | 110,394 | 18,315 | 128,709 |
| Pension | 187,063 | 24,267 | 211,330 | 139,647 | 19,501 | 159,148 |
| Others | 43,333 | 18,889 | 62,222 | 36,745 | 12,084 | 48,829 |
| Depreciation | 9,420 | 71,805 | 81,225 | 5,314 | 15,043 | 20,357 |
| Amortization | 683 | 5,136 | 5,819 | 762 | 5,571 | 6,333 |

(13) Other disclosures

- (a) Information on significant transactions

The following is the information on significant transactions required by the "Regulations Governing the Preparation of Financial Reports by Securities Issuers" for the Group for the year ended December 31, 2019:

- (i) Loans to other parties: None.
- (ii) Guarantees and endorsements for other parties: Please refer to Table 1.
- (iii) Securities held as of December 31, 2019 (excluding investment in subsidiaries, associates and joint ventures): Please refer to Table 2.
- (iv) Individual securities acquired or disposed of with accumulated amount exceeding the lower of NT\$300 million or 20% of the capital stock: None.
- (v) Acquisition of individual real estate with amount exceeding the lower of NT\$300 million or 20% of the capital stock: Please refer to Table 3.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

- (vi) Disposal of individual real estate with amount exceeding the lower of NT\$300 million or 20% of the capital stock: None.
- (vii) Related party transactions for purchases and sales with amounts exceeding the lower of NT\$100 million or 20% of the capital stock: Please refer to Table 4.
- (viii) Accounts receivable from related parties with amounts exceeding the lower of NT\$100 million or 20% of the capital stock: Please refer to Table 5.
- (ix) Trading in derivative instruments: None.
- (x) Business relationships and significant intercompany transactions: Table 6.
- (b) Information on investments (excluding information on investees in mainland China): Please refer to Table 7.
- (c) Information on investment in mainland China: Please refer to Table 8.

(14) Segment information

- (a) General information and segment information

The Group have one reportable segment. This segment is mainly involved in the development and maintenance of the IT system, IT consulting and outsourcing services. The performance of the operating segment is consistent with the consolidated financial report. Revenue from external customers and segment profit or loss, please refer to consolidated statement of comprehensive income. The segment assets, please refer to the consolidated balance sheet.

- (b) Corporate Information

- (i) Geographic information

In presenting information on the basis of geography, segment revenue is based on the geographical location of customers and segment assets are based on the geographical location of the assets.

(Continued)

Wistron Information Technology and Services Corporation and subsidiaries
Notes to the Consolidated Financial Statements

| Geographical information | 2019 | 2018 |
|----------------------------------|---------------------|------------------|
| Revenue from external customers: | | |
| China | \$ 2,871,255 | 2,017,858 |
| Japan | 832,846 | 806,485 |
| Taiwan and Hong Kong | 1,435,696 | 958,735 |
| Other countries | 183,667 | 170,243 |
| Total | \$ 5,323,464 | 3,953,321 |
| | 2019 | 2018 |
| Non-current assets: | | |
| China | \$ 355,491 | 265,917 |
| Japan | 42,068 | 20,313 |
| Taiwan and Hong Kong | 552,048 | 92,674 |
| Other countries | 1,508 | 230 |
| Total | \$ 951,115 | 379,134 |

Non-current assets include property, plant and equipment, right-of-use assets, intangible assets, and other non-current assets, excluding non-current financial instruments and deferred tax assets.

(c) Major customers

In 2018, there is no amount of sales to customers representing greater than 10% of net revenue, therefore, information of major customers was not disclosed.

| | |
|------------|-------------------|
| | 2019 |
| Customer A | \$ 734,303 |

WISTRION INFORMATION TECHNOLOGY AND SERVICES CORPORATION AND SUBSIDIARIES

Notes to the Consolidated Financial Statements

Table 1 Guarantees and endorsements for other parties
(December 31, 2019)

