# Evergreen Steel Corporation and Subsidiaries

## Consolidated Financial Statements for the Years Ended December 31, 2019 and 2018 and Independent Auditors' Report

**DECLARATION OF CONSOLIDATION OF FINANCIAL STATEMENTS OF AFFILIATES**

The companies required to be included in the consolidated financial statements of affiliates in accordance with the "Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises" for the year ended December 31, 2019 are all the same as the companies required to be included in the consolidated financial statements of parent and subsidiary companies as provided in International Financial Reporting Standard No. 10 "Consolidated Financial Statements". In addition, the information required to be disclosed in the consolidated financial statements of affiliates has all been disclosed in the consolidated financial statements of parent and subsidiary companies. Consequently Evergreen Steel Corporation did not prepare a separate set of consolidated financial statements of affiliates.

Very truly yours,

EVERGREEN STEEL CORPORATION

By

KENG-LI LIN
Chairman

March 16, 2020

## INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Evergreen Steel Corporation

### Opinion

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

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 International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

### Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. 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 for the year ended December 31, 2019. 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.

The key audit matters identified in the Group's consolidated financial statements for the year ended December 31, 2019 are described as follows:

Profit or Loss from the Construction Contracts

The Group recognizes revenue over time during the construction process. The installation unit or costs incurred due to completed construction output is directly related to the degree of satisfying the performance obligation which requires management's significant judgment and accounting estimates.

Under the IFRSs, construction contracts signed by the Group shall be recognized based on the adopted percentage of completion method. When the construction contract is expected to incur losses, the total contract losses shall be recognized in full immediately. Income recognition from construction depends on the degree of completion of the project which involves subjective judgment which may result in profit or loss or certain risks that are not recognized in the correct period. Therefore, we identified the profit or loss from construction contracts as a key audit matter.

The main audit procedures that we performed for testing the profit or loss from construction contracts are as follows:

1. We inspected the control procedures for estimating construction costs. We spot-checked construction costs of the current input, which included the input of raw material, direct labor calculation and the correctness of cost allocation.

2. We evaluated the adequacy of the percentage of completion method by management. We recalculated revenue generated from construction and confirmed the expected revenue from construction projects and construction contracts (including accessory contract or modification) and evaluated the reasonableness of revenue recognition.

Refer to Note 4 to the financial statements for the accounting policy on the assessment of profit or loss from construction contracts. Refer to Notes 5 and 26 for critical accounting judgments and key sources of estimation uncertainty.

Allowance for Impairment Loss of Trade Receivables
(Including Construction Retention Receivable of Contract Assets)

As of December 31, 2019, trade receivables and construction retention receivables of contract assets accounted for 10% of total assets, which are considered significant, and the allowance for impairment loss of trade receivables involves management's significant judgment on accounting estimates.

Management first assessed individually the impairment of trade receivables, evaluated the allowance for bad debt of clients, and assessed them collectively. The allowance for impairment loss of trade receivables is based on the historical collection experience, and the assumption of the expected credit risk of clients which involve significant judgment. Therefore, we regard the assessment of the allowance for impairment loss of trade receivables as a key audit matter.

The main audit procedures that we performed in respect of the impairment loss of trade receivables included the following:

1. We reviewed the historical payment status of the clients, analyzed the allowance for bad debt, and evaluated the reasonableness of the collection rate of accounts receivable.

2. We assessed the recoverability of the client's overdue trade receivables after the reporting period, and assessed the need of additional allowance for bad debt.

3. We obtained an understanding of the accounting policy on accounts receivable and tested the correctness and completeness of the aging schedule in order to calculate the allowance for bad debt recognized by management.

Refer to Note 4 to the consolidated financial statements for the accounting policy on the impairment of trade receivables. Refer to Notes 5 and 10 for critical accounting judgments and key sources of estimation uncertainty.

**Other Matter**

We have also audited the parent company only financial statements of Evergreen Steel Corporation 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 IFRS, IAS, IFRIC and 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.

**Auditors' 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 auditors' 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 auditors' 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 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.

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 for the year ended December 31, 2019 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 is Ching-Fu Chang and Yung-Hsiang Chao.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 16, 2020

<u>*Notice to Readers*</u>

*The accompanying consolidated financial statements are intended only to present the consolidated financial position, financial performance and cash flows in accordance with 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 applied in the Republic of China.*

*For the convenience of readers, the independent auditors' report and the accompanying consolidated financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail.*

## EVERGREEN STEEL CORPORATION AND SUBSIDIARIES

**CONSOLIDATED BALANCE SHEETS**
**DECEMBER 31, 2019 AND 2018**
**(In Thousands of New Taiwan Dollars)**

| | 2019 | | 2018 | |
|---|---|---|---|---|
| **ASSETS** | **Amount** | **%** | **Amount** | **%** |
| CURRENT ASSETS | | | | |
| Cash and cash equivalents (Notes 4 and 6) | $ 3,359,052 | 19 | $ 3,434,460 | 20 |
| Financial assets at amortized cost - current (Notes 4, 9 and 33) | 14,880 | - | 17,937 | - |
| Contract assets - current (Notes 4, 24 and 26) | 2,598,742 | 14 | 2,381,489 | 14 |
| Notes receivable (Notes 4, 5, 24 and 26) | 52,900 | - | 101,131 | - |
| Trade receivables, net (Notes 4, 5, 10, 24 and 26) | 671,061 | 4 | 756,401 | 4 |
| Trade receivables from related parties, net (Notes 4, 5, 10, 24, 26 and 32) | 43,150 | - | 37,014 | - |
| Other receivables | 20,888 | - | 37,202 | - |
| Inventories (Notes 4, 5, 11 and 24) | 657,541 | 4 | 839,846 | 5 |
| Other current assets (Note 18) | 33,022 | - | 107,733 | 1 |
| Total current assets | 7,451,236 | 41 | 7,713,213 | 44 |
| NON-CURRENT ASSETS | | | | |
| Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 8) | 5,716,734 | 32 | 5,394,237 | 31 |
| Financial assets measured at cost - non-current (Notes 4, 9 and 33) | - | - | 350,000 | 2 |
| Investments accounted for using equity method (Notes 4 and 13) | 152,141 | 1 | 142,669 | 1 |
| Property, plant and equipment (Notes 4, 14 and 33) | 3,689,276 | 20 | 3,358,503 | 19 |
| Right-of-use assets (Note 15) | 26,674 | - | - | - |
| Investment properties (Notes 4, 16 and 33) | 62,631 | - | 338,029 | 2 |
| Intangible assets (Notes 4 and 17) | 903,932 | 5 | 13,082 | - |
| Deferred tax assets (Notes 4 and 28) | 55,533 | - | 47,817 | - |
| Refundable deposits | 7,538 | - | 15,866 | - |
| Other non-current assets (Note 18) | 105,352 | 1 | 134,095 | 1 |
| Total non-current assets | 10,719,811 | 59 | 9,794,298 | 56 |
| TOTAL | $ 18,171,047 | 100 | $ 17,507,511 | 100 |
| **LIABILITIES AND EQUITY** | | | | |
| CURRENT LIABILITIES | | | | |
| Short-term borrowings (Note 19) | $ 200,000 | 1 | $ - | - |
| Short-term bills payable (Note 19) | 400,000 | 2 | - | - |
| Financial liabilities at fair value through profit or loss - current (Note 7) | - | - | 143 | - |
| Contract liabilities - current (Notes 4, 24 and 26) | 348,789 | 2 | 895,220 | 5 |
| Notes payable, net (Note 24) | 227,319 | 1 | 342,545 | 2 |
| Trade payable, net (Notes 20 and 24) | 990,976 | 6 | 1,034,751 | 6 |
| Lease liabilities - current (Note 15) | 9,307 | - | - | - |
| Other payables (Notes 21 and 32) | 353,467 | 2 | 364,884 | 2 |
| Current tax liabilities (Notes 4 and 28) | 144,213 | 1 | 221,214 | 2 |
| Provisions - current (Note 22) | 79,132 | - | 37,700 | - |
| Other current liabilities | 48,351 | - | 18,784 | - |
| Total current liabilities | 2,801,554 | 15 | 2,915,241 | 17 |
| NON-CURRENT LIABILITIES | | | | |
| Long-term borrowings (Note 19) | 352,342 | 2 | - | - |
| Deferred tax liabilities (Notes 4 and 28) | 65,996 | 1 | 65,995 | - |
| Lease liabilities - non-current (Note 15) | 16,075 | - | - | - |
| Net defined benefit liabilities - non-current (Notes 4 and 23) | 61,945 | - | 109,090 | 1 |
| Guarantee deposits received | 16,325 | - | 15,694 | - |
| Other non-current liabilities | 11,252 | - | 9,896 | - |
| Total non-current liabilities | 523,935 | 3 | 200,675 | 1 |
| Total liabilities | 3,325,489 | 18 | 3,115,916 | 18 |
| EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Note 25) | | | | |
| Share capital | | | | |
| Ordinary shares | 3,994,260 | 22 | 4,054,260 | 23 |
| Capital surplus | 356,431 | 2 | 286,082 | 2 |
| Retained earnings | | | | |
| Legal reserve | 2,095,929 | 12 | 1,997,893 | 12 |
| Unappropriated earnings | 6,192,425 | 34 | 6,128,546 | 35 |
| Total retained earnings | 8,288,354 | 46 | 8,126,439 | 47 |
| Other equity | | | | |
| Exchange differences on translating the financial statements of foreign operations | (921) | - | 50 | - |
| Unrealized gain on financial assets at fair value through other comprehensive income | 171,807 | 1 | 207,846 | 1 |
| Total other equity | 170,886 | 1 | 207,896 | 1 |
| Treasury shares | (119,045) | (1) | (305,074) | (2) |
| Total equity attributable to owners of the Company | 12,690,886 | 70 | 12,369,603 | 71 |
| NON-CONTROLLING INTERESTS | 2,154,672 | 12 | 2,021,992 | 11 |
| Total equity | 14,845,558 | 82 | 14,391,595 | 82 |
| TOTAL | $ 18,171,047 | 100 | $ 17,507,511 | 100 |

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

# EVERGREEN STEEL CORPORATION AND SUBSIDIARIES

**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**
**FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018**
**(In Thousands of New Taiwan Dollars, Except Earnings Per Share)**

| | 2019 | | 2018 | |
|---|---|---|---|---|
| | **Amount** | **%** | **Amount** | **%** |
| OPERATING REVENUE (Notes 26 and 32) | $ 8,268,207 | 100 | $ 10,685,318 | 100 |
| OPERATING COSTS (Notes 11, 27 and 32) | (6,265,016) | (76) | (8,599,988) | (81) |
| GROSS PROFIT | 2,003,191 | 24 | 2,085,330 | 19 |
| OPERATING EXPENSES (Notes 27 and 32) | | | | |
| Selling and marketing expenses | (461,452) | (6) | (432,351) | (4) |
| General and administrative expenses | (243,522) | (3) | (207,651) | (2) |
| Expected credit gain | 37,907 | 1 | 4,339 | - |
| Total operating expenses | (667,067) | (8) | (635,663) | (6) |
| PROFIT FROM OPERATIONS | 1,336,124 | 16 | 1,449,667 | 13 |
| NON-OPERATING INCOME AND EXPENSES | | | | |
| Other income (Notes 27 and 32) | 275,494 | 3 | 177,601 | 2 |
| Other (losses) and gains (Note 27) | (22,297) | - | 20,575 | - |
| Finance costs | (6,601) | - | (4,398) | - |
| Share of profit of associates (Note 13) | 31,491 | 1 | 14,867 | - |
| Total non-operating income and expenses | 278,087 | 4 | 208,645 | 2 |
| PROFIT BEFORE INCOME TAX | 1,614,211 | 20 | 1,658,312 | 15 |
| INCOME TAX EXPENSE (Note 28) | (288,253) | (4) | (347,973) | (3) |
| NET PROFIT FOR THE YEAR | 1,325,958 | 16 | 1,310,339 | 12 |
| OTHER COMPREHENSIVE INCOME (LOSS) | | | | |
| Items that will not be reclassified subsequently to profit or loss: | | | | |
| Remeasurement of defined benefit plans (Note 23) | (2,373) | - | (21,008) | - |
| Unrealized (loss) gain on investments in equity instruments at fair value through other comprehensive income | (12,830) | - | 137,889 | 1 |
| Income tax relating to items that will not be reclassified subsequently to profit or loss (Note 28) | 475 | - | 7,508 | - |

(Continued)

# EVERGREEN STEEL CORPORATION AND SUBSIDIARIES

**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**
**FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018**
**(In Thousands of New Taiwan Dollars, Except Earnings Per Share)**

| | 2019 | | 2018 | |
|---|---|---|---|---|
| | **Amount** | **%** | **Amount** | **%** |
| Items that may be reclassified subsequently to profit or loss: | | | | |
| Exchange differences on translating the financial statements of foreign operations | $ (2,019) | - | $ (24) | - |
| Other comprehensive (loss) income for the year, net of income tax | (16,747) | - | 124,365 | 1 |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | $ 1,309,211 | 16 | $ 1,434,704 | 13 |
| NET PROFIT ATTRIBUTABLE TO: | | | | |
| Owners of the parent company | $ 947,437 | 11 | $ 980,357 | 9 |
| Non-controlling interests | 378,521 | 5 | 329,982 | 3 |
| | $ 1,325,958 | 16 | $ 1,310,339 | 12 |
| TOTAL COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO: | | | | |
| Owners of the parent company | $ 935,757 | 11 | $ 1,105,510 | 10 |
| Non-controlling interests | 373,454 | 5 | 329,194 | 3 |
| | $ 1,309,211 | 16 | $ 1,434,704 | 13 |
| EARNINGS PER SHARE (Note 29) | | | | |
| Basic | $ 2.44 | | $ 2.53 | |
| Diluted | $ 2.44 | | $ 2.53 | |

The accompanying notes are an integral part of the consolidated financial statements. (Concluded)

## EVERGREEN STEEL CORPORATION AND SUBSIDIARIES

**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**
**FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018**
**(In Thousands of New Taiwan Dollars)**

| | Equity Attributable to Owners of the Company | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | Share Capital | | | Retained Earnings | | Other Equity | | | | | | |
| | Shares (In Thousands) | Amount | Capital Surplus | Legal Reserve | Unappropriated Earnings | Exchange Differences on Translating the Financial Statements of Foreign Operations | Unrealized Valuation Gain on Available-for-sale Financial Asset | Unrealized Gain on Financial Assets at Fair Value Through Other Comprehensive Income | Treasury Share | Total | Non-controlling Interests | Total Equity |
| BALANCE AT JANUARY 1, 2018 | 405,426 | $ 4,054,260 | $ 250,766 | $ 1,878,545 | $ 6,076,493 | $ 62 | $ 84,577 | $ - | $ (305,074) | $ 12,039,629 | $ 1,622,005 | $ 13,661,634 |
| Effect of retrospective application and retrospective restatement | - | - | - | - | - | - | (84,577) | 84,521 | - | (56) | (60) | (116) |
| BALANCE AT JANUARY 1, 2018 AS RESTATED | 405,426 | 4,054,260 | 250,766 | 1,878,545 | 6,076,493 | 62 | - | 84,521 | (305,074) | 12,039,573 | 1,621,945 | 13,661,518 |
| Appropriation of 2017 earnings | | | | | | | | | | | | |
| Legal reserve | - | - | - | 119,348 | (119,348) | - | - | - | - | - | - | - |
| Cash dividends distributed by the Company | - | - | - | - | (810,852) | - | - | - | - | (810,852) | - | (810,852) |
| Cash dividends from parent company | - | - | 35,316 | - | - | - | - | - | - | 35,316 | - | 35,316 |
| Cash dividends distributed by subsidiaries | - | - | - | - | - | - | - | - | - | - | (229,207) | (229,207) |
| Acquisition of interests in subsidiaries | - | - | - | - | - | - | - | - | - | - | 300,000 | 300,000 |
| Net profit for the year ended December 31, 2018 | - | - | - | - | 980,357 | - | - | - | - | 980,357 | 329,982 | 1,310,339 |
| Other comprehensive income (loss) for the year ended December 31, 2018, net of income tax | - | - | - | - | (12,784) | (12) | - | 138,005 | - | 125,209 | (728) | 124,481 |
| Total comprehensive income (loss) for the year ended December 31, 2018 | - | - | - | - | 967,573 | (12) | - | 138,005 | - | 1,105,566 | 329,254 | 1,434,820 |
| Disposal of investments in equity instruments designated as at fair value through other comprehensive income by associates | - | - | - | - | 14,680 | - | - | (14,680) | - | - | - | - |
| BALANCE AT DECEMBER 31, 2018 | 405,426 | 4,054,260 | 286,082 | 1,997,893 | 6,128,546 | 50 | - | 207,846 | (305,074) | 12,369,603 | 2,021,992 | 14,391,595 |
| Appropriation of 2018 earnings | | | | | | | | | | | | |
| Legal reserve | - | - | - | 98,036 | (98,036) | - | - | - | - | - | - | - |
| Cash dividends distributed by the Company | - | - | - | - | (810,852) | - | - | - | - | (810,852) | - | (810,852) |
| Other change in capital surplus | | | | | | | | | | | | |
| Treasury shares transferred to employees | - | - | 37,722 | - | - | - | - | - | 47,815 | 85,537 | - | 85,537 |
| Compensation related to treasury shares transferred to employees | - | - | 5,432 | - | - | - | - | - | - | 5,432 | - | 5,432 |
| Cash dividends from parent company | - | - | 35,316 | - | - | - | - | - | - | 35,316 | - | 35,316 |
| Cash dividends distributed by subsidiaries | - | - | - | - | - | - | - | - | - | - | (240,774) | (240,774) |
| Net profit for the year ended December 31, 2019 | - | - | - | - | 947,437 | - | - | - | - | 947,437 | 378,521 | 1,325,958 |
| Other comprehensive loss for the year ended December 31, 2019, net of income tax | - | - | - | - | (2,345) | (971) | - | (8,364) | - | (11,680) | (5,067) | (16,747) |
| Total comprehensive income (loss) for the year ended December 31, 2019 | - | - | - | - | 945,092 | (971) | - | (8,364) | - | 935,757 | 373,454 | 1,309,211 |
| Dividends from claims extinguished by prescription | - | - | 93 | - | - | - | - | - | - | 93 | - | 93 |
| Disposal of treasury shares | - | - | 35,447 | - | - | - | - | - | 34,553 | 70,000 | - | 70,000 |
| Retirement of treasury shares | (6,000) | (60,000) | (43,661) | - | - | - | - | - | 103,661 | - | - | - |
| Disposal of investments in equity instruments designated as at fair value through other comprehensive income | - | - | - | - | 27,675 | - | - | (27,675) | - | - | - | - |
| BALANCE AT DECEMBER 31, 2019 | 399,426 | $ 3,994,260 | $ 356,431 | $ 2,095,929 | $ 6,192,425 | $ (921) | $ - | $ 171,807 | $ (119,045) | $ 12,690,886 | $ 2,154,672 | $ 14,845,558 |

