Independent Auditor's Report

To COMPAL ELECTRONICS, INC.:

Opinion

We have audited the financial statements of COMPAL ELECTRONICS, INC. (the "Company"), which comprise the balance sheets as of December 31, 2018 and 2017, the statement of comprehensive income, changes in equity and cash flows for the years ended December 31, 2018 and 2017, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2018 and 2017, and its financial performance and its cash flows for the years then ended December 31, 2018 and 2017, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

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

Key Audit Matters

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

1. Account receivable valuation

Please refer to Note (4)(f) for the accounting policy of accounts receivable. Information of account receivable valuation is shown in Note (6)(h) of the financial statements.

Description of key audit matters:

The Company devotes to develop new product lines and customers in emerging countries, and the credit risks of these customers are higher than other world leading enterprises. Therefore, valuation of accounts receivable has been identified as a key audit matter.

Our key audit procedures performed in respect of the above area included the following:

In order to evaluate the reasonableness of the Company's estimations for bad debts, our key audit procedures included reviewing if the measurement of impairment loss of accounts receivable is accordance with accounting policy, examining the historical recovery records, analyzing the aging of accounts receivable, and the current credit status of customers, as well as inspecting the amount collected in the subsequent period.

2. Inventory valuation

Please refer to Note (4)(g) and Note (5) for the accounting policy of inventory valuation, as well as the estimation and assumption uncertainty of the valuation of inventory, respectively. Information of estimation of the valuation of inventory are disclosed in Note (6)(j) of the financial statements.

Description of key audit matters:

The inventory is measured at the lower of cost or net realizable value. The short life cycle of electronic products may cause significant changes in customers' demand and sales of related products. Consequently, the book value of inventory may be lower than the net realizable value of inventory. Therefore, the valuation of inventory is one of the key audit matters.

Our key audit procedures performed in respect of the above area included the following:

In order to verify the rationality of assessment of inventory valuation estimated by the Company, our key audit procedures included reviewing the consistency of prior year and accounting policy, inspecting the Company's inventory aging reports, analyzing the change of inventory aging, as well as verifying the inventory aging reports and the calculation of lower of cost or net realizable value.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance (including members of the Audit committee) are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Szu Chuan Chien and Yiu Kwan Au.

KPMG

Taipei, Taiwan (Republic of China) March 22, 2019

Notes to Readers

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

COMPAL ELECTRONICS, INC.

Balance Sheets

December 31, 2018 and 2017

(Expressed in Thousands of New Taiwan Dollars)

			December 31, 201	December 31, 20	17			
	Assets		Amount	%	Amount	%		Liabilities and Equity
1100	Current assets:	¢	20 446 270		20 242 524	0.6		Current liabilities:
1100	Cash and cash equivalents	\$	20,446,378	5.7	28,343,534	8.6	2100	Short-term borrowings
1110	Current financial assets at fair value through profit or loss		284,768	0.1	-	-	2130	Current contract liabilities
1125	Current available-for-sale financial assets		-	-	46,479	-	2170	Notes and accounts payable
1136	Current financial assets at amortized cost		350,000	0.1	-	-	2180	Notes and accounts payable to related parties
1147	Current bond investments without active market		-	-	350,000	0.1	2200	Other payables
1170	Notes and accounts receivable, net		189,496,594	53.3	165,540,785	50.5	2230	Current tax liabilities
1180	Notes and accounts receivable due from related parties, net		1,318,230	0.4	2,095,570	0.7	2250	Current provisions
1200	Other receivables, net		1,418,750	0.4	711,293	0.2	2300	Other current liabilities
1310	Inventories		51,517,159	14.5	42,985,363	13.1	2313	Unearned revenue
1470	Other current assets		541,027	0.1	604,564	0.2	2365	Current refund liabilities
			265,372,906	74.6	240,677,588	73.4	2322	Long-term borrowings, current portion
	Non-current assets:							
1550	Investments accounted for using equity method		83,299,238	23.5	77,919,870	23.7		Non-Current liabilities:
1510	Non-current financial assets at fair value through profit or loss		23,745	-	-	-	2540	Long-term borrowings
1517	Non-current financial assets at fair value through other comprehensive income		3,731,918	1.0	-	-	2570	Deferred tax liabilities
1523	Non-current available-for-sale financial assets		-	-	5,735,334	1.8	2640	Non-current net defined benefit liability
1543	Non-current financial assets at cost		-	-	2,333	-	2670	Non-current liabilities, others (
1546	Non-current bond investments without active market		-	-	350,000	0.1		
1600	Property, plant and equipment		2,128,181	0.6	2,092,272	0.7		Total liabilities
1780	Intangible assets		378,745	0.1	146,813	-		Equity:
1840	Deferred tax assets		760,580	0.2	1,065,112	0.3	3110	Ordinary share
1990	Other non-current assets		117,500		106,744		3200	Capital surplus
			90,439,907	25.4	87,418,478	26.6	3300	Retained earnings
							3400	Other equity interest
							3500	Treasury shares
								Total equity

