

POYA INTERNATIONAL CO., LTD.
FINANCIAL STATEMENTS AND REPORT OF
INDEPENDENT ACCOUNTANTS
DECEMBER 31, 2018 AND 2017

For the convenience of readers and for information purpose only, the auditors' report and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. In the event of any discrepancy between the English version and the original Chinese version or any differences in the interpretation of the two versions, the Chinese-language auditors' report and financial statements shall prevail.

REPORT OF INDEPENDENT ACCOUNTANTS TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of POYA International Co., Ltd.

Opinion

We have audited the accompanying balance sheets of POYA International Co., Ltd. as at December 31, 2018 and 2017, and the related statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the company as at December 31, 2018 and 2017, and its financial performance and its cash flows for the years then ended in accordance with the “Regulations Governing the Preparation of Financial Reports by Securities Issuers” and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audits in accordance with the “Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants” and generally accepted auditing standards in the Republic of China (ROC GAAS). Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the company in accordance with the Code of Professional Ethics for Certified Public Accountants in the Republic of China (the “Code”), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for POYA International Co., Ltd. financial statements of the current period are stated

as follows:

Completeness and accuracy of franchising retail sales revenue

Description

Please refer to Note 4(18) “Revenue recognition” for accounting policies on retail franchising.

In retail franchising, merchandise information such as name, cost, retail price, price changes and annual sales discount is first established. The point of sales system (henceforth POS) is used to run the merchandise information automatically. Each store gathers sales transactions by the end of the day. The system will aggregate all the information of transactions and then upload to ERP system to generate sales revenue journal entries. In addition, each store has to file cash report daily including cash, gift vouchers, credit cards, and electronic payment devices and reconcile with system data. Cash collections are deposited with the banks periodically.

Due to numerous transactions with small amount, retail franchising highly relies on POS and ERP system to generate reliable and accurate data. Thus, we identified the completeness and accuracy of retail franchising sales revenue as a key audit matter.

How our audit addressed the matter

Our procedures in relation to the above key audit matter included:

1. Checking randomly whether the merchandise information has been properly approved and attached with relevant evidence whenever merchandise information is created or changed;
2. Checking randomly whether the merchandise information has been transferred to POS system;
3. Checking randomly whether all the sales that were recorded in the POS are periodically transferred to ERP system and recorded in operating revenue journal entry automatically;
4. Reviewing the reasons and the relevant evidences for manual adjusting journal entries that are related to retail franchising sales revenue; and
5. Reviewing whether stores’ cash deposits amounts recorded on the daily cash report are in accordance with bank remittance amounts.

Calculation of cost to retail ratio of retail inventory method

Description

Please refer to Note 4(6) for accounting policies on inventory and Note 6(3) “Inventory” for related information on inventory and cost of sales.

Due to various kinds of merchandise, retail inventory method is used to estimate cost of inventory and cost of goods sold which are both calculated using the rate of cost of goods purchased to retail value of goods purchased (known as cost to retail ratio). The calculation of cost to retail ratio is generated automatically by the ERP system and highly relies on the goods purchased both at cost and retail price. Thus, we identified the accuracy and reliability of calculation of cost to retail ratio of retail inventory method as a key audit matter.

How our audit addressed the matter

Our procedures in relation to the above key audit matter included:

1. Conducting interviews with management to obtain an understanding of the calculation of cost to retail ratio in the calculation system of retail inventory method and determining whether it has been consistently applied in the comparative periods of financial statements;
2. Checking randomly whether the merchandise information has been properly approved and attached with relevant evidence whenever merchandise information is created or changed;
3. Confirming whether the records of cost of inventory purchased in POS are transferred to ERP periodically and completely and the records could not be changed manually; and
4. Checking the computation for the correctness of cost to retail ratio.

Responsibilities of management and those charged with governance for the financial statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the “Regulations Governing the Preparation of Financial Reports by Securities Issuers” and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the company’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 company’s or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including audit committee, are responsible for overseeing the company’s financial reporting process.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ROC GAAS 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 financial statements.

As part of an audit in accordance with ROC GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the 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 company'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 company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's 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.

Liu, Tzu-Meng

Independent Accountants

Lin, Tzu-Shu

PricewaterhouseCoopers, Taiwan

Republic of China

February 18, 2019

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

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

POYA INTERNATIONAL CO., LTD.
BALANCE SHEETS
(Expressed in thousands of New Taiwan dollars)

Assets		Notes	December 31, 2018		December 31, 2017	
			AMOUNT	%	AMOUNT	%
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 1,247,097	15	\$ 972,751	13
1150	Notes receivable, net		5,733	-	8,307	-
1170	Accounts receivable, net	6(2)	813,543	10	678,875	9
1200	Other receivables		2,847	-	7,595	-
130X	Inventories	5(2) and 6(3)	3,036,311	35	2,638,948	35
1410	Prepayments	6(4)	98,844	1	101,032	2
1476	Other current financial assets	8	17,977	-	23,151	-
11XX	Total current assets		5,222,352	61	4,430,659	59
Non-current assets						
1600	Property, plant and equipment, net	6(5)	2,804,885	33	2,621,317	35
1840	Deferred income tax assets	6(18)	43,753	-	32,698	-
1920	Refundable deposits	6(20)	305,429	4	283,840	4
1980	Other non-current financial assets	8	5,000	-	4,200	-
1985	Long-term prepaid rents		164,432	2	144,352	2
1990	Other non-current assets		13,448	-	12,063	-
15XX	Total non-current assets		3,336,947	39	3,098,470	41
1XXX	Total assets		\$ 8,559,299	100	\$ 7,529,129	100
Liabilities and Equity						
Current liabilities						
2130	Current contract liabilities	6(12)	\$ 28,626	-	\$ -	-
2150	Notes payable		61,673	1	58,027	1
2170	Accounts payable		1,828,541	22	1,644,272	22
2200	Other payables	6(6)	709,638	8	644,116	9
2230	Current income tax liabilities		284,831	3	173,229	2
2310	Receipts in advance	3(1)	128	-	9,487	-
2320	Long-term liabilities, current portion	6(7)	615,548	7	536,665	7
2399	Other current liabilities	3(1)	-	-	22,765	-
21XX	Total current liabilities		3,528,985	41	3,088,561	41
Non-current liabilities						
2540	Long-term borrowings	6(7)	944,085	11	793,335	11
2570	Deferred income tax liabilities	6(18)	4,351	-	3,431	-
2640	Net defined benefit liabilities-non-current	6(8)	4,814	-	7,640	-
2645	Guarantee deposits received		6,778	-	6,337	-
25XX	Total non-current liabilities		960,028	11	810,743	11
2XXX	Total liabilities		4,489,013	52	3,899,304	52
Equity						
Share capital						
3110	Common stock	6(9)(11)	976,850	12	976,850	13
3200	Capital surplus	6(9)(10)	640,419	8	640,419	8
Retained earnings						
3310	Legal reserve	6(9)(11)	712,549	8	569,643	8
3350	Unappropriated retained earnings		1,740,468	20	1,442,913	19
3XXX	Total equity		4,070,286	48	3,629,825	48
Significant Contingent Liabilities and Unrecognized Contract Commitments						
3X2X	Total liabilities and equity	6(20) and 9	\$ 8,559,299	100	\$ 7,529,129	100

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

POYA INTERNATIONAL CO., LTD.
STATEMENTS OF COMPREHENSIVE INCOME

(Expressed in thousands of New Taiwan dollars, except for earnings per share amounts)

Items		Notes	Years ended December 31			
			2018		2017	
			AMOUNT	%	AMOUNT	%
4000	Operating revenue	6(12) and 12	\$ 14,084,032	100	\$ 13,262,071	100
5000	Operating costs	6(3)(8)(16)(17)(20)	(7,915,849)	(56)	(7,583,371)	(57)
5900	Net operating margin		6,168,183	44	5,678,700	43
	Operating expenses	6(8)(16)(17)(20) and 7				
6100	Selling expenses		(3,504,926)	(25)	(3,350,051)	(25)
6200	General and administrative expenses		(566,639)	(4)	(606,827)	(5)
6000	Total operating expenses		(4,071,565)	(29)	(3,956,878)	(30)
6900	Operating profit		2,096,618	15	1,721,822	13
	Non-operating income and expenses					
7010	Other income	6(13)	51,295	-	50,953	-
7020	Other gains and losses	6(14)	614	-	(39,671)	-
7050	Finance costs	6(5)(15)	(16,019)	-	(10,259)	-
7000	Total non-operating income and expenses		35,890	-	1,023	-
7900	Profit before income tax		2,132,508	15	1,722,845	13
7950	Income tax expense	6(18)	(423,368)	(3)	(293,788)	(2)
8200	Net income for the year		\$ 1,709,140	12	\$ 1,429,057	11
	Other comprehensive income					
	Components of other comprehensive income that will not be reclassified to profit or loss					
8311	Remeasurement of defined benefit obligation	6(8)	\$ 1,252	-	(\$ 1,557)	-
8349	Income tax relating to the components of other comprehensive income that will not be reclassified to profit or loss	6(18)	(26)	-	265	-
8300	Total other comprehensive income (loss) for the year		\$ 1,226	-	(\$ 1,292)	-
8500	Total comprehensive income for the year		\$ 1,710,366	12	\$ 1,427,765	11
	Earnings per share (in dollars)	6(19)				
9750	Basic		\$ 17.50		\$ 14.63	
9850	Diluted		\$ 17.42		\$ 14.58	

