

**ARES INTERNATIONAL CORP. AND  
SUBSIDIARIES  
CONSOLIDATED FINANCIAL STATEMENTS AND  
INDEPENDENT AUDITORS' REVIEW REPORT  
JUNE 30, 2020 AND 2019**

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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.

## INDEPENDENT AUDITORS' REVIEW REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of Ares International Corp.

### **Introduction**

We have reviewed the accompanying consolidated balance sheets of Ares International Corp. and subsidiaries (the "Group") as at June 30, 2020 and 2019, and the related consolidated statements of comprehensive income for the three months and six months then ended, as well as the consolidated statements of changes in equity and of cash flows for the six months then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies. Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with the "Regulations Governing the Preparation of Financial Reports by Securities Issuers" and International Accounting Standard 34, "Interim Financial Reporting" as endorsed by the Financial Supervisory Commission. Our responsibility is to express a conclusion on these consolidated financial statements based on our reviews.

### **Scope of Review**

Except as explained in the following paragraph, we conducted our reviews in accordance with the Statement of Auditing Standards No. 65, "Review of Financial Information Performed by the Independent Auditor of the Entity" in the Republic of China. A review of consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### **Basis for Qualified Conclusion**

The accompanying consolidated financial statements included certain non-significant consolidated subsidiaries and investments accounted for using equity method, which statements reflect total assets (including investments accounted for using equity method) amounting to NT\$131,301 thousand and NT\$127,851 thousand, constituting 10.77% and 10.88% of the consolidated total assets, and total liabilities amounting to NT\$7,420 thousand and NT\$14,343 thousand, constituting 1.39% and 3.07% of the consolidated total liabilities as of June 30, 2020 and 2019, respectively, and total comprehensive

income (including share of profit of associates and joint ventures accounted for using equity method) amounting to NT\$6,695 thousand, NT\$3,438 thousand, NT\$8,350 thousand and NT\$4,850 thousand, constituting 450.24%, 11.61%, 118.37% and 13.03% of consolidated total comprehensive income for the three months and six months then ended, respectively. These amounts and the related information disclosed in the accompanying consolidated financial statements were based on the unreviewed financial statements of these consolidated subsidiaries and investments accounted for using equity method.

### **Qualified Conclusion**

Except for the adjustments to the consolidated financial statements, if any, as might have been determined to be necessary had the financial statements of certain consolidated subsidiaries and investments accounted for using equity method been reviewed by independent auditors, that we might have become aware of had it not been for the situation described above, based on our reviews, nothing has come to our attention that causes us to believe that the accompanying consolidated financial statements do not present fairly, in all material respects, the consolidated financial position of the Group as at June 30, 2020 and 2019, and of its consolidated financial performance for the three months and six months then ended and its consolidated cash flows for the six months then ended, in accordance with the “Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Accounting Standard 34, “Interim Financial Reporting” as endorsed by the Financial Supervisory Commission

CPA Lin, Yi-Fan  
CPA Yu, Shu-Fen

For and on behalf of PricewaterhouseCoopers, Taiwan  
August 10, 2020

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The accompanying consolidated 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 consolidated 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.

**ARES INTERNATIONAL CORP. AND SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**  
**JUNE 30, 2020, DECEMBER 31, 2019 AND JUNE 30, 2019**  
(Expressed in thousands of New Taiwan dollars)  
(The consolidated balance sheets as of June 30, 2020 and 2019 are unaudited)

Assets	Notes	June 30, 2020		December 31, 2019		June 30, 2019		
		AMOUNT	%	AMOUNT	%	AMOUNT	%	
<b>Current assets</b>								
1100	Cash and cash equivalents	6(1)	\$ 452,962	37	\$ 538,406	44	\$ 456,863	39
1136	Financial assets at amortised cost - current	6(2) and 8	359,614	30	292,757	24	303,713	26
1140	Contract assets - current	6(16)	90,110	7	72,065	6	65,544	6
1150	Notes receivable, net	6(3)	262	-	668	-	1,906	-
1170	Accounts receivable, net	6(3)	91,600	8	102,352	8	108,655	9
1180	Accounts receivable - related parties, net	7	-	-	1,339	-	-	-
1200	Other receivables		6,000	-	2,630	-	3,957	-
1210	Other receivables - related parties	7	-	-	-	-	315	-
1410	Prepayments	6(4) and 7	33,198	3	30,163	2	39,390	3
1470	Other current assets	8	47,641	4	49,773	4	48,323	4
11XX	<b>Total current assets</b>		<u>1,081,387</u>	<u>89</u>	<u>1,090,153</u>	<u>88</u>	<u>1,028,666</u>	<u>87</u>
<b>Non-current assets</b>								
1517	Financial assets at fair value through other comprehensive income - non-current	6(5)	24	-	1,785	-	3,029	-
1550	Investments accounted for using the equity method	6(6)	81,006	7	78,168	6	72,461	6
1600	Property, plant and equipment, net	6(7)	6,753	-	7,017	1	6,740	1
1755	Right-of-use assets	6(8)	9,484	1	18,118	1	26,883	2
1780	Intangible assets		-	-	96	-	671	-
1840	Deferred income tax assets		32,411	3	31,363	3	29,484	3
1900	Other non-current assets	8	7,672	-	7,682	1	7,679	1
15XX	<b>Total non-current assets</b>		<u>137,350</u>	<u>11</u>	<u>144,229</u>	<u>12</u>	<u>146,947</u>	<u>13</u>
1XXX	<b>Total assets</b>		<u>\$ 1,218,737</u>	<u>100</u>	<u>\$ 1,234,382</u>	<u>100</u>	<u>\$ 1,175,613</u>	<u>100</u>

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**ARES INTERNATIONAL CORP. AND SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**  
**JUNE 30, 2020, DECEMBER 31, 2019 AND JUNE 30, 2019**

(Expressed in thousands of New Taiwan dollars)  
(The consolidated balance sheets as of June 30, 2020 and 2019 are unaudited)

Liabilities and Equity	Notes	June 30, 2020		December 31, 2019		June 30, 2019		
		AMOUNT	%	AMOUNT	%	AMOUNT	%	
<b>Current liabilities</b>								
2130	Contract liabilities - current	6(16)	\$ 190,510	15	\$ 151,481	12	\$ 115,015	10
2150	Notes payable		-	-	-	-	394	-
2170	Accounts payable	6(9)	33,782	3	40,157	3	35,947	3
2180	Accounts payable - related parties	7	1,727	-	3,262	-	3,249	-
2200	Other payables	6(10)	156,417	13	116,939	10	138,434	12
2230	Current income tax liabilities		219	-	14,663	1	8,499	1
2250	Provisions for liabilities - current	6(12)	527	-	1,101	-	1,645	-
2280	Current lease liabilities		9,755	1	16,810	2	17,817	1
21XX	<b>Total current liabilities</b>		<u>392,937</u>	<u>32</u>	<u>344,413</u>	<u>28</u>	<u>321,000</u>	<u>27</u>
<b>Non-current liabilities</b>								
2570	Deferred income tax liabilities		-	-	-	-	235	-
2580	Non-current lease liabilities		-	-	1,652	-	9,302	1
2640	Accrued pension liabilities		140,071	12	142,326	12	136,925	12
25XX	<b>Total non-current liabilities</b>		<u>140,071</u>	<u>12</u>	<u>143,978</u>	<u>12</u>	<u>146,462</u>	<u>13</u>
2XXX	<b>Total liabilities</b>		<u>533,008</u>	<u>44</u>	<u>488,391</u>	<u>40</u>	<u>467,462</u>	<u>40</u>
<b>Equity attributable to owners of parent</b>								
Share capital								
3110	Common stock	6(13)	472,539	39	472,539	38	472,539	40
Capital surplus								
3200	Capital surplus	6(14)	142,897	12	142,897	11	142,877	12
Retained earnings								
3310	Legal reserve	6(15)	59,516	5	51,866	4	51,866	4
3320	Special reserve		9,242	1	7,708	1	7,708	1
3350	Unappropriated retained earnings		7,714	1	76,501	6	35,738	3
Other equity interest								
3400	Other equity interest		( 9,916)	( 2)	( 9,243)	-	( 6,427)	-
31XX	<b>Equity attributable to owners of the parent</b>		<u>681,992</u>	<u>56</u>	<u>742,268</u>	<u>60</u>	<u>704,301</u>	<u>60</u>
36XX	Non-controlling interest		3,737	-	3,723	-	3,850	-
3XXX	<b>Total equity</b>		<u>685,729</u>	<u>56</u>	<u>745,991</u>	<u>60</u>	<u>708,151</u>	<u>60</u>
Significant contingent liabilities and unrecognized contract commitments								
Significant events after the balance sheet date								
3X2X	<b>Total liabilities and equity</b>		<u>\$ 1,218,737</u>	<u>100</u>	<u>\$ 1,234,382</u>	<u>100</u>	<u>\$ 1,175,613</u>	<u>100</u>

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

**ARES INTERNATIONAL CORP. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**  
**SIX MONTHS ENDED JUNE 30, 2020 AND 2019**  
(Expressed in thousands of New Taiwan dollars, except earnings per share data)  
(UNAUDITED)

Items	Notes	Three months ended June 30				Six months ended June 30				
		2020		2019		2020		2019		
		AMOUNT	%	AMOUNT	%	AMOUNT	%	AMOUNT	%	
4000	Operating revenue	6(16) and 7	\$ 139,072	100	\$ 170,713	100	\$ 326,876	100	\$ 332,658	100
5000	Operating costs	6(20)(21)								
		and 7	( 91,813)	( 66)	( 84,514)	( 49)	( 221,739)	( 68)	( 193,274)	( 58)
5950	Gross profit		<u>47,259</u>	<u>34</u>	<u>86,199</u>	<u>51</u>	<u>105,137</u>	<u>32</u>	<u>139,384</u>	<u>42</u>
	Operating expenses	6(20)(21)								
		and 7								
6100	Selling expenses		( 13,798)	( 10)	( 14,975)	( 9)	( 31,195)	( 10)	( 32,334)	( 9)
6200	General and administrative expenses		( 11,763)	( 8)	( 12,554)	( 7)	( 24,945)	( 8)	( 25,805)	( 8)
6300	Research and development expenses		( 18,762)	( 14)	( 23,801)	( 14)	( 43,048)	( 13)	( 47,282)	( 14)
6450	(Provision for) reversal of expected credit losses	6(20) and 12(2)	( 1,072)	( 1)	( 806)	( 1)	( 4,614)	( 1)	<u>696</u>	<u>-</u>
6000	Total operating expenses		( <u>45,395</u> )	( <u>33</u> )	( <u>52,136</u> )	( <u>31</u> )	( <u>103,802</u> )	( <u>32</u> )	( <u>104,725</u> )	( <u>31</u> )
6900	Operating profit		<u>1,864</u>	<u>1</u>	<u>34,063</u>	<u>20</u>	<u>1,335</u>	<u>-</u>	<u>34,659</u>	<u>11</u>
	Non-operating income and expenses									
7100	Interest income	6(17)	1,780	1	2,462	1	3,761	1	4,562	1
7010	Other income	6(18)	2,238	2	177	-	3,477	1	415	-
7020	Other gains and losses	6(19)	( 6,557)	( 5)	1,259	1	( 6,448)	( 2)	4,284	1
7050	Finance costs	6(8)	( 78)	-	( 221)	-	( 189)	-	( 470)	-
7060	Share of profit (loss) of associates and joint ventures accounted for using equity method	6(6)	<u>2,282</u>	<u>2</u>	( <u>793</u> )	<u>-</u>	<u>5,421</u>	<u>2</u>	<u>1,649</u>	<u>1</u>
7000	Total non-operating income and expenses		( <u>335</u> )	<u>-</u>	<u>2,884</u>	<u>2</u>	<u>6,022</u>	<u>2</u>	<u>10,440</u>	<u>3</u>
7900	Profit before income tax		<u>1,529</u>	<u>1</u>	<u>36,947</u>	<u>22</u>	<u>7,357</u>	<u>2</u>	<u>45,099</u>	<u>14</u>
7950	Income tax benefit (expense)	6(22)	<u>983</u>	<u>1</u>	( <u>7,893</u> )	( <u>5</u> )	<u>434</u>	<u>-</u>	( <u>9,190</u> )	( <u>3</u> )
8200	Profit for the period		<u>\$ 2,512</u>	<u>2</u>	<u>\$ 29,054</u>	<u>17</u>	<u>\$ 7,791</u>	<u>2</u>	<u>\$ 35,909</u>	<u>11</u>