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

# EVERGREEN STEEL CORPORATION AND SUBSIDIARIES

**CONSOLIDATED STATEMENTS OF CASH FLOWS**
**FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018**
**(In Thousands of New Taiwan Dollars)**

| | 2019 | 2018 |
|---|---|---|
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Income before income tax | $ 1,614,211 | $ 1,658,312 |
| Adjustments for: | | |
| Depreciation expenses (investment properties included) | 366,193 | 332,840 |
| Amortization expenses | 8,543 | 9,213 |
| Expected credit loss recognized (reversed) on trade receivables | (37,907) | (4,339) |
| Net (gain) loss on fair value changes of financial liabilities at fair value through profit or loss | (594) | 143 |
| Treasury shares transferred to employees at cost | 5,432 | - |
| Finance costs | 6,601 | 4,398 |
| Interest income | (33,234) | (23,540) |
| Dividend income | (173,044) | (98,331) |
| Share of profit of associates | (31,491) | (14,867) |
| Gain on disposal of property, plant and equipment | (1,102) | (12,363) |
| Impairment loss recognized on investment properties | 23,678 | - |
| Loss from disasters | - | 3,082 |
| Gain on lease modification | (52) | - |
| Changes in operating assets and liabilities | | |
| Increase in financial liabilities mandatorily classified as at fair value through profit or loss | 451 | - |
| Increase in contract assets | (217,253) | (123,370) |
| Decrease in notes receivable | 48,231 | 127,936 |
| Decrease in trade receivables | 117,111 | 625,654 |
| Decrease in other receivables | 18,380 | 7,726 |
| Decrease in inventories | 182,305 | 103,552 |
| Decrease (increase) in other current assets | 74,711 | (60,314) |
| (Decrease) increase in contract liabilities | (597,712) | 70,190 |
| (Decrease) increase in notes payables | (115,226) | 20,968 |
| Decrease in trade payables | (43,775) | (26,987) |
| (Decrease) increase in other payables | (11,367) | 33,002 |
| Increase (decrease) in provisions | 41,432 | (9,100) |
| Increase (decrease) in other current liabilities | 80,848 | (125,146) |
| Decrease in net defined benefit liabilities | (49,519) | (30,463) |
| Increase in other non-current liabilities | 1,356 | 565 |
| Cash generated from operations | 1,277,207 | 2,468,761 |
| Interest received | 33,996 | 22,964 |
| Interest paid | (6,651) | (4,401) |
| Income tax paid | (375,322) | (282,699) |
| Net cash generated from operating activities | 929,230 | 2,204,625 |

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# EVERGREEN STEEL CORPORATION AND SUBSIDIARIES

**CONSOLIDATED STATEMENTS OF CASH FLOWS**
**FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018**
**(In Thousands of New Taiwan Dollars)**

| | 2019 | 2018 |
|---|---|---|
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Purchase of financial assets at fair value through other comprehensive income | $ (407,580) | $ (26,225) |
| Proceeds from sale of financial assets at fair value through other comprehensive income | 142,254 | 291,126 |
| Purchase of financial assets at amortized cost | (2,743) | (350,000) |
| Proceeds from sale of financial assets at amortized cost | 355,800 | 13,004 |
| Payments for property, plant and equipment | (442,087) | (285,938) |
| Proceeds from disposal of property, plant and equipment | 1,910 | 54,628 |
| Proceeds from disposal of investment properties | 8,077 | - |
| Decrease (increase) in refundable deposits | 8,328 | (944) |
| Payments for intangible assets | (899,393) | (9,135) |
| Decrease (increase) in other non-current assets | 28,743 | (28,119) |
| Other dividends received | 173,044 | 98,331 |
| Dividends received from associates | 20,000 | 12,000 |
| Net cash used in investing activities | (1,013,647) | (231,272) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Proceeds from (repayments of) bills payable | 200,000 | (50,000) |
| Proceeds from (repayments of) short-term borrowings | 400,000 | (150,000) |
| Proceeds from long-term borrowings | 352,342 | - |
| Dividends received from subsidiaries | (240,774) | (229,207) |
| Decrease in guarantee deposits | 631 | 864 |
| Repayment of principal portion of lease liabilities | (13,284) | - |
| Dividends paid to owners of the Company | (775,536) | (775,536) |
| Increase in non-controlling interests | - | 300,000 |
| Treasury shares sold to employees | 85,537 | - |
| Dividends from claims extinguished by prescription | 93 | - |
| Net cash generated from (used in) financing activities | 9,009 | (903,879) |
| NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS | (75,408) | 1,069,474 |
| CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR | 3,434,460 | 2,364,986 |
| CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR | $ 3,359,052 | $ 3,434,460 |

The accompanying notes are an integral part of the consolidated financial statements. (Concluded)

## 1. GENERAL INFORMATION

Evergreen Steel Corporation ("the Company" formerly Evergreen Heavy Industrial Corporation, which was later renamed Evergreen E-Services Corporation and Evergreen Development Corporation) was incorporated in January 1973 as a company limited by shares under the Company Law of the Republic of China. The Company merged with Evergreen Superior Alloys Corporation on August 31, 1990. In 1993, the superior alloys division and related assets were transferred or sold to Gloria Material Technology Corporation (formerly Gloria Heavy Industrial Corporation). The Company merged with Ever Pioneer Steel Corporation on October 31, 1998. In 1998, management discontinued the operations of the container production division. On September 30, 2009, the Company merged with Green Steel Structure Corporation by issuing 4,993 thousand shares to acquire a minority interest holding of 5.72%. In this merger, the Company was the survivor entity.

In July 2018, the Company decided to transfer steel bars division to steel structures division.

In January 13 2020, the Company received approval from the Taipei Exchange (TPEx) for a domestic initial public offering and its ordinary shares were listed and traded on the Emerging Stock Board.

The Company repairs containers and manufactures and sells steel bars, steel structures and related components.

The consolidated financial statements are presented in the Company's functional currency, New Taiwan dollars.

## 2. APPROVAL OF FINANCIAL STATEMENTS

The consolidated financial statements were approved by the Company's board of directors on March 16, 2020.

## 3. APPLICATION OF NEW, AMENDED AND REVISED STANDARDS AND INTERPRETATIONS

a. Initial application of the amendments to the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) (collectively, the "IFRSs") endorsed and issued into effect by the Financial Supervisory Commission (FSC)

   Except for the following, the initial application of the amendments to the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the IFRSs endorsed and issued into effect by the FSC did not have any material impact on the Group's accounting policies:

   - IFRS 16 "Leases"

     IFRS 16 provides a comprehensive model for the identification of lease arrangements and their treatment in the financial statements of both lessee and lessor. It supersedes IAS 17 "Leases", IFRIC 4 "Determining whether an Arrangement contains a Lease", and a number of related interpretations. Refer to Note 4 for information relating to the relevant accounting policies.

Definition of a lease

The Group elects to apply the guidance of IFRS 16 in determining whether contracts are, or contain, a lease only to contracts entered into (or changed) on or after January 1, 2019. Contracts identified as containing a lease under IAS 17 and IFRIC 4 are not reassessed and are accounted for in accordance with the transitional provisions under IFRS 16.

The Group as lessee

The Group recognizes right-of-use assets and lease liabilities for all leases on the consolidated balance sheets except for those whose payments under low-value asset and short-term leases are recognized as expenses on a straight-line basis. On the consolidated statements of comprehensive income, the Group presents the depreciation expense charged on right-of-use assets separately from the interest expense accrued on lease liabilities; interest is computed using the effective interest method. On the consolidated statements of cash flows, cash payments for the principal portion of lease liabilities are classified within financing activities; cash payments for the interest portion are classified within operating activities. Prior to the application of IFRS 16, payments under operating lease contracts, were recognized as expenses on a straight-line basis. Cash flows for operating leases were classified within operating activities on the consolidated statements of cash flows. Leased assets and finance lease payables were recognized on the consolidated balance sheets for contracts classified as finance leases.

The Group elects to apply IFRS 16 retrospectively. Comparative information is not restated.

Lease liabilities were recognized on January 1, 2019 for leases previously classified as operating leases under IAS 17. Lease liabilities were measured at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate on January 1, 2019. Right-of-use assets are measured at an amount equal to the lease liabilities since the commencement date. The Group applies IAS 36 to all right-of-use assets.

The Group also applies the following practical expedients:

1) The Group applies a single discount rate to a portfolio of leases with reasonably similar characteristics to measure lease liabilities.

2) The Group accounts for those leases for which the lease term ends on or before December 31, 2019 as short-term leases.

3) The Group uses hindsight, such as in determining lease terms, to measure lease liabilities.

For leases previously classified as finance leases under IAS 17, the carrying amounts of right-of-use assets and lease liabilities on January 1, 2019 are determined as at the carrying amounts of the respective leased assets and finance lease payables on December 31, 2018.

The lessee's incremental borrowing rate applied to lease liabilities recognized on January 1, 2019 is 1.1%. The difference between the (i) lease liabilities recognized and (ii) operating lease commitments disclosed under IAS 17 on December 31, 2018 is explained as follows:

| | |
|---|---|
| The future minimum lease payments of non-cancellable operating lease commitments on December 31, 2018 | $ 32,284 |
| Less: Recognition exemption for short-term leases and leases of low-value assets | (1,620) |
| Undiscounted amount on January 1, 2019 | $ 30,664 |
| Discounted amount using the incremental borrowing rate recognized on January 1, 2019 | $ 30,178 |

The Group as lessor

The Group does not make any adjustments for leases in which it is a lessor, and it accounts for those leases with the application of IFRS 16 starting from January 1, 2019.

The impact on assets, liabilities and equity as of January 1, 2019 from the initial application of IFRS 16 is set out as follows:

| | As Originally Stated on January 1, 2019 | Adjustments Arising from Initial Application | Restated on January 1, 2019 |
|---|---|---|---|
| Right-of-use assets | $ - | $ 30,178 | $ 30,178 |
| Total effect on assets | $ - | $ 30,178 | $ 30,178 |
| Lease liabilities - current | $ - | $ 10,160 | $ 10,160 |
| Lease liabilities - non-current | - | 20,018 | 20,018 |
| Total effect on liabilities | $ - | $ 30,178 | $ 30,178 |

b. The IFRSs endorsed by the FSC for application starting from 2020

| New IFRSs | Effective Date Announced by IASB |
|---|---|
| Amendments to IFRS 3 “Definition of a Business” | January 1, 2020 (Note 1) |
| Amendments to IFRS 9, IAS 39 and IFRS 7 “Interest Rate Benchmark Reform” | January 1, 2020 (Note 2) |
| Amendments to IAS 1 and IAS 8 “Definition of Material” | January 1, 2020 (Note 3) |

Note 1: The Group shall apply these amendments to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2020 and to asset acquisitions that occur on or after the beginning of that period.

Note 2: The Group shall apply these amendments retrospectively for annual reporting periods beginning on or after January 1, 2020.

Note 3: The Group shall apply these amendments prospectively for annual reporting periods beginning on or after January 1, 2020.

As of the date the consolidated financial statements were authorized for issue, the Group is continuously assessing the possible impact that the application of other standards and interpretations will have on the Group’s financial position and financial performance and will disclose the relevant impact when the assessment is completed.

c. New IFRSs in issue but not yet endorsed and issued into effect by the FSC

| New IFRSs | Effective Date Announced by IASB (Note) |
|---|---|
| Amendments to IFRS 10 and IAS 28 “Sale or Contribution of Assets between an Investor and its Associate or Joint Venture” | 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 |

Note: Unless stated otherwise, the above New IFRSs are effective for annual reporting periods beginning on or after their respective effective dates.

As of the date the consolidated financial statements were authorized for issue, the Group is continuously assessing the possible impact that the application of other standards and interpretations will have on the Group’s financial position and financial performance and will disclose the relevant impact when the assessment is completed.

## 4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a. Statement of compliance

The consolidated financial statements have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and IFRSs as endorsed and issued into effect by the FSC.

b. Basis of preparation

The consolidated financial statements have been prepared on the historical cost basis except for financial instruments which are measured at fair value and net defined benefit liabilities which are measured at the present value of the defined benefit obligation less the fair value of plan assets.

The fair value measurements, which are grouped into Levels 1 to 3 based on the degree to which the fair value measurement inputs are observable and based on the significance of the inputs to the fair value measurement in its entirety, are described as follows:

1) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities;

2) Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for an asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

3) Level 3 inputs are unobservable inputs for an asset or liability.

c. Classification of current and non-current assets and liabilities

Current assets include:

1) Assets held primarily for the purpose of trading;

2) Assets expected to be realized within 12 months after the reporting period; and

3) Cash and cash equivalents unless the asset is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

Current liabilities include:

1) Liabilities held primarily for the purpose of trading;

2) Liabilities due to be settled within 12 months after the reporting period; and

3) Liabilities for which the Group does not have an unconditional right to defer settlement for at least 12 months after the reporting period.

Assets and liabilities that are not classified as current are classified as non-current.

The Group engages in the construction business, which has an operating cycle of over one year, and the normal operating cycle applies when considering the classification of the Group's construction-related assets and liabilities.

d. Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Parent Company and the entities controlled by the Parent Company (i.e., its subsidiaries). When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by the Parent Company. All intra-group transactions, balances, income and expenses are eliminated in full upon consolidation. Total comprehensive income of subsidiaries is attributed to the owners of the Parent Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognized directly in equity and attributed to the owners of the Parent Company.

See Note 12 and Table 7 for detailed information on subsidiaries (including the percentages of ownership and main businesses).

e. Foreign currencies

In preparing the financial statements of each individual entity, transactions in currencies other than the entity's functional currency (i.e., foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions.

At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Exchange differences on monetary items arising from settlement or translation are recognized in profit or loss in the period in which they arise.

Non-monetary items measured at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Exchange differences arising on the retranslation of non-monetary items are included in profit or loss for the period except for exchange differences arising from the retranslation of non-monetary items in respect of which gains and losses are recognized directly in other comprehensive income, in which case, the exchange differences are also recognized directly in other comprehensive income.

Non-monetary items that are measured at historical cost in a foreign currency are not retranslated.

For the purpose of presenting the consolidated financial statements, the functional currencies of the Parent Company and its foreign operations (including subsidiaries and associates that use currencies which are different from the currency of the Parent Company) are translated into the presentation currency, the New Taiwan dollar, as follows: Assets and liabilities are translated at the exchange rates prevailing at the end of the reporting period; and income and expense items are translated at the average exchange rates for the period. The resulting currency translation differences are recognized in other comprehensive income (attributed to the owners of the Parent Company and non-controlling interests as appropriate).

On the disposal of a foreign operation (i.e., a disposal of the Company's entire interest in a foreign operation, or a disposal involving the loss of control over a subsidiary that includes a foreign operation, or a partial disposal of an interest in a joint arrangement or an associate that includes a foreign operation of which the retained interest becomes a financial asset), all of the exchange differences accumulated in equity in respect of that operation are reclassified to profit or loss.