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

POYA INTERNATIONAL CO., LTD.
STATEMENTS OF CHANGES IN EQUITY
(Expressed in thousands of New Taiwan dollars)

	Notes	Common stock	Capital Surplus	Retained Earnings		Total equity
			Additional paid-in capital	Legal reserve	Unappropriated retained earnings	
<u>Year ended December 31, 2017</u>						
Balance at January 1, 2017		\$ 964,760	\$ 552,861	\$ 452,695	\$ 1,174,037	\$ 3,144,353
Net income for the year ended December 31, 2017		-	-	-	1,429,057	1,429,057
Other comprehensive loss for the year ended December 31, 2017		-	-	-	(1,292)	(1,292)
Total comprehensive income for the year ended December 31, 2017		-	-	-	1,427,765	1,427,765
Distribution of 2016 net income:						
Legal reserve		-	-	116,948	(116,948)	-
Cash dividends	6(11)	-	-	-	(1,032,293)	(1,032,293)
Stock dividends	6(9)(11)	9,648	-	-	(9,648)	-
Employees' stock bonuses	6(9)	2,442	87,558	-	-	90,000
Balance at December 31, 2017		\$ 976,850	\$ 640,419	\$ 569,643	\$ 1,442,913	\$ 3,629,825
<u>Year ended December 31, 2018</u>						
Balance at January 1, 2018		\$ 976,850	\$ 640,419	\$ 569,643	\$ 1,442,913	\$ 3,629,825
Net income for the year ended December 31, 2018		-	-	-	1,709,140	1,709,140
Other comprehensive income for the year ended December 31, 2018		-	-	-	1,226	1,226
Total comprehensive income for the year ended December 31, 2018		-	-	-	1,710,366	1,710,366
Distribution of 2017 net income:						
Legal reserve		-	-	142,906	(142,906)	-
Cash dividends	6(11)	-	-	-	(1,269,905)	(1,269,905)
Balance at December 31, 2018		\$ 976,850	\$ 640,419	\$ 712,549	\$ 1,740,468	\$ 4,070,286

(Note) The employees' bonus were \$90,000 and \$92,000, and the directors' remuneration were both \$4,800 in 2016 and 2017, respectively, which had been deducted from statements of comprehensive income.

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

POYA INTERNATIONAL CO., LTD.
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31
(Expressed in thousands of New Taiwan dollars)

	<u>Notes</u>	<u>2018</u>	<u>2017</u>
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
Profit before tax		\$ 2,132,508	\$ 1,722,845
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation	6(5)(16)	502,987	445,546
(Gain) loss on disposal of property, plant and equipment	6(14)	(1,112)	38,309
Interest income	6(13)	(2,833)	(2,277)
Interest expense	6(15)	16,019	10,259
Changes in operating assets and liabilities			
Changes in operating assets			
Notes receivable		2,574	2,112
Accounts receivable		(134,668)	(22,975)
Other receivables		4,748	(4,113)
Inventories		(397,363)	(324,133)
Prepayments		2,188	(7,242)
Changes in operating liabilities			
Current contract liabilities		(3,626)	-
Notes payable		3,646	(556,235)
Accounts payable		184,269	675,237
Other payables		67,147	127,050
Receipts in advance		128	(7,040)
Other current liabilities		-	2,625
Net defined benefit liabilities-non-current		(1,574)	(1,593)
Cash inflow generated from operations		2,375,038	2,098,375
Interest received		2,833	2,277
Interest paid		(16,019)	(10,259)
Income tax paid		(321,927)	(274,656)
Net cash flows from operating activities		<u>2,039,925</u>	<u>1,815,737</u>
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Decrease in other current financial assets		5,174	7,461
Acquisition of property, plant and equipment	6(21)	(687,795)	(937,682)
Interest paid for acquisition of property, plant and equipment	6(5)(15)(21)	(1,039)	(3,252)
Proceeds from disposal of property, plant and equipment		1,766	763
Increase in refundable deposits		(21,589)	(31,645)
Increase in other non-current financial assets		(800)	-
Increase in long-term prepaid rent		(20,080)	(46,059)
Increase in other non-current assets		(1,385)	(1,298)
Net cash flows used in investing activities		<u>(725,748)</u>	<u>(1,011,712)</u>
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Proceeds from long-term borrowings		1,746,666	1,460,000
Repayment of long-term borrowings		(1,517,033)	(1,091,954)
Increase (decrease) in guarantee deposits received		441	(161)
Cash dividends paid	6(11)	(1,269,905)	(1,032,293)
Net cash flows used in financing activities		<u>(1,039,831)</u>	<u>(664,408)</u>
Net increase in cash and cash equivalents		274,346	139,617
Cash and cash equivalents at beginning of year	6(1)	972,751	833,134
Cash and cash equivalents at end of year	6(1)	<u>\$ 1,247,097</u>	<u>\$ 972,751</u>

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

POYA INTERNATIONAL CO., LTD.
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017

(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

1. HISTORY AND ORGANIZATION

- (1) POYA International Co., Ltd. (the "Company") was incorporated as a company limited by shares under the provisions of the Company Act of the Republic of China (R.O.C.). The Company is primarily engaged in selling fashion accessories, arts and crafts, food, stationery and a variety of products.
- (2) The common shares of the Company have been listed on the Taipei Exchange since September 2002.

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

These financial statements were authorized for issuance by the Board of Directors on February 18, 2019.

3. APPLICATION OF NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS

- (1) Effect of the adoption of new issuances of or amendments to International Financial Reporting Standards ("IFRS") as endorsed by the Financial Supervisory Commission ("FSC")

New standards, interpretations and amendments as endorsed by FSC effective from 2018 are as follows:

New Standards, Interpretations and Amendments	Effective date by International Accounting Standards Board
Amendments to IFRS 2, 'Classification and measurement of share-based payment transactions'	January 1, 2018
Amendments to IFRS 4, 'Applying IFRS 9, Financial instruments with IFRS 4, Insurance contracts'	January 1, 2018
IFRS 9, 'Financial instruments'	January 1, 2018
IFRS 15, 'Revenue from contracts with customers'	January 1, 2018
Amendments to IFRS 15, 'Clarifications to IFRS 15, Revenue from contracts with customers'	January 1, 2018
Amendments to IAS 7, 'Disclosure initiative'	January 1, 2017
Amendments to IAS 12, 'Recognition of deferred tax assets for unrealised losses'	January 1, 2017
Amendments to IAS 40, 'Transfers of investment property'	January 1, 2018
IFRIC 22, 'Foreign currency transactions and advance consideration'	January 1, 2018
Annual improvements to IFRSs 2014-2016 cycle - Amendments to IFRS 1, 'First-time adoption of International Financial Reporting Standards'	January 1, 2018
Annual improvements to IFRSs 2014-2016 cycle - Amendments to IFRS 12, 'Disclosure of interests in other entities'	January 1, 2017

New Standards, Interpretations and Amendments	Effective date by International Accounting Standards Board
Annual improvements to IFRSs 2014-2016 cycle - Amendments to IAS 28, 'Investments in associates and joint ventures'	January 1, 2018

Except for the following, the above standards and interpretations have no significant impact to the Company's financial condition and financial performance based on the Company's assessment.

IFRS 15, 'Revenue from contracts with customers' and amendments

IFRS 15, 'Revenue from contracts with customers' replaces IAS 11, 'Construction contracts', IAS 18, 'Revenue' and relevant interpretations. According to IFRS 15, revenue is recognized when a customer obtains control of promised goods or services. A customer obtains control of goods or services when a customer has the ability to direct the use of, and obtain substantially all of the remaining benefits from, the asset.

The core principle of IFRS 15 is that an entity recognizes revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. An entity recognizes revenue in accordance with that core principle by applying the following steps:

Step 1: Identify contracts with customer.

Step 2: Identify separate performance obligations in the contract(s).

Step 3: Determine the transaction price.

Step 4: Allocate the transaction price.

Step 5: Recognize revenue when the performance obligation is satisfied.

Further, IFRS 15 includes a set of comprehensive disclosure requirements that requires an entity to disclose sufficient information to enable users of financial statements to understand the nature, amount, timing and uncertainty of revenue and cash flows arising from contracts with customers.

The Company has elected not to restate prior period financial statements and recognized the cumulative effect of initial application as retained earnings at January 1, 2018, using the modified retrospective approach under IFRS 15. The significant effects of adopting the modified transition as of January 1, 2018 are summarized below:

Presentation of assets and liabilities in relation to contracts with customers

In line with IFRS 15 requirements, the Company changed the presentation of certain accounts in the balance sheet as follows:

- A. Under IFRS 15, liabilities in relation to sales contracts are recognized as contract liabilities, but were previously presented as advance sales receipts in the balance sheet. As of January 1, 2018, the balance amounted to \$9,487.
- B. Under IFRS 15, liabilities in relation to the customer loyalty programme are recognized as

contract liabilities, but were previously presented as deferred revenue in the balance sheet. As of January 1, 2018, the balance amounted to \$22,765.