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ARES INTERNATIONAL CORP. AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME  
SIX MONTHS ENDED JUNE 30, 2020 AND 2019  
(Expressed in thousands of New Taiwan dollars, except earnings per share data)  
(UNAUDITED)

Items	Notes	Three months ended June 30				Six months ended June 30			
		2020		2019		2020		2019	
		AMOUNT	%	AMOUNT	%	AMOUNT	%	AMOUNT	%
<b>Other comprehensive income</b>									
<b>Components of other comprehensive income that will not be reclassified to profit or loss</b>									
8316	Unrealized (losses) gains from investments in equity instruments measured at fair value through other comprehensive income	6(5)							
		\$ -	-	\$ -	-	(\$ 382)	-	\$ 254	-
8349	Income tax relating to components of other comprehensive income	6(22)				76	-	(51)	-
8310	Other comprehensive (loss) income that will not be reclassified to profit or loss					(306)	-	203	-
<b>Other comprehensive income that will be reclassified to profit or loss</b>									
8361	Financial statements translation differences of foreign operations					(523)	-	1,384	-
8399	Income tax relating to components of other comprehensive income	6(22)				92	-	(269)	-
8360	Other comprehensive (loss) income that will be reclassified to profit or loss					(431)	-	1,115	-
8500	<b>Total comprehensive income for the period</b>					\$ 7,054	2	\$ 37,227	11
Profit attributable to:									
8610	Owners of the parent					\$ 7,713	2	\$ 35,738	11
8620	Non-controlling interest					78	-	171	-
		\$ 2,512	2	\$ 29,054	17	\$ 7,791	2	\$ 35,909	11
Total comprehensive income attributable to:									
8710	Owners of the parent					\$ 7,040	2	\$ 37,019	11
8720	Non-controlling interest					14	-	208	-
		\$ 1,487	1	\$ 29,612	17	\$ 7,054	2	\$ 37,227	11
Earnings per share (in dollars)									
9750	Basic earnings per share	6(23)				\$ 0.16		\$ 0.76	
9850	Diluted earnings per share	6(23)				\$ 0.16		\$ 0.75	

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

ARES INTERNATIONAL CORP. AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY  
SIX MONTHS ENDED JUNE 30, 2020 AND 2019  
(Expressed in thousands of New Taiwan dollars)  
(UNAUDITED)

Notes	Equity attributable to owners of the parent									
	Retained Earnings					Other Equity Interest				
	Share capital - common stock	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Financial statements translation differences of foreign operations	Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income	Total	Non-controlling interest	Total equity
<u>Six months ended June 30, 2019</u>										
	\$ 472,539	\$ 146,592	\$ 45,439	\$ 2,858	\$ 64,267	(\$ 2,704)	(\$ 5,004)	\$ 723,987	\$ 3,642	\$ 727,629
	-	-	-	-	35,738	-	-	35,738	171	35,909
	-	-	-	-	-	1,078	203	1,281	37	1,318
	-	-	-	-	35,738	1,078	203	37,019	208	37,227
Appropriations of 2018 earnings	6(15)									
Legal reserve	-	-	6,427	-	( 6,427 )	-	-	-	-	-
Special reserve	-	-	-	4,850	( 4,850 )	-	-	-	-	-
Cash dividends	-	-	-	-	( 52,990 )	-	-	( 52,990 )	-	( 52,990 )
Capital surplus distributed as dividends	6(14)	( 3,715 )	-	-	-	-	-	( 3,715 )	-	( 3,715 )
Balance at June 30, 2019	\$ 472,539	\$ 142,877	\$ 51,866	\$ 7,708	\$ 35,738	(\$ 1,626)	(\$ 4,801)	\$ 704,301	\$ 3,850	\$ 708,151
<u>Six months ended June 30, 2020</u>										
	\$ 472,539	\$ 142,897	\$ 51,866	\$ 7,708	\$ 76,501	(\$ 4,402)	(\$ 4,841)	\$ 742,268	\$ 3,723	\$ 745,991
	-	-	-	-	7,713	-	-	7,713	78	7,791
	-	-	-	-	-	( 367 )	( 306 )	( 673 )	( 64 )	( 737 )
	-	-	-	-	7,713	( 367 )	( 306 )	7,040	14	7,054
Appropriations of 2019 earnings	6(15)									
Legal reserve	-	-	7,650	-	( 7,650 )	-	-	-	-	-
Special reserve	-	-	-	1,534	( 1,534 )	-	-	-	-	-
Cash dividends	-	-	-	-	( 67,316 )	-	-	( 67,316 )	-	( 67,316 )
Balance at June 30, 2020	\$ 472,539	\$ 142,897	\$ 59,516	\$ 9,242	\$ 7,714	(\$ 4,769)	(\$ 5,147)	\$ 681,992	\$ 3,737	\$ 685,729

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



ARES INTERNATIONAL CORP. AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF CASH FLOWS  
SIX MONTHS ENDED JUNE 30, 2020 AND 2019  
(Expressed in thousands of New Taiwan dollars)  
(UNAUDITED)

	Notes	Six months ended June 30	
		2020	2019
<b><u>CASH FLOWS FROM OPERATING ACTIVITIES</u></b>			
Profit before tax		\$ 7,357	\$ 45,099
Adjustments			
Adjustments to reconcile profit (loss)			
Provision for (reversal of) expected credit loss impairment	6(20) and 12(2)	4,614	( 696 )
Depreciation of property, plant and equipment	6(7)(20)	1,457	1,456
Depreciation of right-of-use asset	6(8)(20)	8,267	8,479
Interest income	6(17)	( 3,761 )	( 4,562 )
Interest expense	6(8)	189	470
Amortization	6(20)	96	576
Share of profit of associates and joint ventures accounted for using equity method	6(6)	( 5,421 )	( 1,649 )
Changes in operating assets and liabilities			
Changes in operating assets			
Notes receivable		406	2,965
Accounts receivable		( 11,907 )	( 9,446 )
Accounts receivable - related parties		1,339	1,539
Other receivables		( 833 )	43
Other receivables - related parties		-	( 315 )
Prepayments		( 7,484 )	201
Other current assets		2,275	4,011
Changes in operating liabilities			
Contract liabilities		39,029	18,790
Notes payable		-	394
Accounts payable		( 6,375 )	( 13,306 )
Accounts payable - related parties		( 1,535 )	( 560 )
Other payables		( 27,741 )	( 17,268 )
Provisions for liabilities - current		( 574 )	( 507 )
Accrued pension liabilities		( 2,255 )	979
Cash (outflow) inflow generated from operations		( 2,857 )	36,693
Interest received		4,776	5,545
Income tax paid		( 10,648 )	( 3,687 )
Net cash flows (used in) from operating activities		( 8,729 )	38,551

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ARES INTERNATIONAL CORP. AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF CASH FLOWS  
SIX MONTHS ENDED JUNE 30, 2020 AND 2019  
(Expressed in thousands of New Taiwan dollars)  
(UNAUDITED)

	Notes	<u>Six months ended June 30</u>	
		<u>2020</u>	<u>2019</u>
<b><u>CASH FLOWS FROM INVESTING ACTIVITIES</u></b>			
Increase in financial assets at amortised cost -			
current		(\$ 330,892 )	(\$ 271,172 )
Decrease in financial assets at amortised cost -			
current		263,892	199,369
Dividends received		-	1,183
Acquisition of property, plant and equipment	6(7)	( 1,200 )	( 69 )
Decrease (increase) in refundable deposits (shown in other non-current assets)		<u>10</u>	<u>( 29 )</u>
Net cash flows used in investing activities		<u>( 68,190 )</u>	<u>( 70,718 )</u>
<b><u>CASH FLOWS FROM FINANCING ACTIVITIES</u></b>			
Payment of lease liability	6(25)	<u>( 8,525 )</u>	<u>( 8,713 )</u>
Net cash flows used in financing activities		<u>( 8,525 )</u>	<u>( 8,713 )</u>
Net decrease in cash and cash equivalents		( 85,444 )	( 40,880 )
Cash and cash equivalents at beginning of period		<u>538,406</u>	<u>497,743</u>
Cash and cash equivalents at end of period		<u>\$ 452,962</u>	<u>\$ 456,863</u>

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

ARES INTERNATIONAL CORP. AND SUBSIDIARIES  
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
SIX MONTHS ENDED JUNE 30, 2020 AND 2019

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

1. HISTORY AND ORGANISATION

Ares International Corp. (hereinafter referred to as ‘the Company’) was established on December 3, 1980. The Company and subsidiaries (hereinafter referred to as ‘the Group’) are engaged in the design, sales, lease, maintenance and technology consultation of computer equipment, internet and related software, and analysis, design, modification, installment and maintenance of application software. The Company’s stock was traded at the Taipei Exchange from March 1999, and was listed at the Taiwan Stock Exchange after the application of listing was approved.

2. THE DATE OF AUTHORISATION FOR ISSUANCE OF THE CONSOLIDATED FINANCIAL STATEMENTS AND PROCEDURES FOR AUTHORISATION

These consolidated financial statements were authorised for issuance by the Board of Directors on August 10, 2020.

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 endorsed by the FSC effective from 2020 are as follows:

<u>New Standards, Interpretations and Amendments</u>	<u>Effective date by International Accounting Standards Board</u>
Amendments 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 9, IAS 39 and IFRS 7, ‘Interest rate benchmark reform’	January 1, 2020
Amendment to IFRS 16, ‘Covid-19-related rent concessions’	June 1, 2020

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

Amendment to IFRS 16, ‘Covid-19-related rent concessions’

This amendment provides a practical expedient for lessees from assessing whether a rent concession related to COVID-19, and that meets all of the following conditions, is a lease modification:

(a) Changes in lease payments result in the revised consideration for the lease that is substantially the

same as, or less than, the consideration for the lease immediately preceding the change;

(b) Any reduction in lease payments affects only payments originally due on or before June 30 2021;  
and

(c) There is no substantive change to other terms and conditions of the lease.

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

None.

(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>
Amendments to IFRS 4, 'Extension of the temporary exemption from applying IFRS 9'	January 1, 2021
Amendments to IFRS 3, 'Reference to the conceptual framework'	January 1, 2022
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, 2023
Amendments to IFRS 17, 'Insurance contracts'	January 1, 2023
Amendments to IAS 1, 'Classification of liabilities as current or non-current'	January 1, 2023
Amendments to IAS 16, 'Property, plant and equipment: proceeds before intended use'	January 1, 2022
Amendments to IAS 37, 'Onerous contracts—cost of fulfilling a contract'	January 1, 2022
Annual improvements to IFRS Standards 2018–2020	January 1, 2022

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

#### 4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies adopted are consistent with Note 4 in the consolidated financial statements for the year ended December 31, 2019, except for the compliance statement, basis of preparation, basis of consolidation and additional policies as set out below. These policies have been consistently applied to all the periods presented, unless otherwise stated.

(1) Compliance statement

A. The consolidated financial statements of the Group have been prepared in accordance with the "Regulations Governing the Preparation of Financial Reports by Securities Issuers" and the International Accounting Standard 34, 'Interim financial reporting' as endorsed by the FSC.

B. These consolidated financial statements are to be read in conjunction with the consolidated financial statements for the year ended December 31, 2019.

(2) Basis of preparation

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

(a) Financial assets at fair value through other comprehensive income.

(b) Defined benefit liabilities recognised based on the net amount of pension fund assets less present value of defined benefit obligation.

B. The preparation of financial statements in conformity with International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the FSC (collectively referred herein as the “IFRSs”) requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 5.

(3) Basis of consolidation

A. Basis for preparation of consolidated financial statements:

The basis for preparation of consolidated financial statements are consistent with those of the year ended December 31, 2019.