In relation to a partial disposal of a subsidiary that does not result in the Company losing control over the subsidiary, the proportionate share of accumulated exchange differences is not recognized in profit or loss. For all other partial disposals, the proportionate share of the accumulated exchange differences recognized in other comprehensive income is reclassified to profit or loss.

f. Inventories

Inventories consist of raw materials, supplies, merchandise and inventory in transit. Inventories are stated at the lower of cost and net realizable value. Inventory write-downs are made by item, except where it may be appropriate to group similar or related items. The net realizable value is the estimated selling price of inventories less all estimated costs of completion and costs necessary to make the sale. Inventories are recorded at the weighted-average cost on the balance sheet date.

g. Investments in associates and joint ventures

An associate is an entity over which the Group has significant influence and that is not a subsidiary nor an interest in a joint venture.

Investments in associates and joint ventures are accounted for using the equity method.

Under the equity method, investments in an associate and joint ventures are initially recognized at cost and adjusted thereafter to recognize the Group's share of the profit or loss and other comprehensive income of the associate. The Group also recognizes the changes in the Group's share of equity of associates and joint ventures attributable to the Group.

Any excess of the cost of acquisition over the Group's share of the net fair value of the identifiable assets and liabilities of an associate at the date of acquisition is recognized as goodwill, which is included within the carrying amount of the investment and is not amortized. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of acquisition, after reassessment, is recognized immediately in profit or loss.

When the Company subscribes for additional new shares of an associate and a joint venture at a percentage different from its existing ownership percentage, the resulting carrying amount of the investment differs from the amount of the Group's proportionate interest in the associate and joint venture. The Group records such a difference as an adjustment to investments with the corresponding amount charged or credited to capital surplus - changes in capital surplus from investments in associates and joint ventures accounted for using the equity method. If the Group's ownership interest is reduced due to its additional subscription of the new shares of the associate and joint venture, the proportionate amount of the gains or losses previously recognized in other comprehensive income in relation to that associate and joint venture is reclassified to profit or loss on the same basis as would be required had the investee directly disposed of the related assets or liabilities. When the adjustment should be debited to capital surplus, but the capital surplus recognized from investments accounted for using the equity method is insufficient, the shortage is debited to retained earnings.

The entire carrying amount of the investment is tested for impairment as a single asset by comparing its recoverable amount with its carrying amount. Any impairment loss recognized is deducted from the investment and the carrying amount is net of impairment loss. Any reversal of that impairment loss is recognized to the extent that the recoverable amount of the investment subsequently increases.

Profits and loss resulting from the Group's downstream, upstream and sidestream transactions with its associates and joint ventures are recognized in the Group's consolidated financial statements only to the extent of interests in the associate that are not related to the Group.

h. Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss.

Depreciation of property, plant and equipment is recognized using the straight-line method. Each significant part is depreciated separately. The estimated useful lives, residual values and depreciation methods are reviewed at the end of each reporting period, with the effects of any changes in estimates accounted for on a prospective basis.

On derecognition of an item of property, plant and equipment, the difference between the sales proceeds and the carrying amount of the asset is recognized in profit or loss.

i. Investment properties

Investment properties are properties held to earn rental and/or for capital appreciation. Investment properties also include land held for a currently undetermined future use.

Investment properties are initially measured at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured at cost less accumulated depreciation and accumulated impairment loss. Depreciation is recognized using the straight-line method.

For a transfer of classification from property, plant and equipment to investment properties, the deemed cost of an item of property for subsequent accounting is its carrying amount at the end of owner-occupation.

On derecognition of an investment property, the difference between the net disposal proceeds and the carrying amount of the asset is included in profit or loss.

j. Intangible assets

1) Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are initially measured at cost and subsequently measured at cost less accumulated amortization and accumulated impairment loss. Amortization is recognized on a straight-line basis. The estimated useful lives, residual values, and amortization methods are reviewed at the end of each reporting period, with the effect of any changes in estimates accounted for on a prospective basis.

When the Group has a right to charge for the usage of concession infrastructure (as a consideration for providing construction services in a service concession arrangement), it recognizes this as an intangible asset. The intangible asset is subsequently measured at cost less accumulated amortization and any accumulated impairment loss.

2) Derecognition of intangible assets

On derecognition of an intangible asset, the difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss.

k. Impairment of tangible and intangible assets

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets, to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of such assets is estimated in order to determine the extent of the impairment loss. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Corporate assets are allocated to the individual cash-generating units on a reasonable and consistent basis of allocation.

The recoverable amount is the higher of fair value less costs to sell and value-in-use. If the recoverable amount of an asset or cash-generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash-generating unit is reduced to its recoverable amount, with the resulting impairment loss recognized in profit or loss.

When an impairment loss is subsequently reversed, the carrying amount of the asset or cash-generating unit is increased to the revised estimate of its recoverable amount, but only to the extent of the carrying amount that would have been determined had no impairment loss been recognized for the asset or cash-generating unit in prior years. Reversals of impairment loss are recognized in profit or loss.

l. Financial instruments

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

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to an acquisition or issuance of financial assets and financial liabilities (other than financial assets and financial liabilities at FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognized immediately in profit or loss.

1) Financial assets

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

a) Measurement category

Financial assets are classified into the following categories: Financial assets at amortized cost and investments in equity instruments at FVTOCI.

i. Financial assets at amortized cost

Financial assets that meet the following conditions are subsequently measured at amortized cost:

i) The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and

ii) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Subsequent to initial recognition, financial assets at amortized cost, including cash and cash equivalents, and trade receivables at amortized cost, are measured at amortized cost, which equals the gross carrying amount determined using the effective interest method less any impairment loss. Exchange differences are recognized in profit or loss.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of such a financial asset.

Cash equivalents include time deposits with original maturities within 12 months from the date of acquisition, which are highly liquid, readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. These cash equivalents are held for the purpose of meeting short-term cash commitments.

ii. Investments in equity instruments at FVTOCI

On initial recognition, the Company may make an irrevocable election to designate investments in equity instruments as at FVTOCI. Designation as at FVTOCI is not permitted if the equity investment is held for trading or if it is contingent consideration recognized by an acquirer in a business combination.

Investments in equity instruments at FVTOCI are subsequently measured at fair value with gains and losses arising from changes in fair value recognized in other comprehensive income and accumulated in other equity. The cumulative gain or loss will not be reclassified to profit or loss on disposal of the equity investments; instead, it will be transferred to retained earnings.

Dividends on these investments in equity instruments are recognized in profit or loss when the Company's right to receive the dividends is established, unless the dividends clearly represent a recovery of part of the cost of the investment.

b) Impairment of financial assets and contract assets

The Group recognizes a loss allowance for expected credit losses on financial assets and contract assets at amortized cost including trade receivables and contract assets.

The Group always recognizes lifetime expected credit losses (ECLs) for trade receivables and contract assets. For all other financial instruments, the Group recognizes lifetime ECLs when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on a financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECLs.

Expected credit losses reflect the weighted average of credit losses with the respective risks of a default occurring as the weights. Lifetime ECLs represent the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECLs represent the portion of lifetime ECLs that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

The impairment loss of all financial assets is recognized in profit or loss by a reduction in their carrying amounts through a loss allowance account.

c) Derecognition of financial assets

The Group derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset at amortized cost in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss. On derecognition of an investment in an equity instrument at FVTOCI, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, and the cumulative gain or loss which had been recognized in other comprehensive income is transferred directly to retained earnings, without recycling through profit or loss.

2) Equity instruments

Debt and equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments issued by the Group are recognized at the proceeds received, net of direct issue costs.

The repurchase of the Group's own equity instruments is recognized in and deducted directly from equity. No gain or loss is recognized in profit or loss on the purchase, sale, issuance or cancellation of the Parent Company's own equity instruments.

3) Financial liabilities

a) Subsequent measurement

All financial liabilities are measured at amortized cost using the effective interest method.

b) Derecognition of financial liabilities

The difference between the carrying amount of the financial liability derecognized and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss.

4) Derivative financial instruments

The Group enters into a variety of derivative financial instruments to manage its exposure to foreign exchange rate risks, including forward exchange contracts.

Derivatives are initially recognized at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognized in profit or loss immediately. When the fair value of a derivative financial instrument is positive, the derivative is recognized as a financial asset; when the fair value of a derivative financial instrument is negative, the derivative is recognized as a financial liability.

m. Provisions

Provisions are measured at the best estimate of the discounted cash flows of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

1) Onerous contracts

Onerous contracts are those in which the Group's unavoidable costs of meeting the contractual obligations exceed the economic benefits expected to be received from the contract. The present obligations arising under onerous contracts are recognized and measured as provisions.

2) Warranties

The contractual obligation of the warranty expenditure is expected to occur during the warranty period after the completion of the construction contracts. The Group sets out the provisions according to the warranty expenditure expected to occur during the warranty period. If the preparation is not enough, the current year's expenses shall be included.

3) Soil pollution and reclamation

The recognized of soil pollution and reclamation provisions was based on the maintenance time, area and characteristic of waste incineration plant to fit the best estimate of expenditures required to settle the Group's obligation on the balance sheet date. Provisions were measured at the discounted cash flows of the consideration required to settle the present obligation at the end of the reporting period.

n. Revenue recognition

The Group identifies contracts with the customers, allocates the transaction price to the performance obligations, and recognizes revenue when performance obligations are satisfied.

The time interval of transfer of promised services to the customer and collection within one year will not adjust the transaction price for the part of significant financial restructuring.

1) Revenue from the sale of goods

Revenue from sale of goods comes from manufacturing and sale of steel bars and from the sale of engineering equipment parts and other consumables. Sales of goods are recognized as revenue when the goods are shipped or delivered to customer because that is the time customer has full discretion over the manner of distribution and the price to sell the goods, has the primary responsibility for sales to future customers and bears the risks of obsolescence. Trade receivables are recognized concurrently.

2) Construction contracts revenue

The Group recognizes revenue over time during the construction process. Because the cost of unit of the installation completion of the construction is directly related to fulfilling performance obligation, the Group uses the cost of unit of installation as the estimated total output incurred. The cost ratio is used to measure the progress of the completion, and after the inspection of the installation of the construction, income and cost are relatively recognized. The Group gradually recognizes contract assets during the construction process and transfers the amount to accounts receivable when issuing invoices. If the payment received for the construction project exceeds the amount, the difference is recognized as contract liability. The project retention fund is withheld by the customer as stated in the contract to ensure that the Group completes all contractual obligations and is recognized as contract assets until the Group satisfies the performance obligations.

3) Energy revenue

The Group signed Commission of Waste Incineration with Taoyuan City Government to deliver general waste from city government and general industrial waste from private enterprise. During operation, the Group will charge waste treatment service fee and recognize revenue from waste treatment. Meanwhile, it will bring out revenue of power generation from Taiwan Power Company.

4) Service concession revenue

The Group signed "Building, Operation and Transfer of Taoyuan City Biomass Energy Center Protocol" with Taoyuan City Government to build and operate infrastructure of biomass energy center. During operation phase, the Group recognize revenue from waste treatment and power generation when actually provide the service of anaerobic digestion and heat treatment.

5) Revenue from the rendering of services

a) The Group recognized service revenue from waste treatment as the service being provided.

b) Revenue from the rendering of services comes from providing container repair, renovation and storage services. Such service revenue is recognized when performance obligations are satisfied.

o. Leases

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At the inception of a contract, the Group assesses whether the contract is, or contains, a lease.

1) The Group as lessor

Leases are classified as finance leases whenever the terms of a lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Lease payments (less any lease incentives payable) from operating leases are recognized as income on a straight-line basis over the terms of the relevant leases. Initial direct costs incurred in obtaining operating leases are added to the carrying amounts of the underlying assets and recognized as expenses on a straight-line basis over the lease terms.

2) The Group as lessee

The Group recognizes right-of-use assets and lease liabilities for all leases at the commencement date of a lease, except for short-term leases and low-value asset leases accounted for applying a recognition exemption where lease payments are recognized as expenses on a straight-line basis over the lease terms.

Right-of-use assets are initially measured at cost, which comprises the initial measurement of lease liabilities adjusted for lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs needed to restore the underlying assets, and less any lease incentives received. Right-of-use assets are subsequently measured at cost less accumulated depreciation and impairment losses and adjusted for any remeasurement of the lease liabilities. Right-of-use assets are presented on a separate line in the consolidated balance sheets.

Right-of-use assets are depreciated using the straight-line method from the commencement dates to the earlier of the end of the useful lives of the right-of-use assets or the end of the lease terms.

Lease liabilities are initially measured at the present value of the lease payments. The lease payments are discounted using the interest rate implicit in a lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses the lessee's incremental borrowing rate.

Subsequently, lease liabilities are measured at amortized cost using the effective interest method, with interest expense recognized over the lease terms. When there is a change in a lease term, the Group remeasures the lease liabilities with a corresponding adjustment to the right-of-use-assets. However, if the carrying amount of the right-of-use assets is reduced to zero, any remaining amount of the remeasurement is recognized in profit or loss. Lease liabilities are presented on a separate line in the consolidated balance sheets.

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Leases are classified as finance leases whenever the terms of a lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

1) The Group as lessor

Amounts due from lessees under finance leases are recognized as receivables at the amount of the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Group's net investment outstanding in respect of the leases.

Rental income from operating leases is recognized on a straight-line basis over the term of the relevant lease.

2) The Group as lessee

Assets held under finance leases are initially recognized as assets of the Group at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the consolidated balance sheets as a finance lease obligation.

Finance expenses implicit in lease payments for each period are recognized immediately in profit or loss, unless they are directly attributable to qualifying assets; in which case, they are capitalized.

Operating lease payments are recognized as expenses on a straight-line basis over the lease term.

3) Leasehold land and building for own use

When a lease includes both land and building elements, the Group assesses the classification of each element separately as a finance or an operating lease based on the assessment as to whether substantially all the risks and rewards incidental to ownership of each element have been transferred to the lessee. The minimum lease payments are allocated between the land and the building elements in proportion to the relative fair values of the leasehold interests in the land element and building element of the lease at the inception of the lease.

If the allocation of the lease payments can be made reliably, each element is accounted for separately in accordance with its lease classification. When the lease payments cannot be allocated reliably between the land and building elements, the entire lease is generally classified as a finance lease unless it is clear that both elements are operating leases; in which case, the entire lease is classified as an operating lease.

p. Employee benefits

1) Short-term employee benefits

Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

2) Retirement benefits

Payments to defined contribution retirement benefit plans are recognized as an expense when employees have rendered service entitling them to the contributions.

Defined benefit costs (including service cost, net interest and remeasurement) under the defined benefit retirement benefit plans are determined using the projected unit credit method. Service cost (including current service cost) and net interest on the net defined benefit liability are recognized as employee benefits expense in the period in which they occur. Remeasurement, comprising actuarial gains and losses, and the return on plan assets (excluding interest), is recognized in other comprehensive income in the period in which it occur. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss.

Net defined benefit liability represents the actual deficit in the Group’s defined benefit plan. Any surplus resulting from this calculation is limited to the present value of any refunds from the plans or reductions in future contributions to the plans.

q. Share-based payment arrangements

The fair value at the grant date of the treasury shares transferred to employees is expensed on a straight-line basis over the vesting period, based on the Group’s best estimates of the number of shares that are expected to ultimately vest, with a corresponding increase in capital surplus - employee share options. It is recognized as an expense in full at the grant date if vested immediately. The grant date of treasury shares transferred to employees is the date on which the board of directors approves the transaction.

r. Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

1) Current tax

According to the Income Tax Law, an additional tax on unappropriated earnings is provided for in the year the shareholders approve to retain earnings.

Adjustments of prior years’ tax liabilities are added to or deducted from the current year’s tax provision.

2) Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. A previously unrecognized deferred tax asset is also reviewed at the end of each reporting period and recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liabilities are settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

3) Current and deferred taxes for the year

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

## 5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, management is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

a. Estimated impairment of financial assets

The provision for impairment of trade receivables, accounts receivables and contract asset is based on assumptions about risk of default and expected loss rates. The Group uses judgment in making these assumptions and in selecting the inputs to the impairment calculation, based on the Group's historical experience, existing market conditions as well as forward looking estimates as of the end of each reporting period. For details of the key assumptions, see Note 10. Where the actual future cash inflows are less than expected, a material impairment loss may arise.

b. Write-down of inventory

Net realizable value of inventory is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. The estimation of net realizable value was based on current market conditions and the historical experience of selling products of a similar nature. Changes in market conditions may have a material impact on the estimation of net realizable value.

c. Recognition and measurement of defined benefit plans

Net defined benefit liabilities and the resulting defined benefit costs under defined benefit pension plans are calculated using the projected unit credit method. Actuarial assumptions comprise the discount rate, rate of employee turnover, and future salary increase, etc. Changes in economic circumstances and market conditions will affect these assumptions and may have a material impact on the amount of the expense and the liability.

d. Construction contracts

Contract revenue and costs are recognized by reference to the stage of completion of each contract. The stage of completion of a contract is measured based on the proportion of contract costs incurred for work performed to date as the estimated total contract costs. Under the IFRS 15, incentives and penalties are considered as variables and shall be included in the contract revenue only when it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

The estimated total output units and contractual items are assessed and determined by management based on the nature of the work, expected sub-contracting charges, construction periods, processes, methods, etc., for each construction contract. Changes in these estimates might affect the calculation of the percentage of completion and related profit and loss from the construction contracts. Refer to Note 26 for related information.