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

New standards, interpretations and amendments endorsed by the FSC effective from 2019 are as follows:

New Standards, Interpretations and Amendments	Effective date by International Accounting Standards Board
Amendments to IFRS 9, 'Prepayment features with negative compensation'	January 1, 2019
IFRS 16, 'Leases'	January 1, 2019
Amendments to IAS 19, 'Plan amendment, curtailment or settlement'	January 1, 2019
Amendments to IAS 28, 'Long-term interests in associates and joint ventures'	January 1, 2019
IFRIC 23, 'Uncertainty over income tax treatments'	January 1, 2019
Annual improvements to IFRSs 2015-2017 cycle	January 1, 2019

Except for the following, the above standards and interpretations have no significant impact to the Company's financial condition and financial performance based on the Company's assessment.
IFRS 16, 'Leases'

IFRS 16, 'Leases', replaces IAS 17, 'Leases' and related interpretations and SICs. The standard requires lessees to recognize a 'right-of-use asset' and a lease liability (except for those leases with terms of 12 months or less and leases of low-value assets). The accounting stays the same for lessors, which is to classify their leases as either finance leases or operating leases and account for those two types of leases differently. IFRS 16 only requires enhanced disclosures to be provided by lessors.

The Company expects to recognize the lease contract of lessees in line with IFRS 16. However, the Company does not intend to restate the financial statements of prior period (collectively referred herein as the "modified retrospective approach"). Accordingly, on January 1, 2018, the Company will have to increase 'right-of-use asset' by \$8,954,864, lease liability by \$8,722,033 and decrease retained earnings by \$25,509, respectively. Additionally, the Company will have to decrease deferred income tax assets by \$25,509 and rent payable (presented as Other Payables account) by \$127,169.

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

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

<u>New Standards, Interpretations and Amendments</u>	<u>Effective date by International Accounting Standards Board</u>
Amendment to IAS 1 and IAS 8, 'Disclosure Initiative-Definition of Material'	January 1, 2020
Amendments to IFRS 3, 'Definition of a business'	January 1, 2020
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 International Accounting Standards Board
IFRS 17, 'Insurance contracts'	January 1, 2021

The above standards and interpretations have no significant impact to the Company's financial condition and financial performance based on the Company's assessment.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

(1) Compliance statement

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

(2) Basis of preparation

- A. Except for the following items, these financial statements have been prepared under the historical cost convention:

Defined benefit liabilities are recognized based on the net amount of pension fund assets less present value of defined benefit obligation.

- B. The preparation of financial statements requires in conformity with IFRSs the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 5.
- C. In adopting IFRS 9 and IFRS 15 effective January 1, 2018, the Company has elected to apply the modified retrospective approach whereby the cumulative impact of the adoption was recognized as retained earnings or other equity as of January 1, 2018 and the financial statements for the year ended December 31, 2017 was not restated. The financial statements for the year ended December 31, 2017 was prepared in compliance with International Accounting Standard 39 ('IAS 39'), International Accounting Standard 18 ('IAS 18') and related financial reporting interpretations. Please refer to Notes 12(4) and (5) for details of significant accounting policies and details of significant accounts.

(3) Foreign currency translation

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates (the “functional currency”). The financial statements are presented in New Taiwan Dollars, which is the Company’s functional and presentation currency.

- A. Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are remeasured. Foreign exchange gains and losses resulting from the settlement of such transactions are recognized in profit or loss in the period in which they arise.
- B. Monetary assets and liabilities denominated in foreign currencies at the period end are re-translated at the exchange rates prevailing at the balance sheet date. Exchange differences arising upon re-translation at the balance sheet date are recognized in profit or loss.
- C. Non-monetary assets and liabilities denominated in foreign currencies held at fair value through profit or loss are re-translated at the exchange rates prevailing at the balance sheet date; their translation differences are recognized in profit or loss. Non-monetary assets and liabilities denominated in foreign currencies held at fair value through other comprehensive income are re-translated at the exchange rates prevailing at the balance sheet date; their translation differences are recognized in other comprehensive income. However, non-monetary assets and liabilities denominated in foreign currencies that are not measured at fair value are translated using the historical exchange rates at the dates of the initial transactions.
- D. In the statement of comprehensive income, all foreign exchange gains and losses are presented in “Other gains and losses”.

(4) Classification of current and non-current items

- A. Assets that meet one of the following criteria are classified as current assets; otherwise they are classified as non-current assets:
 - a. Assets arising from operating activities that are expected to be realized, or are intended to be sold or consumed within the normal operating cycle;
 - b. Assets held mainly for trading purposes;
 - c. Assets that are expected to be realized within twelve months from the balance sheet date;
 - d. Cash and cash equivalents, excluding restricted cash and cash equivalents and those that are to be exchanged or used to pay off liabilities more than twelve months after the balance sheet date.
- B. Liabilities that meet one of the following criteria are classified as current liabilities; otherwise they are classified as non-current liabilities:
 - a. Liabilities that are expected to be paid off within the normal operating cycle;
 - b. Liabilities arising mainly from trading activities;
 - c. Liabilities that are to be paid off within twelve months from the balance sheet date;
 - d. Liabilities for which the repayment date cannot be extended unconditionally to more than twelve months after the balance sheet date. Terms of a liability that could, at the option of

the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

(5) Accounts and notes receivable

- A. Accounts and notes receivable entitle the Company a legal right to receive consideration in exchange for transferred goods or rendered services.
- B. The short-term accounts and notes receivable without bearing interest are subsequently measured at initial invoice amount as the effect of discounting is immaterial.

(6) Inventories

- A. Self-owned inventories: Inventories are initially recognized at cost and at the end of the year, all inventories are stated at the lower of cost and net realizable value.
- B. Concessionaire: The concessionaire recognizes the full amount collected from customers as revenue when the following criteria are met: a.) Concessionaire acts as a principal and provides goods or services to customers; b.) The Company earns a fixed amount or percentage of profit in the transaction; and c.) Concessionaire assumes credit risks. The difference between the full amount collected from customers and the amount paid to concessionaire is recognized as license income by the Company. Unsold goods at the balance sheet date belong to the Concessionaire, and are not included in the ending balance of the Company's inventories. If the above are not met, the full amount collected from customers is recognized as revenue.

(7) Impairment of financial assets

At each reporting date, for accounts receivable that do not contain a significant financing component, the Company recognizes the impairment provision for lifetime expected credit losses (ECLs).

(8) Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to receive cash flows from the financial asset expire.

(9) Property, plant and equipment

- A. Property, plant and equipment are initially recorded at cost. Borrowing costs incurred during the construction period are capitalized.
- B. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.
- C. Property, plant and equipment apply the cost model. Except for land, other property, plant and equipment are depreciated using the straight-line method to allocate their cost over their estimated useful lives. If each component of property, plant and equipment is significant, it is depreciated separately.
- D. The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each financial year-end. If expectations for the assets' residual values and

useful lives differ from previous estimates or the patterns of consumption of the assets' future economic benefits embodied in the assets have changed significantly, any change is accounted for as a change in estimate under IAS 8, 'Accounting Policies, Changes in Accounting Estimates and Errors', from the date of the change. The estimated useful lives of property, plant and equipment are as follows:

<u>Asset</u>	<u>Useful lives</u>
Transportation equipment	5 years
Office equipment	2~15 years
Leasehold improvements	2~50 years
Other equipment	5~20 years

(10) Operating leases (lessee)

Payments made under an operating lease (net of any incentives received from the lessor) are recognized in profit or loss on a straight-line basis over the lease term.

(11) Impairment of non-financial assets

The Company assesses at each balance sheet date the recoverable amounts of those assets where there is an indication that they are impaired. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal or value in use. Except for goodwill, when the circumstances or reasons for recognizing impairment loss for an asset in prior years no longer exist or diminish, the impairment loss is reversed. The increased carrying amount due to reversal should not be more than what the depreciated or amortized historical cost would have been if the impairment had not been recognized.

(12) Notes and accounts payable

- A. Accounts payable are liabilities for purchases of raw materials, goods or services and notes payable are those resulting from operating and non-operating activities.
- B. The short-term notes and accounts payable without bearing interest are subsequently measured at initial invoice amount as the effect of discounting is immaterial.

(13) Borrowings

- A. Borrowings comprise long-term and short-term bank borrowings. Borrowings are recognized initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortized cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognized in profit or loss over the period of the borrowings using the effective interest method.
- B. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the drawdown occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalized as a pre-payment for liquidity services and amortized over the period of the facility to which it relates.

(14) Derecognition of financial liabilities

A financial liability is derecognized when the obligation specified in the contract is either discharged or cancelled or expires.

(15) Employee benefits

A. Short-term employee benefits

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

B. Pensions

a. Defined contribution plan

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

b. Defined benefit plan

I. The liability recognized in the balance sheet in respect of defined benefit pension plan is the present value of the defined benefit obligation at the balance sheet date less the fair value of plan assets, together with adjustments for unrecognized past service costs. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of government bonds (at the balance sheet date).