Total assets

<u>\$ 355,812,813 100.0 328,096,066 100.0</u>

Total liabilities and equity

 December 31, 201	18	December 31, 2017				
 Amount	%	Amount	%			
\$ 51,305,682	14.4	41,386,000	12.6			
1,405,452	0.4	-	-			
77,050,816	21.7	72,212,035	22.0			
78,376,843	22.0	71,456,277	21.9			
8,392,511	2.4	7,052,029	2.1			
1,787,434	0.5	1,644,175	0.5			
-	-	1,440,292	0.5			
587,308	0.2	664,918	0.2			
-	-	1,617,626	0.5			
1,480,446	0.4	-	-			
 17,496,250	4.9	6,018,750	1.8			
 237,882,742	66.9	203,492,102	62.1			
10,900,000	3.0	21,114,450	6.4			
386,555	0.1	543,621	0.2			
621,581	0.2	612,131	0.2			
 298,289	0.1	438,178	0.1			
 12,206,425	3.4	22,708,380	6.9			
 250,089,167	70.3	226,200,482	69.0			
44,071,466	12.4	44,191,916	13.5			
9,932,434	2.8	10,938,773	3.3			
60,060,381	16.9	56,557,146	17.2			
(7,459,388)	(2.1)	(8,911,004)	(2.7)			
 (881,247)	(0.3)	(881,247)	(0.3)			
 105,723,646	29.7	101,895,584	31.0			
\$ 355,812,813	100.0	328,096,066	100.0			

COMPAL ELECTRONICS, INC.