## 6. CASH AND CASH EQUIVALENTS

| | December 31 | |
|---|---|---|
| | **2019** | **2018** |
| Cash on hand | $ 3,246 | $ 4,362 |
| Checking accounts and demand deposits | 361,518 | 347,390 |
| Cash equivalent | | |
| Time deposits | 2,381,239 | 2,615,474 |
| Commercial paper | 613,049 | 467,234 |
| | $ 3,359,052 | $ 3,434,460 |

The market rate intervals of time deposits in the bank at the end of the reporting period were as follows:

| | December 31 | |
|---|---|---|
| | **2019** | **2018** |
| Time deposits | 0.37%-1.9% | 0.13%-1.65% |

## 7. FINANCIAL ASSETS AT FVTPL

| | December 31 | |
|---|---|---|
| | **2019** | **2018** |
| Financial liability - current | | |
| Held for trading | | |
| Derivative financial liability (not under hedge accounting) | | |
| Forward exchange contracts* | $ - | $ 143 |

* At the end of the reporting period, outstanding forward exchange contracts not under hedge accounting were as follows:

December 31, 2019: None

| | Currency | Maturity Date | Notional Amount (In Thousands) |
|---|---|---|---|
| December 31, 2018 | | | |
| Forward exchange contracts | USD/NTD | 2019.04.17-2019.06.14 | USD718/NTD21,944 |

The Group entered into forward exchange contracts to manage their exposures to risk arising from the exchange rate fluctuations of foreign currency denominated assets and liabilities.

## 8. FINANCIAL ASSETS AT FVTOCI

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Non-current | | |
| Domestic investments | | |
| Listed shares and emerging market shares | $ 4,728,708 | $ 4,495,208 |
| Unlisted shares | 840,467 | 699,029 |
| Foreign investments | | |
| Unlisted shares | 147,559 | 200,000 |
| | $ 5,716,734 | $ 5,394,237 |

These investments in equity instruments are not held for trading. Instead, they are held for medium to long-term strategic purposes.

The Group sold its investments to diversify risks in 2019 and 2018 and transferred a gain of $27,675 thousand and $14,680 thousand, respectively, from other equity to retained earnings.

## 9. FINANCIAL ASSETS AT AMORTIZED COST

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Current | | |
| Pledge deposits | $ 13,890 | $ 17,937 |
| Restricted bank deposits | 990 | - |
| | $ 14,880 | $ 17,937 |
| Non-current | | |
| Pledge deposits | $ - | $ 350,000 |

a. The ranges of interest rates for pledge deposits were approximately 0.77%-1.065% and 0.13%-1.065% per annum as of December 31, 2019 and 2018, respectively.

b. Refer to Note 33 for information relating to investments in financial assets at amortized cost pledged as security.

## 10. TRADE RECEIVABLES

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Trade receivables | | |
| At amortized cost | | |
| Gross carrying amount | $ 714,757 | $ 808,010 |
| Less: Allowance for impairment loss | (546) | (14,595) |
| | $ 714,211 | $ 793,415 |

The average credit period on sales of goods was 0 to 120 days. In determining the recoverability of a trade receivable, the Group considers changes in the credit quality of the trade receivable since the date of credit was initially granted to the end of the reporting period. Trade receivables included retentions receivable from construction contracts which are classified under current and non-current in the operating cycle. Refer to Note 24 for the amount expected to be recovered or settled within one year and more than one year after the reporting period on the related assets and liabilities.

The Group applies the simplified approach for the allowance of expected credit loss prescribed by IFRS 9, which permits the use of a lifetime expected loss provision for all trade receivables. The expected credit losses on trade receivables are estimated using a provision matrix by reference to past default experience of the debtor and an analysis of the debtor's current financial positions.

The Group writes off a trade receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery of the receivable, e.g., when the debtor has been placed under liquidation, or when the trade receivables are over 730 days past due, whichever occurs earlier. For trade receivables that have been write off, the Group continues to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognized in profit or loss.

The following table details the loss allowance of trade receivables based on the Group's provision matrix.

December 31, 2019

| | Amount Without Sign of Default | | | | Amount with Sign of Default | Total |
|---|---|---|---|---|---|---|
| | 0 to 60 Days | 61 to 90 Days | 91 to 120 Days | Over 120 Days | | |
| Expected credit loss rate | - | - | - | - | - | |
| Gross carrying amount | $ 712,641 | $ 1,922 | $ - | $ 194 | $ - | $ 714,757 |
| Loss allowance (Lifetime ECLs | (546) | - | - | - | - | (546) |
| Amortized cost | $ 712,095 | $ 1,922 | $ - | $ 194 | $ - | $ 714,211 |

December 31, 2018

| | Amount Without Sign of Default | | | | Amount with | |
|---|---|---|---|---|---|---|
| | 0 to 60 Days | 61 to 90 Days | 91 to 120 Days | Over 120 Days | Sign of Default | Total |
| Expected credit loss rate | 1%-2% | 1%-2% | 1%-2% | 1%-2% | 100% | |
| Gross carrying amount | $ 794,464 | $ 9,539 | $ 23 | $ 59 | $ 3,925 | $ 808,010 |
| Loss allowance (Lifetime ECL) | (10,542) | (127) | - | (1) | (3,925) | (14,595) |
| Amortized cost | $ 783,922 | $ 9,412 | $ 23 | $ 58 | $ - | $ 793,415 |

The above aging schedule was based on the ledger date. The movements of the loss allowance of trade receivables were as follows:

| | 2019 | 2018 |
|---|---|---|
| Balance at January 1 | $ 14,595 | $ 67,869 |
| Adjustments on initial application of IFRS 15 (transferred to contract assets) | - | (48,807) |
| Less: Net remeasurement of allowance | (14,049) | (4,339) |
| Amounts written off | - | (128) |
| Balance at December 31 | $ 546 | $ 14,595 |

## 11. INVENTORIES

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Raw material | $ 629,464 | $ 814,460 |
| Supplies | 26,101 | 25,305 |
| Merchandise | - | 81 |
| Inventory in transit | 1,976 | - |
| | $ 657,541 | $ 839,846 |

The cost of inventories, excluding the cost from steel structure industry, recognized as operating cost for the years ended December 31, 2019 and 2018 was $1,020,036 thousand and $3,733,460 thousand, respectively.

In July 2018, the Group decided to transfer steel bars division to steel structures division, leading loss of $20,779 thousand from the effect of original sales contract to be recognized as operating costs.

## 12. SUBSIDIARIES

a. Subsidiaries included in the consolidated financial statements

| Investor | Investee | Main Business | % of Ownership December 31 2019 | % of Ownership December 31 2018 | Remark |
|---|---|---|---|---|---|
| The Parent Company | Hsin Yung Enterprise Corporation | Waste treatment, disposal and cogeneration | 68.46 | 68.46 | - |
| | Super Max Engineering Enterprise Co., Ltd. | Waste collection, treatment and disposal | 48.12 | 48.12 | 1) |
| | Ming Yu Investment Corporation | Investment activities | 100.00 | 100.00 | - |
| | Ever Ecove Corporation | Waste treatment, disposal and cogeneration | 70.00 | 70.00 | 2) |

Remark:

1) The Group holds a 48.12% interest in Super Max Engineering Enterprise Co., Ltd. The Group occupies more than half of the board's seats and has the practical ability to direct the relevant activities of Super Max Engineering Enterprise Co., Ltd. Therefore, the Group deems it a subsidiary.

2) Incorporated in August 2018.

b. Subsidiaries excluded from the consolidated financial statements: None.

## 13. INVESTMENTS ACCOUNTED FOR USING EQUITY METHOD

| | For the Year Ended December 31 2019 | For the Year Ended December 31 2018 |
|---|---|---|
| Associates that are not individually material | | |
| Kun Lin Engineering Co., Ltd. | $ 152,141 | $ 142,669 |

| Name of Associate | Proportion of Ownership and Voting Rights For the Year Ended December 31 2019 | Proportion of Ownership and Voting Rights For the Year Ended December 31 2018 |
|---|---|---|
| Kun Lin Engineering Co., Ltd. | 50% | 50% |

Aggregate information of associates that are not individually material

| | For the Year Ended December 31 2019 | For the Year Ended December 31 2018 |
|---|---|---|
| The Group's share of: | | |
| Net income for the year | $ 31,491 | $ 14,867 |

The Group holds 50% of the issued share capital of Kun Lin Engineering Co., Ltd and controls 50% of the voting power in general meetings. According to the agreement made by the shareholders, the other shareholders control the composition of the board of directors of Kun Lin Engineering Co., Ltd and, therefore, the Group does not have control over them. The directors of the Company, however, consider that the Group does exercise significant influence over Kun Lin Engineering Co; therefore, the Group accounts them as associates.

## 14. PROPERTY, PLANT AND EQUIPMENT

| | Freehold Land | Land Improvements | Buildings | Machinery and Equipment | Transportation Equipment | Other Equipment | Total |
|---|---|---|---|---|---|---|---|
| Cost | | | | | | | |
| Balance at January 1, 2018 | $ 1,648,693 | $ 131,875 | $ 2,126,858 | $ 4,936,153 | $ 99,889 | $ 68,877 | $ 9,012,345 |
| Additions | - | 3,090 | 15,308 | 90,400 | 5,638 | 1,948 | 116,384 |
| Disposals | - | - | (8,936) | (645,786) | (10,224) | (2,868) | (667,814) |
| Reclassification | - | - | 25,772 | 135,434 | 7,863 | 486 | 169,555 |
| Balance at December 31, 2018 | $ 1,648,693 | $ 134,965 | $ 2,159,002 | $ 4,516,201 | $ 103,166 | $ 68,443 | $ 8,630,470 |
| Accumulated depreciation and impairment | | | | | | | |
| Balance at January 1, 2018 | $ - | $ 121,011 | $ 1,467,282 | $ 3,871,839 | $ 68,366 | $ 39,016 | $ 5,567,514 |
| Disposals | - | - | (8,665) | (603,358) | (10,224) | (2,695) | (624,942) |
| Depreciation expenses | - | 2,076 | 72,461 | 238,222 | 9,101 | 7,535 | 329,395 |
| Balance at December 31, 2018 | $ - | $ 123,087 | $ 1,531,078 | $ 3,506,703 | $ 67,243 | $ 43,856 | $ 5,271,967 |
| Carrying amounts at December 31, 2018 | $ 1,648,693 | $ 11,878 | $ 627,924 | $ 1,009,498 | $ 35,923 | $ 24,587 | $ 3,358,503 |
| Cost | | | | | | | |
| Balance at January 1, 2019 | $ 1,648,693 | $ 134,965 | $ 2,159,002 | $ 4,516,201 | $ 103,166 | $ 68,443 | $ 8,630,470 |
| Additions | - | - | 34,640 | 15,383 | 16,161 | 11,883 | 78,067 |
| Disposals | - | - | (20,671) | (16,828) | (12,381) | (1,623) | (51,503) |
| Reclassification | - | 32,923 | 142,757 | 183,102 | 1,343 | 3,895 | 364,020 |
| Transferred from investment properties | 196,670 | - | 112,019 | - | - | - | 308,689 |
| Balance at December 31, 2019 | $ 1,845,363 | $ 167,888 | $ 2,427,747 | $ 4,697,858 | $ 108,289 | $ 82,598 | $ 9,329,743 |
| Accumulated depreciation and impairment | | | | | | | |
| Balance at January 1, 2019 | $ - | $ 123,087 | $ 1,531,078 | $ 3,506,703 | $ 67,243 | $ 43,856 | $ 5,271,967 |
| Disposals | - | - | (15,195) | (14,649) | (11,971) | (1,624) | (43,439) |
| Depreciation expenses | - | 3,944 | 78,580 | 248,345 | 11,303 | 7,744 | 349,916 |
| Transferred from investment properties | - | - | 62,023 | - | - | - | 62,023 |
| Balance at December 31, 2019 | $ - | $ 127,031 | $ 1,656,486 | $ 3,740,399 | $ 66,575 | $ 49,976 | $ 5,640,467 |
| Carrying amounts at December 31, 2019 | $ 1,845,363 | $ 40,857 | $ 771,261 | $ 957,459 | $ 41,714 | $ 32,622 | $ 3,689,276 |

The above items of property, plant and equipment are depreciated on a straight-line basis over the estimated useful lives as follows:

| | |
|---|---|
| Land improvements | 3-10 years |
| Buildings | 2-55 years |
| Machinery and equipment | 3-20 years |
| Transportation equipment | 5-7 years |
| Other equipment | 3-8 years |

Property, plant and equipment pledged as collateral for bank borrowings were set out in Note 33.

## 15. LEASE ARRANGEMENTS

a. Right-of-use assets - 2019

| | Land | Buildings | Other equipment | Total |
|---|---|---|---|---|
| Balance at January 1, 2019, as restated | $ 13,060 | $ 14,107 | $ 3,011 | $ 30,178 |
| Additions | 17,945 | - | - | 17,945 |
| Termination | - | (9,405) | - | (9,405) |
| Depreciation expense | (6,338) | (4,702) | (1,004) | (12,044) |
| Balance at December 31, 2019 | $ 24,667 | $ - | $ 2,007 | $ 26,674 |

b. Lease liabilities - 2019

| | December 31, 2019 |
|---|---|
| Carrying amount (incremental borrowing rate at 1.1%) | |
| Current | $ 9,307 |
| Non-current | $ 16,075 |

c. Material lease-in activities and terms (the Group as lessee)

The Group leases land, buildings and equipment for the use of plants and manufacturing with lease term of 2 to 3 years. The Group does not have bargain purchase options to acquire the leasehold land and buildings at the end of the lease term. In addition, the Group is prohibited from subleasing or transferring all or any portion of the underlying assets without the lessor’s consent.

d. Other lease information

2019

| | For the Year Ended December 31, 2019 |
|---|---|
| Expenses relating to short-term leases and low-value asset leases | $ 10,922 |
| Total cash outflow for leases | $ 24,552 |

2018

The future minimum lease payments of non-cancellable operating lease commitments are as follows:

| | December 31, 2018 |
|---|---|
| Not later than 1 year | $ 11,780 |
| Later than 1 year and not later than 5 years | 20,504 |
| | $ 32,284 |

## 16. INVESTMENT PROPERTIES

| | Amount |
|---|---|
| Cost | |
| Balance at January 1, 2018 | $ 573,033 |
| Additions | - |
| Balance at December 31, 2018 | $ 573,033 |
| Accumulated depreciation and impairment | |
| Balance at January 1, 2018 | $ (231,559) |
| Depreciation expenses | (3,445) |
| Balance at December 31, 2018 | $ (235,004) |
| Carrying amounts at December 31, 2018 | $ 338,029 |
| Cost | |
| Balance at January 1, 2019 | $ 573,033 |
| Additions | - |
| Disposals | (10,658) |
| Transfers to property, plant and equipment | (308,689) |
| Balance at December 31, 2019 | $ 253,686 |
| Accumulated depreciation and impairment | |
| Balance at January 1, 2019 | $ (235,004) |
| Impairment losses recognized | (23,678) |
| Disposals | 9,837 |
| Depreciation expenses | (4,233) |
| Transfers to property, plant and equipment | 62,023 |
| Balance at December 31, 2019 | $ (191,055) |
| Carrying amounts at December 31, 2019 | $ 62,631 |

The investment properties are depreciated using the straight-line method over 6-50 years.

The valuation was arrived by reference to market evidence of transaction prices for similar properties, it is fair value is as followed:

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Fair value | $ 203,658 | $ 548,593 |

All of the Group's investment property were held under freehold interests. The investment properties pledged as collateral for bank borrowings were set out in Note 33.

## 17. INTANGIBLE ASSETS

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Service concession arrangements (Note) | $ 894,269 | $ - |
| Computer software | 9,663 | 13,082 |
| | $ 903,932 | $ 13,082 |

Note: The subsidiary - Ever Ecove Corporation signed a construction service contract of "Building, Operation and Transfer of Taoyuan City Biomass Energy Center" with Taoyuan City Government, and the price of the right to charge public service users which was built by Ever Ecove Corporation, is classified as intangible assets - service concession arrangements. The construction period was from October 2018 to October 2021. Upon completion of construction, Ever Ecove Corporation shall provide operational services until October 2043. Upon expiration of the service concession arrangement, Ever Ecove Corporation shall return the right of management according to the contract and transfer the ownership of the built biomass energy center and related auxiliary facilities to Taoyuan City Government free of charge.