B. Subsidiaries included in the consolidated financial statements:

Name of Investor	Name of Subsidiary	Main Business Activities	Ownership (%)			Description
			June 30, 2020	December 31, 2019	June 30, 2019	
Ares International Corp.	APLUSOFT CO., LTD.	Computer installation and information software service	100%	100%	100%	
Ares International Corp.	ARES GROUP CORP.	Investment business	100%	100%	100%	
APLUSOFT CO., LTD.	WELJOIN TECHNOLOGIES LIMITED (BVI)	Investment business	100%	100%	100%	
ARES GROUP CORP.	SHARP KEEN MANAGEMENT LIMITED	Investment business	100%	100%	100%	
WELJOIN TECHNOLOGIES LIMITED (BVI)	APLUSOFT (SUZHOU) CORPORATION	Research, development and sales in business management software	95.88%	95.88%	95.88%	

The financial statements of the entity were not reviewed by independent auditors as the entity did not meet the definition of a significant subsidiary.

- C. Subsidiaries not included in the consolidated financial statements: None.
- D. Adjustments for subsidiaries with different balance sheet dates: None.
- E. Significant restrictions: None.
- F. Subsidiaries that have non-controlling interests that are material to the Group: None.

(4) Employee benefits

Pension cost for the interim period is calculated on a year-to-date basis by using the pension cost rate derived from the actuarial valuation at the end of the prior financial year, adjusted for significant market fluctuations since that time and for significant curtailments, settlements, or other significant one-off events. And, the related information is disclosed accordingly.

(5) Income taxes

If a change in tax rate is enacted or substantively enacted in an interim period, the Group recognises the effect of the change immediately in the interim period in which the change occurs. The effect of the change on items recognised outside profit or loss is recognised in other comprehensive income or equity while the effect of the change on items recognised in profit or loss is recognised in profit or loss.

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

There was no significant change during the reporting period. Please refer to Note 5 in the consolidated financial statements for the year ended December 31, 2019.

6. DETAILS OF SIGNIFICANT ACCOUNTS

(1) Cash and cash equivalents

	<u>June 30, 2020</u>	<u>December 31, 2019</u>	<u>June 30, 2019</u>
Cash on hand and revolving funds	\$ 173	\$ 370	\$ 167
Checking accounts and demand deposits	275,956	259,860	249,863
Time deposits	<u>176,833</u>	<u>278,176</u>	<u>206,833</u>
	<u>\$ 452,962</u>	<u>\$ 538,406</u>	<u>\$ 456,863</u>

- A. The Group transacts with a variety of financial institutions all with high credit quality to disperse credit risk, so it expects that the probability of counterparty default is remote.
- B. As of June 30, 2020, December 31, 2019 and June 30, 2019, cash and cash equivalents were restricted to the bid bonds and performance guarantee. Please refer to Note 8.

(2) Financial assets at amortised cost

Items	June 30, 2020	December 31, 2019	June 30, 2019
Current items:			
Time deposits with maturity over three months	\$ 355,039	\$ 288,182	\$ 299,138
Pledged time deposits	4,575	4,575	4,575
	\$ 359,614	\$ 292,757	\$ 303,713
Interest rate range of time deposits	0.2%~1.55%	0.15%~2.65%	0.15%~3.30%

A. Amounts recognised in profit or loss in relation to financial assets at amortised cost are listed below:

	Three months ended June 30	
	2020	2019
Interest income	\$ 1,513	\$ 1,506
	Six months ended June 30	
	2020	2019
Interest income	\$ 2,356	\$ 2,362

B. As at June 30, 2020, December 31, 2019 and June 30, 2019, without taking into account any collateral held or other credit enhancements, the maximum exposure to credit risk in respect of the amount that best represents the financial assets at fair value through other comprehensive income held by the Group were \$359,614, \$292,757 and \$303,713, respectively.

C. Details of the Group's financial assets at amortised cost pledged to others as collateral are provided in Note 8.

D. Information relating to credit risk of financial assets at amortised cost is provided in Note 12(2).

(3) Notes and accounts receivable

	June 30, 2020	December 31, 2019	June 30, 2019
Notes receivable	\$ 262	\$ 668	\$ 1,906
Less: Allowance for uncollectible accounts	-	-	-
	\$ 262	\$ 668	\$ 1,906
Accounts receivable	\$ 98,433	\$ 104,607	\$ 112,028
Less: Allowance for uncollectible accounts	( 6,833)	( 2,255)	( 3,373)
	\$ 91,600	\$ 102,352	\$ 108,655

A. The ageing analysis of notes and accounts receivable that were past due but not impaired is as follows:

	June 30, 2020	
	Accounts receivable	Notes receivable
Up to 90 days	\$ 73,906	\$ 262
91 to 180 days	13,015	-
181 to 365 days	5,116	-
Over 365 days	6,396	-
	<u>\$ 98,433</u>	<u>\$ 262</u>
	December 31, 2019	
	Accounts receivable	Notes receivable
Up to 90 days	\$ 84,478	\$ 668
91 to 180 days	10,784	-
181 to 365 days	7,292	-
Over 365 days	2,053	-
	<u>\$ 104,607</u>	<u>\$ 668</u>
	June 30, 2019	
	Accounts receivable	Notes receivable
Up to 90 days	\$ 89,405	\$ 1,906
91 to 180 days	13,389	-
181 to 365 days	5,129	-
Over 365 days	4,105	-
	<u>\$ 112,028</u>	<u>\$ 1,906</u>

The above ageing analysis was based on invoice date.

- B. As of June 30, 2020, December 31, 2019 and June 30, 2019, accounts receivable and notes receivable were all from contracts with customers. As of January 1, 2019, the balance of receivables from contracts with customers amounted to \$113,522.
- C. The Group has no notes and accounts receivable pledged to others.
- D. The Group has no discounted notes receivable.
- E. The Group does not hold any collateral as security.
- F. As at June 30, 2020, December 31, 2019 and June 30, 2019, without taking into account any collateral held or other credit enhancements, the maximum exposure to credit risk in respect of the amount that best represents notes and accounts receivable held by the Group was \$91,862, \$103,020 and \$110,561, respectively.
- G. Information relating to credit risk of accounts receivable and notes receivable is provided in Note 12(2).



(4) Prepayments

	<u>June 30, 2020</u>	<u>December 31, 2019</u>	<u>June 30, 2019</u>
Prepaid project cost	\$ 28,060	\$ 22,483	\$ 30,451
Other prepayments	<u>5,138</u>	<u>7,680</u>	<u>8,939</u>
	<u>\$ 33,198</u>	<u>\$ 30,163</u>	<u>\$ 39,390</u>

(5) Financial assets at fair value through other comprehensive income-non-current

<u>Items</u>	<u>June 30, 2020</u>	<u>December 31, 2019</u>	<u>June 30, 2019</u>
Non-current items:			
Equity instruments			
Unlisted stocks	\$ 5,065	\$ 6,444	\$ 7,638
Valuation adjustment	( 5,041)	( 4,659)	( 4,609)
	<u>\$ 24</u>	<u>\$ 1,785</u>	<u>\$ 3,029</u>

- A. The Group has elected to classify equity investments that are considered to be strategic investments as financial assets at fair value through other comprehensive income. The fair value of such investments amounted to \$24, \$1,785 and \$3,029 as at June 30, 2020, December 31, 2019 and June 30, 2019, respectively.
- B. For the three months and six months ended June 30, 2020 and 2019, the Group recognised the amount of \$0, \$0, (\$382) and \$254, respectively, in profit or loss and other comprehensive income.
- C. The investees, classified as the equity instruments by the Group, reduced their capital in June 2020 as approved at the shareholders' meeting. As of June 30, 2020, the reduction is yet to be completed, the Group estimates to receive proceeds from capital reduction in proportion to the percentage of reduction amounting to \$1,379, shown in other receivables.
- D. The Group received proceeds from capital reduction of the equity instruments in the amount of \$1,194 in August 2019.
- E. The Group has no financial assets at fair value through other comprehensive income pledged to others.

(6) Investments accounted for using the equity method

	<u>June 30, 2020</u>	<u>December 31, 2019</u>	<u>June 30, 2019</u>
Associates:			
BLITZ IT CONSULTANTS PTE. LTD.	\$ 14,449	\$ 14,512	\$ 11,977
ARES INTERNATIONAL (THAILAND) CO., LTD.	6,292	7,831	7,957
ARGO INTERNATIONAL CORPORATION	21,136	20,712	19,099
M-Power Information Co., Ltd.	<u>39,129</u>	<u>35,113</u>	<u>33,428</u>
	<u>\$ 81,006</u>	<u>\$ 78,168</u>	<u>\$ 72,461</u>

A. The basic information of the associates of the Group is as follows:

Company name	Principal place of business	Ownership (%)			Nature of relationship	Method of measurement
		June 30, 2020	December 31, 2019	June 30, 2019		
BLITZ IT CONSULTANTS PTE. LTD.	Singapore	25.00%	25.00%	25.00%	-	Equity method
ARES INTERNATIONAL (THAILAND) CO., LTD.	Thailand	49.00%	49.00%	49.00%	Note 2	Equity method
ARGO INTERNATIONAL CORPORATION	Taiwan	34.83%	34.83%	34.83%	Note 1	Equity method
M-Power Information Co., Ltd.	Taiwan	24.39%	24.39%	24.39%	Note 2	Equity method

Note 1: The Group made purchases from this associate company.

Note 2: The Group had sales to this associate company.

B. The carrying amount of the Group's interests in all individually immaterial associates and the Group's share of the operating results are summarised below:

As of June 30, 2020, December 31, 2019 and June 30, 2019, the carrying amounts of the Group's individually immaterial associates amounted to \$81,006, \$78,168 and \$72,461, respectively.

	Three months ended June 30	
	2020	2019
Profit (loss) for the period from continuing operations	\$ 2,282	(\$ 793)
Other comprehensive income, net of tax	-	-
Total comprehensive income (loss)	<u>\$ 2,282</u>	<u>(\$ 793)</u>
	Six months ended June 30	
	2020	2019
Profit for the period from continuing operations	\$ 5,421	\$ 1,649
Other comprehensive income, net of tax	-	-
Total comprehensive income	<u>\$ 5,421</u>	<u>\$ 1,649</u>

C. For the three months and six months ended June 30, 2020 and 2019, the Group recognised share of profit (loss) of associates in the amounts of \$2,282, (\$793), \$5,421 and \$1,649, respectively, which were based on the financial statements which were not reviewed by independent auditors of the same period.