II. Remeasurement arising on defined benefit plan is recognized in other comprehensive income in the period in which they arise, and presented in retained earnings.

C. Employees' compensation and directors' remuneration

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

(16) Income tax

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

B. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the country where the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in accordance with applicable tax regulations. It establishes

provisions where appropriate based on the amounts expected to be paid to the tax authorities. An additional 10% tax is levied on the unappropriated retained earnings and is recorded as income tax expense in the year the stockholders resolve to retain the earnings.

- C. Deferred income tax is recognized, using the balance sheet liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of goodwill or of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.
- D. Deferred income tax assets are recognized only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized. At each balance sheet date, unrecognized and recognized deferred income tax assets are reassessed.
- E. Current income tax assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. Deferred income tax assets and liabilities are offset on the balance sheet when the entity has the legally enforceable right to offset current tax assets against current tax liabilities and they are levied by the same taxation authority on either the same entity or different entities that intend to settle on a net basis or realize the asset and settle the liability simultaneously.

(17) Dividends

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

(18) Revenue recognition

- A. The Company operates a chain of retail stores selling daily supplies. Revenue from the sale of goods is recognized when the Company sells a product to the customer.
- B. Payment of the transaction price is due immediately when the customer purchases the product. It is the Company's policy to sell its products to the end customer with a right of return within a period. Therefore, a refund liability and a right to the returned goods (included in other current assets) are recognized for the products expected to be returned. Accumulated experience is used to estimate such returns using the expected value method. Because the number of products returned has been steady for years, it is highly probable that a significant reversal in the cumulative revenue recognized will not occur. The validity of this assumption and the estimated amount of returns are reassessed at each reporting date.
- C. The Company operates a loyalty programme where retail customers accumulate points for

purchases made which entitle them to discount on future purchases. The points provide a material right to customers that they would not receive without entering into a contract. Therefore, the promise to provide points to the customer is a separate performance obligation. The transaction price is allocated to the product and the points on a relative stand-alone selling price basis. The stand-alone selling price per point is estimated on the basis of the discount granted when the points are redeemed and on the basis of the likelihood of redemption, based on past experience. The stand-alone selling price of the product sold is estimated on the basis of the retail price. A contract liability is recognized for the transaction price which is allocated to the points and revenue is recognized when the points are redeemed or expire.

D. Commission revenue

In accordance with IAS 15 'Revenue', revenue is recognized when the counters sell the company's goods. The Company's transactions are not subject to significant risks and rewards associated with the sale of goods or the rendering of service and conform to the definition of an agent. Accordingly, the counters' net revenue is recognized as commissions earned.

(19) Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments.

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

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

(1) Critical judgements in applying the Company's accounting policies

Revenue recognition on a net/gross basis

The Company determines whether the nature of its performance obligation is to provide the specified goods or services itself (i.e. the Company is a principal) or to arrange for the other party to provide those goods or services (i.e. the Company is an agent) based on the transaction model and its economic substance. The Company is a principal if it controls a promised good or service before it transfers the good or service to a customer. The Company recognizes revenue at gross amount of consideration to which it expects to be entitled in exchange for those goods or services transferred. The Company is an agent if its performance obligation is to arrange for the provision of goods or services by another party. The Company recognizes revenue at the amount of any fee or commission to which it expects to be entitled in exchange for arranging for the other party to provide its goods or services.

Indicators that the Company controls the good or service before it is provided to a customer include the following:

A. The Company is primarily responsible for the provision of goods or services;

B. The Company assumes the inventory risk before transferring the specified goods or services to the customer or after transferring control of the goods or services to the customer.

C. The Company has discretion in establishing prices for the goods or services.

(2) Critical accounting estimates and assumptions

Evaluation of inventories

A. As inventories are stated at the lower of cost and net realizable value, the Company must determine the net realizable value of inventories on balance sheet date using judgements and estimates. Because of the change in market demand and the sales strategy, the Company evaluates the amounts of normal inventory consumption, obsolete inventories or inventories without market selling value on the balance sheet date, and writes down the cost of inventories to the net realizable value. Such an evaluation is principally based on the demand for the products within the specified period in the future. Therefore, there might be material changes to the evaluation.

B. As of December 31, 2018, the carrying amount of inventories was \$3,036,311.

6. DETAILS OF SIGNIFICANT ACCOUNTS

(1) Cash and cash equivalents

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Cash on hand	\$ 29,223	\$ 40,237
Checking deposits and demand deposits	1,217,874	932,514
	<u>\$ 1,247,097</u>	<u>\$ 972,751</u>

A. The Company transacts with a variety of financial institutions all with high credit rankings to diversify credit risk, so it expects that the probability of counterparty default is remote.

B. As of December 31, 2018 and 2017, details of the Company's cash and cash equivalents pledged to others as collateral are provided in Note 8, "Pledged assets".

(2) Accounts receivable, net

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Accounts receivable - sponsorship	\$ 722,237	\$ 625,430
Accounts receivable - customer	91,306	53,445
	<u>\$ 813,543</u>	<u>\$ 678,875</u>

A. The Company has no past due accounts receivable as of December 31, 2018 and 2017.

B. The Company did not hold any collateral as security as of December 31, 2018 and 2017.

C. Information relating to credit risk of accounts receivable is provided in Note 12(2), "Financial instruments".

(3) Inventories

December 31, 2018			
	Cost	Allowance for price decline of inventories	Carrying amount
Merchandise	\$ 3,036,311	\$ -	\$ 3,036,311
December 31, 2017			
	Cost	Allowance for price decline of inventories	Carrying amount
Merchandise	\$ 2,638,948	\$ -	\$ 2,638,948

The cost of inventories recognized as expense for the year:

Years ended December 31,		
	2018	2017
Cost of inventories sold	\$ 7,866,321	\$ 7,553,289
Loss on physical inventory	49,528	30,082
	<u>\$ 7,915,849</u>	<u>\$ 7,583,371</u>

(4) Prepayments

	December 31, 2018	December 31, 2017
Prepaid rent	\$ 82,403	\$ 76,700
Overpaid value-added tax	7,232	12,454
Other prepaid expenses	9,209	11,878
	<u>\$ 98,844</u>	<u>\$ 101,032</u>

(5) Property, plant and equipment

	Transportation equipment	Office equipment	Leasehold improvements	Other equipment	Construction in progress and equipment before acceptance inspection	Total
<u>At January 1, 2018</u>						
Cost	\$ 18,156	\$ 924,791	\$ 2,562,128	\$ 364,846	\$ 65,328	\$ 3,935,249
Accumulated depreciation	(8,860)	(451,342)	(721,307)	(132,423)	-	(1,313,932)
	<u>\$ 9,296</u>	<u>\$ 473,449</u>	<u>\$ 1,840,821</u>	<u>\$ 232,423</u>	<u>\$ 65,328</u>	<u>\$ 2,621,317</u>
<u>For the year ended December 31, 2018</u>						
At January 1	\$ 9,296	\$ 473,449	\$ 1,840,821	\$ 232,423	\$ 65,328	\$ 2,621,317
Additions	-	-	-	-	687,209	687,209
Transferred after acceptance inspection	8,404	289,194	326,369	54,654	(678,621)	-
Depreciation	(3,774)	(194,399)	(261,763)	(43,051)	-	(502,987)
Disposal-Cost	(4,707)	(194,007)	(112,537)	(27,971)	-	(339,222)
-Accumulated depreciation	<u>4,053</u>	<u>194,007</u>	<u>112,537</u>	<u>27,971</u>	<u>-</u>	<u>338,568</u>
At December 31	<u>\$ 13,272</u>	<u>\$ 568,244</u>	<u>\$ 1,905,427</u>	<u>\$ 244,026</u>	<u>\$ 73,916</u>	<u>\$ 2,804,885</u>
<u>At December 31, 2018</u>						
Cost	\$ 21,853	\$ 1,019,978	\$ 2,775,960	\$ 391,529	\$ 73,916	\$ 4,283,236
Accumulated depreciation	(8,581)	(451,734)	(870,533)	(147,503)	-	(1,478,351)
	<u>\$ 13,272</u>	<u>\$ 568,244</u>	<u>\$ 1,905,427</u>	<u>\$ 244,026</u>	<u>\$ 73,916</u>	<u>\$ 2,804,885</u>