## 18. OTHER ASSETS

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Current | | |
| Prepaid expenses | $ 12,587 | $ 14,166 |
| Prepayments | 20,435 | 93,567 |
| | $ 33,022 | $ 107,733 |
| Non-current | | |
| Prepayments for equipment | $ 105,352 | $ 134,095 |

## 19. BORROWINGS

a. Short-term borrowings

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Unsecured borrowings | | |
| Line of credit borrowings | $ 200,000 | $ - |

The range of effective interest rate on bank loans was 0.95% per annum as of December 31, 2019.

b. Short-term bills payable

| | December 31 2019 | December 31 2018 |
|---|---|---|
| Commercial paper | $ 400,000 | $ - |

Outstanding short-term bills payable were as follows:

December 31, 2019

| Promissory Institution | Nominal Amount | Discount Amount | Carrying Amount | Interest Rate |
|---|---|---|---|---|
| Commercial paper | | | | |
| China Bills Finance Corporation | $ 200,000 | $ - | $ 200,000 | 0.918% |
| Mega Bills Finance Co., Ltd. | 200,000 | - | 200,000 | 0.918% |
| | $ 400,000 | $ - | $ 400,000 | |

December 31, 2018

None.

c. Long-term borrowings

| | December 31 2019 | December 31 2018 |
|---|---|---|
| Secured borrowings | | |
| Bank loans (Note 33) | $ 370,000 | $ - |
| Less: Current portion of long-term borrowing | - | - |
| Unamortized discount | (17,658) | - |
| | $ 352,342 | $ - |

1) The Parent Company borrowed $100,000 thousand from Taiwan Business Bank which was secured by land and building mortgage guarantee. The loan term is from January 18, 2019 to January 16, 2024. Starting from the actual date of disbursement, the Company paid interest monthly during the first 3 years. From the fourth year, principal with interest will be paid monthly for 2 years. The Company made a full repayment of the debt in advance in January 2020. The effective interest rate was 1.195% per annum as of December 31, 2019.

2) The Parent Company borrowed $50,000 thousand from Taiwan Cooperative Bank which was secured by land, buildings mortgage guarantee. The loan term is from January 18, 2019 to January 18, 2021. Starting from the actual date of disbursement, the Company make monthly amortized payment on principal and interest. The Company made a full repayment of the debt in advance in January 2020. The effective interest rate was 1.2% per annum as of December 31, 2019.

3) In order to financing for the case of “Building, Operation and Transfer of Taoyuan City Biomass Energy Center Protocol”, The subsidiary- Ever Ecove Corporation signed a syndicate loan of $4,060,000 and the credit period is 15 years from the date of first drawdown with the syndicate bank formed by Hua Nan Bank on April 9, 2019. The loan will be repaid on the first period of 3 years and 6 months, and thereafter will be 1 period every 6 months, amortized in 24 periods.

## 20. TRADE PAYABLES

The average credit period on purchases of certain goods was 30 to 90 days. The Group has financial risk management policies in place to ensure that all payables are paid within the pre-agreed credit terms.

Retentions payable on construction contracts which are included in trade payables and are not bearing interest and are expected to be paid at the end of retention periods, which are within the normal operating cycle of the Group, usually more than twelve months after the reporting period. Refer to Note 24 for maturity analysis of retentions payable.

## 21. OTHER LIABILITIES

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Current | | |
| Other payables | | |
| Payable for repairs and maintenance | $ 140,535 | $ 124,710 |
| Payable for transportation fees | 37,106 | 31,771 |
| Payable for annual leave | 31,992 | 28,868 |
| Payable for employees' compensation and remuneration of directors and supervisors | 28,536 | 26,224 |
| Payable for reward | 22,534 | 24,323 |
| Payable for sales tax | 12,336 | 9,339 |
| Payable for insurance expenses | 10,142 | 11,774 |
| Payable for professional fees | 7,423 | 3,332 |
| Payable for salaries or bonus | 3,605 | 2,714 |
| Others | 59,258 | 101,829 |
| | $ 353,467 | $ 364,884 |

## 22. PROVISIONS

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Current | | |
| Warranties | $ 56,115 | $ - |
| Soil pollution and reclamation provisions | 15,600 | 27,300 |
| Onerous contract - loss on construction | 7,417 | 10,400 |
| | $ 79,132 | $ 37,700 |

## 23. RETIREMENT BENEFIT PLANS

a. Defined contribution plans

The Group adopted a pension plan under the Labor Pension Act (LPA), which is a state-managed defined contribution plan. Under the LPA, an entity makes monthly contributions to employees' individual pension accounts at 6% of monthly salaries and wages.

b. Defined benefit plans

The defined benefit plan adopted by the Group in accordance with the Labor Standards Law is operated by the government of ROC. Pension benefits are calculated on the basis of the length of service and average monthly salaries of the six months before retirement. The Group contribute amounts equal to 6% of total monthly salaries and wages to a pension fund administered by the pension fund monitoring committee. Pension contributions are deposited in the Bank of Taiwan in the committee's name. Before the end of each year, the Group assesses the balance in the pension fund. If the amount of the balance in the pension fund is inadequate to pay retirement benefits for employees who conform to retirement requirements in the next year, the Group is required to fund the difference in one appropriation that should be made before the end of March of the next year. The pension fund is managed by the Bureau of Labor Funds, Ministry of Labor (the "Bureau"); the Group has no right to influence the investment policy and strategy.

The amounts included in the balance sheets in respect of the Group's defined benefit plans were as follows:

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Present value of defined benefit obligation | $ 458,782 | $ 472,842 |
| Fair value of plan assets | (396,837) | (363,752) |
| Net defined benefit liability | $ 61,945 | $ 109,090 |

Movements in net defined benefit liability were as follows:

| | Present Value of the Defined Benefit Obligation | Fair Value of the Plan Assets | Net Defined Benefit Liability |
|---|---|---|---|
| Balance at January 1, 2018 | $ 463,184 | $ (344,638) | $ 118,546 |
| Service cost | | | |
| Current service cost | 8,083 | - | 8,083 |
| Net interest expense (income) | 5,177 | (4,030) | 1,147 |
| Recognized in profit or loss | 13,260 | (4,030) | 9,230 |
| Remeasurement | | | |
| Return on plan assets (excluding amounts included in net interest) | - | (8,379) | (8,379) |
| Actuarial loss - changes in demographic assumptions | 12,186 | - | 12,186 |
| Actuarial loss - changes in financial assumptions | 7,403 | - | 7,403 |
| Actuarial loss - experience adjustments | 10,868 | (1,070) | 9,798 |
| Recognized in other comprehensive income | 30,457 | (9,449) | 21,008 |
| Contributions from the employer | - | (38,055) | (38,055) |
| Benefits paid | (32,420) | 32,420 | - |
| Company paid | (1,639) | - | (1,639) |
| Balance at December 31, 2018 | $ 472,842 | $ (363,752) | $ 109,090 |

(Continued)

| | Present Value of the Defined Benefit Obligation | Fair Value of the Plan Assets | Net Defined Benefit Liability |
|---|---|---|---|
| Balance at January 1, 2019 | $ 472,842 | $ (363,752) | $ 109,090 |
| Service cost | | | |
| Current service cost | 7,571 | - | 7,571 |
| Net interest expense (income) | 4,778 | (3,827) | 951 |
| Recognized in profit or loss | 12,349 | (3,827) | 8,522 |
| Remeasurement | | | |
| Return on plan assets (excluding amounts included in net interest) | - | (11,350) | (11,350) |
| Actuarial loss - changes in demographic assumptions | 28 | - | 28 |
| Actuarial loss - changes in financial assumptions | 7,557 | - | 7,557 |
| Actuarial loss - experience adjustments | 7,582 | (1,444) | 6,138 |
| Recognized in other comprehensive income | 15,167 | (12,794) | 2,373 |
| Contributions from the employer | - | (41,200) | (41,200) |
| Benefits paid | (24,736) | 24,736 | - |
| Company paid | (16,841) | - | (16,841) |
| Balance at December 31, 2019 | $ 458,782 | $ (396,837) | $ 61,945 |

(Concluded)

An analysis by function of the amounts recognized in profit or loss in respect of the defined benefit plans is as follows:

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Operating cost | $ 3,787 | $ 4,813 |
| Operating expenses | 4,735 | 4,417 |
| | $ 8,522 | $ 9,230 |

Through the defined benefit plans under the Labor Standards Law, the Group is exposed to the following risks:

1) Investment risk: The plan assets are invested in domestic and foreign equity and debt securities, bank deposits, etc. The investment is conducted at the discretion of the Bureau or under the mandated management. However, in accordance with relevant regulations, the return generated by plan assets shall not be below the interest rate for a 2-year time deposit with local banks.

2) Interest risk: A decrease in the government bond interest rate will increase the present value of the defined benefit obligation; however, this will be partially offset by an increase in the return on the plan’s debt investments.

3) Salary risk: The present value of the defined benefit obligation is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the present value of the defined benefit obligation.

The actuarial valuations of the present value of the defined benefit obligation were carried out by qualified actuaries. The significant assumptions used for the purposes of the actuarial valuations were as follows:

| | December 31 | |
|---|---|---|
| | **2019** | **2018** |
| Discount rate(s) | 0.625%-0.75% | 0.875%-1.2% |
| Expected rate(s) of salary increase | 2%-2.86% | 2%-3.6% |

If possible reasonable change in each of the significant actuarial assumptions will occur and all other assumptions will remain constant, the present value of the defined benefit obligation will decrease (increase) as follows:

| | December 31 | |
|---|---|---|
| | **2019** | **2018** |
| Discount rate(s) | | |
| 0.25% increase | $ (9,997) | $ (10,458) |
| 0.25% decrease | $ 10,336 | $ 10,822 |
| Expected rate(s) of salary increase | | |
| 0.25% increase | $ 10,037 | $ 10,527 |
| 0.25% decrease | $ (9,760) | $ (10,227) |

The sensitivity analysis previously presented may not be representative of the actual change in the present value of the defined benefit obligation as it is unlikely that change in assumptions will occur in isolation of one another as some of the assumptions may be correlated.

| | December 31 | |
|---|---|---|
| | **2019** | **2018** |
| Expected contributions to the plan for the next year | $ 38,007 | $ 37,197 |
| Average duration of the defined benefit obligation | 9.04 years | 9.1 years |

## 24. MATURITY ANALYSIS OF ASSETS AND LIABILITIES

The current/non-current classification of the Group’s assets and liabilities relating to steel structure business was based on its operating cycle. The amount expected to be recovered or settled within one year after reporting period and more than one year after reporting period for related assets and liabilities are as follows:

| | **Within 1 Year** | **More Than 1 Year** | **Total** |
|---|---|---|---|
| December 31, 2019 | | | |
| Assets | | | |
| Notes receivable | $ 52,443 | $ - | $ 52,443 |
| Trade receivables | 478,972 | - | 478,972 |
| Inventory | 635,713 | - | 635,713 |
| Contracts assets - current | 2,031,747 | 566,995 | 2,598,742 |
| | $ 3,198,875 | $ 566,995 | $ 3,765,870 |

(Continued)

| | Within 1 Year | More Than 1 Year | Total |
|---|---|---|---|
| Liabilities | | | |
| Notes payable | $ 6,655 | $ - | $ 6,655 |
| Trade payables | 763,468 | 179,249 | 942,717 |
| Contracts liabilities - current | 241,181 | 56,327 | 297,508 |
| | $ 1,011,304 | $ 235,576 | $ 1,246,880 |
| December 31, 2018 | | | |
| Assets | | | |
| Notes receivable | $ 99,257 | $ - | $ 99,257 |
| Trade receivables | 579,577 | - | 579,577 |
| Inventory | 821,362 | - | 821,362 |
| Contracts assets - current | 1,509,502 | 871,987 | 2,381,489 |
| | $ 3,009,698 | $ 871,987 | $ 3,881,685 |
| Liabilities | | | |
| Trade payables | $ 678,857 | $ 217,854 | $ 896,711 |
| Contracts liabilities - current | 632,907 | 218,979 | 851,886 |
| | $ 1,311,764 | $ 436,833 | $ 1,748,597 |

(Concluded)

## 25. EQUITY

a. Share capital

Ordinary shares

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Number of shares authorized (in thousands) | 440,000 | 440,000 |
| Shares authorized | $ 4,400,000 | $ 4,400,000 |
| Number of shares issued and fully paid (in thousands) | 399,426 | 405,426 |
| Shares issued | $ 3,994,260 | $ 4,054,260 |

On July 31, 2019, the Company’s board of directors resolved that the subsidiary Ming Yu Corporation return the 6,000 thousand shares held by the Company with a physical reduction of capital. The above mentioned proposal of the retirement of 6,000 thousand treasury shares was approved and declared effective by the MOEA on September 2, 2019.

b. Capital surplus

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| May be used to offset a deficit, distributed as cash dividends, or transferred to share capital | | |
| Arising from treasury share transactions (1) | $ 301,607 | $ 233,346 |
| Arising from consolidation excess (2) | 51,956 | 52,736 |
| Arising from expired employee share options (1) | 2,775 | - |
| Arising from unclaimed dividend (1) | 93 | - |
| | $ 356,431 | $ 286,082 |

1) Such capital surplus may only be used to offset a deficit.

2) Such capital surplus may be used to offset a deficit; in addition, when the Company has no deficit, such capital surplus may be distributed as cash dividends or transferred to share capital.

c. Retained earnings and dividend policy

Under the dividend policy as set forth in the Articles, where the Company made profit in a fiscal year, the profit shall be first utilized for paying taxes, offsetting losses of previous years, setting aside as legal reserve 10% of the remaining profit, setting aside or reversing a special reserve in accordance with the laws and regulations, and then any remaining profit together with any undistributed retained earnings shall be used by the Company's board of directors as the basis for proposing a distribution plan, which should be resolved in the shareholders' meeting for distribution of dividends and bonus to shareholders. For the policies on distribution of employees' compensation and remuneration of directors and supervisors before and after amendment, refer to f. employee benefits expense in Note 27.

Appropriation of earnings to legal reserve shall be made until the legal reserve equals the Company's paid-in capital. Legal reserve may be used to offset deficit. If the Company has no deficit and the legal reserve has exceeded 25% of the Company's paid-in capital, the excess may be transferred to capital or distributed in cash.

The appropriations of earnings for 2018 and 2017 which were approved in the shareholders' meetings on May 30, 2019 and May 29, 2018, respectively, were as follows:

| | Appropriation of Earnings | | Dividends Per Share (NT$) | |
|---|---|---|---|---|
| | For the Year Ended December 31 | | For the Year Ended December 31 | |
| | 2018 | 2017 | 2018 | 2017 |
| Legal reserve | $ 98,036 | $ 119,348 | | |
| Cash dividends | 810,852 | 810,852 | $ 2 | $ 2 |

The appropriation of earnings for 2019 will proposed by the shareholders' meetings on June 18, 2020. The appropriations and dividends per share were as follows:

| | Appropriation of Earnings | Dividends Per Share (NT$) |
|---|---|---|
| Legal reserve | $ 94,744 | |
| Cash dividends | 793,071 | $ 2 |

d. Treasury shares

| | Shares Transferred to Employees (In Thousands of Shares) | Shares Held by Subsidiary - Ming Yu Investment Corporation (In Thousands of Shares) | Total (In Thousands of Shares) |
|---|---|---|---|
| Number of shares at January 1, 2019 | - | 17,658 | 17,658 |
| Additions | 5,658 | - | 5,658 |
| Less | (2,767) | (13,658) | (16,425) |
| Number of shares at December 31, 2019 | 2,891 | 4,000 | 6,891 |
| Carrying amount at December 31, 2019 | $ 49,938 | $ 69,107 | $ 119,045 |
| Number of shares at January 1, 2018 | - | 17,658 | 17,658 |
| Additions | - | - | - |
| Less | - | - | - |
| Number of shares at December 31, 2018 | - | 17,658 | 17,658 |
| Carrying amount at December 31, 2018 | $ - | $ 305,074 | $ 305,074 |

1) For the year ended December 31, 2019, the Company's shares are held by its subsidiary-Ming Yu Investment Corporation. Ming Yu Investment Corporation reduced its capital by returning 6,000 thousand shares to the Company and selling 5,658 thousand shares and 2,000 thousand shares, respectively, to the Company and third parties. The above mentioned shares are 13,658 thousand.

2) For the year ended December 31, 2019, the Company repurchased 5,658 thousand shares. The purpose of the repurchase was to transfer the shares to employees from the subsidiary - Ming Yu Investment Corporation, and the employees actually executed 2,767 thousand shares. For the year ended December 31, 2019, the treasury shares transferred to employees was $5,432 thousand and the capital surplus - treasury shares was $37,722 thousand which is recognized after the implementation and deduction of related transaction costs.

Under the Securities and Exchange Act, the Company shall neither pledge treasury shares nor exercise shareholders' rights on these shares, such as the rights to dividends and to vote. The subsidiaries holding treasury shares, however, are bestowed shareholders' rights, except the rights to participate in any share issuance for cash and to vote.