(7) Property, plant and equipment

	<u>Machinery and equipment</u>	<u>Transportation equipment</u>	<u>Office equipment</u>	<u>Leasehold improvements</u>	<u>Other facilities</u>	<u>Total</u>
<u>At January 1, 2020</u>						
Cost	\$ 9,914	\$ 12,190	\$ 1,681	\$ 5,335	\$ 1,014	\$ 30,134
Accumulated depreciation	( 9,150)	( 7,348)	( 1,355)	( 4,981)	( 283)	( 23,117)
	<u>\$ 764</u>	<u>\$ 4,842</u>	<u>\$ 326</u>	<u>\$ 354</u>	<u>\$ 731</u>	<u>\$ 7,017</u>
<u>2020</u>						
At January 1	\$ 764	\$ 4,842	\$ 326	\$ 354	\$ 731	\$ 7,017
Additions	1,200	-	-	-	-	1,200
Depreciation charges	( 278)	( 878)	( 72)	( 141)	( 88)	( 1,457)
Net exchange differences	( 7)	-	-	-	-	( 7)
At June 30	<u>\$ 1,679</u>	<u>\$ 3,964</u>	<u>\$ 254</u>	<u>\$ 213</u>	<u>\$ 643</u>	<u>\$ 6,753</u>
<u>At June 30, 2020</u>						
Cost	\$ 10,990	\$ 12,190	\$ 1,681	\$ 5,335	\$ 918	\$ 31,114
Accumulated depreciation	( 9,311)	( 8,226)	( 1,427)	( 5,122)	( 275)	( 24,361)
	<u>\$ 1,679</u>	<u>\$ 3,964</u>	<u>\$ 254</u>	<u>\$ 213</u>	<u>\$ 643</u>	<u>\$ 6,753</u>

	<u>Machinery and equipment</u>	<u>Transportation equipment</u>	<u>Office equipment</u>	<u>Leasehold improvements</u>	<u>Other facilities</u>	<u>Total</u>
<u>At January 1, 2019</u>						
Cost	\$ 11,341	\$ 12,058	\$ 1,681	\$ 5,335	\$ 269	\$ 30,684
Accumulated depreciation	( 10,143)	( 6,307)	( 1,205)	( 4,699)	( 207)	( 22,561)
	<u>\$ 1,198</u>	<u>\$ 5,751</u>	<u>\$ 476</u>	<u>\$ 636</u>	<u>\$ 62</u>	<u>\$ 8,123</u>
<u>2019</u>						
At January 1	\$ 1,198	\$ 5,751	\$ 476	\$ 636	\$ 62	\$ 8,123
Additions	69	-	-	-	-	69
Depreciation charges	( 295)	( 929)	( 78)	( 141)	( 13)	( 1,456)
Net exchange differences	4	-	-	-	-	4
At June 30	<u>\$ 976</u>	<u>\$ 4,822</u>	<u>\$ 398</u>	<u>\$ 495</u>	<u>\$ 49</u>	<u>\$ 6,740</u>
<u>At June 30, 2019</u>						
Cost	\$ 10,823	\$ 12,058	\$ 1,681	\$ 5,335	\$ 269	\$ 30,166
Accumulated depreciation	( 9,847)	( 7,236)	( 1,283)	( 4,840)	( 220)	( 23,426)
	<u>\$ 976</u>	<u>\$ 4,822</u>	<u>\$ 398</u>	<u>\$ 495</u>	<u>\$ 49</u>	<u>\$ 6,740</u>

A. The Group has no interest capitalization.

B. The Group has no property, plant and equipment pledged to others.

(8) Leasing arrangements – lessee

- A. The Group’s leased assets are buildings. Rental contracts are typically made for periods of 1 to 3 years. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose covenants, but leased assets may not be used as security for borrowing purposes.
- B. Right-of-use assets are not recognised for short-term leases with a lease term of 12 months or less for part of leased buildings of the Group.
- C. The carrying amounts of right-of-use assets and the depreciation charge are as follows:

	<u>June 30, 2020</u>	<u>December 31, 2019</u>	<u>June 30, 2019</u>
	Carrying amount	Carrying amount	Carrying amount
Buildings	\$ 9,484	\$ 18,118	\$ 26,883

	<u>Three months ended June 30</u>	
	<u>2020</u>	<u>2019</u>
	Depreciation charge	Depreciation charge
Buildings	\$ 4,129	\$ 4,282

	<u>Six months ended June 30</u>	
	<u>2020</u>	<u>2019</u>
	Depreciation charge	Depreciation charge
Buildings	\$ 8,267	\$ 8,479

- D. For the three months and six months ended June 30, 2020 and 2019, the additions to right-of-use assets were \$0, \$1,046, \$0 and \$1,046, respectively.
- E. Information on profit or loss not recognised as depreciation charge but in relation to lease contracts is as follows:

	<u>Three months ended June 30</u>	
	<u>2020</u>	<u>2019</u>
<u>Items affecting profit or loss</u>		
Interest expense on lease liabilities	\$ 78	\$ 221
Expense on short-term lease contracts	88	193
	<u>\$ 166</u>	<u>\$ 414</u>
	<u>Six months ended June 30</u>	
	<u>2020</u>	<u>2019</u>
<u>Items affecting profit or loss</u>		
Interest expense on lease liabilities	\$ 189	\$ 470
Expense on short-term lease contracts	343	434
	<u>\$ 532</u>	<u>\$ 904</u>

- F. For the six months ended June 30, 2020 and 2019, the Group’s total cash outflow for leases were

\$8,868 and \$9,147, respectively.

G.The Group has applied the practical expedient to “Covid-19-related rent concessions”, and recognised the gain from changes in lease payments arising from the rent concessions amounting to \$327 by decreasing depreciation charge of right-of-use assets.

(9) Accounts payable

	<u>June 30, 2020</u>	<u>December 31, 2019</u>	<u>June 30, 2019</u>
Accounts payable	\$ 4,227	\$ 8,030	\$ 6,714
Project costs payable	29,555	32,127	29,233
	<u>\$ 33,782</u>	<u>\$ 40,157</u>	<u>\$ 35,947</u>

(10) Other payables

	<u>June 30, 2020</u>	<u>December 31, 2019</u>	<u>June 30, 2019</u>
Wages and bonus payable	\$ 57,107	\$ 85,522	\$ 54,980
Labor and health insurance fees payable	3,522	3,584	3,461
Employees’ compensation and directors’ and supervisors’ remuneration payable	14,343	13,338	11,506
Cash dividends payable	67,316	-	56,705
Other accrued expenses	14,129	14,495	11,782
	<u>\$ 156,417</u>	<u>\$ 116,939</u>	<u>\$ 138,434</u>

(11) Pensions

A. Defined benefit plan

(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 insufficient 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 contributions for the deficit by next March.

(b) For the aforementioned pension plan, the Group recognised pension costs of \$865, \$938,

\$1,730 and \$1,876 for the three months and six months ended June 30, 2020 and 2019, respectively.

- (c) Expected contributions to the defined benefit pension plan of the Group for the year ending December 31, 2021 amount to \$1,780.

B. Defined contribution plans:

- (a) Effective July 1, 2005, the Company has 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 contributes monthly an amount no less than 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 plans of the Group for the three months and six months ended June 30, 2020 and 2019 were \$3,021, \$2,904, \$6,040 and \$5,823, respectively.
- (b) The Company’s mainland China subsidiary, APLUSOFT (SUZHOU) CORPORATION, has a defined contribution plan. Monthly contributions to an independent fund administered by the government in accordance with the pension regulations in the People’s Republic of China (PRC) are based on certain percentage of employees’ monthly salaries and wages. The contribution percentage was 7% for the three months and six months ended June 30, 2020 and 2019. Other than the monthly contributions, the Group has no further obligations. The pension costs under the defined contribution pension plan of APLUSOFT (SUZHOU) CORPORATION for the three months and six months ended June 30, 2020 and 2019 were \$63, \$63, \$129 and \$119, respectively.

(12) Provisions

	Warranty	
	2020	2019
Balance at January 1	\$ 1,101	\$ 2,152
Additional provisions	234	1,120
Used during the period	( 316)	( 511)
Unused amounts reversed	( 492)	( 1,116)
Balance at June 30	<u>\$ 527</u>	<u>\$ 1,645</u>

Analysis of total provisions:

	June 30, 2020	December 31, 2019	June 30, 2019
Current	<u>\$ 527</u>	<u>\$ 1,101</u>	<u>\$ 1,645</u>

The Group provides warranties on project contract. Provision for warranty is estimated based on historical warranty data.

(13) Share capital

As of June 30, 2020, the Company’s authorised capital was \$1,156,000 (including 10 million shares

reserved for employee stock options and 20 million shares reserved for convertible bonds issued by the Company), and the paid-in capital was \$472,539, consisting of 47,254 thousand shares of ordinary stock, with a par value of \$10 (in dollars) per share.

(14) Capital surplus

Pursuant to the R.O.C. 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 R.O.C. Securities and Exchange Act requires that the amount of capital surplus to be capitalised mentioned above should not exceed 10% of the paid-in capital each year. However, capital surplus should not be used to cover accumulated deficit unless the legal reserve is insufficient.

		2020				
		<u>Share premium</u>	<u>Treasury share transactions</u>	<u>Donated assets received</u>	<u>Changes in equity of associates and joint ventures accounted for using equity method</u>	<u>Total</u>
At January 1 and June 30		\$ 92,839	\$ 48,738	\$ 141	\$ 1,179	\$ 142,897
		2019				
		<u>Share premium</u>	<u>Treasury share transactions</u>	<u>Donated assets received</u>	<u>Changes in equity of associates and joint ventures accounted for using equity method</u>	<u>Total</u>
At January 1		\$ 96,554	\$ 48,738	\$ 121	\$ 1,179	\$ 146,592
Cash dividends from capital surplus		( 3,715)	-	-	-	( 3,715)
At June 30		\$ 92,839	\$ 48,738	\$ 121	\$ 1,179	\$ 142,877

(15) Retained earnings

A. Under the Company's Articles of Incorporation, the current year's earnings, if any, shall be distributed in the following methods and order:

- (a) Pay all taxes.
- (b) Offset prior years' operating losses.
- (c) 10% of the remaining amount shall be set aside as legal reserve.
- (d) Set aside or reverse a special reserve in accordance with related laws.

The remaining earnings shall be distributed as dividends to shareholders which shall be proposed by the Board of Directors and resolved by the shareholders. The Board of Directors



may decide not to distribute earnings for operation needs.

- B. As the Company is engaged in information technology, which is a rapidly advance and growing market, the dividend policy of the Company is based on the company capital expenditure requirement and optimal financial plan for long-term operations. When the Board of Directors propose the distribution of retained earnings after deducting (a)~(d) above, the Board of Directors will propose the distribution of cash dividends and share dividends based on the operating requirements. Cash dividends shall comprise not less than 10% of total dividends distributed. However, the proportion of cash dividend could be adjusted based on the operating situation of current year.
- C. Except for covering accumulated deficit or issuing new stocks or cash to shareholders in proportion to their share ownership, the legal reserve shall not be used for any other purpose. The use of legal reserve for the issuance of stocks or cash to shareholders in proportion to their share ownership is permitted, provided that the distribution of the reserve is limited to the portion in excess of 25% of the Company's paid-in capital.
- D. In accordance with the regulations, the Company shall set aside special reserve from the debit balance on other equity items at the balance sheet date before distributing earnings. When debit balance on other equity items is reversed subsequently, the reversed amount could be included in the distributable earnings.
- E. Distribution of retained earnings:

On June 19, 2020, the shareholders during their meeting resolved the distribution of 2019 retained earnings, and on June 21, 2019, the shareholders during their meeting resolved the distribution of 2018 retained earnings. The distribution of retained earnings is as follows:

	<u>Year ended December 31, 2019</u>		<u>Year ended December 31, 2018</u>	
	<u>Amount</u>	<u>Dividend per share (in dollars)</u>	<u>Amount</u>	<u>Dividend per share (in dollars)</u>
Legal reserve	\$ 7,650		\$ 6,427	
Appropriation for special reserve	1,534		4,850	
Cash dividends	67,316	\$ 1.42	52,990	\$ 1.12

(16) Operating revenue

	<u>Three months ended June 30</u>	
<u>Revenue from contracts with customers</u>	<u>2020</u>	<u>2019</u>
Sales revenue	\$ 3,685	\$ 11,748
Services revenue	135,387	158,965
	<u>\$ 139,072</u>	<u>\$ 170,713</u>
	<u>Six months ended June 30</u>	
<u>Revenue from contracts with customers</u>	<u>2020</u>	<u>2019</u>
Sales revenue	\$ 30,465	\$ 18,330
Services revenue	296,411	314,328
	<u>\$ 326,876</u>	<u>\$ 332,658</u>

A. Disaggregation of revenue from contracts with customers

The Group derives revenue from the transfer of goods and services over time and at a point in time in the following major geographical regions:

Three months ended June 30, 2020 (Note)	Asia	America	Taiwan	Others	Total
Total segment revenue					
Revenue from external customer contracts	\$ 18,120	\$ 60	\$ 120,759	\$ 133	\$ 139,072
Inter-segment	934	-	-	-	934
	<u>\$ 19,054</u>	<u>\$ 60</u>	<u>\$ 120,759</u>	<u>\$ 133</u>	<u>\$ 140,006</u>
Timing of revenue recognition					
At a point in time	\$ 216	\$ -	\$ 3,469	\$ -	\$ 3,685
Over time	17,904	60	117,290	133	135,387
	<u>\$ 18,120</u>	<u>\$ 60</u>	<u>\$ 120,759</u>	<u>\$ 133</u>	<u>\$ 139,072</u>