| No. | Endorsement/ Guarantee Provider | Counter - party of guarantee and endorsement | | Limits on Endorsement/ Guarantee Amount Provided to Each Guaranteed Party (Note 1) | Maximum Balance for the Period | Ending Balance | Amount Actually Drawn | Amount of Endorsement / Guarantee Collateralized by Properties | Ratio of Accumulated Endorsement/ Guarantee to Net Equity per Latest Financial Statements | Maximum amount for guarantees and endorsements (Note 1) | Guarantee Provided by Parent Company | Guarantee Provided by A Subsidiary | Guarantee Provided to Subsidiaries in Mainland China | Notes |
|-----|---------------------------------------|--|---|---|--------------------------------------|----------------|-----------------------------|--|---|---|---|--|---|-------|
| | | Name | Relationship with the company (Note 2) | | | | | | | | | | | |
| 0 | The Company | WIBJ | 2 | 1,054,498 | 213,666 | 206,604 | - | - | 9.80% | 2,108,997 | Y | N | Y | - |
| 0 | The Company | WIBI | 2 | 1,054,498 | 79,030 | 75,265 | - | - | 3.57% | 2,108,997 | Y | N | N | - |
| 0 | The Company | WIUS | 2 | 1,054,498 | 61,026 | 60,212 | - | - | 2.86% | 2,108,997 | Y | N | N | - |
| 0 | The Company | WIWZ | 2 | 1,054,498 | 782,636 | 762,351 | - | - | 36.15% | 2,108,997 | Y | N | Y | - |

(Note 1) The total amount for guarantees and endorsements provided by the Company shall not exceed the Company's net worth, which was audited by Certified Public Accountant.

Except for the subsidiary which was owned more than 90% by the guarantor which the total amount for guarantees and endorsements provided by the Company shall not exceed 50% of the Company's net worth, which was audited by Certified Public Accountant. The total amount for guarantees and endorsements provided by the Company to any individual entity shall not exceed 30% of the Company's net worth, which was audited by Certified Public Accountant.

The amount for guarantees and endorsements provided by the Company and its subsidiaries to other entities shall not exceed the Company's net worth, which was audited by Certified Public Accountant.

Except for the subsidiary which was owned more than 90% by the guarantor which the total amount for guarantees and endorsements provided by the Company shall not exceed 50% of the Company's net worth, which was audited by Certified Public Accountant. The amount for guarantees and endorsements provided by the Company and its subsidiaries to any individual entity shall not exceed 30% of the Company's net worth, was audited by Certified Public Accountant.

(Note 2) Relationship with the Company:

1. Ordinary business relationship.
2. Subsidiary which was owned more than 50% by the guarantor.
3. An investee which was owned more than 50% in total by both the guarantor and its subsidiary.
4. An entity that is guaranteed and endorsed by all capital contributing shareholders in proportion to their shareholding percentages.

WISTRION INFORMATION TECHNOLOGY AND SERVICES CORPORATION AND SUBSIDIARIES
Notes to the Consolidated Financial Statements

Table 2 Market Securities Held (excluding investment in subsidiaries, associates and joint ventures)
(December 31, 2019)

| Held Company Name | Marketable Securities Type and Name | Relationship with the company | Financial Statement Account | December 31, 2019 | | | | Highest percentage of shares during the period | Notes |
|-------------------|--|-------------------------------|---|-------------------|------------|-------------------------|------------|--|-------|
| | | | | Number of shares | Book value | Percentage of Ownership | Fair Value | | |
| The Company | Stock of AdvancedTEK International CO. | - | Non-current financial assets at fair value through other comprehensive income | 649,000 | 13,212 | 19.19% | 13,212 | 19.19% | - |

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Notes to the Consolidated Financial Statements

Table 3 Acquisition of real estate with amount exceeding the lower of NT\$300 million or 20% of the capital stock
(December 31, 2019)

| Name of Company | Name of Property | Transaction Date | Transaction amount | Status of payment | Counter-party | Relationship with the company | If the counter party is a related party, disclose the previous transfer information. | | | | References for determining price | Purpose of acquisition and current condition | Others |
|-----------------|---|------------------|--------------------|-------------------|---|-------------------------------|--|-------------------------------|------------------|--------|---|--|--------|
| | | | | | | | Owner | Relationship with the company | Date of transfer | Amount | | | |
| The Company | Land : Land NO.872, Hao Tian Section, Xizhi Dist, New Taipei City Land NO.6, Tong Xin Section, Xizhi Dist, New Taipei City Building : 32F, Building D, Sec.1 Xintai 5th Rd, Xizhi Dist, New Taipei City | 2018.9 | 465,560 | 465,560 | Farglory Global Investment CO., LTD. Farglory Land Development CO., LTD. | Non related parties | - | - | - | - | Valuation amount and market condition provided by professional valuation agency | Operating purpose | None |