	Transportation equipment	Office equipment	Leasehold improvements	Other equipment	Construction in progress and equipment before acceptance inspection	Total
<u>At January 1, 2017</u>						
Cost	\$ 15,514	\$ 836,644	\$ 1,903,429	\$ 346,515	\$ 233,068	\$ 3,335,170
Accumulated depreciation	(6,366)	(418,314)	(634,105)	(148,490)	-	(1,207,275)
	<u>\$ 9,148</u>	<u>\$ 418,330</u>	<u>\$ 1,269,324</u>	<u>\$ 198,025</u>	<u>\$ 233,068</u>	<u>\$ 2,127,895</u>
For the year ended						
<u>December 31, 2017</u>						
At January 1	\$ 9,148	\$ 418,330	\$ 1,269,324	\$ 198,025	\$ 233,068	\$ 2,127,895
Additions	-	-	-	-	978,040	978,040
Transferred after acceptance inspection	3,839	231,436	829,662	80,843	(1,145,780)	-
Depreciation	(3,399)	(175,579)	(221,150)	(45,418)	-	(445,546)
Disposal-Cost	(1,197)	(143,289)	(170,963)	(62,512)	-	(377,961)
-Accumulated depreciation	905	142,551	133,948	61,485	-	338,889
At December 31	<u>\$ 9,296</u>	<u>\$ 473,449</u>	<u>\$ 1,840,821</u>	<u>\$ 232,423</u>	<u>\$ 65,328</u>	<u>\$ 2,621,317</u>
<u>At December 31, 2017</u>						
Cost	\$ 18,156	\$ 924,791	\$ 2,562,128	\$ 364,846	\$ 65,328	3,935,249
Accumulated depreciation	(8,860)	(451,342)	(721,307)	(132,423)	-	(1,313,932)
	<u>\$ 9,296</u>	<u>\$ 473,449</u>	<u>\$ 1,840,821</u>	<u>\$ 232,423</u>	<u>\$ 65,328</u>	<u>\$ 2,621,317</u>

- A. Amount of borrowing costs capitalized as part of property, plant and equipment and the range of interest rates for such capitalization are as follows:

	Years ended December 31,	
	2018	2017
Amount capitalized	\$ 1,039	\$ 3,252
Interest rate range	0.74% ~ 1.25%	0.92% ~ 1.43%

- B. As of December 31, 2018 and 2017, no property, plant and equipment were pledged to others.

(6) Other payables

	December 31, 2018	December 31, 2017
Salaries and bonuses payable	\$ 219,040	\$ 216,751
Rent payable	130,564	106,811
Accrued employees' remuneration and directors' remuneration	117,800	96,800
Equipment payable	80,063	81,688
Labor and health insurance payable	24,605	24,209
Others	137,566	117,857
	<u>\$ 709,638</u>	<u>\$ 644,116</u>

(7) Long-term borrowings

Nature	Borrowing period	Range of interest rates	Collateral	December 31, 2018
Long-term bank borrowings				
Unsecured bank borrowings	8.16.2017 ~ 7.9.2021	1.19% ~ 1.25%	None	\$ 1,559,633
Less: Current portion of long-term borrowings				(615,548)
				<u>\$ 944,085</u>

Nature	Borrowing period	Range of interest rates	Collateral	December 31, 2017
Long-term bank borrowings				
Unsecured bank borrowings	8.5.2016 ~ 8.16.2020	1.19% ~ 1.25%	None	\$ 1,330,000
Less: Current portion of long-term borrowings				(536,665)
				<u>\$ 793,335</u>

(8) Pensions

A. The Company has a defined benefit pension plan in accordance with the Labor Standards Law, covering all regular employees' service years prior to the enforcement of the Labor Pension Act on July 1, 2005 and service years thereafter of employees who chose to continue to be subject to the pension mechanism under the Law. Under the defined benefit pension plan, two units are accrued for each year of service for the first 15 years and one unit for each additional year thereafter, subject to a maximum of 45 units. Pension benefits are based on the number of units accrued and the average monthly salaries and wages of the last 6 months prior to retirement. The Company contributes monthly an amount equal to 2% of the employees' monthly salaries and wages to the retirement fund deposited with Bank of Taiwan, the trustee, under the name of the independent retirement fund committee. Also, the Company would assess the balance in the aforementioned labor pension reserve account by December 31, every year. If the account balance is not enough to pay the pension calculated by the aforementioned method to the employees expected to qualify for retirement in the following year, the Company will make contribution for the deficit by next March. Information on the Company's aforementioned pension plan is as follows:

a. The amounts recognised in the balance sheet are as follows:

	December 31, 2018	December 31, 2017
Present value of defined benefit obligations (\$	60,855)	(\$ 60,538)
Fair value of plan assets	56,041	52,898
Net defined benefit liability	(\$ 4,814)	(\$ 7,640)

b. Movements in net defined benefit liabilities are as follows:

	Present value of defined benefit obligations	Fair value of plan assets	Net defined benefit liability
<u>Year ended December 31, 2018</u>			
Balance at January 1	(\$ 60,538)	\$ 52,898	(\$ 7,640)
Current service cost	(265)	-	(265)
Interest (expense) income	(787)	688	(99)
	(61,590)	53,586	(8,004)
Remeasurements:			
Return on plan assets	-	1,442	1,442
Change in financial assumptions	(1,744)	-	(1,744)
Experience adjustments	1,554	-	1,554
	(190)	1,442	1,252
Pension fund contribution	-	1,938	1,938
Paid pension	925	(925)	-
Balance at December 31	(\$ 60,855)	\$ 56,041	(\$ 4,814)

	Present value of defined benefit obligations	Fair value of plan assets	Net defined benefit liability
<u>Year ended December 31, 2017</u>			
Balance at January 1	(\$ 58,779)	\$ 51,103	(\$ 7,676)
Current service cost	(297)	-	(297)
Interest (expense) income	(1,000)	869	(131)
	(60,076)	51,972	(8,104)
Remeasurements:			
Return on plan assets	-	(345)	(345)
Change in financial assumptions	(3,583)	-	(3,583)
Experience adjustments	2,371	-	2,371
	(1,212)	(345)	(1,557)
Pension fund contribution	-	2,021	2,021
Paid pension	750	(750)	-
Balance at December 31	(\$ 60,538)	\$ 52,898	(\$ 7,640)

c. The Bank of Taiwan was commissioned to manage the Fund of the Company's defined benefit pension plan in accordance with the Fund's annual investment and utilisation plan and the "Regulations for Revenues, Expenditures, Safeguard and Utilisation of the Labor Retirement Fund" (Article 6: The scope of utilisation for the Fund includes deposit in domestic or foreign financial institutions, investment in domestic or foreign listed, over-the-counter, or private placement equity securities, investment in domestic or foreign real estate securitization products, etc.). With regard to the utilisation of the Fund, its minimum earnings in the annual distributions on the final financial statements shall be no less than the earnings attainable from the amounts accrued from two-year time deposits with the interest rates offered by local banks. If the earnings is less than aforementioned rates, government shall make payment for the deficit after being authorised by the Regulator. The Company has no right to participate in managing and operating that fund and hence the Company is unable to disclose the classification of plan asset fair value in accordance with IAS 19 paragraph 142. The composition of fair value of plan assets as of December 31, 2018 and 2017 is given in the Annual Labor Retirement Fund Utilisation Report announced by the government.

d. The principal actuarial assumptions used were as follows:

	Years ended December 31,	
	2018	2017
Discount rate	1.10%	1.30%
Future salary increases	2.50%	2.50%

Assumptions regarding future mortality experience are set based on the fifth experience life table of taiwan life insurance industry.

Because the main actuarial assumption changed, the present value of defined benefit obligation is affected. The analysis was as follows:

	Discount rate		Future salary increases	
	Increase 0.25%	Decrease 0.25%	Increase 0.25%	Decrease 0.25%
<u>December 31, 2018</u>				
Effect on present value of defined benefit obligation	(\$ 2,170)	\$ 2,271	\$ 2,080	(\$ 2,003)
<u>December 31, 2017</u>				
Effect on present value of defined benefit obligation	(\$ 2,271)	\$ 2,381	\$ 2,193	(\$ 2,108)

The sensitivity analysis above is based on one assumption which changed while the other conditions remain unchanged. In practice, more than one assumption may change all at once. The method of analysing sensitivity and the method of calculating net pension liability in the balance sheet are the same.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous period.

- e. Expected contributions to the defined benefit pension plans of the Company for the year ending December 31, 2019 amount to \$1,917.
- f. As of December 31, 2018, the weighted average duration of the retirement plan is 15 years.

The analysis of timing of the future pension payment was as follows:

Within 1 year	\$	607
2-5 years		5,259
Over 6 years		10,439
	\$	<u>16,305</u>

- B. Effective July 1, 2005, the Company and its domestic subsidiaries have established a defined contribution pension plan (the "New Plan") under the Labor Pension Act (the "Act"), covering all regular employees with R.O.C. nationality. Under the New Plan, the Company and its domestic subsidiaries contribute monthly an amount based on 6% of the employees' monthly salaries and wages to the employees' individual pension accounts at the Bureau of Labor Insurance. The benefits accrued are paid monthly or in lump sum upon termination of employment. The pension costs under the defined contribution pension plan of the Company for the years ended December 31, 2018 and 2017 were \$71,290 and \$71,364, respectively.

(9) Common stock

- A. Movements in the number of the Company's ordinary shares outstanding are as follows (in thousands of shares):

	Years ended December 31,	
	2018	2017
At January 1	97,685	96,476
Stock dividends	-	965
Exercised employee stock bonuses	-	244
Balance as at December 31	97,685	97,685

- B. On June 13, 2017, the Company's shareholders adopted a resolution to issue new shares of common stock through capitalization of unappropriated retained earnings of \$9,648 and employees' bonus payable of \$90,000. As approved by the Securities and Futures Bureau, Financial Supervisory Commission, the effective date of the capitalization was set on August 1, 2017. Of the \$90,000 in employees' stock bonuses, 244 thousand shares were calculated based on the fair value per share at the preceding day of the Board of Directors' meeting, after taking into account the effects of ex-rights and ex-dividends. Amounts arising in excess of par value on issuance are classified as capital surplus-additional paid-in capital.
- C. After the abovementioned capitalization, the Company's total authorized capital was \$1,200,000 (including \$20,000 reserved for employee stock options) and the paid-in capital was \$976,850 (97,685 thousand shares) with par value of \$10 (in dollars) per share.