Three months ended June 30, 2019 (Note)	Asia	America	Taiwan	Total
Total segment revenue				
Revenue from external customer contracts	\$ 36,609	\$ 276	\$ 133,828	\$ 170,713
Inter-segment	1,790	-	-	1,790
	<u>\$ 38,399</u>	<u>\$ 276</u>	<u>\$ 133,828</u>	<u>\$ 172,503</u>
Timing of revenue recognition				
At a point in time	\$ 1,601	\$ 216	\$ 9,931	\$ 11,748
Over time	35,008	60	123,897	158,965
	<u>\$ 36,609</u>	<u>\$ 276</u>	<u>\$ 133,828</u>	<u>\$ 170,713</u>

Six months ended June 30, 2020 (Note)	Asia	America	Taiwan	Others	Total
Total segment revenue					
Revenue from external customer contracts	\$ 37,304	\$ 155	\$ 289,245	\$ 172	\$ 326,876
Inter-segment	3,061	-	-	-	3,061
	<u>\$ 40,365</u>	<u>\$ 155</u>	<u>\$ 289,245</u>	<u>\$ 172</u>	<u>\$ 329,937</u>
Timing of revenue recognition					
At a point in time	\$ 1,904	\$ 14	\$ 28,547	\$ -	\$ 30,465
Over time	35,400	141	260,698	172	296,411
	<u>\$ 37,304</u>	<u>\$ 155</u>	<u>\$ 289,245</u>	<u>\$ 172</u>	<u>\$ 326,876</u>

Six months ended June 30, 2019 (Note)	Asia	America	Taiwan	Total
<b>Total segment revenue</b>				
Revenue from external customer contracts	\$ 70,065	\$ 499	\$ 262,094	\$ 332,658
Inter-segment	<u>3,157</u>	<u>-</u>	<u>-</u>	<u>3,157</u>
	<u>\$ 73,222</u>	<u>\$ 499</u>	<u>\$ 262,094</u>	<u>\$ 335,815</u>
<b>Timing of revenue recognition</b>				
At a point in time	\$ 2,645	\$ 399	\$ 15,286	\$ 18,330
Over time	<u>67,420</u>	<u>100</u>	<u>246,808</u>	<u>314,328</u>
	<u>\$ 70,065</u>	<u>\$ 499</u>	<u>\$ 262,094</u>	<u>\$ 332,658</u>

Note: Segmental information is provided in Note 14.

#### B. Contract assets and liabilities

(a) The Group has recognised the following revenue-related contract assets and liabilities:

	<u>June 30, 2020</u>	<u>December 31, 2019</u>	<u>June 30, 2019</u>	<u>January 1, 2019</u>
Contract assets- customer contract	<u>\$ 90,110</u>	<u>\$ 72,065</u>	<u>\$ 65,544</u>	<u>\$ 55,406</u>
Contract liabilities -advance receipt from customers	<u>\$ 190,510</u>	<u>\$ 151,481</u>	<u>\$ 115,015</u>	<u>\$ 96,225</u>

(b) Revenue recognised that was included in the contract liability balance at the beginning of the period

	<u>Three months ended June 30</u>	
	<u>2020</u>	<u>2019</u>
Revenue recognised that was included in the contract liabilities balance at the beginning of the period		
Advance receipt	<u>\$ 10,193</u>	<u>\$ 16,152</u>
	<u>Six months ended June 30</u>	
	<u>2020</u>	<u>2019</u>
Revenue recognised that was included in the contract liabilities balance at the beginning of the period		
Advance receipt	<u>\$ 29,143</u>	<u>\$ 39,753</u>

The Group does not expect to have any contracts wherein the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year or contracts that are billed in accordance with actual service hour. As permitted under IFRS 15, the transaction price allocated to these unsatisfied contracts is not disclosed.

(17) Interest income

	Three months ended June 30	
	2020	2019
Interest income:		
Interest income from bank deposits	\$ 267	\$ 956
Interest income from financial assets measured at amortised cost	1,513	1,506
	<u>\$ 1,780</u>	<u>\$ 2,462</u>
	Six months ended June 30	
	2020	2019
Interest income:		
Interest income from bank deposits	\$ 1,405	\$ 2,200
Interest income from financial assets measured at amortised cost	2,356	2,362
	<u>\$ 3,761</u>	<u>\$ 4,562</u>

(18) Other income

	Three months ended June 30	
	2020	2019
Commission income	\$ 111	\$ -
Other income	2,127	177
	<u>\$ 2,238</u>	<u>\$ 177</u>
	Six months ended June 30	
	2020	2019
Commission income	\$ 242	\$ -
Other income	3,235	415
	<u>\$ 3,477</u>	<u>\$ 415</u>

(19) Other gains and losses

	Three months ended June 30	
	2020	2019
Foreign exchange (loss) gains	(\$ 6,433)	\$ 1,259
Miscellaneous disbursements	( 124)	-
	<u>(\$ 6,557)</u>	<u>\$ 1,259</u>
	Six months ended June 30	
	2020	2019
Foreign exchange (loss) gains	(\$ 6,249)	\$ 4,377
Miscellaneous disbursements	( 199)	( 93)
	<u>(\$ 6,448)</u>	<u>\$ 4,284</u>

(20) Expenses by nature

	Three months ended June 30	
	2020	2019
Employee benefit expense	\$ 90,379	\$ 89,107
Depreciation charges on property, plant and equipment	650	727
Depreciation charges on right-of-use assets	4,129	4,282
Amortizations	-	288
Advertising costs	181	180
Operating lease payments	88	193
Traveling expense	1,269	1,712
Service fees	1,716	2,569
Outsourcing software	29,957	28,861
Provision for expected credit losses	1,072	806
Other expenses	5,927	367
Cost of sales	1,840	7,558
Operating costs and expenses	<u>\$ 137,208</u>	<u>\$ 136,650</u>
Six months ended June 30		
	2020	2019
Employee benefit expense	\$ 199,105	\$ 190,981
Depreciation charges on property, plant and equipment	1,457	1,456
Depreciation charges on right-of-use assets	8,267	8,479
Amortizations	96	576
Advertising costs	362	361
Operating lease payments	343	434
Traveling expense	2,124	2,719
Service fees	3,722	4,654
Outsourcing software	74,103	65,837
Provision for (reversal of) expected credit losses	4,614	( 696)
Other expenses	6,169	10,630
Cost of sales	25,179	12,568
Operating costs and expenses	<u>\$ 325,541</u>	<u>\$ 297,999</u>

(21) Employee benefit expense

	Three months ended June 30	
	2020	2019
Wages and salaries	\$ 76,393	\$ 74,734
Labor and health insurance fees	6,234	6,180
Pension costs	3,949	3,905
Other personnel expenses	3,803	4,288
	<u>\$ 90,379</u>	<u>\$ 89,107</u>

	Six months ended June 30	
	2020	2019
Wages and salaries	\$ 171,080	\$ 163,442
Labor and health insurance fees	13,548	13,243
Pension costs	7,899	7,818
Other personnel expenses	6,578	6,478
	<u>\$ 199,105</u>	<u>\$ 190,981</u>

As of June 30, 2020 and 2019, the Group had 306 and 298 employees, respectively.

A. In accordance with the Articles of Incorporation of the Company, a ratio of distributable profit of the current year, after covering accumulated losses, shall be distributed as employees' compensation and directors' and supervisors' remuneration. The ratio shall not be lower than 5% and not higher than 15% for employees' compensation and shall not be higher than 3% for directors' and supervisors' remuneration.

B. For the three months and six months ended June 30, 2020 and 2019, employees' compensation was accrued at \$142, \$1,945, \$755 and \$2,385, respectively; while directors' and supervisors' remuneration was accrued at \$48, \$389, \$252 and \$477, respectively. The aforementioned amounts were recognised in salary expenses.

Employees' compensation and directors' and supervisors' remuneration were estimated and accrued based on 9% and 3% of distributable profit of current year, respectively.

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

(22) Income tax

A. Income tax expense

(a) Components of income tax (benefit) expense:

	Three months ended June 30	
	2020	2019
Current tax:		
Current tax on profits for the period	\$ 435	\$ 6,630
Prior year income tax (over) underestimation	( 6)	1,556
Total current tax	<u>429</u>	<u>8,186</u>
Deferred tax:		
Origination and reversal of temporary differences	( 1,412)	( 293)
Income tax (benefit) expense	<u>(\$ 983)</u>	<u>\$ 7,893</u>

	Six months ended June 30	
	2020	2019
Current tax:		
Current tax on profits for the period	\$ 452	\$ 9,105
Prior year income tax (over) underestimation	( 6)	1,556
Total current tax	<u>446</u>	<u>10,661</u>
Deferred tax:		
Origination and reversal of temporary differences	( 880)	( 1,471)
Income tax (benefit) expense	<u>(\$ 434)</u>	<u>\$ 9,190</u>

(b) The income tax (charge)/credit relating to components of other comprehensive income and loss is as follows:

	Three months ended June 30	
	2020	2019
Currency translation differences	\$ 238	(\$ 141)
	Six months ended June 30	
	2020	2019
Changes in fair value of financial assets at fair value through other comprehensive income	\$ 76	(\$ 51)
Currency translation differences	92	( 269)

B. As of June 30, 2020, the Company's income tax returns through 2018 have been assessed and approved by the Tax Authority.

C. ARES GROUP CORP., WELJOIN TECHNOLOGIES LIMITED (BVI) and SHARP KEEN MANAGEMENT LIMITED are companies that were established in Seychelles and British Virgin Islands, respectively. These companies have no income tax.

(23) Earnings per share

	<u>Three months ended June 30, 2020</u>		
	<u>Amount after tax</u>	<u>Weighted average number of ordinary shares outstanding (shares in thousands)</u>	<u>Earnings per share (in dollars)</u>
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	<u>\$ 2,406</u>	<u>47,254</u>	<u>\$ 0.05</u>
<u>Diluted earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 2,406	47,254	
Assumed conversion of all dilutive potential ordinary shares			
Employees' compensation	<u>-</u>	<u>527</u>	
Profit attributable to ordinary shareholders of the parent plus assumed conversion of all dilutive potential ordinary shares	<u>\$ 2,406</u>	<u>47,781</u>	<u>\$ 0.05</u>
	<u>Three months ended June 30, 2019</u>		
	<u>Amount after tax</u>	<u>Weighted average number of ordinary shares outstanding (shares in thousands)</u>	<u>Earnings per share (in dollars)</u>
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	<u>\$ 28,860</u>	<u>47,254</u>	<u>\$ 0.61</u>
<u>Diluted earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 28,860	47,254	
Assumed conversion of all dilutive potential ordinary shares			
Employees' compensation	<u>-</u>	<u>552</u>	
Profit attributable to ordinary shareholders of the parent plus assumed conversion of all dilutive potential ordinary shares	<u>\$ 28,860</u>	<u>47,806</u>	<u>\$ 0.60</u>



Six months ended June 30, 2020

	<u>Amount after tax</u>	<u>Weighted average number of ordinary shares outstanding (shares in thousands)</u>	<u>Earnings per share (in dollars)</u>
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 7,713	47,254	\$ 0.16
<u>Diluted earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 7,713	47,254	
Assumed conversion of all dilutive potential ordinary shares			
Employees' compensation	-	527	
Profit attributable to ordinary shareholders of the parent plus assumed conversion of all dilutive potential ordinary shares	\$ 7,713	47,781	\$ 0.16

Six months ended June 30, 2019

	<u>Amount after tax</u>	<u>Weighted average number of ordinary shares outstanding (shares in thousands)</u>	<u>Earnings per share (in dollars)</u>
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 35,738	47,254	\$ 0.76
<u>Diluted earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 35,738	47,254	
Assumed conversion of all dilutive potential ordinary shares			
Employees' compensation	-	552	
Profit attributable to ordinary shareholders of the parent plus assumed conversion of all dilutive potential ordinary shares	\$ 35,738	47,806	\$ 0.75

(24) Supplemental cash flow information

1. Investing activities with no cash flow effects:

	Six months ended June 30	
	2020	2019
Dividends receivable (shown in other receivables)	\$ 3,034	\$ -

2. Financing activities with no cash flow effects:

	Six months ended June 30	
	2020	2019
Cash dividends declared but yet to be paid	\$ 67,316	\$ 56,705

(25) Changes in liabilities from financing activities

	2020		2019	
	Lease liabilities	Liabilities from financing activities-gross	Lease liabilities	Liabilities from financing activities-gross
At January 1	\$ 18,462	\$ 18,462	\$ 34,262	\$ 34,262
Changes in cash flow from financing activities	( 8,525)	( 8,525)	( 8,713)	( 8,713)
Impact of changes in foreign exchange rate	( 371)	( 371)	54	54
Changes in other non-cash items	189	189	1,516	1,516
At June 30	\$ 9,755	\$ 9,755	\$ 27,119	\$ 27,119

7. RELATED PARTY TRANSACTIONS

(1) Names of related parties and relationship

Names of related parties	Relationship with the Company
ARGO INTERNATIONAL CORPORATION	Associate
M-Power Information Co., Ltd.	Associate
ARES INTERNATIONAL (THAILAND) CO., LTD.	Associate
MiTAC INC.	Key management
SHUTTLE INC.	Other related party

(2) Significant related party transactions

A. Operating revenue

	Three months ended June 30	
	2020	2019
Sales of goods:		
-Associates	\$ -	\$ 48
-Other related parties	487	67
-Key management	45	45
	\$ 532	\$ 160

	Six months ended June 30	
	2020	2019
Sales of goods:		
-Associates	\$ -	\$ 95
-Other related parties	554	135
-Key management	90	90
	<u>\$ 644</u>	<u>\$ 320</u>

Most of the transactions in relation to sales, services and maintenance made with related parties are separate cases, thus the transaction prices are determined based on mutual agreement. Except for the payment term of 60 days after monthly billings, other terms are the same with third parties.