WISTRION INFORMATION TECHNOLOGY AND SERVICES CORPORATION AND SUBSIDIARIES
Notes to the Consolidated Financial Statements

Table 4 Related party transactions for purchases and sales with amounts exceeding the lower of NT\$100 million or 20% of the capital stock
(December 31, 2019)

| Name of Company | Related Party | Nature of Relationship | Transaction details | | | | Abnormal Transaction | | | Account/note receivable (payable) | | Notes |
|-----------------|---------------|-----------------------------|---------------------|-------------|---|---|---|---|-----------|--|--------|-------|
| | | | Purchase/Sales | Amount | Percentage of total purchases / (sales) | Payment Terms | Unit price | Payment Terms | Balance | Percentage of total accounts / Note receivable (payable) | | |
| WIWZ | WIBI | Parent - subsidiary company | Sales | (330,101) | (10.81%) | Not materially different from the third-parties sales.(generally transaction) | Not materially different from the third-parties sales.(generally transaction) | Not materially different from the third-parties sales.(generally transaction) | 41,089 | 5.53% | (Note) | |
| WIWZ | WIBJ | Parent - subsidiary company | Sales | (1,092,453) | (35.78%) | " | " | " | 136,337 | 18.34% | " | |
| The Company | WIBI | Parent - subsidiary company | Sales | (171,735) | (18.82%) | " | " | " | 5,952 | 2.46% | " | |
| WIHK | WIBI | Associates | Sales | (193,873) | (84.25%) | " | " | " | 16,070 | 73.04% | " | |
| WIBI | WIWZ | Parent - subsidiary company | Purchases | 330,101 | 42.61% | " | " | " | (41,089) | (60.56%) | " | |
| WIBJ | WIWZ | Parent - subsidiary company | Purchases | 1,092,453 | 96.06% | " | " | " | (136,337) | (96.73%) | " | |
| WIBI | The Company | Parent - subsidiary company | Purchases | 171,735 | 22.00% | " | " | " | (5,952) | (8.77%) | " | |
| WIBI | WIHK | Associates | Purchases | 193,873 | 24.84% | " | " | " | (16,070) | (23.69%) | " | |

(Note) The aforementioned inter - company transactions have been eliminated in the consolidated financial statements.

WISTRION INFORMATION TECHNOLOGY AND SERVICES CORPORATION AND SUBSIDIARIES
Notes to the Consolidated Financial Statements

Table 5 Accounts receivable from related parties with amounts exceeding the lower of NT\$100 million or 20% of the capital stock
(December 31, 2019)

| Company Name | Related Party | Relationship | Balance of receivables from related party | Turnover rate | Past - due receivables from related party | | Amounts Received in Subsequent Period | Allowances for bad debt | Notes |
|--------------|---------------|-----------------------------|---|---------------|---|--------------|---------------------------------------|-------------------------|--------|
| | | | | | Amount | Action taken | | | |
| WIWZ | WIBJ | Parent - subsidiary company | 136,337 | 609.26% | - | None | 136,337 | - | (Note) |

(Note) The aforementioned inter - company transactions have been eliminated in the consolidated financial statements.

WISTRION INFORMATION TECHNOLOGY AND SERVICES CORPORATION AND SUBSIDIARIES
Notes to the Consolidated Financial Statements

Table 6 Significant intercompany transactions and business relationships between parent company and its subsidiaries
(December 31, 2019)