(10) Capital surplus

Pursuant to the Company Act, capital surplus arising from paid-in capital in excess of par value on issuance of common stocks and donations can be used to cover accumulated deficit or to issue new stocks or cash to shareholders in proportion to their share ownership, provided that the Company has no accumulated deficit. Further, the Securities and Exchange Law requires that the amount of capital surplus to be capitalized mentioned above should not exceed 10% of the paid-in capital each year. Capital surplus should not be used to cover accumulated deficit unless the legal reserve is used.

(11) Retained earnings

- A. The legal reserve shall be exclusively used to cover accumulated deficit, to issue new stocks or distribute cash to shareholders in proportion to their share ownership. The use of legal reserve for the issuance of stocks or cash dividends to shareholders in proportion to their share ownership is permitted provided that the balance of such reserve exceeds 25% of the Company's paid-in capital.
- B. Under the Company's Articles of Incorporation, the Company operates in a volatile business environment and is in stable growth stage, the appropriation of earnings should consider fund requirements and capital budgets to decide how much earnings will be kept or distributed and how much cash dividends will be distributed. 10% of the annual net income, after offsetting any loss of prior years and paying all taxes and dues, shall be set aside as legal

reserve. The remaining net income is the distributable net profit of this period, which is added to the unappropriated retained earnings from prior years to arrive at the accumulated distributable net profit. After considering business environment, future operations, the need for reinvestment, and so on, the Board of Directors will propose a resolution for the distribution of earnings which will be approved at the shareholders' meeting. The distributable net profit shall be appropriated as: 50%~100% of accumulated distributable net profit will be appropriated as dividends and bonuses to shareholders, with cash dividends being at least 1% of the total dividends. Amounts shall be distributed as stock dividends when the price per share of cash dividend is less than \$0.5 (in dollars).

- C. In accordance with the regulations, the Company shall set aside special reserve arising from the debit balance in other equity items at the balance sheet date before distributing earnings. When debit balance in other equity items is reversed subsequently, an equal amount could then be used for distribution.
- D. The Company recognised dividends distributed to owners in 2018 and 2017 amounting to \$1,269,905 (\$13.00 dollars per share) and \$1,032,293 (\$10.70 dollars per share) for cash dividends, respectively; \$— and \$9,648 (\$0.10 dollars per share) for stock dividends, respectively. During its meeting on February 18, 2019, the Board of Directors' proposed for the distribution of dividends from 2018 earnings of \$1,538,539 (\$15.75 dollars per share) for cash dividends.
- E. For the information relating to employees' compensation and directors' and supervisors' remuneration, please refer to Note 6(17), "Employee benefit expenses".

(12) Operating revenue

Revenue from contracts with customers	Year ended December 31, 2018
Merchandise sales	\$ 13,948,815
License income	135,217
	<u>\$ 14,084,032</u>

A. Disaggregation of revenue from contracts with customers

The Company derives revenue from the transfer of goods and services at a point in time in the following:

	Year ended December 31, 2018
Merchandise sales:	
Revenue from	
external customer contracts	<u>\$ 14,084,032</u>

B. Contract assets and liabilities

As of December 31, 2018 and 2017, the Company has no revenue-related contract assets,

and the Company has recognized the following revenue-related contract liabilities:

	<u>December 31, 2018</u>
Contract liabilities:	
– Customer loyalty programmes	\$ 24,824
– Unearned receipts	<u>3,802</u>
	<u>\$ 28,626</u>

(a) Significant changes in contract assets and liabilities

The Company has no significant changes in contract assets and liabilities for the year ended December 31, 2018.

(b) Revenue recognized that was included in the contract liability balance at the beginning of the period is shown below:

	<u>Year ended December 31, 2018</u>
Revenue recognized that was included in the contract liability balance at the beginning of the period	
Customer loyalty programmes	\$ 22,765
Unearned receipts	<u>9,359</u>
	<u>\$ 32,124</u>

C. Related disclosures on operating revenue for the year ended December 31, 2017 are provided in Note 12(5)B.

(13) Other income

	<u>Years ended December 31,</u>	
	<u>2018</u>	<u>2017</u>
Rental income	\$ 25,936	\$ 24,939
Interest income:		
Interest income from bank deposits	1,275	973
Other interest income	1,558	1,304
Other income	<u>22,526</u>	<u>23,737</u>
	<u>\$ 51,295</u>	<u>\$ 50,953</u>

(14) Other gains and losses

	<u>Years ended December 31,</u>	
	<u>2018</u>	<u>2017</u>
Gain (loss) on disposal of property, plant and equipment	\$ 1,112	(\$ 38,309)
Other losses	<u>(498)</u>	<u>(1,362)</u>
	<u>\$ 614</u>	<u>(\$ 39,671)</u>

(15) Finance costs

	Years ended December 31,	
	2018	2017
Interest expense:		
Bank borrowings	\$ 17,058	\$ 13,511
Less: Capitalization of qualifying assets	(1,039)	(3,252)
	<u>\$ 16,019</u>	<u>\$ 10,259</u>

(16) Expenses by nature

	Year ended December 31, 2018		
	Operating expenses	Operating costs	Total
Employee benefit expenses	\$ 1,693,824	\$ 158,779	\$ 1,852,603
Depreciation	<u>\$ 468,558</u>	<u>\$ 34,429</u>	<u>\$ 502,987</u>

	Year ended December 31, 2017		
	Operating expenses	Operating costs	Total
Employee benefit expenses	\$ 1,736,191	\$ 71,434	\$ 1,807,625
Depreciation	<u>\$ 433,701</u>	<u>\$ 11,845</u>	<u>\$ 445,546</u>

(17) Employee benefit expenses

	Year ended December 31, 2018		
	Operating expenses	Operating costs	Total
<u>Full time employees</u>			
Wages and salaries	\$ 1,196,466	\$ 40,574	\$ 1,237,040
Labor and health insurance expense	108,506	4,406	112,912
Pension costs	53,485	2,020	55,505
Other personnel expenses	10,031	-	10,031
	<u>\$ 1,368,488</u>	<u>\$ 47,000</u>	<u>\$ 1,415,488</u>

	Year ended December 31, 2018		
	Operating expenses	Operating costs	Total
<u>Part time employees</u>			
Wages and salaries	\$ 273,951	\$ 3,341	\$ 277,292
Labor and health insurance expense	35,236	-	35,236
Pension costs	16,149	-	16,149
Other personnel expenses	-	108,438	108,438
	<u>\$ 325,336</u>	<u>\$ 111,779</u>	<u>\$ 437,115</u>

	Year ended December 31, 2017		
<u>Full time employees</u>	<u>Operating expenses</u>	<u>Operating costs</u>	<u>Total</u>
Wages and salaries	\$ 1,119,544	\$ 15,450	\$ 1,134,994
Labor and health insurance expense	108,579	1,719	110,298
Pension costs	53,469	869	54,338
Other personnel expenses	63,129	729	63,858
	<u>\$ 1,344,721</u>	<u>\$ 18,767</u>	<u>\$ 1,363,488</u>

	Year ended December 31, 2017		
<u>Part time employees</u>	<u>Operating expenses</u>	<u>Operating costs</u>	<u>Total</u>
Wages and salaries	\$ 333,923	\$ -	\$ 333,923
Labor and health insurance expense	40,093	-	40,093
Pension costs	17,454	-	17,454
Other personnel expenses	-	52,667	52,667
	<u>\$ 391,470</u>	<u>\$ 52,667</u>	<u>\$ 444,137</u>

- A. The number of full time employees were 2,675 and 2,668, while part time employees were 1,377 and 1,794 on average for the years ended December 31, 2018 and 2017, respectively.
- B. According to the Articles of Incorporation of the Company, a ratio of profit of the current year distributable, after covering accumulated losses, shall be distributed as employees' compensation and directors' remuneration. The ratio shall not be lower than 5% for employees' compensation and shall not be higher than 6% for directors' remuneration.
- C. For the years ended December 31, 2018 and 2017, employees' compensation was accrued at \$113,000 and \$92,000, respectively; while directors' remuneration was both accrued at \$4,800 for both periods. The aforementioned amounts were recognised in salary expenses that were estimated and accrued based on the distributable net profit of current year calculated by the percentage prescribed under the Company's Articles of Incorporation. The actual amount approved at the Board of Directors' meeting for employees' compensation and directors' remuneration for 2017 was \$96,800, which was the same as the estimated amount recognised in the 2017 financial statements.