Statements of Comprehensive Income

For the years ended December 31, 2018 and 2017

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

		2018		2017	
		Amount	%	Amount	%
4000	Net sales revenue	\$ 911,050,122	100.0	841,309,602	100.0
5000	Cost of sales	889,171,625	97.6	819,765,642	97.4
	Gross profit	21,878,497	2.4	21,543,960	2.6
5910	Less: Unrealized profit (loss) from sales	(2,344)		(480)	
	Gross profit	21,880,841	2.4	21,544,440	2.6
	Operating expenses:				
6100	Selling expenses	3,157,897	0.3	5,979,101	0.7
6200	Administrative expenses	2,389,356	0.3	2,100,602	0.2
6300	Research and development expenses	9,396,882	1.0	8,294,188	1.0
		14,944,135	1.6	16,373,891	1.9
	Net operating income	6,936,706	0.8	5,170,549	0.7
	Non-operating income and expenses:				
7020	Other gains and losses, net	(126,030)	-	(1,615,111)	(0.1)
7050	Finance costs	(1,938,044)	(0.2)	(975,175)	(0.1)
7190	Other income	887,354	0.1	937,671	0.1
7370	Share of profit of subsidiaries, associates and joint ventures accounted for using equity method	4,198,330	0.4	3,160,786	0.4
	Total non-operating income and expenses	3,021,610	0.3	1,508,171	0.3
7900	Profit before tax	9,958,316	1.1	6,678,720	1.0
7950	Less: Tax expense	1,044,951	0.1	929,195	0.1
	Profit	8,913,365	1.0	5,749,525	0.9
8300	Other comprehensive income:				
8310	Items that will not be reclassified subsequently to profit or loss:				
8311	Other comprehensive income, before tax, remeasurement of defined benefit obligation	(20,189)	-	(79,683)	-
8316	Other comprehensive income, before tax, equity instruments at fair value through other comprehensive income	(1,096,846)	(0.1)	-	-
8330	Share of other comprehensive income (loss) of subsidiaries, associates and joint ventures accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss	(212,493)	-	(1,970)	-
8349	Income tax related to components of other comprehensive income that will not be reclassified				
	to profit or loss	69,926		13,546	
	Components of other comprehensive income that will not be reclassified to profit or loss	(1,259,602)	(0.1)	(68,107)	
8360	Items that will be reclassified subsequently to profit or loss				
8361	Other comprehensive income, before tax, exchange differences on translation of foreign financial statement	1,853,763	0.1	(4,606,117)	(0.5)
8362	Other comprehensive income, before tax, available-for-sale financial assets	-	-	147,849	-
8380	Share of other comprehensive income (loss) of subsidiaries, associates and joint ventures accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss	(229,339)	_	(21,111)	-
8399	Income tax relating to components of other comprehensive income that will be reclassified to profit or loss	-	_	(12,221)	-
	Components of other comprehensive income (loss) that will be reclassified to profit or loss	1,624,424	0.1	(4,491,600)	(0.5)
8300	Other comprehensive income (loss), net	364,822	_	(4,559,707)	(0.5)
8500	Total comprehensive income	<u>\$ 9,278,187</u>	1.0	1,189,818	0.4
	Earnings per share			,	
9750	Basic earnings per share	\$	2.05		1.32
9850	Diluted earnings per share	\$	2.02		1.31

COMPAL ELECTRONICS, INC. Statements of Changes in Equity For the years ended December 31, 2018 and 2017 (Expressed in Thousands of New Taiwan Dollars)