| No. | Company Name | Related Party | Name of relationship (Note 1) | Transaction details during 2019 | | | |
|-----|--------------|---------------|----------------------------------|--------------------------------------|-----------|---|---|
| | | | | Financial Statements Item | Amount | Trading Terms | Percentage of consolidated sales revenue and total assets (Note 2) |
| 0 | The company | WIJP | 1 | Service Revenue | 13,761 | Not materially different from the third-parties sales.(generally transaction) | 0.26% |
| 0 | The company | WIUS | 1 | " | 20,791 | " | 0.39% |
| 0 | The company | WIBI | 1 | " | 171,735 | " | 3.23% |
| 1 | WIJP | WIBI | 3 | " | 51,620 | " | 0.97% |
| 2 | WIHK | WIBI | 3 | " | 193,873 | " | 3.64% |
| 3 | WIBI | WIUS | 3 | " | 1,086 | " | 0.02% |
| 3 | WIBI | The company | 2 | " | 5,091 | " | 0.10% |
| 4 | WIBJ | WIBI | 3 | " | 29,264 | " | 0.55% |
| 5 | WIYC | WIBJ | 3 | " | 6,935 | " | 0.13% |
| 5 | WIYC | WIWZ | 3 | " | 4,654 | " | 0.09% |
| 6 | WIWZ | WIBJ | 3 | " | 1,092,453 | " | 20.52% |
| 6 | WIWZ | WIYC | 3 | " | 6,931 | " | 0.13% |
| 6 | WIWZ | WIBI | 3 | " | 330,101 | " | 6.20% |
| 6 | WIWZ | WIJP | 3 | " | 58,307 | " | 1.10% |
| 6 | WIWZ | The company | 2 | " | 7,539 | " | 0.14% |
| 6 | WIWZ | WIUS | 3 | " | 87,624 | " | 1.65% |
| 6 | WIWZ | WIHK | 3 | " | 36,685 | " | 0.69% |
| 7 | QT | WIBJ | 3 | " | 8,273 | " | 0.16% |
| 7 | QT | WIWZ | 3 | " | 1,811 | " | 0.03% |
| 0 | The company | WIBI | 1 | Accounts receivables-related parties | 5,952 | Not materially different from the third-parties sales.(generally transaction) | 0.18% |
| 0 | The company | WIJP | 1 | " | 5,742 | " | 0.17% |
| 0 | The company | WIUS | 1 | " | 7,486 | " | 0.22% |
| 1 | WIJP | WIBI | 3 | " | 3,098 | " | 0.09% |
| 2 | WIHK | WIBI | 3 | " | 16,070 | " | 0.48% |
| 3 | WIBI | The company | 2 | " | 935 | " | 0.03% |
| 4 | WIBJ | WIBI | 3 | " | 1,638 | " | 0.05% |
| 5 | WIYC | WIBJ | 3 | " | 2,832 | " | 0.08% |
| 6 | WIWZ | WIBJ | 3 | " | 136,337 | " | 4.06% |
| 6 | WIWZ | WIBI | 3 | " | 41,089 | " | 1.22% |

WISTRION INFORMATION TECHNOLOGY AND SERVICES CORPORATION AND SUBSIDIARIES
Notes to the Consolidated Financial Statements

Table 6 Significant intercompany transactions and business relationships between parent company and its subsidiaries
(December 31, 2019)

| No. | Company Name | Related Party | Name of relationship (Note 1) | Transaction details during 2019 | | | |
|-----|--------------|---------------|----------------------------------|--------------------------------------|--------|---|---|
| | | | | Financial Statements Item | Amount | Trade Terms | Percentage of consolidated sales revenue and total assets (Note 2) |
| 6 | WIWZ | WIUS | 3 | Accounts receivables-related parties | 23,278 | Not materially different from the third- parties sales.(generally transaction) | 0.69% |
| 6 | WIWZ | WIJP | 3 | " | 8,323 | " | 0.25% |
| 6 | WIWZ | WIHK | 3 | " | 11,921 | " | 0.35% |
| 6 | WIWZ | The company | 2 | " | 583 | " | 0.02% |

(Note 1): Company numbering as follows :

- 1.Parent company - 0
- 2.Subsidiaries starts from 1

(Note 2): Relationship :

- 1.transactions between parent company and subsidiary
- 2.transactions between subsidiary and parent company
- 3.transactions between subsidiary and subsidiary

(Note 3): The section only discloses the information of sales and accounts receivable of inter - company transactions, as well as the purchase and accounts payable of counter - party.

(Note 4): Calculated by using the transaction amount, divided by the consolidated net revenues and total assets

WISTRION INFORMATION TECHNOLOGY AND SERVICES CORPORATION AND SUBSIDIARIES
Notes to the Consolidated Financial Statements

Table 7 Information on investees (excluding investees in mainland china)
(December 31,2019)

| Name of the investor | Name of investee | Location | Major operations | Initial investment amount | | Ending balance | | | Highest percentage of shares during the period | Net income (losses) of the investee | Investment income (losses) | Notes |
|----------------------|------------------|-----------|---|---------------------------|-------------------|----------------|-----------------|------------|--|-------------------------------------|----------------------------|--------|
| | | | | Ending balance | Beginning balance | Shares | Ratio of shares | Book value | | | | |
| The Company | WIBI | B.V.I | Professional investment enterprise | 294,184 | 294,184 | 180,000,000 | 100.00% | 1,209,689 | 100.00% | 321,433 | 321,433 | (Note) |
| The Company | WLJP | Japan | Research, develop, design of software, and information consulting service | 29,564 | 29,564 | 1,960 | 100.00% | 102,443 | 100.00% | 18,701 | 18,701 | " |
| The Company | WIHK | Hong Kong | Research, develop, design of software, and information consulting service | 44 | 44 | 10,000 | 100.00% | 9,730 | 100.00% | (3,611) | (3,611) | " |
| The Company | WIUS | U.S.A | Research, develop, design of software, and information consulting service | 7,586 | 7,586 | 250,000 | 100.00% | 14,207 | 100.00% | 5,585 | 5,585 | " |