#### B. Purchases

	Three months ended June 30	
	2020	2019
Purchases of goods:		
-Associates	\$ 972	\$ 1,539
Purchases of services:		
-Associates	3,676	9,050
	<u>\$ 4,648</u>	<u>\$ 10,589</u>
	Six months ended June 30	
	2020	2019
Purchases of goods:		
-Associates	\$ 2,245	\$ 3,996
Purchases of services:		
-Associates	14,365	11,272
	<u>\$ 16,610</u>	<u>\$ 15,268</u>

- (a) The Group's purchases are made for each system integration projects and are only purchased from related parties. Therefore, the purchase price is determined based on mutual agreement. Except for the payment term of 60 days after monthly billings, other terms would be available to third parties.
- (b) Most of the transactions in relation to services and maintenance made with related parties are separate cases, thus the transaction prices are determined based on mutual agreement. Except for the payment term of 60 days after monthly billings, other terms would be available to third parties.

C. Receivables from related parties

	<u>June 30, 2020</u>	<u>December 31, 2019</u>	<u>June 30, 2019</u>
Accounts receivable			
-ARES INTERNATIONAL (THAILAND) CO., LTD.	\$ -	\$ 1,339	\$ -
Other receivables			
-ARGO INTERNATIONAL CORPORATION	\$ -	\$ -	\$ 315

D. Payables to related parties

	<u>June 30, 2020</u>	<u>December 31, 2019</u>	<u>June 30, 2019</u>
Accounts payable			
-ARGO INTERNATIONAL CORPORATION	\$ 1,727	\$ 3,262	\$ 3,249

E. Prepayments

	<u>June 30, 2020</u>	<u>December 31, 2019</u>	<u>June 30, 2019</u>
Associates	\$ 120	\$ -	\$ 120

F. In 2018, the Group entered into a three-year Argo ERP maintenance contract with an associate in the amount of \$720. The aforementioned amount was recognised in prepayments amounting to \$120 as of June 30, 2020 and 2019, and recognised in operating expenses both amounting to \$120 and \$120 for the three months and six months then ended, respectively.

G. The Group paid the service fee to an associate. For the three months and six months ended June 30, 2020 and 2019, operating expenses were recognised amounting to \$0, \$34, \$60 and \$72, respectively.

(3) Key management compensation

	<u>Three months ended June 30</u>	
	<u>2020</u>	<u>2019</u>
Salaries and other short-term employees' benefits	\$ 8,344	\$ 8,059
	<u>Six months ended June 30</u>	
	<u>2020</u>	<u>2019</u>
Salaries and other short-term employees' benefits	\$ 26,794	\$ 24,180

## 8. PLEDGED ASSETS

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

<u>Pledged asset</u>	<u>Book value</u>			<u>Purpose</u>
	<u>June 30, 2020</u>	<u>December 31, 2019</u>	<u>June 30, 2019</u>	
Pledged as time deposits (shown as financial assets at amortised cost - current)	\$ 4,575	\$ 4,575	\$ 4,575	Bid bond and performance bond
Guarantee deposits paid (shown as other current assets)	47,641	49,773	48,323	Bid bond and performance bond
Guarantee deposits paid (shown as other non- current assets)	7,672	7,682	7,679	Guarantees provided for leasing
	<u>\$ 59,888</u>	<u>\$ 62,030</u>	<u>\$ 60,577</u>	

## 9. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNISED CONTRACT COMMITMENTS

### (1) Contingencies

A complainant purchased a software package and hardware from the Company, and commissioned the Company to customise a software. However, there was a disagreement between both parties, and the complainant terminated the agreement, and claimed that the Company did not complete its obligation. The complainant filed a civil lawsuit against the company claiming for compensation in the amount of \$ 7,483 in October, 2014. The Company has commissioned a lawyer to deal with this lawsuit, and it is in the mediation process. The Company has not accrued and recognised any amount for possible loss because the amount cannot be reliably assessed. This case will not impact the Company's operating and financial condition based on the Company's assessment.

### (2) Commitments

Capital expenditure contracted for at the balance sheet date but not yet incurred is as follows:

	<u>June 30, 2020</u>	<u>December 31, 2019</u>	<u>June 30, 2019</u>
Software products	<u>\$ 5,746</u>	<u>\$ 6,334</u>	<u>\$ 4,324</u>

## 10. SIGNIFICANT DISASTER LOSS

None.

## 11. SIGNIFICANT EVENTS AFTER THE BALANCE SHEET DATE

- A. In August 2020, APLUSOFT (SUZHOU) CORPORATION remitted its earnings amounting to RMB 1,400 thousand to the investee, WELJOIN TECHNOLOGIES LIMITED (BVI), in the third area.
- B. On August 10, 2020, the merger plan between the Company and the wholly-owned subsidiary, APLUSOFT CO., LTD., was resolved by the Board of Directors during its meeting.

## 12. OTHERS

### (1) Capital management

There was no significant change during the reporting period. Please refer to Note 12 in the consolidated financial statements for the year ended December 31, 2019.

### (2) Financial instruments

#### A. Financial instruments by category

	<u>June 30, 2020</u>	<u>December 31, 2019</u>	<u>June 30, 2019</u>
<u>Financial assets</u>			
Financial assets at fair value through other comprehensive income			
Designation of equity instrument	\$ 24	\$ 1,785	\$ 3,029
Financial assets at amortised cost/Loans and receivables			
Cash and cash equivalents	452,962	538,406	456,863
Current financial assets at amortised cost	359,614	292,757	303,713
Notes receivable	262	668	1,906
Accounts receivable	91,600	102,352	108,655
Accounts receivable due from related parties	-	1,339	-
Other receivables	6,000	2,630	3,957
Other receivables due from related parties	-	-	315
Guarantee deposits paid (shown as other current assets)	47,641	49,773	48,323
Guarantee deposits paid (shown as other non-current assets)	7,672	7,682	7,679
	<u>\$ 965,775</u>	<u>\$ 997,392</u>	<u>\$ 934,440</u>
	<u>June 30, 2020</u>	<u>December 31, 2019</u>	<u>June 30, 2019</u>
<u>Financial liabilities</u>			
Financial liabilities at amortised cost			
Notes payable	\$ -	\$ -	\$ 394
Accounts payable	33,782	40,157	35,947
Accounts payable to related parties	1,727	3,262	3,249
Other payables	156,417	116,939	138,434
Lease liabilities	9,755	18,462	27,119
	<u>\$ 201,681</u>	<u>\$ 178,820</u>	<u>\$ 205,143</u>

## B. Financial risk management policies

There was no significant change during the reporting period. Please refer to Note 12 in the consolidated financial statements for the year ended December 31, 2019.

## C. Significant financial risks and degrees of financial risks

### (a) Market risk

#### Foreign exchange risk

- i. The Group operates internationally and is exposed to exchange rate risk arising from the transactions of the Company and its subsidiaries used in various functional currency, primarily with respect to the USD and RMB. Exchange rate risk arises from future commercial transactions and recognised assets and liabilities.
- ii. The Group has certain investments in foreign operations, whose net assets are exposed to foreign currency translation risk.
- iii. The Group's businesses involve some non-functional currency operations (the Company's functional currency: NTD; other certain subsidiaries' functional currency: USD and RMB). The information on assets and liabilities denominated in foreign currencies whose values would be materially affected by the exchange rate fluctuations is as follows:

	June 30, 2020		
	Foreign currency amount (in thousands)	Exchange rate	Book value (NTD)
(Foreign currency: functional currency)			
<u>Financial assets</u>			
<u>Monetary items</u>			
USD:NTD	\$ 7,949	29.63	\$ 235,529
HKD:NTD	11,384	3.82	43,487
AUD:NTD	479	20.34	9,743
EUR:NTD	114	33.27	3,793
RMB:NTD	20,053	4.19	84,022
<u>Non-monetary items</u>			
USD:NTD	490	29.63	14,519
THB:NTD	6,524	0.96	6,263

December 31, 2019			
Foreign currency			
	amount	Exchange	Book value
	(in thousands)	rate	(NTD)
(Foreign currency: functional currency)			
<u>Financial assets</u>			
<u>Monetary items</u>			
USD:NTD	\$ 8,192	29.98	\$ 245,596
HKD:NTD	10,093	3.85	38,858
AUD:NTD	477	21.01	10,022
EUR:NTD	114	33.59	3,829
RMB:NTD	20,083	4.31	86,558
<u>Non-monetary items</u>			
USD:NTD	486	29.98	14,570
THB:NTD	7,755	1.01	7,833
June 30, 2019			
Foreign currency			
	amount	Exchange	Book value
	(in thousands)	rate	(NTD)
(Foreign currency: functional currency)			
<u>Financial assets</u>			
<u>Monetary items</u>			
USD:NTD	\$ 7,400	31.06	\$ 229,844
HKD:NTD	9,134	3.98	36,353
AUD:NTD	474	21.80	10,333
EUR:NTD	114	35.38	4,033
RMB:NTD	17,837	4.52	80,623
<u>Financial liabilities</u>			
<u>Monetary items</u>			
USD:NTD	385	31.06	11,958
THB:NTD	7,828	1.02	7,985

- iv. Please refer to the following table for the details of unrealised exchange gain (loss) arising from significant foreign exchange variation on the monetary items held by the Group.