				Retainedearnings			Total other equity interest						
		_						Unrealized gains (losses) on financial					
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings			assets measured at fair value through other comprehensiv e income		Unearned employee benefit and others	Total other equity interest	Treasury shares	Total equity
Balance at January 1, 2017	\$ 44,241,606	11,779,274	17,439,772	3,199,674	34,649,963	55,289,409	1,324,282	-	(5,663,830)	(285,105)	(4,624,653)	(881,247)	105,804,389
Profit for the year ended December 31, 2017	-	-	-	-	5,749,525	5,749,525		-	-	-	-	-	5,749,525
Other comprehensive income	-	-	-	-	(68,107)	(68,107)		-	310,058	-	(4,491,600)	-	(4,559,707)
Total comprehensive income	_	-	-	_	5,681,418	5,681,418		-	310,058	-	(4,491,600)	_	1,189,818
Appropriation and distribution of retained earnings:					.,,		, ,,						, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Legal reserve appropriated	-	-	813,089	-	(813,089)	-	-	-	-	-	-	-	-
Special reserve appropriated	-	-	-	1,139,875	(1,139,875)	-	-	-	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	(4,422,153)	(4,422,153)	-	-	-	-	-	-	(4,422,153)
Cash dividends from capital surplus	-	(884,431)	-	-	-	-	-	-	-	-	-	-	(884,431)
Difference between consideration and carrying amount arising from acquisition of	or	(001,101)											(000,000)
disposal subsidiaries	-	33,016	-	_	(2,179)	(2,179)	_	_	_	_	_	_	30,837
Changes in ownership interests in subsidiaries	-	142	-	_	(424)	(424)		_	_	_	_	_	(282)
Changes in equity of associates and joint ventures accounted for using equity		112			(121)	(121)							(202)
method	_	14,217	-	_	(194)	(194)	_	_	_	_	_	_	14,023
Share-based payments transaction	(49,690)	(63,472)	-	_	11,269	11,269		_	_	205,249	205,249	_	103,356
Adjustments of capital surplus for company's cash dividends received by	(19,090)	(05,172)			11,209	11,209				200,219	203,217		105,550
subsidiaries	_	60,027	-	_	-	_	_	_	_	_	_	_	60,027
Balance at December 31, 2017	44,191,916	10,938,773	18,252,861	4,339,549	33,964,736	56,557,146	(3,477,376)	_	(5,353,772)	(79,856)	(8,911,004)	(881,247)	
Effects of retrospective application	-	-	-	-	494.051	494.051		(5,847,823)		-	(494.051)	-	-
Adjusted balance at January 1, 2018	44,191,916	10,938,773	18,252,861	4,339,549	34,458,787	57,051,197		(5,847,823)		(79,856)	(9,405,055)	(881,247)	101,895,584
Profit for the year ended December 31, 2018	-	-	-	-	8,913,365	8,913,365		-	_	-	-	-	8,913,365
Other comprehensive income	_	_	_	_	14,094	14,094		(1,273,696)	_	_	350,728	_	364,822
Total comprehensive income	_	_	_	_	8,927,459	8,927,459		(1,273,696)	_	_	350,728	_	9,278,187
Appropriation and distribution of retained earnings:					0,927,139	0,927,139	1,021,121	(1,275,070)			550,720),270,107
Legal reserve appropriated	_	_	574,953	_	(574,953)	_	_	_	_	_	_	_	_
Special reserve appropriated	_	_	-	4,491,599	(4,491,599)	_	_	_	_	_	_	_	_
Cash dividends of ordinary share	_	_	_	-	(4,407,147)	(4,407,147)	_	_	_	_	_	_	(4,407,147)
Cash dividends from capital surplus	_	(881,429)	_	_	(+,+07,1+7)	-	_	_	_	_	_	_	(881.429)
Changes in ownership interests in subsidiaries	-	(32,706)	_	_	(521,643)	(521,643)	_	489,483	_	_	489,483	_	(64,866)
Changes in equity of associates and joint ventures accounted for using equity	-	(32,700)	-	-	(521,045)	(521,045)	-	+09,+03	-	-	409,405	-	(04,000)
method		(459)			(1,156)	(1,156)		1,130			1,130		(485)
Share-based payments transaction	(120,450)	(151,766)	-	-	36,141	36,141		1,150	-	- 79,856	79,856	-	(156,219)
	(120,430)	(131,700)	-	-	50,141	50,141	-	-	-	79,000	79,830	-	(130,219)
Adjustments of capital surplus for company's cash dividends received by subsidiaries		60,021											60,021
Disposal of investments in equity instruments measured at fair value through	-	00,021	-	-	-	-	-	-	-	-	-	-	00,021
other comprehensive income					(1,024,470)	(1,024,470)		1,024,470			1,024,470		
Balance at December 31, 2018	<u>-</u> <u>\$ 44,071,466</u>	9,932,434	- 18,827,814	- 8,831,148	<u>(1,024,470)</u> <u>32,401,419</u>	60,060,381		(5,606,436)			(7,459,388)	(881,247)	105,723,646
Datance at Deveniber 31, 2010	<u>\$ 44,071,400</u>	7,732,434	10,04/,014	0,031,148	<u>34,401,419</u>	00,000,381	(1,052,952)	(3,000,430)	-	-	(/,437,300)	(001,24/)	105,725,040

COMPAL ELECTRONICS, INC.