## 26. REVENUE

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Construction contract revenue | $ 5,945,266 | $ 5,759,193 |
| Revenue from waste treatment | 1,702,168 | 1,598,083 |
| Energy revenue | 456,636 | 425,053 |
| Revenue from containers repair | 141,072 | 142,827 |
| Revenue from the sale of goods | 23,065 | 2,760,162 |
| | $ 8,268,207 | $ 10,685,318 |

a. Contact balances

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Notes and trade receivables (include related parties) | $ 767,111 | $ 894,546 |
| Contract assets | | |
| Properties construction | $ 1,545,480 | $ 1,184,287 |
| Retention receivable | 1,078,211 | 1,246,009 |
| Less: Allowance for impairment loss | (24,949) | (48,807) |
| Contract assets - current | $ 2,598,742 | $ 2,381,489 |

The movements of the loss allowance of contract assets are as follows:

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Balance at January 1 | $ 48,807 | $ - |
| Adjustments on initial application of IFRS 15 (transferred to contract assets) | - | 48,807 |
| Less: Net remeasurement of loss allowance | (23,858) | - |
| Balance at December 31 | $ 24,949 | $ 48,807 |

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Contract liabilities | | |
| Properties construction | $ 297,508 | $ 851,886 |
| Waste treatment | 51,281 | 43,334 |
| | $ 348,789 | $ 895,220 |

b. Partially completed contracts

The transaction prices, excluding any estimated amounts of variable consideration that are constrained, allocated to the performance obligations that are not fully satisfied and the expected timing for recognition of revenue are as follows.

| | December 31, 2019 |
|---|---|
| Property construction contracts | |
| In 2020 | $ 7,592,530 |
| In 2021 | 4,354,436 |
| From 2022 to after years | 475,851 |
| | $ 12,422,817 |

| | December 31, 2018 |
|---|---|
| Property construction contracts | |
| In 2019 | $ 6,430,422 |
| In 2020 | 4,173,103 |
| From 2021 to after years | 1,412,944 |
| | $ 12,016,469 |

## 27. NET PROFIT (LOSS) AND OTHER COMPREHENSIVE INCOME (LOSS) FROM CONTINUING OPERATIONS

### Net Profit (Loss) from Continuing Operations

a. Other income

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Rental income | $ 17,808 | $ 19,391 |
| Interest income | 33,234 | 23,540 |
| Dividends | 173,044 | 98,331 |
| Others (Note 32) | 51,408 | 36,339 |
| | $ 275,494 | $ 177,601 |

b. Other gains and losses

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Gain on disposal of property, plant and equipment/investment properties | $ 1,102 | $ 12,363 |
| Fair value changes of financial liabilities through profit or loss | 594 | (143) |
| Net foreign exchange gains | 1,596 | 150 |
| Impairment loss on investment properties | (23,678) | - |
| Compensation income | - | 12,663 |
| Loss from disaster | - | (2,630) |
| Others | (1,911) | (1,828) |
| | $ (22,297) | $ 20,575 |

c. Finance costs

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Interest on bank loans | $ 6,446 | $ 4,398 |
| Interest on lease liabilities | 345 | - |
| Less: Amounts included in the cost of qualifying assets | (190) | - |
| | $ 6,601 | $ 4,398 |

Information about capitalized interest is as follows:

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Capitalized interest amount | $ 190 | $ - |
| Capitalization rate | 1.4%-1.8% | - |

d. Depreciation and amortization

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Property, plant and equipment | $ 349,916 | $ 329,395 |
| Investment property | 4,233 | 3,445 |
| Right-of-use assets | 12,044 | - |
| Intangible assets | 8,543 | 9,213 |
| | $ 374,736 | $ 342,053 |
| An analysis of deprecation by function | | |
| Operating costs | $ 343,482 | $ 321,652 |
| Operating expenses | 22,711 | 11,188 |
| | $ 366,193 | $ 332,840 |
| An analysis of amortization by function | | |
| Operating costs | $ 4,370 | $ 5,353 |
| Operating expenses | 4,173 | 3,860 |
| | $ 8,543 | $ 9,213 |

e. Employee benefits expense

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Post-employment benefits | | |
| Defined contribution plans | $ 16,607 | $ 15,379 |
| Defined benefit plans (Note 23) | 8,522 | 9,230 |
| Other employee benefits | 625,875 | 628,151 |
| Total employee benefits expense | $ 651,004 | $ 652,760 |
| An analysis of employee benefits expense by function | | |
| Operating costs | $ 296,923 | $ 318,620 |
| Operating expenses | 354,081 | 334,140 |
| | $ 651,004 | $ 652,760 |

f. Employees’ compensation and remuneration of directors and supervisors for 2019 and 2018

In compliance with the Company’s Articles of Incorporation, the amendments stipulate the distribution of employees’ compensation and remuneration of directors and supervisors at rates of no less than 0.5% and no higher than 2%, respectively, of net profit before income tax, employees’ compensation and remuneration of directors and supervisors.

Accrual rate

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Employees' compensation | 0.54% | 0.51% |
| Remuneration of directors and supervisors | 0.70% | 0.63% |

Amount

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| | Cash | Cash |
| Employees' compensation | $ 5,407 | $ 5,659 |
| Remuneration of directors and supervisors | 7,000 | 7,000 |

If there is a change in the amounts after the consolidated annual financial statements were authorized for issue, the differences are recorded as a change in the accounting estimate in the following year.

The Company held a board of directors' meeting on March 14, 2019 and March 20, 2018, and those meetings resulted in the actual amounts of the remuneration of directors and supervisors paid for 2018 and 2017 to differ from the amounts recognized in the financial statements for the years ended December 31, 2018 and 2017, respectively. The differences were adjusted to profit and loss in the following year.

| | For the Year Ended December 31 | | | |
|---|---|---|---|---|
| | 2019 | | 2018 | |
| | Employees' Compensation | Remuneration of Directors and Supervisors | Employees' Compensation | Remuneration of Directors and Supervisors |
| Amounts approved in the board of directors' meeting | $ 5,659 | $ 7,000 | $ 6,356 | $ 7,000 |
| Amounts recognized in the annual financial statements | $ 5,659 | $ 7,000 | $ 6,356 | $ 10,000 |

## 28. INCOME TAXES RELATING TO CONTINUING OPERATIONS

a. Major components of tax expense (gain) recognized in profit or loss

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Current tax | | |
| In respect of the current year | $ 288,803 | $ 304,881 |
| Income tax on an additional tax of unappropriated earnings | 6,563 | 38,058 |
| Adjustments for prior years | 127 | 205 |
| | 295,493 | 343,144 |
| Deferred tax | | |
| In respect of the current year | (7,240) | 9,489 |
| Effects of tax rate changes | - | (4,660) |
| Income tax expense recognized in profit or loss | $ 288,253 | $ 347,973 |

A reconciliation of accounting profit and income tax expenses is as follows:

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Profit before tax from continuing operations | $ 1,614,211 | $ 1,658,312 |
| Income tax expense calculated at the statutory rate | $ 322,843 | $ 331,663 |
| Nondeductible expenses in determining taxable income | (388) | (1,768) |
| Tax-exempt income | (35,750) | (19,284) |
| Additional income tax under the Alternative Minimum Tax Act | 9,771 | - |
| Income tax on an additional tax of unappropriated earnings | 6,563 | 38,058 |
| Unrecognized deductible temporary differences | (12,275) | 3,759 |
| Temporary differences | (2,638) | - |
| Effects of tax rate changes | - | (4,660) |
| Adjustments for prior years' tax | 127 | 205 |
| Income tax expense recognized in profit or loss | $ 288,253 | $ 347,973 |

The Income Tax Act in the ROC was amended in 2018, and the corporate income tax rate was adjusted from 17% to 20%. In addition, the rate of the corporate surtax applicable to the 2018 unappropriated earnings was reduced from 10% to 5%.

In July 2019, the President of the ROC announced the amendments to the Statute for Industrial Innovation, which stipulate that the amounts of unappropriated earnings in 2018 and thereafter that are reinvested in the construction or purchase of certain assets or technologies are allowed as deduction when computing the income tax on unappropriated earnings. The Company has already deducted the amount of capital expenditure from the unappropriated earnings in 2018 that was reinvested when calculating the tax on unappropriated earnings for the year ended December 31, 2019.

b. Deferred tax assets and liabilities

The movements of deferred tax assets and deferred tax liabilities were as follows:

For the year ended December 31, 2019

| Deferred tax assets | Opening Balance | Recognized in Profit or Loss | Recognized in Other Compre-hensive Income | Closing Balance |
|---|---|---|---|---|
| Temporary differences | | | | |
| Defined benefit plans | $ 17,210 | $ (9,888) | $ 475 | $ 7,797 |
| Payable for annual leave | 5,689 | 452 | - | 6,141 |
| Amortization of repairs and maintenance expenses | 5,132 | (1,457) | - | 3,675 |
| Unrealized exchange gain or losses | - | 265 | - | 265 |
| Unrealized provisions | 5,460 | 8,883 | - | 14,343 |
| Unrealized expenses | 14,026 | 2,646 | - | 16,672 |
| Loss on market price decline | 300 | - | - | 300 |
| Loss carryforwards | - | 6,340 | - | 6,340 |
| | $ 47,817 | $ 7,241 | $ 475 | $ 55,533 |

(Continued)

| | Opening Balance | Recognized in Profit or Loss | Recognized in Other Compre-hensive Income | Closing Balance |
|---|---|---|---|---|
| Deferred tax liabilities | | | | |
| Temporary differences | | | | |
| Unrealized exchange gain or losses | $ - | $ 1 | $ - | $ 1 |
| Reserve for land value increment tax | 65,995 | - | - | 65,995 |
| | $ 65,995 | $ 1 | $ - | $ 65,996 |

(Concluded)

For the year ended December 31, 2018

| | Opening Balance | Recognized in Profit or Loss | Recognized in Other Compre-hensive Income | Closing Balance |
|---|---|---|---|---|
| Deferred tax assets | | | | |
| Temporary differences | | | | |
| Defined benefit plans | $ 16,236 | $ (6,534) | $ 7,508 | $ 17,210 |
| Payable for annual leave | 4,269 | 1,420 | - | 5,689 |
| Amortization of repairs and maintenance expenses | 6,975 | (1,843) | - | 5,132 |
| Unrealized provisions | 9,360 | (3,900) | - | 5,460 |
| Unrealized expenses | 6,800 | 7,226 | - | 14,026 |
| Loss on market price decline | 255 | 45 | - | 300 |
| Others | 1,243 | (1,243) | - | - |
| | $ 45,138 | $ (4,829) | $ 7,508 | $ 47,817 |
| Deferred tax liabilities | | | | |
| Temporary differences | | | | |
| Reserve for land value increment tax | $ 65,995 | $ - | $ - | $ 65,995 |

c. Deductible temporary differences for which no deferred tax assets have been recognized in the balance sheets

| | December 31 2019 | December 31 2018 |
|---|---|---|
| Loss carryforwards | | |
| Expiry in 2028 | $ - | $ 13,317 |

(Continued)

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Deductible temporary differences | | |
| Bad debts in excess of the limit | $ 486,040 | $ 520,495 |
| Impairment loss on financial assets | 145,079 | 145,079 |
| Loss on market price decline | 17,119 | 41,982 |
| Unrealized gain on the transactions with subsidiaries | 3,797 | 5,855 |
| | $ 652,035 | $ 713,411 |

(Concluded)

d. Income tax assessments

The income tax of the Group through 2017 have been assessed by the tax authorities.

## 29. EARNINGS PER SHARE

The earnings and weighted average number of ordinary shares outstanding used in the computation of earnings per share are as follows:

Net profit for the year

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Profit for the year attributable to owners of the Company | $ 947,437 | $ 980,357 |

Shares

**Unit: In Thousand Shares**

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Weighted average number of ordinary shares used in the computation of basic earnings per share | 388,400 | 387,768 |
| Effect of potentially dilutive ordinary shares: | | |
| Employees' compensation | 202 | 221 |
| Weighted average number of ordinary shares outstanding in the computation of diluted earnings per share | 388,602 | 387,989 |

If the Group offered to settle the compensation paid to employees in cash or shares, the Group assumed that the entire amount of the compensation will be settled in shares, and the resulting potential shares were included in the weighted average number of shares outstanding used in the computation of diluted earnings per share, as the effect is dilutive. Such dilutive effect of the potential shares is included in the computation of diluted earnings per share until the number of shares to be distributed to employees is resolved in the following year.

## 30. CAPITAL MANAGEMENT

The Group manages its capital to ensure that entities in the Group will be able to continue as going concerns while maximizing the return to stakeholders through the optimization of the debt and equity balance. The Group's overall strategy remains unchanged.

The capital structure of the Group consists of net debt (borrowings offset by cash and cash equivalents) and equity attributable to owners of the Group (comprising issued capital, reserves, retained earnings and other equity).

The Group is not subject to any externally imposed capital requirements.

## 31. FINANCIAL INSTRUMENTS

a. Fair value of financial instruments that are not measured at fair value

Management believes that the carrying amounts of financial assets and financial liabilities recognized in the financial statements approximate their fair values.

b. Fair value of financial instruments that are measured at fair value on a recurring basis

1) Fair value hierarchy

Fair value hierarchy as at December 31, 2019

| | Level 1 | Level 2 | Level 3 | Total |
|---|---|---|---|---|
| Financial assets at FVTOCI | | | | |
| Investments in equity instruments | | | | |
| Listed shares and emerging market shares | $ 4,728,708 | $ - | $ - | $ 4,728,708 |
| Unlisted shares - ROC | - | - | 840,467 | 840,467 |
| Unlisted shares in other country | - | - | 147,559 | 147,559 |
| | $ 4,728,708 | $ - | $ 988,026 | $ 5,716,734 |

Fair value hierarchy as at December 31, 2018

| | Level 1 | Level 2 | Level 3 | Total |
|---|---|---|---|---|
| Financial assets at FVTOCI | | | | |
| Investments in equity instruments | | | | |
| Listed shares and emerging market shares | $ 4,495,208 | $ - | $ - | $ 4,495,208 |
| Unlisted shares - ROC | - | - | 699,029 | 699,029 |
| Unlisted shares in other country | - | - | 200,000 | 200,000 |
| | $ 4,495,208 | $ - | $ 899,029 | $ 5,394,237 |
| Financial liabilities at FVTPL | | | | |
| Derivative instruments | $ - | $ 143 | $ - | $ 143 |

There were no transfers between Levels 1 and 2 in the current and prior periods.

2) Reconciliation of Level 3 fair value measurements of financial instruments: None

3) Valuation techniques and inputs applied for Level 2 fair value measurement

| Financial Instrument | Valuation Technique and Inputs |
|---|---|
| Derivative instruments - forward exchange contracts | Discounted cash flow:<br>Future cash flows are estimated based on observable forward exchange rates at the end of the reporting period and contract forward rates, discounted at a rate that reflects the credit risk of various counterparties. |

4) Valuation techniques and inputs applied for Level 3 fair value measurement: The fair values of unlisted equity securities - ROC were determined using market approach. The market approach is used to arrive at their par values for which the recent financing activities of investees, the market transaction prices of the similar companies and market conditions are considered.

c. Categories of financial instruments

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Financial assets | | |
| Financial assets at amortized cost (1) | $ 4,160,935 | $ 4,750,009 |
| Financial assets at FVTOCI | | |
| Equity instruments | 5,716,734 | 5,394,237 |
| Financial liabilities | | |
| Financial liabilities at FVTPL | - | 143 |
| Financial liabilities measured at amortized cost (2) | 2,427,308 | 1,652,575 |

1) The balances included financial assets at amortized cost, which comprise cash and cash equivalents, notes receivable, trade and other receivables, financial assets at amortized cost and refundable deposits.

2) The balances included financial liabilities measured at amortized cost, which comprise notes payable and trade payables, other payables, guarantee deposits received, short-term borrowings, short-term bills payable, current portion of long-term borrowings and long-term borrowings.

d. Financial risk management objectives and policies

The Group’s major financial instruments include equity investments, trade receivable, trade payables, borrowings and lease liabilities. The Group’s Corporate Treasury function provides services to the business, coordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Group through internal risk reports which analyze exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

1) Market risk

The Group's activities exposed it primarily to the financial risks of changes in foreign currency exchange rates (see (a) below) and interest rates (see (b) below).

There had been no change to the Group's exposure to market risks or the manner in which these risks were managed and measured.

a) Foreign currency risk

The Group had foreign currency sales and purchases, which exposed the Group to foreign currency risk. The foreign currency fluctuation shall affect the financial instruments market value due to the Group's policy of hedges in pre-purchase of foreign forward exchanges.

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at the end of the year are set out in Note 35.

The carrying amounts of the Group's derivative financial instruments at the end of the reporting period are as follows:

| | December 31 | |
|---|---|---|
| | **2019** | **2018** |
| <u>Liabilities</u> | | |
| USD | $ - | $ 143 |

<u>Sensitivity analysis</u>

The Group was mainly exposed to the Currency USD and RMB.

The Group's sensitivity analyze increasing and decreasing in New Taiwan dollars (the functional currency) against the relevant foreign currencies. 5% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis included only outstanding foreign currency denominated monetary items and adjusts their translation at the end of the reporting period for a 5% change in foreign currency rates.

b) Interest rate risk

The Group was exposed to interest rate risk because entities in the Group borrowed funds at both fixed and floating interest rates.