Three months ended June 30, 2020			
Exchange gain			
	Foreign currency amount	Exchange	Book value
	(In thousands)	rate	(NTD)
(Foreign currency: functional currency)			
<u>Financial assets</u>			
<u>Monetary items</u>			
USD:NTD		29.63	\$ 2,768
HKD:NTD		3.82	293
AUD:NTD		20.34	318
EUR:NTD		33.27	36
RMB:NTD		4.19	2,198



<u>Three months ended June 30, 2019</u>			
<u>Exchange gain (loss)</u>			
	<u>Foreign currency amount</u>	<u>Exchange</u>	<u>Book value</u>
	<u>(In thousands)</u>	<u>rate</u>	<u>(NTD)</u>
(Foreign currency: functional currency)			
<u>Financial assets</u>			
<u>Monetary items</u>			
USD:NTD		31.06	\$ 1,001
HKD:NTD		3.98	428
AUD:NTD		21.80	( 117)
EUR:NTD		35.38	155
RMB:NTD		4.52	( 2,879)
<u>Six months ended June 30, 2020</u>			
<u>Exchange gain (loss)</u>			
	<u>Foreign currency amount</u>	<u>Exchange</u>	<u>Book value</u>
	<u>(In thousands)</u>	<u>rate</u>	<u>(NTD)</u>
(Foreign currency: functional currency)			
<u>Financial assets</u>			
<u>Monetary items</u>			
USD:NTD		29.63	\$ 4,737
HKD:NTD		3.82	789
AUD:NTD		20.34	( 814)
EUR:NTD		33.27	( 4)
RMB:NTD		4.19	1,259
<u>Six months ended June 30, 2019</u>			
<u>Exchange gain (loss)</u>			
	<u>Foreign currency amount</u>	<u>Exchange</u>	<u>Book value</u>
	<u>(In thousands)</u>	<u>rate</u>	<u>(NTD)</u>
(Foreign currency: functional currency)			
<u>Financial assets</u>			
<u>Monetary items</u>			
USD:NTD		31.06	\$ 1,631
HKD:NTD		3.98	472
AUD:NTD		21.80	( 28)
EUR:NTD		35.38	88
RMB:NTD		4.52	( 989)

- v. Analysis of foreign currency market risk arising from significant foreign exchange variation:

		Six months ended June 30, 2020		
		Sensitivity analysis		
		Degree of variation	Effect on profit or loss	Effect on other comprehensive income
(Foreign currency: functional currency)				
<u>Financial assets</u>				
<u>Monetary items</u>				
USD:NTD	1.00%	\$	2,355	\$ -
HKD:NTD	1.00%		435	-
AUD:NTD	1.00%		97	-
EUR:NTD	1.00%		38	-
RMB:NTD	1.00%		840	-
<u>Non-monetary items</u>				
USD:NTD	1.00%		-	145
THB:NTD	1.00%		-	63
		Six months ended June 30, 2019		
		Sensitivity analysis		
		Degree of variation	Effect on profit or loss	Effect on other comprehensive income
(Foreign currency: functional currency)				
<u>Financial assets</u>				
<u>Monetary items</u>				
USD:NTD	1.00%	\$	2,298	\$ -
HKD:NTD	1.00%		364	-
AUD:NTD	1.00%		103	-
EUR:NTD	1.00%		40	-
RMB:NTD	1.00%		806	-
<u>Financial liabilities</u>				
<u>Monetary items</u>				
USD:NTD	1.00%		-	120
THB:NTD	1.00%		-	80

#### Price risk

- i. The Group's equity securities, which are exposed to price risk, are the held financial assets at fair value through profit or loss and financial assets at fair value through other comprehensive income. To manage its price risk arising from investments in equity securities, the Group diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the Group.

- ii. The Group's investments in equity securities comprise domestic beneficiary certificates and equity instrument issued by foreign listed companies. The prices of equity securities would change due to the variation of the future value of investee companies. If the prices of these equity securities had increased or decreased by 1% with all other variables held constant, post-tax profit for the six months ended June 30, 2020 and 2019 would have increased or decreased by \$0 and \$30, respectively, as a result of other comprehensive income classified as equity investment at fair value through other comprehensive income.

(b) Credit risk

- i. Credit risk refers to the risk of financial loss to the Group 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, and the contract cash flows of debt instruments stated at amortised cost.
- ii. According to the Group's credit policy, each local entity in the Group 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 Group adopts the following assumption 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 were past due over 30 days based on the terms, there has been a significant increase in credit risk on that instrument since initial recognition.
- iv. The Group adopts the assumption under IFRS 9, that is, the default occurs when the contract payments are past due over 90 days.
- v. The Group classifies customers' accounts receivable and contract assets in accordance with customer types. The Group applies the simplified approach using provision matrix, loss rate methodology to estimate expected credit loss under the provision matrix basis.
- vi. The following indicators are used to determine whether the credit impairment of debt instruments has occurred:
  - (i) It becomes probable that the issuer will enter bankruptcy or other financial reorganization due to their financial difficulties;
  - (ii) The disappearance of an active market for that financial asset because of financial difficulties;
  - (iii) Default or delinquency in interest or principal repayments;
  - (iv) Adverse changes in national or regional economic conditions that are expected to cause a default.

vii. The Group used the forecastability to adjust historical and timely information to assess the default possibility of accounts receivable and contract assets. On June 30, 2020, December 31, 2019 and June 30, 2019, the provision matrix and loss rate methodology are as follows:

<u>Group 1</u>	<u>Not past due</u>	<u>Up to 90 days</u>	<u>91-180 days</u>	<u>181-270 days</u>	<u>Over 270 days</u>	<u>Total</u>
<u>June 30, 2020</u>						
Expected loss rate	0%	0.01%~ 0.04%	0.07%~ 0.22%	0.66%~ 16.23%	100%	
Total book value	\$ 54,528	\$ 12,155	\$ 3,913	\$ 1,203	\$ 6,396	\$ 78,195
Loss allowance	\$ 347	\$ 5	\$ 67	\$ 18	\$ 6,396	\$ 6,833
<u>Group 1</u>	<u>Not past due</u>	<u>Up to 90 days</u>	<u>91-180 days</u>	<u>181-270 days</u>	<u>Over 270 days</u>	<u>Total</u>
<u>December 31, 2019</u>						
Expected loss rate	0%	0.05%~ 0.17%	0.25%~ 1.37%	3.3%~ 33.33%	100.00%	
Total book value	\$ 56,912	\$ 10,784	\$ 2,962	\$ 3,790	\$ 2,053	\$ 76,501
Loss allowance	\$ 2	\$ 7	\$ 7	\$ 186	\$ 2,053	\$ 2,255
<u>Group 1</u>	<u>Not past due</u>	<u>Up to 90 days</u>	<u>91-180 days</u>	<u>181-270 days</u>	<u>Over 270 days</u>	<u>Total</u>
<u>June 30, 2019</u>						
Expected loss rate	0%	0.05%~ 0.17%	0.25%~ 1.37%	3.3%~ 33.33%	100.00%	
Total book value	\$ 76,859	\$ 12,849	\$ 5,129	\$ -	\$ 4,105	\$ 98,942
Loss allowance	\$ 3	\$ 8	\$ 23	\$ -	\$ 3,339	\$ 3,373
	<u>Group 2</u>	<u>Group 3</u>		<u>Total</u>		
<u>June 30, 2020</u>						
Expected loss rate		0%		0%		
Total book value	\$	18,602	\$	1,636	\$	20,238
Loss allowance	\$	-	\$	-	\$	-
	<u>Group 2</u>	<u>Group 3</u>		<u>Total</u>		
<u>December 31, 2019</u>						
Expected loss rate		0%		0%		
Total book value	\$	12,703	\$	15,403	\$	28,106
Loss allowance	\$	-	\$	-	\$	-

	<u>Group 2</u>		<u>Group 3</u>		<u>Total</u>
<u>June 30, 2019</u>					
Expected loss rate		0%		0%	
Total book value	\$	3,919	\$	9,167	\$ 13,086
Loss allowance	\$	-	\$	-	-

Group 1: General business

Group 2: Government-owned corporation

Group 3: Government organisations

As of June 30, 2020, December 31, 2019 and June 30, 2019, contract assets amounted to \$90,110, \$72,065 and \$65,544, respectively, and loss allowance was \$0 if measured at expected credit loss rate of 0%.

- ix. Movements in relation to the group applying the simplified approach to provide loss allowance for accounts receivable and contract assets are as follows:

	<u>2020</u>		
	<u>Accounts receivable</u>	<u>Contract assets</u>	<u>Notes receivable</u>
At January 1	\$ 2,255	\$ -	\$ -
Impairment loss	4,614	-	-
Effects of foreign exchange	( 36)	-	-
At June 30	<u>\$ 6,833</u>	<u>\$ -</u>	<u>\$ -</u>
	<u>2019</u>		
	<u>Accounts receivable</u>	<u>Contract assets</u>	<u>Notes receivable</u>
At January 1	\$ 4,069	\$ -	\$ -
Reversal of impairment loss	( 696)	-	-
At June 30	<u>\$ 3,373</u>	<u>\$ -</u>	<u>\$ -</u>

(c) Liquidity risk

- i. Cash flow forecasting is performed in the operating entities of the Group and aggregated by Group treasury. Group treasury monitors rolling forecasts of the Group's liquidity requirements to ensure it has sufficient cash to meet operational needs.
- ii. The table below analyses the Group's non-derivative financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date for non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

<u>Non-derivative financial liabilities:</u>	Less than	Between 3	Between 2 and
June 30, 2020	3 months	months and 2 years	5 years
Accounts payable	\$ 33,367	\$ 415	\$ -
Accounts payable to related parties	1,727	-	-
Other payables	122,655	33,762	-
Lease liabilities	4,049	5,792	-
<u>Non-derivative financial liabilities:</u>	Less than	Between 3	Between 2 and
December 31, 2019	3 months	months and 2 years	5 years
Accounts payable	\$ 38,899	\$ 1,111	\$ 147
Accounts payable to related parties	3,262	-	-
Other payables	71,416	45,523	-
Lease liabilities	4,442	14,321	-
<u>Non-derivative financial liabilities:</u>	Less than	Between 3	Between 2 and
June 30, 2019	3 months	months and 2 years	5 years
Notes payable	\$ 394	\$ -	\$ -
Accounts payable	33,777	2,170	-
Accounts payable to related parties	3,249	-	-
Other payables	115,809	22,625	-
Lease liabilities	4,439	27,113	-

### (3) Fair value information

A. The different levels that the inputs to valuation techniques are used to measure fair value of financial and non-financial instruments have been defined as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date. A market is regarded as active where a market in which transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Unobservable inputs for the asset or liability. The fair value of the Group's financial assets at fair value through other comprehensive income is included in Level 3..

B. Financial instruments not measured at fair value

Except for those listed in the table below, the carrying amounts of cash and cash equivalents, notes receivable, accounts receivable, other receivables, notes payable, accounts payable and other payables are approximate to their fair values.

C. The related information on financial and non-financial instruments measured at fair value by level on the basis of the nature, characteristics and risks of the assets and liabilities are as follows:

June 30, 2020	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
<b>Assets</b>				
<u>Recurring fair value measurements</u>				
Financial assets at fair value through other comprehensive income	\$ -	\$ -	\$ 24	\$ 24
December 31, 2019	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
<b>Assets</b>				
<u>Recurring fair value measurements</u>				
Financial assets at fair value through other comprehensive income	\$ -	\$ -	\$ 1,785	\$ 1,785
June 30, 2019	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
<b>Assets</b>				
<u>Recurring fair value measurements</u>				
Financial assets at fair value through other comprehensive income	\$ -	\$ -	\$ 3,029	\$ 3,029

D. The methods and assumptions the Group used to measure fair value are as follows:

- (a) The instruments the Group used market quoted prices as their fair values (that is, Level 1) are listed below by characteristics:

	<u>Listed shares</u>	<u>Closed-end fund</u>	<u>Open-end fund</u>
Market quoted price	Closing price	Closing price	Net asset value

- (b) Except for financial instruments with active markets, the fair value of other financial instruments is measured by using valuation techniques or by reference to counterparty quotes. The fair value of financial instruments measured by using valuation techniques can be referred to current fair value of instruments with similar terms and characteristics in substance, discounted cash flow method or other valuation methods, including calculated by applying model using market information available at the consolidated balance sheet date (i.e. yield curves on the Taipei Exchange, average commercial paper interest rates quoted from Reuters).
- E. For the six months ended June 30, 2020 and 2019, there was no transfer between Level 1 and Level 2.
- F. For the six months ended June 30, 2020 and 2019, there was no transfer into or out from Level 3.
- G. Finance segment is in charge of valuation procedures for fair value measurements being categorised within Level 3, which is to verify independent fair value of financial instruments.

- Such assessment is to ensure the valuation results are reasonable by applying independent information to make results close to current market conditions, confirming the resource of information is independent, reliable and in line with other resources and represented as the exercisable price, and frequently calibrating valuation model, performing back-testing, updating inputs used to the valuation model and making any other necessary adjustments to the fair value.
- H. Valuation techniques of fair value that the Group used in level 3 are net asset value and market comparable companies. The significant unobservable input of market comparable companies is the discount for lack of marketability. If the input and discount for lack of marketability are higher, the fair value will be lower.