(Note) The aforementioned inter - company transactions have been eliminated in the consolidated financial statements.

WISTRION INFORMATION TECHNOLOGY AND SERVICES CORPORATION AND SUBSIDIARIES
Notes to the Consolidated Financial Statements

Table 8 Information on investment in Mainland China

1. Information on investment in Mainland China:

| Investee Company | Main Businesses and Products | Total Amount of Paid-in Capital | Method of investment | Accumulated Outflow of Investment from Taiwan as of January 1, 2019 | Investment Flows | | Accumulated Outflow of Investment from Taiwan as of December 31, 2019 | Net income (loss) of the investee | Highest percentage of shares during the period | Direct / indirect shareholding (%) by the Company | Share of Profits/Losses (Note 2 - 8) | Carrying Amount as of December 31, 2019 (Note 2 - 8) | Accumulated Inward Remittance of Earnings as of December 31, 2019 |
|------------------|---|---------------------------------|----------------------|---|------------------|--------|---|-----------------------------------|--|---|--------------------------------------|--|---|
| | | | | | Outflow | Inflow | | | | | | | |
| QT | Research, develop, design of software, and information consulting service | 4,445 | (Note1)1. | 2,304 | - | - | 2,304 | 1,102 | 100% | 100% | 1,102 (Note3)2. | (915) | - |
| WIBJ | Research, develop, design of software, and information consulting service | 502,865 | (Note1)1. | 169,420 | - | - | 169,420 | 328,950 | 100% | 100% | 328,950 (Note3)1. | 1,271,734 | - |
| WIWZ | Research, develop, design of software, and information consulting service | 356,800 | (Note1)2. | - | - | - | - | 296,029 | 100% | 100% | 296,029 (Note3)1. | 926,306 | - |
| WIYC | Research, develop, design of software, and information consulting service | 24,449 | (Note1)2. | - | - | - | - | (128) | 100% | 100% | (128) (Note3)2. | 17,451 | - |

2. Limitation on investment in Mainland China

| Accumulated Investment in Mainland China as of December 31, 2019 (Note4) | Investment Amounts Authorized by Investment Commission, MOEA (Note4) - (Note6) - (Note7) | Upper Limit on Investment (Note5) |
|--|--|-----------------------------------|
| 214,697 (USD 7,131,356) | 545,863 (USD 18,131,356) | 1,265,398 |

(Note 1) Ways to invest in Mainland China :

1. Indirect investment in Mainland China company through the company established in a third region.
2. Indirect investment in Mainland China company through Mainland China company.

(Note 2) The amount of the net income (losses) and the investee company carrying value as of December 31, 2019 were recognized by the investment through subsidiaries established in a third region or Mainland China.

(Note 3) Recognized share of associates and joint ventures accounted for using the equity method :

1. The financial statements of the investee company were reviewed by the company's auditor.
2. Others

(Note 4) Translated using the ending rate on December 31, 2019, which was USD : NTD = 1 : 30.106 .

(Note 5) The limit was the higher of 60% of the Company's net worth or NTD 80 million dollars.

(Note 6) Of which USD 1,000,000 was the investment in the dissolved subsidiary at Hangzhou. Due to operating losses, the investment has been completely lost and cannot be remitted; Of which USD 757,756 was the investment in the dissolved subsidiary at Zhejiang.

(Note 7) The Company increases investment in Mainland China(WIBJ) by USD 11,000,000 through the Company established in a third region(WIBI), and the investment has been authorized by Investment Commission, MOEA.

(Note 8) The aforementioned inter - company transactions have been eliminated in the consolidated financial statements.

3. Significant transactions

For the year ended December 31, 2019, the significant transactions of the entities in China, which were eliminated in the preparation of consolidated financial statements, are disclosed in "Information on significant transactions".