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

(18) Income tax

A. Income tax expense

a. Components of income tax expense:

	Years ended December 31,	
	2018	2017
Current income tax:		
Current tax on profits for the period	\$ 432,034	\$ 297,144
Tax on undistributed surplus earnings	1,495	516
Prior year income tax over estimation	-	(40)
Total current tax	<u>\$ 433,529</u>	<u>297,620</u>
Deferred tax:		
Origination and reversal of temporary differences	(5,220)	(3,832)
Impact of change in tax rate	(4,941)	-
Total deferred tax	<u>(10,161)</u>	<u>(3,832)</u>
Income tax expense	<u>\$ 423,368</u>	<u>\$ 293,788</u>

b. The income tax (charge)/credit to components of other comprehensive income during the period is as follows:

	Years ended December 31,	
	2018	2017
Remeasurements of defined benefit obligations	\$ 250	(\$ 265)
Impact of change in tax rate	(224)	-
	<u>\$ 26</u>	<u>(\$ 265)</u>

B. Reconciliation between income tax expense and accounting profit

	Years ended December 31,	
	2018	2017
Tax calculated based on profit before tax and statutory tax rate	\$ 426,502	\$ 292,884
Expenses disallowed by tax regulation	312	428
Tax on undistributed earnings	1,495	516
Prior year income tax over estimation	-	(40)
Effect from changes in tax regulation	(4,941)	-
Income tax expense	<u>\$ 423,368</u>	<u>\$ 293,788</u>

C. Amounts of deferred tax assets or liabilities as a result of temporary differences are as follows:

Year ended December 31, 2018				
	January 1	Recognised in profit or loss	Recognised in other comprehensive income	December 31
Temporary differences:				
— Deferred tax assets:				
Unrealised expense	\$ 23,504	\$ 9,271	\$ -	\$ 32,775
Pension	5,324	715	(26)	6,013
Unearned revenue	3,870	1,095	-	4,965
	<u>\$ 32,698</u>	<u>\$ 11,081</u>	<u>(\$ 26)</u>	<u>\$ 43,753</u>
— Deferred tax liabilities:				
Pension	(\$ 3,431)	(\$ 920)	\$ -	(\$ 4,351)
	<u>\$ 29,267</u>	<u>\$ 10,161</u>	<u>(\$ 26)</u>	<u>\$ 39,402</u>
Year ended December 31, 2017				
	January 1	Recognised in profit or loss	Recognised in other comprehensive income	December 31
Temporary differences:				
— Deferred tax assets:				
Unrealised expense	\$ 19,847	\$ 3,657	\$ -	\$ 23,504
Pension	5,059	-	265	5,324
Unearned revenue	3,424	446	-	3,870
	<u>\$ 28,330</u>	<u>\$ 4,103</u>	<u>\$ 265</u>	<u>\$ 32,698</u>
— Deferred tax liabilities:				
Pension	(\$ 3,160)	(\$ 271)	\$ -	(\$ 3,431)
	<u>\$ 25,170</u>	<u>\$ 3,832</u>	<u>\$ 265</u>	<u>\$ 29,267</u>

D. As of February 18, 2019, the Company's income tax returns through 2016 have been assessed by the Tax Authority, and there were no disputes existing between the Company and the Tax Authority.

E. Under the amendments to the Income Tax Act which was promulgated by the President of the Republic of China on February 7, 2018, the Company's applicable income tax rate was raised from 17% to 20% effective from January 1, 2018. The Company has assessed the impact of the change in income tax rate.

(19) Earnings per share

Year ended December 31, 2018			
	Amount after tax	Weighted average number of ordinary shares outstanding (shares in thousands)	Earnings per share (in dollars)
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders	\$ 1,709,140	97,685	\$ 17.50
<u>Diluted earnings per share</u>			
Profit attributable to ordinary shareholders	\$ 1,709,140	97,685	
Assumed conversion of all dilutive potential ordinary shares			
Employees' compensation	-	410	
Profit attributable to ordinary shareholders plus assumed conversion of all dilutive potential ordinary shares	\$ 1,709,140	98,095	\$ 17.42

Year ended December 31, 2017			
	Amount after tax	Weighted average number of ordinary shares outstanding (shares in thousands)	Earnings per share (in dollars)
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders	\$ 1,429,057	97,652	\$ 14.63
<u>Diluted earnings per share</u>			
Profit attributable to ordinary shareholders	\$ 1,429,057	97,652	
Assumed conversion of all dilutive potential ordinary shares			
Employees' compensation	-	352	
Profit attributable to ordinary shareholders plus assumed conversion of all dilutive potential ordinary shares	\$ 1,429,057	98,004	\$ 14.58

(20) Operating leases

The Company has lease contracts with the key management and non-related parties. The lease terms are between 3 to 20 years. As of December 31, 2018 and 2017, the amount of deposits paid in accordance with the lease contracts was \$300,189 and \$281,756, respectively and was classified as refundable deposits. The Company recognized rental expenses of \$1,152,966 and \$1,025,062. The future aggregate minimum lease payments under non-cancellable operating leases are as follows:

	December 31, 2018	December 31, 2017
Within 1 year	\$ 1,206,191	\$ 1,085,487
Between 1 and 5 years	4,285,097	4,016,148
Over 5 years	3,990,548	4,066,371
	<u>\$ 9,481,836</u>	<u>\$ 9,168,006</u>

(21) Supplemental cash flow information

A. Investing activities with partial cash payments:

	Years ended December 31,	
	2018	2017
Purchase of property, plant and equipment	\$ 687,209	\$ 978,040
Add: Beginning balance of payable on equipment (Other payables)	81,688	44,582
Less: Ending balance of payable on equipment (Other payables)	(80,063)	(81,688)
Capitalization of interest	(1,039)	(3,252)
Cash paid for acquisition of property, plant and equipment	<u>\$ 687,795</u>	<u>\$ 937,682</u>

B. Financing activities without cash payments:

	Years ended December 31,	
	2018	2017
Accrued employees' bonus transferred to stock dividends to be distributed	<u>\$ -</u>	<u>\$ 90,000</u>

7. RELATED PARTY TRANSACTIONS

(1) Names of related parties and relationship

Names of related parties	Relationship with the Company
Chen Chien Tsao	Key management of the Company

(2) Significant related party transactions

Rental expense

	Leased subject	Determination of rental	Payment method	Years ended December 31,	
				2018	2017
Key management	Tainan office	Negotiation	Monthly payment	<u>\$ 3,000</u>	<u>\$ 3,000</u>

For details on operating lease agreements, please refer to Note 6 (20), "Operating leases".

(3) Key management compensation

	Years ended December 31,	
	2018	2017
Salaries and other short-term employee benefits	\$ 16,823	\$ 16,763

8. PLEDGED ASSETS

The Company's assets pledged as collateral are as follows:

Assets	December 31, 2018	December 31, 2017	Purpose of collateral
Demand deposits (Note)	\$ 16,927	\$ 22,101	Performance guarantee
Certificate of deposit (Note)	6,050	5,250	Refundable deposits
	<u>\$ 22,977</u>	<u>\$ 27,351</u>	

(Note) Classified as "Other current financial assets" and "Other non-current financial assets".

9. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNIZED CONTRACT COMMITMENTS

(1) Capital expenditures contracted for but not yet incurred

	December 31, 2018	December 31, 2017
Property, plant and equipment	\$ 51,108	\$ 62,970

(2) For details on operating lease agreements, please refer to Note 6 (20), "Operating leases".

10. SIGNIFICANT DISASTER LOSS

None.

11. SIGNIFICANT EVENTS AFTER THE BALANCE SHEET DATE

None.

12. OTHERS

(1) Capital management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders, and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

(2) Financial instruments

A. Financial instruments by category

The Company's financial instruments not measured at fair value, including cash and cash equivalents, notes receivable, accounts receivable, other receivables, other current financial assets, refundable deposits, other non-current financial assets, notes payable, accounts payable, other payables, long-term borrowings (including current portion) and guarantee deposits received are based on their book value as book value approximates fair value. In addition, the

fair value information of financial instruments measured at fair value is described in Note 12 (3), "Fair value information".

B. Financial risk management policies

The Company adopts a comprehensive risk management system to identify all risks (including market risk, credit risk and liquidity risk) and to enable key management to measure and control all risks. The Company's objectives when managing market risk are achieving optimal risk exposure, maintaining appropriate liquidity and managing all market risks centrally by taking into account the economic environment, competition and market risk.

C. Significant financial risks and degrees of financial risks

(a) Market risk

I. Foreign exchange risk

Since the main transactions of the Company are denominated in New Taiwan dollars, the Company is not engaged in foreign exchange contracts. Therefore, the Company is not exposed to significant foreign exchange risk.

II. Price risk

The Company is not engaged in any financial instrument or derivatives investment, hence is not exposed to price risk.

III. Cash flow and fair value interest rate risk

- i. The Company's main interest rate risk arises from long-term borrowings with variable rates, which expose the Company to cash flow interest rate risk. During 2018 and 2017, the Company's borrowings at variable rate were mainly denominated in New Taiwan dollars.
- ii. The Company's borrowings are measured at amortised cost. The borrowings are periodically contractually repriced and to that extent are also exposed to the risk of future changes in market interest rates.
- iii. If the borrowing interest rate had increased/decreased by 10% with all other variables held constant, other comprehensive income for the years ended December 31, 2018 and 2017 would have decreased/increased by \$107 and \$71, respectively. The main factor is that changes in interest expense result from floating rate borrowings.