### 13. SUPPLEMENTARY DISCLOSURES

#### (1) Significant transactions information

- A. Loans to others: None.
- B. Provision of endorsements and guarantees to others: None.
- C. Holding of marketable securities at the end of the period (not including subsidiaries, associates and joint ventures): Please refer to table 1.
- D. Acquisition or sale of the same security with the accumulated cost exceeding \$300 million or 20% of the Company's 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. Purchases or sales of goods from or to related parties reaching \$100 million or 20% of paid-in capital or more: None.
- H. Receivables from related parties reaching \$100 million or 20% of paid-in capital or more: None.
- I. Trading in derivative instruments undertaken during the reporting periods: None.
- J. Significant inter-company transactions during the reporting periods: None.

#### (2) Information on investees

Names, locations and other information of investee companies (not including investees in Mainland China) : Please refer to table 2.

#### (3) Information on investments in Mainland China

- A. Basic information: Please refer to table 3.
- B. Significant transactions, either directly or indirectly through a third area, with investee companies in the Mainland Area: None.

#### (4) Major shareholders information

Major shareholders information: Please refer to table 4.



## 14. SEGMENT INFORMATION

### (1) General information

Management has determined the reportable operating segments based on the reports reviewed by the Board of Directors that are used to make strategic decisions.

There is no material change in the basis for formation of entities and division of segments in the Group or in the measurement basis for segment information during this period.

### (2) Segment information

The Group's segment profit and loss is measured with the operating income and loss, which is used as a basis for the Group in assessing the performance of the operating segments. The segment information provided to the Chief Operating Decision-Maker for the reportable segments is as follows:

Six months ended June 30, 2020:

	<u>Commercial segment</u>	<u>Financial business segment</u>	<u>Project segment</u>	<u>Total</u>
Revenue from external customers	\$ 170,136	\$ 101,379	\$ 55,361	\$ 326,876
Inter-segment revenue	<u>3,061</u>	<u>-</u>	<u>-</u>	<u>3,061</u>
Total segment revenue	<u>\$ 173,197</u>	<u>\$ 101,379</u>	<u>\$ 55,361</u>	<u>\$ 329,937</u>
Segment income (loss)	<u>\$ 8,932</u>	<u>(\$ 8,403)</u>	<u>\$ 3,867</u>	<u>\$ 4,396</u>
Segment income (loss), including:				
Depreciation and amortisation	<u>(\$ 3,990)</u>	<u>(\$ 3,711)</u>	<u>(\$ 2,119)</u>	<u>(\$ 9,820)</u>

Six months ended June 30, 2019:

	<u>Commercial segment</u>	<u>Financial business segment</u>	<u>Project segment</u>	<u>Total</u>
Revenue from external customers	\$ 177,522	\$ 91,978	\$ 63,158	\$ 332,658
Inter-segment revenue	<u>3,157</u>	<u>-</u>	<u>-</u>	<u>3,157</u>
Total segment revenue	<u>\$ 180,679</u>	<u>\$ 91,978</u>	<u>\$ 63,158</u>	<u>\$ 335,815</u>
Segment income (loss)	<u>\$ 5,402</u>	<u>\$ 28,165</u>	<u>\$ 4,249</u>	<u>\$ 37,816</u>
Segment income (loss), including:				
Depreciation and amortisation	<u>(\$ 4,185)</u>	<u>(\$ 3,618)</u>	<u>(\$ 2,708)</u>	<u>(\$ 10,511)</u>

The Group did not disclose the information in relation to segment assets and segment liabilities as

this information is not provided to the Chief Operating Decision-Maker.

(3) Reconciliation for segment income and loss

The segment operating income reported to the Chief Operating Decision-Maker is measured in a manner consistent with that in the statement of comprehensive income. The Group did not provide the amounts of total assets and total liabilities to the Chief Operating Decision-Maker for making operating decisions. The reconciliations on segment revenue, operating revenue, segment income/loss and income/loss before tax from continuing operations of reportable segment are as follows:

<u>Profit or loss</u>	<u>Six months ended June 30</u>	
	<u>2020</u>	<u>2019</u>
Total reportable segment revenue	\$ 329,937	\$ 335,815
Write-off of inter-segment revenue	( 3,061)	( 3,157)
Operating revenue	<u>\$ 326,876</u>	<u>\$ 332,658</u>
	<u>Six months ended June 30</u>	
<u>Profit or loss</u>	<u>2020</u>	<u>2019</u>
Segment income	\$ 4,396	\$ 37,816
Adjustments and write-offs	( 3,061)	( 3,157)
Non-operating income and expenses	<u>6,022</u>	<u>10,440</u>
Income before tax from continuing operations	<u>\$ 7,357</u>	<u>\$ 45,099</u>

Ares International Corp.  
Holding of marketable securities at the end of the period (not including subsidiaries, associates and joint ventures)  
Six months ended June 30, 2020

Table 1

Expressed in thousands of NTD  
(Except as otherwise indicated)

Securities held by	Marketable securities (Note 1)	Relationship with the securities issuer (Note 2)	General ledger account	As of June 30, 2020			Fair value	Footnote (Note 4)
				Number of shares	Book value (Note 3)	Ownership (%)		
Ares International Corp.	Common shares/Technology Partner IV Venture Capital Corp.	-	Financial assets at fair value through other comprehensive income	140,676	\$ 24	2.16%	\$ 24	-
Ares International Corp.	Common shares/Formosa First Country Club	-	Financial assets at fair value through other comprehensive income	2,025	-	0.01%	-	-

Note 1: Marketable securities in the table refer to stocks, bonds, beneficiary certificates and other related derivative securities in accordance with IAS 39, 'Financial instruments: recognition and measurement'.

Note 2: Leave the column blank if the issuer of marketable securities is a non-related party.

Note 3: Fill in the amount after adjusted at fair value and deducted by accumulated impairment for the marketable securities measured at fair value; fill in the acquisition cost or amortised cost deducted by accumulated impairment for the marketable securities not measured at fair value.

Note 4: The number of shares of securities and their amounts pledged as security or pledged for loans and their restrictions on use under some agreements should be stated in the footnote if the securities presented herein have such conditions.

Ares International Corp.  
Names, locations, and related information on investees (excluding information on investment in Mainland China)  
Six months ended June 30, 2020

Table 2

Expressed in thousands of NTD  
(Except as otherwise indicated)

Investor	Investee (Note 1 and 2)	Location	Main business activities	Initial investment amount		Shares held as at June 30, 2020			Net profit (loss) of the investee for the six months ended June 30, 2020 (Note 2(2))	Investment income(loss) recognised by the Company for the six months ended June 30,	Footnote
				Balance as at June 30, 2020	Balance as at December 31, 2019	Number of shares	Ownership (%)	Book value			
Ares International Corp.	ARGO INTERNATIONAL CORPORATION	Taiwan	Provides professional service of computer application software and sells computer peripheral equipments	\$ 14,014	\$ 14,014	1,567,476	34.83	\$ 21,136	\$ 9,931	\$ 3,459	
Ares International Corp.	M-Power Information Co., Ltd.	Taiwan	Agency and sale of database system and professional service of software	21,493	21,493	2,243,445	24.39	39,129	16,466	4,016	
Ares International Corp.	ARES GROUP CORP.	Seychelles	Investment business	35,029	35,029	1,500,000	100	14,834 (	911) (	911)	Subsidiary
Ares International Corp.	APLUSOFT CO., LTD.	Taiwan	Installation of computer and consultant of information software	30,889	30,889	1,500,000	100	36,847	1,783	1,783	Subsidiary
Ares International Corp.	ARES INTERNATIONAL (THAILAND) CO., LTD.	Thailand	Provides professional service of computer application software and sells computer peripheral equipments	6,865	6,865	1,470,000	49	6,292 (	2,398) (	1,175)	
APLUSOFT CO., LTD.	WELJOIN TECHNOLOGIES LIMITED (BVI)	British Virgin Islands	Investment business	26,177	26,177	50,000	100	36,483	1,783	Note3	Second-tire subsidiary
ARES GROUP CORP.	SHARP KEEN MANAGEMENT LIMITED	British Virgin Islands	Investment business	34,115	34,115	1,120,000	100	14,511 (	877)	Note3	Second-tire subsidiary
SHARP KEEN MANAGEMENT LIMITED	BLITZ IT CONSULTANTS PTE LTD.	Singapore	Agency of computer software and internet	33,256	33,256	484,000	25	14,449	3,510	Note3	

Note 1: If a public company is equipped with an overseas holding company and takes consolidated financial report as the main financial report according to the local law rules, it can only disclose the information of the overseas holding company about the disclosure of related overseas investee information.

Note 2: If situation does not belong to Note 1, fill in the columns according to the following regulations:

- (1)The columns of 'Investee', 'Location', 'Main business activities', 'Initial investment amount' and 'Shares held as at June 30, 2020' should fill orderly in the Company's (public company's) information on investees and every directly or indirectly controlled investee's investment information, and note the relationship between the Company (public company) and its investee each (ex. direct subsidiary or indirect subsidiary) in the 'footnote' column.
- (2)The 'Net profit (loss) of the investee for the six months ended June 30, 2020' column should fill in amount of net profit (loss) of the investee for this period.
- (3)The 'Investment income (loss) recognised by the Company for the six months ended June 30, 2020' column should fill in the Company (public company) recognised investment income (loss) of its direct subsidiary and recognised investment income (loss) of its investee accounted for under the equity method for this period. When filling in recognised investment income (loss) of its direct subsidiary, the Company (public company) should confirm that direct subsidiary's net profit (loss) for this period has included its investment income (loss) which shall be recognised by regulations.

Note 3: Investment income (loss) for the period was recognised by subsidiaries of investees.

Ares International Corp.  
Information on investments in Mainland China  
Six months ended June 30, 2020

Table 3

Expressed in thousands of NTD  
(Except as otherwise indicated)

Investee in Mainland China	Main business activities	Paid-in capital (Note 3)	Investment method	Investment flows			Ending balance of accumulated outflow of investment from Taiwan	Net income of investee for the six months ended June 30, 2020	Ownership held by the Company (direct or indirect)	Investment income (loss) recognised by the Company for the six months ended June 30, 2020 (Note 2)	Book value of investments in Mainland China as of June 30, 2020	Accumulated amount of investment income remitted back to Taiwan as of June 30, 2020	Note
				Beginning balance of accumulated outflow of investment from Taiwan	Remitted to Mainland China	Remitted back to Taiwan							
APLUSOFT (SUZHOU) CORPORATION.	Research and development of enterprise management software and sale of self-produce product of the Company	\$ 25,228	Note 1	\$ 23,806	-	-	\$ 23,806	\$ 1,914	95.88	\$ 1,823	\$ 32,818	-	

Note 1: Through investing in an existing company in the third area, which then invested in the investee in Mainland China. The investee in the third area is WELJOIN TECHNOLOGIES LIMITED (BVI).

Note 2: The financial statements were not reviewed by independent auditors.

Note 3: The paid-in capital of Aplusoft (Suzhou) Corporation amounted to RMB5,215,000 (USD750,592).

Company name	Accumulated amount of remittance from Taiwan to Mainland China as of June 30, 2020	Investment amount approved by the Investment Commission of the Ministry of Economic Affairs (MOEA)	Ceiling on investments in Mainland China imposed by the Investment Commission of MOEA
Ares International Corp.	\$ 49,446	\$ 49,446	\$ 409,195
APLUSOFT CO., LTD.	23,806	23,806	

Ares International Corp.  
Major shareholders information  
June 30, 2020

Table 4

Name of major shareholders	Name of shares held	Shares	Ownership (%)
YU, HONG-YANG	\$	3,282,449	6.94%

Note1: (1) The major shareholders information was derived from the data that the Company issued common shares (including treasury shares) and preference shares in dematerialised form which were registered and held by the shareholders above 5% on the last operating date of each quarter and was calculated by Taiwan Depository & Clearing Corporation. The share capital which was recorded in the financial statements is different from the actual number of shares issued in dematerialised form because of the different calculation basis or the differences.

(2) If the aforementioned data contains shares which were held in trust by the shareholders, the data was disclosed as a separate account of client which was set by the trustee. As for the shareholder who reports share equity as an insider whose shareholding ratio is greater than 10% in accordance with Securities and Exchange Act, the shareholding ratio including the self-owned shares and shares held in trust, at the same time, the shareholders have the power to decide how to allocate the trust assets. For the information on reported share equity of insider, please refer to Market Observation Post System.