The carrying amount of the Group's financial assets and financial liabilities with exposure to interest rates at the end of the reporting period were as follows.

| | December 31 | |
|---|---|---|
| | **2019** | **2018** |
| Fair value interest rate risk | | |
| Financial assets | $ 357,080 | $ 1,797,244 |
| Financial liabilities | 600,000 | - |
| Cash flow interest rate risk | | |
| Financial assets | 2,971,230 | 1,759,125 |
| Financial liabilities | 352,342 | - |

Sensitivity analysis

The sensitivity analyses below were determined based on the Group's exposure to interest rates for both derivatives and non-derivative instruments at the end of the reporting period. For floating rate liabilities, the analysis was prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease was used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 50 basis points higher/lower and all other variables were held constant, the Group's pre-tax profit for the years ended December 31, 2019 and 2018 would increase/decrease by $10,629 thousand and $8,796 thousand, respectively, which was mainly attributable to the Group's exposure to interest rates on its variable-rate bank borrowings, and demand deposits.

c) Other price risk

The Group was exposed to equity price risk through its investments in listed equity securities. The Group's equity price risk was mainly concentrated on equity instruments operating in Taiwan industry sector quoted in the Taiwan Stock Exchange.

Sensitivity analysis

The sensitivity analysis below was determined based on the exposure to equity price risks at the end of the reporting period.

If equity prices had been 15% higher/lower, pre-tax profit for year ended December 31, 2019 and 2018 would have increased/decreased by $857,510 thousand and $809,136 thousand, respectively, as a result of the changes in fair value of financial assets as FVTOCI.

The Group's sensitivity to equity prices increased due to the impact of equity price fluctuations.

2) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. As at the end of the reporting period, the Group's maximum exposure to credit risk which may cause a financial loss to the Group due to failure of counterparties to discharge an obligation and financial guarantees provided by the Group could arise from the carrying amount of the respective recognized financial assets as stated in the balance sheets.

In order to minimize credit risk, management of the Group is responsible for determining credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. In addition, the Group reviews the recoverable amount of each individual trade debt at the end of the reporting period to ensure that adequate allowances are made for irrecoverable amounts. In this regard, management believes the Group's credit risk was significantly reduced.

The Group's concentration of credit risk of 38% and 30% of total trade receivables as of December 31, 2019 and 2018, respectively, was related to the Group's five largest customers. The credit concentration risk of the remaining trade receivables is relatively insignificant.

3) Liquidity risk

The Group manages liquidity risk by monitoring and maintaining a level of cash and cash equivalents deemed adequate to finance the Group's operations and mitigate the effects of fluctuations in cash flows. In addition, management monitors the utilization of bank borrowings and ensures compliance with loan covenants.

The Group relies on bank borrowings as a significant source of liquidity. As of December 31, 2019 and 2018, the Group had available unutilized bank loan facilities set out in (b) below.

a) Liquidity and interest rate risk tables for non-derivative financial liabilities

The following table details the Group's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables had been drawn up based on the undiscounted cash flows of financial liabilities from the earliest date on which the Group can be required to pay. The tables included both interest and principal cash flows. Specifically, bank loans with a repayment on demand clause were included in the earliest time band regardless of the probability of the banks choosing to exercise their rights. The maturity dates for other non-derivative financial liabilities were based on the agreed repayment dates.

To the extent that interest flows are at floating rates, the undiscounted amount was derived from the interest rate curve at the end of the reporting period.

December 31, 2019

| | **Less than 1 Year** | **1-5 Years** | **5+ Years** |
|---|---|---|---|
| Non-derivative financial liabilities | | | |
| Non-interest bearing | $ 1,279,393 | $ 179,249 | $ - |
| Lease liabilities | 9,307 | 16,075 | - |
| Variable interest rate liabilities | 2,115 | 191,793 | 213,442 |
| Fixed interest rate liabilities | 600,563 | - | - |
| | $ 1,891,378 | $ 387,117 | $ 213,442 |

December 31, 2018

| | **Less than 1 Year** | **1-5 Years** | **5+ Years** |
|---|---|---|---|
| Non-derivative financial liabilities | | | |
| Non-interest bearing | $ 1,419,028 | $ 217,854 | $ - |

b) Liquidity and interest rate risk table for derivative financial liabilities

The following table details the Group's liquidity analysis of its derivative financial instruments. The table is based on the undiscounted contractual net cash inflows and outflows on derivative instruments that settle on a net basis, and the undiscounted gross inflows and outflows on those derivatives that require gross settlement. When the amount payable or receivable is not fixed, the amount disclosed is determined by reference to the projected interest rates as illustrated by the yield curves at the end of the year.

December 31, 2019: None.

December 31, 2018

| Gross settled | On Demand or Less than 1 Month | 1-3 Months | 3 Months to 1 Year | 1-5 Years | 5+ Years |
|---|---|---|---|---|---|
| Foreign exchange forward contracts | | | | | |
| Outflows | $ - | $ - | $ 21,944 | $ - | $ - |

c) Financing facilities

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Unsecured bank overdraft facility | | |
| Amount used | $ 600,000 | $ - |
| Amount unused | 6,525,000 | 8,195,000 |
| | $ 7,125,000 | $ 8,195,000 |
| Secured bank overdraft facility | | |
| Amount used | $ 720,000 | $ - |
| Amount unused | 5,078,400 | 2,238,400 |
| | $ 5,798,400 | $ 2,238,400 |

## 32. TRANSACTIONS WITH RELATED PARTIES

The Company's major shareholder was Evergreen International Corporation, which held 22.81% and 30%, respectively, of ordinary shares of the Company as of December 31, 2019 and 2018.

Balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation and are not disclosed in this note. Besides information disclosed elsewhere in the other notes, details of transactions between the Group and other related parties are disclosed below.

a. Related parties and their relationships

| Related Party | Relationship with the Company |
|---|---|
| Evergreen International Corporation | Investors that have significant influence over the Group |
| UNI Airways Corporation | Related party in substance |
| Evergreen Security Corporation | Related party in substance |
| Ever Accord Construction Corporation | Related party in substance |
| EVA Airways Corporation | Related party in substance |
| Evergreen Logistics Corporation | Related party in substance |
| Kun Lin Engineering Corporation | Associate |

b. Sales of goods

| Line Item | Related Party Category | For the Year Ended December 31 2019 | 2018 |
|---|---|---|---|
| Sales of goods | Investors that have significant influence over the Group | $ 132,448 | $ 131,646 |
| | Related party in substance | 146,608 | 287,552 |
| | | $ 279,056 | $ 419,198 |

The sales of goods to related party in substance were made at the Group's usual list prices which made no significant difference with other non-related parties. There's no similar prices about revenue from repairing containers to compare with investors that have significant influence over the Group. The Group collected payment within 60 days after issuing invoices.

c. Miscellaneous income

| Related Party Categories | For the Year Ended December 31 2019 | 2018 |
|---|---|---|
| Associates | $ 120 | $ 80 |
| Related party in substance | 9 | 18 |
| | $ 129 | $ 98 |

d. Purchases of goods and expenses

| Related Party Categories | For the Year Ended December 31 2019 | 2018 |
|---|---|---|
| Investors that have significant influence over the Group | $ 10,951 | $ 18,429 |
| Related party in substance | 17,460 | 15,940 |
| | $ 28,411 | $ 34,369 |

The purchases to related parties had no significant differences with other non-related parties.

e. Retention receivable (contract assets)

| Related Party Categories | December 31 2019 | 2018 |
|---|---|---|
| Related party in substance | $ 35,082 | $ 35,863 |

For the years ended December 31, 2019 and 2018, impairment loss of $894 thousand and $1,203 thousand, respectively, was recognized for contract assets from related parties.

f. Receivables from related parties

Trade receivables

| Related Party Categories | December 31 2019 | December 31 2018 |
|---|---|---|
| Investors that have significant influence over the Group | $ 23,328 | $ 23,095 |
| Related party in substance | 19,822 | 13,919 |
| | $ 43,150 | $ 37,014 |

The outstanding trade receivables from related parties are unsecured.

g. Payables to related parties

Other payables

| Related Party Categories | December 31 2019 | December 31 2018 |
|---|---|---|
| Investors that have significant influence over the Group | $ 1,734 | $ 1,558 |
| Related party in substance | 1,909 | 1,864 |
| | $ 3,643 | $ 3,422 |

The outstanding trade payables from related parties are unsecured.

h. Lease arrangements

| Line Item | Related Party Category/Name | December 31, 2019 |
|---|---|---|
| Acquisition of right-of-use assets | Investors that have significant influence over the Group - Evergreen International Corporation | $ 2,007 |
| Lease liabilities | Investors that have significant influence over the Group - Evergreen International Corporation | $ 2,018 |
| Interest expense | Investors that have significant influence over the Group - Evergreen International Corporation | $ 160 |
| Lease expense | Investors that have significant influence over the Group - Evergreen International Corporation | $ 5,803 |

The Company and subsidiary-Ming Yu Investment Corporation rents offices spaces from Evergreen International Corporation for $386 thousand and $13 thousand per month, respectively, and the lease terms are both from January 2019 to December 2021. The Company and Ming Yu Investment Corporation terminated the agreement in advance on December 31, 2019.

i. Disposal of financial assets

Financial assets at fair through other comprehensive income

For the year ended December 31, 2019

| Related Party Category/Name | Number of Shares (In Thousand Shares) | Underlying Assets | Proceeds |
|---|---|---|---|
| Related party in substance - EVA Airways Corporation | 4,650 | Shareholdings of UNI Airways Corporation | $ 67,686 |
| Related party in substance - Evergreen Logistics Corporation | 200 | Shareholdings of UNI Airways Corporation | 2,911 |
| | | | $ 70,597 |

j. Compensation of key management personnel

| | For the Year Ended December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Short-term employee benefits | $ 37,665 | $ 30,184 |
| Post-employment benefits | 6,562 | 708 |
| | $ 44,227 | $ 30,892 |

## 33. ASSETS PLEDGED AS COLLATERAL OR FOR SECURITY

The following assets were provided as collateral for bank borrowings, provisional attachment and performance guarantees, etc.:

| | December 31 | |
|---|---|---|
| | 2019 | 2018 |
| Property, plant, and equipment, net | $ 2,359,123 | $ 1,949,736 |
| Investment properties | 51,390 | 302,289 |
| Classified as financial assets at amortized cost | 14,880 | 367,937 |
| | $ 2,425,393 | $ 2,619,962 |

## 34. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNIZED COMMITMENTS

In addition to those disclosed in other notes, significant commitments and contingencies of the Group as of December 31, 2019 and 2018 were as follows:

a. As of December 31, 2019 and 2018, unused letters of credit for purchasing of materials are as follows:

| | December 31 | |
|---|---|---|
| Currency | 2019 | 2018 |
| USD | $ 1,271 | $ 396 |
| NTD | 771,868 | 362,833 |

b. For the year ended December 31, 2019, except for the refundable deposits, the guarantee bond for constructions secured by bank is $657,786 thousand.

c. The Group signed a construction service contract of “Building, Operation and Transfer of Taoyuan City Biomass Energy Center Protocol” with Taoyuan City Government. According to the contract, the bank’s guarantee bond for construction service contract is $350,000 thousand.

## 35. SIGNIFICANT ASSETS AND LIABILITIES DENOMINATED IN FOREIGN CURRENCIES

The Group’ significant financial assets and liabilities denominated in foreign currencies aggregated by the foreign currencies other than functional currencies and the related exchange rates between the foreign currencies and the respective functional currencies were as follows:

December 31, 2019

**Unit: In Thousands of Foreign Currency/New Taiwan Dollars**

| | Foreign Currency | Exchange Rate | Carrying Amount |
|---|---|---|---|
| Financial assets | | | |
| Non-monetary items | | | |
| Investments accounted for using the equity method | | | |
| RMB | $ 3,356 | 4.305 (USD:RMB) | $ 14,448 |

December 31, 2018

| | Foreign Currency | Exchange Rate | Carrying Amount |
|---|---|---|---|
| Financial assets | | | |
| Non-monetary items | | | |
| Investments accounted for using the equity method | | | |
| RMB | $ 1,908 | 4.472 (USD:RMB) | $ 8,533 |

## 36. SEPARATELY DISCLOSED ITEMS

a. Information on significant transactions and information on investees:

1) Financing provided: None.

2) Endorsements/guarantees provided: See Table 1 below.

3) Marketable securities held (excluding investment in subsidiaries, associates and jointly controlled entities): See Table 2 below.

4) Marketable securities acquired and disposed of at costs or prices of at least NT$300 million or 20% of the paid-in capital: See Table 3 below.

5) Acquisitions of individual real estate properties at costs of at least NT $300 million or 20% of the paid-in capital: See Table 4 below.

6) Disposals of individual real estate properties at prices of at least NT$300 million or 20% of the paid-in capital: None.

7) Total purchases from or sales to related parties amounting to at least NT$100 million or 20% of the paid-in capital: See Table 5 below.

8) Receivables from related parties amounting to at least NT$100 million or 20% of the paid-in capital: None.

9) Trading in derivative instruments: See Note 7 below.

10) Intercompany relationships and significant intercompany transactions: See Table 6 below.

11) Information on investees: See Table 7 below.

b. Information on investments in mainland China:

1) Information on any investee company in mainland China, showing the name, principal business activities, paid-in capital, method of investment, inward and outward remittance of funds, ownership percentage, net income of investees, investment income or loss, carrying amount of the investment at the end of the period, repatriations of investment income, and limit on the amount of investment in the mainland China area. See Table 8 below.

2) Any of the following significant transactions with investee companies in mainland China, either directly or indirectly through a third party, and their prices, payment terms, and unrealized gains or losses: None.

a) The amount and percentage of purchases and the balance and percentage of the related payables at the end of the period.

b) The amount and percentage of sales and the balance and percentage of the related receivables at the end of the period.

c) The amount of property transactions and the amount of the resultant gains or losses.

d) The balance of negotiable instrument endorsements or guarantees or pledges of collateral at the end of the period and the purpose.

e) The highest balance, the end of period balance, the interest rate range, and total current period interest with respect to financing of funds.

f) Other transactions that have a material effect on the profit or loss for the period or on the financial position, such as the rendering or receipt of services.

## 37. SEGMENT INFORMATION

Information reported to the chief operating decision maker for the purpose of resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided. The Group's reportable segments were as follows:

a. Segment revenue and results

The following was an analysis of the Group's revenue and results from continuing operations by reportable segments:

| | Steel Structures | Steel Bars | Hsin Yung Enterprise Corporation | Super Max Engineering Enterprise Co., Ltd. | Others | Eliminations | Total |
|---|---|---|---|---|---|---|---|
| For the year ended December 31, 2019 | | | | | | | |
| Revenue from external customers | $ 5,945,266 | $ 23,065 | $ 1,352,609 | $ 806,195 | $ 141,072 | $ - | $ 8,268,207 |
| Inter-segment revenue | - | - | - | - | - | - | - |
| Segment revenue | $ 5,945,266 | $ 23,065 | $ 1,352,609 | $ 806,195 | $ 141,072 | $ - | 8,268,207 |
| Segment income | $ 263,305 | $ (29,045) | $ 755,555 | $ 397,469 | $ (7,977) | $ 5,491 | 1,384,798 |
| Administration cost | | | | | | | (48,674) |
| Other income | | | | | | | 275,494 |
| Other gains and losses | | | | | | | (22,297) |
| Finance costs | | | | | | | (6,601) |
| Share of profit of associates and joint ventures accounted for using the equity method | | | | | | | 31,491 |
| Profit before tax | | | | | | | $ 1,614,211 |
| For the year ended December 31, 2018 | | | | | | | |
| Revenue from external customers | $ 5,754,273 | $ 2,759,927 | $ 1,326,266 | $ 702,024 | $ 142,828 | $ - | $ 10,685,318 |
| Inter-segment revenue | - | - | - | - | - | - | - |
| Segment revenue | $ 5,754,273 | $ 2,759,927 | $ 1,326,266 | $ 702,024 | $ 142,828 | $ - | 10,685,318 |
| Segment income | $ 513,763 | $ (88,382) | $ 725,652 | $ 328,349 | $ (1,817) | $ 8,836 | 1,486,401 |
| Administration cost | | | | | | | (36,734) |
| Other income | | | | | | | 177,601 |
| Other gains and losses | | | | | | | 20,575 |
| Finance costs | | | | | | | (4,398) |
| Share of profit of associates and joint ventures accounted for using the equity method | | | | | | | 14,867 |
| Profit before tax | | | | | | | $ 1,658,312 |

Segment profit represented the profit before tax earned by each segment without the share of profit of associates, finance costs, other income or other gains and losses. This was the measure reported to the chief operating decision maker for the purpose of resource allocation and assessment of segment performance.

b. Revenue from major products: Refer to Note 26.

c. Geographical information

The Group has no revenue-generating unit that operates outside the ROC; therefore, it is not necessary to disclose information that distinguishes revenue from external customers and non-current assets by location of assets.

d. Information on major customers

The customer accounting for at least 10% of the Group's total operating revenue: None.