Statements of Cash Flows

For the years ended December 31, 2018 and 2017

(Expressed in Thousands of New Taiwan Dollars)

Cash flams from (read in) an anoting a sticities	2018		2017
Cash flows from (used in) operating activities: Profit before tax	\$ 9,958	316	6,678,720
Adjustments:	<u> </u>	,010	0,070,720
Adjustments to reconcile profit (loss):			
Depreciation and amortization	456	,117	480,523
Increase in expected credit loss /allowance for uncollectible accounts	1	,065	2,928,547
Net gain on financial assets or liabilities at fair value through profit or loss	(95,	526)	-
Finance cost	1,938	,044	975,173
Interest income	(332,	,	(239,394
Dividend income	(212,	129)	(117,742
Compensation cost of share-based payments	(156,		103,350
Share of profit of subsidiaries, associates and joint ventures accounted for using equity method	(4,198,	330)	(3,160,786
Loss on disposal of investments	-		1,804
Total adjustments to reconcile profit (loss)	(2,599,	883)	971,48
Changes in operating assets and liabilities:			
Changes in operating assets:			
Decrease (increase) in notes and accounts receivable	(23,179,	,	(5,685,417
Decrease (increase) in other receivable	(629,	,	(223,698
Decrease (increase) in inventories	(8,531,	,	(15,016,352
Decrease (increase) in other current assets		,537	(145,850
Total changes in operating assets	(32,277,	705)	(21,071,317
Changes in operating liabilities:			
Increase (decrease) in notes and accounts payable	11,759		(2,770,322
Increase (decrease) in other payable	1,172		(686,997
Increase (decrease) in refund liabilities	40	,154	-
Increase (decrease) in provisions	-		(91,958
Increase (decrease) in unearned revenue	-	174)	(156,532
Increase (decrease) in contract liabilities	(212,	,	-
Increase (decrease) in other current liabilities		610)	(261,816
Others		315)	(9,639
Total changes in operating liabilities	12,669		(3,977,264
Total changes in operating assets and liabilities Total adjustments	(19,607, (22,207,		(25,048,581) (24,077,098)
Cash inflow (outflow) generated from operations	(12,249,		(17,398,378
Interest received		.,650	(17,398,378) 221,02
Dividends received		,050	660,91
Interest paid	(1,769,		(962,095
Income taxes paid	(1,709,	/	(502,095)
Net cash flows from (used in) operating activities	(13,796,		(17,995,694
Sash flows from (used in) investing activities:	<u>(13,770,</u>	0.50)	(17,775,074
Redemption from financial assets at amortized cost	350	,000	350,00
Acquisition of investments accounted for using equity method and financial assets at fair value through other comprehensive income	(137,		(503,112
Proceeds from disposal of investments accounted for using equity method and financial assets at fair value through other comprehensive		,435	809,19
income	271	,155	009,19
Acquisition of financial assets at fair value through profit or loss	(23	745)	_
Proceeds from disposal of financial assets at fair value through profit or loss		,529	_
Proceeds from capital reduction of investments		,054	1,459,04
Acquisition of property, plant and equipment	(203,		(126,108
Increase in other receivables due from related parties	(321,		(293,029
Acquisition of intangible assets	(521,		(193,154
Others	(10,		10,49
Net cash flows from (used in) investing activities		,518	1,513,33
Cash flows from (used in) financing activities:	T	10 - 0	-,,
Increase (decrease) in short-term borrowings	9,919	.682	10,942,25
Proceeds from long-term borrowings	34,258		12,691,63
Repayments of long-term borrowings	(32,994,		(16,893,430
Cash dividends paid	(5,288,	,	(5,306,584
Others	-	,	(104
Net cash flows from (used in) financing activities	5,894	.156	1,433,76
Net increase (decrease) in cash and cash equivalents	(7,897,		(15,048,601
ash and cash equivalents at beginning of period	28,343	,	43,392,13
Cash and cash equivalents at end of period	\$ 20,446		28,343,534

(Continued)