(b) Credit risk

- I. Credit risk refers to the risk of financial loss to the Company arising from default by the clients or counterparties of financial instruments on the contract obligations. The main factor is that counterparties could not repay in full the accounts receivable based on the agreed terms.
- II. The Company manages their credit risk taking into consideration the entire company's concern. For banks and financial institutions, only independently rated parties with a minimum rating of 'A' are accepted. According to the Company's credit policy, each local entity in the Company is responsible for managing and analysing the credit risk

for each of their new clients before standard payment and delivery terms and conditions are offered. Internal risk control assesses the credit quality of the customers, taking into account their financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the Board of Directors. The utilisation of credit limits is regularly monitored.

- III. The Company adopts the following assumptions under IFRS 9 to assess whether there has been a significant increase in credit risk on that instrument since initial recognition: If the contract payments are past due over 60 days based on the terms, there is a significant increase in credit risk on that instrument since initial recognition.
- IV. The Company classifies customers' accounts receivable in accordance with credit risk on trade. The Company applies the modified approach using provision matrix to estimate expected credit loss under the provision matrix basis.
- V. The Company uses the forecast to adjust historical and timely information to assess the default possibility of accounts receivable. As of December 31, 2018 and 2017, the Company's expected loss rate used in not past due accounts receivable is immaterial, and the Company has no past due accounts receivable.
- VI. The Company did not recognize the immaterial impairment losses when applying the modified approach provided for the years ended December 31, 2018 and 2017.
- VII. Credit risk information for the year ended December 31, 2017 is provided in Note 12(4) Effects on initial application of IFRS 9 and information on application of IAS 39 in 2017.

(c) Liquidity risk

- I. Cash flow forecasting is performed by the Company. The Company's Finance Department monitors rolling forecasts of the Company's liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Company does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities.
- II. The Company has the following undrawn borrowing facilities:

	December 31, 2018	December 31, 2017
Floating rate:		
Expiring within one year	\$ 127,000	\$ 330,000
Expiring beyond one year	347,367	670,000
	<u>\$ 474,367</u>	<u>\$ 1,000,000</u>

- III. The table below analyses the Company's non-derivative financial liabilities and relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

<u>December 31, 2018</u>	<u>Less than 1 year</u>	<u>Between 1 and 2 years</u>	<u>Between 2 and 5 years</u>	<u>More than 5 years</u>
Non-derivative financial liabilities				
Notes payable	\$ 61,673	\$ -	\$ -	\$ -
Accounts payable	1,828,541	-	-	-
Other payables	709,638	-	-	-
Long-term borrowings (including current portion)	622,936	611,691	343,726	-
Guarantee deposits received	-	6,778	-	-
<u>December 31, 2017</u>	<u>Less than 1 year</u>	<u>Between 1 and 2 years</u>	<u>Between 2 and 5 years</u>	<u>More than 5 years</u>
Non-derivative financial liabilities				
Notes payable	\$ 58,027	\$ -	\$ -	\$ -
Accounts payable	1,644,272	-	-	-
Other payables	644,116	-	-	-
Long-term borrowings (including current portion)	543,348	492,725	310,489	-
Guarantee deposits received	-	6,337	-	-

(3) Fair value information

The Company had no fair value financial instruments as of December 31, 2018 and 2017.

(4) Effects on initial application of IFRS 9 and information on application of IAS 39 in 2017

A. Summary of significant accounting policies adopted in 2017:

(a) Receivables

Accounts receivable are receivables originated by the entity. They are created by the entity by selling goods or providing services to customers in the ordinary course of business, including vendor sponsorship receivable from purchase cost adjustments generated from main operating activities. Accounts receivable are initially recognized at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. However, for short-term accounts receivable without bearing interest, as the effect of discounting is insignificant, they are measured subsequently at original invoice amount.

(b) Impairment of financial assets

- I. The Company assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

- II. The criteria that the Company uses to determine whether there is objective evidence of an impairment loss is as follows:
- i. Significant financial difficulty of the issuer or debtor;
 - ii. The disappearance of an active market for that financial asset because of financial difficulties;
 - iii. Observable data indicating that there is a measurable decrease in the estimated future cash flows from a group of financial assets since the initial recognition of those assets, although the decrease cannot yet be identified with the individual financial asset in the group, including adverse changes in the payment status of borrowers in the group or national or local economic conditions that correlate with defaults on the assets in the group;
 - iv. Information about significant changes with an adverse effect that have taken place in the technology, market, economic or legal environment in which the issuer operates, and indicates that the cost of the investment in the equity instrument may not be recovered.
- III. When the Company assesses that there has been objective evidence of impairment and an impairment loss has occurred, accounting for impairment is made as follows according to the category of financial assets:

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

- B. Credit risk information for the year ended December 31, 2017 is as follows:
- (a) The Company has no significant past due but not impaired accounts receivable as of December 31, 2017.
 - (b) The Company's accounts receivable that were neither overdue nor impaired have met the credit standards in line with the credit standards prescribed based on counterparties industrial characteristics, scale of business and profitability as of December 31, 2017.
 - (c) The Company did not hold any collateral as security as of December 31, 2017.

(5) Effects of initial application of IFRS 15 and information on application of IAS 11 and IAS 18 in 2017

A. The significant accounting policies applied on revenue recognition for the year ended December 31, 2017 are set out below.

(a) Revenue recognition

I. Sales revenue

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

ii. The Company has customer loyalty programs where the Company grants loyalty awards credits (such as 'points'; the award credits can be used to exchange for free or discounted goods) to customers as part of a sales transaction. The fair value of the consideration received or receivable in respect of the initial sale shall be allocated between the initial sale of goods and the award credits. The amount of proceeds allocated to the award credits is measured by reference to the fair value of goods that can be redeemed by using the award credits and the proportion of award credits that are expected to be redeemed by customers. The Company recognizes the deferred portion of the proceeds allocated to the award credits as revenue only when it has fulfilled its obligations in respect of the award credits.

II. Commission revenue

In accordance with IAS 18, 'Revenue', revenue is recognized when the counters sell the company's goods. The Company's transactions are not subject to significant risks and rewards associated with the sale of goods or the rendering of service and conform to the definition of an agent. Accordingly, the counters' net revenue is recognized as commissions earned.

- B. The revenue recognized by using above accounting policies for the year ended December 31, 2017 are as follows:

	Year ended December 31, 2017
Merchandise sales	\$ 13,130,069
License income	132,002
	<u>\$ 13,262,071</u>

- C. There is no significant effect on current balance sheets and comprehensive income statements if the Company continues adopting the above accounting policies in 2018.

13. SUPPLEMENTARY DISCLOSURES

(1) Significant transaction information

(In accordance with the current regulatory requirements, the Company is only required to disclose the information for the year ended December 31, 2018.)

- A. Loans to others: None.
- B. Provision of endorsements and guarantee to others provided: None.
- C. Holding of marketable securities at the end of the period: None.
- D. Marketable securities acquired and disposed of at costs or prices of at least \$300 million or 20% of paid-in capital: None.
- E. Acquisition of real estate reaching \$300 million or 20% of paid-in capital or more: None.
- F. Disposal of real estate reaching \$300 million or 20% of paid-in capital or more: None.
- G. Total purchases or sales of goods from or to related parties reaching \$100 million or 20% of the paid-in capital or more: None.
- H. Receivables from related parties reaching \$100 million or 20% of the paid-in capital or more: None.
- I. Derivative financial instruments undertaken: None.
- J. Significant inter-company transactions: None.

(2) Disclosure information of investee company

(In accordance with the current regulatory requirements, the Company is only required to disclose the information for the year ended December 31, 2018.)

None.

(3) Disclosure information on indirect investments in Mainland China

(In accordance with the current regulatory requirements, the Company is only required to disclose the information for the year ended December 31, 2018.)

	Years ended December 31,	
	2018	2017
Asset of reportable segment	\$ 8,559,299	\$ 7,529,129
Unamortised items	-	-
Total assets	<u>\$ 8,559,299</u>	<u>\$ 7,529,129</u>

- C. The measurements of amount of liabilities provided to the chief operating decision- maker were in agreement with the Company's financial statements. The reconciliation of segment liabilities and total liabilities is as follows:

	Years ended December 31,	
	2018	2017
Liabilities of reportable segment	\$ 4,489,013	\$ 3,899,304
Unamortised items	-	-
Total liabilities	<u>\$ 4,489,013</u>	<u>\$ 3,899,304</u>

(4) Information on products and services

Please refer to Note 6 (12) Operating revenue for related information.

(5) Geographical information

The Company's geographical information for the years ended December 31, 2018 and 2017 is as follows:

	Year ended December 31, 2018		Year ended December 31, 2017	
	Revenue	Non-current assets	Revenue	Non-current assets
Taiwan	<u>\$ 14,084,032</u>	<u>\$ 2,982,765</u>	<u>\$ 13,262,071</u>	<u>\$ 2,777,732</u>

(6) Major customer information

The Company's annual revenue from each customer for the years ended December 31, 2018 and 2017 did not reach more than 10% of the revenue on the statement of comprehensive income.