## 38. OTHERS

In order to honor the syndicate loan agreement, the subsidiary - Ever Ecove Corporation promised to issue ordinary shares of not less than NT$590 million and shall provide relevant certification documents to the syndicate bank's management by December 31, 2020, at the latest.

**TABLE 1**

## EVERGREEN STEEL CORPORATION AND SUBSIDIARIES

**ENDORSEMENTS/GUARANTEES PROVIDED**
**FOR THE YEAR ENDED DECEMBER 31, 2019**
**(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)**

| No. (Note 1) | Endorser/Guarantor | Endorsee/Guarantee | | Limit on Endorsement/ Guarantee Amount Provided To Each Guarantee Party | Maximum Amount Endorsed/ Guaranteed During the Period | Ending Balance | Actual Borrowing Amount | Amount Endorsed/ Guaranteed by Collateral | Ratio of Accumulated Endorsement/ Guarantee to Net Equity in Latest Financial Statements (%) | Aggregate Endorsement/ Guarantee Limit | Endorsement/ Guarantee Given by Parent on Behalf of Subsidiaries | Endorsement/ Guarantee Given by Subsidiaries on Behalf of Parent | Endorsement/ Guarantee Given on Behalf of Companies in Mainland China | Note |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | Name | Relationship | | | | | | | | | | | |
| 0 | Evergreen Steel Corporation | Ever Ecove Corporation | Subsidiary | $ 6,345,443 | $ 3,087,000 | $ 3,087,000 | $ 3,087,000 | $ - | 24.32 | $ 6,345,443 | Y | - | - | Note 3 |
| 1 | Ming Yu Investment Corporation | Evergreen Steel Corporation | Directly and indirectly holds more than 50 percent of the voting shares | 25,381,772 | 9,493,791 | 3,499,556 | 3,499,556 | - | 27.58 | 25,381,772 | - | Y | - | Note 2 |

Note 1: The Company and its subsidiaries are numbered as follows:

a. “0” for the Company.
b. Subsidiaries are numbered from “1”.

Note 2: According to endorsement or guarantee provided regulation formulated by subsidiaries, the total amount of endorsement or guarantee that the Company is allowed to provide is up to 200% of the net worth value of the latest financial statements of the Company.

Note 3: The limits on endorsement or guarantee amount provided to each guaranteed party is up to 50% of the net worth value of the latest financial statements of the Company. However, the amount of guarantee for the endorsement of subsidiaries is not limited by the above ratio, but the maximum may still not exceed 200% of the most recent financial statements of the Company.

TABLE 2

## EVERGREEN STEEL CORPORATION AND SUBSIDIARIES

**MARKETABLE SECURITIES HELD**
**DECEMBER 31, 2019**
**(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)**

| Holding Company Name | Type and Name of Marketable Securities | Relationship with the Holding Company | Financial Statement Account | December 31, 2019 | | | | Note |
|---|---|---|---|---|---|---|---|---|
| | | | | Number of Shares | Carrying Amount | Percentage of Ownership (%) | Fair Value | |
| Evergreen Steel Corporation | Ordinary Shares | | | | | | | |
| | EVA Airways Corporation | Investee of the Company's mainly shareholders | Financial assets at FVTOCI - non-current | 240,604 | $ 3,308,302 | 4.96 | $ 3,308,302 | |
| | Shin Kong Financial Holding Co., Ltd. | - | Financial assets at FVTOCI - non-current | 7,937 | 82,145 | 0.06 | 82,145 | |
| | Evergreen Marine Corporation | Investee of the Company's mainly shareholders | Financial assets at FVTOCI - non-current | 38,262 | 474,445 | 0.85 | 474,445 | |
| | Taiwan High Speed Rail Corporation | - | Financial assets at FVTOCI - non-current | 16,000 | 614,400 | 0.28 | 614,400 | |
| | Taiwan Terminal Services Corporation. | Investee of the Company's mainly shareholders | Financial assets at FVTOCI - non-current | 100 | 793 | 1.00 | 793 | |
| | Taiwan Aerospace Corp. | - | Financial assets at FVTOCI - non-current | 5,503 | 64,669 | 4.06 | 64,669 | |
| | Pacific Resources Corporation. | - | Financial assets at FVTOCI - non-current | 2,625 | - | 2.56 | - | Note |
| | Taiwan Incubator SME Development Co | - | Financial assets at FVTOCI - non-current | 7,689 | 61,439 | 10.90 | 61,439 | |
| | EVERGREEN HEAVY INDUSTRIAL | Investee of the Company's mainly shareholders | Financial assets at FVTOCI - non-current | 6,679 | 147,559 | 13.39 | 147,559 | |
| | Dongwei Transportation Co., Ltd. | - | Financial assets at FVTOCI - non-current | 660 | 6,558 | 18.86 | 6,558 | |
| | Ever Accord Construction Corp. | Investee of the Company's mainly shareholders | Financial assets at FVTOCI - non-current | 7,500 | 63,077 | 12.50 | 63,077 | |
| | UNI Airways Corporation | Investee of the Company's mainly shareholders | Financial assets at FVTOCI - non-current | 54,830 | 643,787 | 14.99 | 643,787 | |
| | Evergreen Security Corp | Investee of the Company's mainly shareholders | Financial assets at FVTOCI - non-current | 10 | 144 | 0.05 | 144 | |
| Hsin Yung Enterprise Corporation | Evergreen Marine Corporation | Investee of the Company's mainly shareholders | Financial assets at FVTOCI - non-current | 7,214 | 89,451 | 0.16 | 89,451 | |
| Ming Yu Investment Corporation | EVA Airways Corporation | Investee of the Company's mainly shareholders | Financial assets at FVTOCI - non-current | 11,634 | 159,965 | 0.24 | 159,965 | |
| Super Max Engineering Enterprise Co., Ltd. | P.T. Super Max Indonesia | - | Financial assets at FVTOCI - non-current | - | - | 11.00 | - | Note |

Note: The carrying amount of financial instruments was assessed for impairment.

**TABLE 3**

## EVERGREEN STEEL CORPORATION AND SUBSIDIARIES

**MARKETABLE SECURITIES ACQUIRED OR DISPOSED OF AT COSTS OR PRICES OF AT LEAST NT$300 MILLION OR 20% OF THE PAID-IN CAPITAL**
**FOR THE YEAR ENDED DECEMBER 31, 2019**
**(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)**

| Company Name | Type and Name of Marketable Securities | Financial Statement Account | Counterparty | Nature of Relationship | Beginning Balance | | Acquisition | | Disposal | | | | Changes in Investments Accounted for Using Equity the Method | Ending Balance | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | Shares/Unit (In Thousands) | Amount (Note) | Shares/Unit (In Thousands) | Amount (Note) | Shares/Unit (In Thousands) | Amount | Carrying amount | Gain (Loss) on Disposal | | Shares/Unit (In Thousands) | Amount (Note) |
| Evergreen Steel Corporation | EVA Airways Corporation | Financial assets at FVTOCI - non-current | - | Investee of the Company's mainly shareholders | 202,982 | $ 3,079,940 | 37,622 | $ 398,464 | - | $ - | $ - | $ - | $ - | 240,604 | $ 3,478,404 |

Note: The amount stated was the original investment cost.

# EVERGREEN STEEL CORPORATION AND SUBSIDIARIES

**ACQUISITION OF INDIVIDUAL REAL ESTATE AT COSTS OF AT LEAST NT$300 MILLION OR 20% OF THE PAID-IN CAPITAL**
**FOR THE YEAR ENDED DECEMBER 31, 2019**
**(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)**

| Buyer | Property | Event Date | Transaction Amount | Payment Status | Counterparty | Relationship | Information on Previous Title Transfer If Counterparty Is A Related Party | | | | Pricing Reference | Purpose of Acquisition | Other Terms |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | | | Property Owner | Relationship | Transaction Date | Amount | | | |
| Ever Ecove Corporation | Intangible asset - service concession arrangements | 2018.10.22 | $5,161,870 | $877,776 | CTCI Corporation | Institutional shareholder of Ever Ecove Corporation | - | - | - | $ - | Price negotiation | Provide public service of infrastructure | Note 4 |

Note 1: The appraisal result should be presented in the “Basis or reference used in setting the price” column if the real estate acquired should be appraised pursuant to the regulations.

Note 2: The paid-in capital referred to herein is the paid-in capital of the parent company. In the case that shares were issued with no par value or a par value other than NT$10 per share, the 20% of paid-in capital shall be replaced by 10% of equity attributable to owners of the parent in the calculation.

Note 3: The date of the event referred to herein is the date of contract signing date, date of payment, date of execution of a trading order, date of title transfer, date of board resolution, or other date that can confirm the counterparty and the monetary amount of the transaction, whichever is earlier.

Note 4: The service concession arrangements will expire in October 2043.

**TABLE 5**

# EVERGREEN STEEL CORPORATION AND SUBSIDIARIES

**TOTAL PURCHASES FROM OR SALES TO RELATED PARTIES AMOUNTING TO AT LEAST NT$100 MILLION OR 20% OF THE PAID-IN CAPITAL**
**FOR THE YEAR ENDED DECEMBER 31, 2019**
**(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)**

| Purchaser/seller | Related Party | Relationship | Transaction Details | | | | Differences in Transaction Terms Compared to Third Party Transaction | | Notes/Accounts (Payable) or Receivable | | Note |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | Purchase/ Sale | Amount | % of Total | Payment Terms | Unit Price | Payment Terms | Ending Balance | % to Total | |
| Evergreen Steel Corporation | Evergreen International Corporation | Investors that have significant influence over the group | Sale | $ 131,864 | 2.2 | 15-45 days | Note 1 | 15-45 days | $ 23,223 | 1.42 | Note 1 |
| | Ever Accord Construction Corporation | Related party in substance | Sale | 145,190 | 2.4 | 30-60 days | No significant difference | 30-60 days | 54,649 | 3.35 | Note 2 |

Note 1: No similar prices on revenue from containers repair to compare with investors that have significant influence over the Group.

Note 2: The trade receivables include contract assets retention.

# EVERGREEN STEEL CORPORATION AND SUBSIDIARIES

**INTERCOMPANY RELATIONSHIPS AND SIGNIFICANT INTERCOMPANY TRANSACTIONS**
**FOR THE YEAR ENDED DECEMBER 31, 2019**
**(Amounts in Thousands of New Taiwan Dollars)**

| No. | Investee Company | Counterparty | Relationship | Transaction Details | | | |
|---|---|---|---|---|---|---|---|
| | | | | Financial Statement Accounts | Amount | Payment Terms | % of Total Sales or Assets |
| 0 | Evergreen Steel Corporation | Hsin Yung Enterprise Corporation | 1 | Miscellaneous income | $ 3,795 | According to mutual agreements | 0.05 |
| | | HsinYung Enterprise Corporation | 1 | Gain on disposal of property, plant and equipment | 784 | According to mutual agreements | - |
| | | Ever Ecove Corporation | 1 | Miscellaneous income | 516 | According to mutual agreements | 0.01 |
| 1 | Hsin Yung Enterprise Corporation | Evergreen Steel Corporation | 2 | Rental income | 36 | According to mutual agreements | - |
| | | Ever Ecove Corporation | 3 | Rental income | 360 | According to mutual agreements | - |
| 0 | Evergreen Steel Corporation | Hsin Yung Enterprise Corporation | 1 | Other receivable | 69 | According to mutual agreements | - |
| | | Ever Ecove Corporation | 1 | Other receivable | 63 | According to mutual agreements | - |
| 1 | Hsin Yung Enterprise Corporation | Evergreen Steel Corporation | 2 | Trade receivable | 3 | According to mutual agreements | - |
| | | Ever Ecove Corporation | 3 | Trade receivable | 32 | According to mutual agreements | - |

Note 1: The Parent Company and its subsidiaries are coded as follows:

a. The Parent Company is coded "0".
b. The subsidiaries are coded consecutively beginning from "1" in the order presented in the table above.

Note 2: Nature of relationships are coded as follows:

a. From the Parent Company to its subsidiary.
b. From a subsidiary to its Parent Company.
c. Between subsidiaries.

Note 3: The percentage calculation is based on the consolidated total operating revenue or total assets. For balance sheet items, each item's end-of-period balance is shown as a percentage to the consolidated total assets as of December 31, 2019. For profit or loss items, cumulative amounts are shown as percentages to the consolidated total operating revenue for the year ended December 31, 2019.

Note 4: The table above only discloses related-party transactions which are material.

## EVERGREEN STEEL CORPORATION AND SUBSIDIARIES

**NAMES, LOCATIONS, AND RELATED INFORMATION OF INVESTEES ACCOUNTED FOR**
**FOR THE YEAR ENDED DECEMBER 31, 2019**
**(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)**

| Investor Company | Investee Company | Location | Main Businesses and Products | Original Investment Amount | | Balance as of December 31, 2019 | | | Net Income (Losses) of the Investee | Share of Profits/ Losses of Investee | Note |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | December 31, 2019 | December 31, 2018 | Shares (In Thousands) | Percentage of Ownership (%) | Carrying Amount | | | |
| Evergreen Steel Corporation | Super Max Engineering Enterprise Co., Ltd. | Taiwan | Waste collection, treatment and disposal | $ 594,436 | $ 594,436 | 10,732 | 48.12 | $ 728,987 | $ 348,524 | $ 167,725 | Subsidiary |
| | Hsin Yung Enterprise Corporation | Taiwan | Waste treatment, disposal and cogeneration | 992,666 | 992,666 | 99,267 | 68.46 | 1,643,400 | 640,450 | 438,450 | Subsidiary |
| | Ming Yu Investment Co., Ltd. | Taiwan | Investment activities | 239,487 | 250,087 | 10,350 | 100.00 | 237,704 | 30,040 | (5,276) | Subsidiary (Note 2) |
| | Ever Ecove Corporation | Taiwan | Waste treatment, disposal and cogeneration | 700,000 | 700,000 | 70,000 | 70.00 | 680,599 | (14,256) | (9,979) | Subsidiary |
| Super Max Engineering Enterprise Co., Ltd. | Kun Lin Engineering Co., Ltd. | Taiwan | Planning of wastewater, air and noise prevention; design, construction, sale, operation and maintenance of related equipment | 18,000 | 18,000 | 5,000 | 50.00 | 152,141 | 62,982 | N/A | Accounted for using the equity method |

Note 1: Refer to Table 8 for information on investments in mainland China.

Note 2: The original investment amount was $250,087 thousand, and the Company's reinvestment amount is $175,400 thousand in the current year. Then the subsidiary - Ming Yu Investment Co., Ltd. reduced its capital by returning $186,000 thousand of 6,000 thousand shares; therefore, the original investment amount at the end of the period is $239,487 thousand.

**TABLE 8**

# EVERGREEN STEEL CORPORATION AND SUBSIDIARIES

**INFORMATION ON INVESTMENTS IN MAINLAND CHINA**
**FOR THE YEAR ENDED DECEMBER 31, 2019**
**(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)**

| 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 of Flows | | Accumulated Outflow of Investment from Taiwan as of December 31, 2019 | Net Income (Losses) of the Investee Company | Percentage of Ownership | Share of Profit (Loss) | Carrying Amount as of December 31, 2019 | Accumulated Inward Remittance of Earnings as of December 31, 2019 | Note |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | Outflow | Inflow | | | | | | | |
| Kun Shan | Design, manufacture and installation of waste water, waste gas equipment and various piping | $ 11,992<br>(US$ 400) | Note 1 | $ 11,992<br>(US$ 400) | $ - | $ - | $ 11,992<br>(US$ 400) | $ 27,208<br>(RMB 6,084) | 24.06 | $ 6,476 | $ 14,448 | $ 28,241<br>(US$ 942) | Note 3 |

| Accumulated Investments in Mainland China as of December 31, 2019 | Investment Amount Authorized by the Investment Commission, MOEA | Upper Limit on Investment |
|---|---|---|
| $ 11,992<br>(US$ 400) | $ 11,992<br>(US$ 400)<br>(Note 2) | $ 7,642,773<br>(Note 3) |

Note 1: Indirect investment in mainland China through holding companies.

Note 2: Investments approved by the Ministry of Economic Affairs, R.O.C. are as follows:

| Name of Investee | Date | Order No. | Approved Amount |
|---|---|---|---|
| Kun Shan | 2007.6.15 | 09600201160 | US$ 200 |
| Kun Shan | 2008.1.25 | 09700027430 | US$ 100 |
| Kun Shan | 2008.7.22 | 09700252240 | US$ 100 |
| | | | US$ 400 |

Note 3: The Company’s upper limit on investments to China (calculated based on the higher of 60% of Evergreen Steel Corporation’s net worth or worth of $80 million, plus accumulated inward remittance of share capital or earnings from subsidiaries in mainland China: $12,690,886 (net worth) × 60% + $28,241 ＝ $7,642,773