

**TAIWAN INTERNATIONAL PORTS  
CORPORATION, LTD.**

**Standalone Financial Statements for the  
Years Ended December 31, 2019 and 2018 and  
Independent Auditor's Report**

## INDEPENDENT AUDITOR'S REPORT

Taiwan International Ports Corporation, Ltd.

### Opinion

We have audited the accompanying standalone financial statements of Taiwan International Ports Corporation, Ltd. (the Corporation), which comprise the standalone balance sheets as of December 31, 2019 and 2018, and the standalone statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the standalone financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying standalone financial statements present fairly, in all material respects, the standalone financial position of the Corporation as of December 31, 2019 and 2018, and its standalone financial performance and its standalone cash flows for the years then ended in accordance with the regulations governing the accounting matters of state-owned enterprises issued by the government, Business Entity Accounting Act, Regulation on Business Entity Accounting Handling relevant to preparation of financial statements, International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

### Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Corporation in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Emphasis of Matter

As disclosed in Note 3 to the standalone financial statements, the Corporation has applied International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the FSC starting from 2019.

As discussed in Notes 4 and 28 to the accompanying standalone financial statements, the amounts in the Corporation's financial statements shall be audited by National Audit Office, the Control Yuan (NAO). Therefore, some items in the standalone financial statements for the year ended December 31, 2018 were restated to reflect adjustments requested by NAO based on their audits.

Our opinion is not modified in respect of this matter.

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

Management is responsible for the preparation and fair presentation of the standalone financial statements in accordance with the regulations governing the accounting matters of state-owned enterprises issued by the government, Business Entity Accounting Act, Regulation on Business Entity Accounting Handling with respect to financial accounting standards, International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of the Corporation's financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Corporation'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 Corporation or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the inspector, are responsible for overseeing the Corporation's financial reporting process.

## **Auditors' Responsibilities for the Audit of the Standalone Financial Statements**

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

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

1. Identify and assess the risks of material misstatement of the standalone 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 Corporation'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 Corporation's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Corporation to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within the Corporation to express an opinion on the standalone 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.

The engagement partner on the audit resulting in this independent auditor's report is Lee-Yuan Kuo.

Deloitte & Touche  
Taipei, Taiwan  
Republic of China

March 3, 2020

Notice to Readers

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

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

# TAIWAN INTERNATIONAL PORTS CORPORATION, LTD.

## STANDALONE BALANCE SHEETS (In Thousands of New Taiwan Dollars)

ASSETS	December 31, 2019		December 31, 2018 (Notes 4 and 28)	
	Amount	%	Amount	%
<b>CURRENT ASSETS</b>				
Cash and cash equivalents (Notes 4 and 6 )	\$ 6,987,919	6	\$ 13,324,035	11
Financial assets at fair value through profit or loss - current (Notes 4 and 7)	-	-	1,439	-
Financial assets at fair value through other comprehensive income - current (Notes 4 and 8)	48,357	-	807	-
Financial assets at amortized cost - current (Notes 4 and 9)	3,712,060	3	1,875,717	2
Notes receivable (Notes 4 and 10)	40,890	-	50,458	-
Accounts receivable, net (Notes 4, 10 and 26)	330,660	-	269,647	-
Other receivables (Note 10)	4,844,603	4	5,692,292	5
Other receivables - related parties (Notes 10 and 26)	104,095	-	375,932	-
Inventories (Note 4)	3,823	-	3,529	-
Prepayments (Note 11)	2,116,346	2	291,675	-
Other financial assets - current (Note 13)	14,817,390	12	6,872,790	6
Other current assets	<u>79,248</u>	<u>-</u>	<u>81,284</u>	<u>-</u>
Total current assets	<u>33,085,391</u>	<u>27</u>	<u>28,839,605</u>	<u>24</u>
<b>NONCURRENT ASSETS</b>				
Financial assets at fair value through profit or loss - noncurrent (Notes 4 and 7)	-	-	1,535,544	1
Financial assets at fair value through other comprehensive income - noncurrent (Notes 4 and 8)	2,103,544	2	1,051,729	1
Financial assets at amortized cost - noncurrent (Notes 4 and 9)	10,587,036	9	13,633,126	11
Investments accounted for using equity method (Notes 4 and 12)	4,052,776	3	2,656,945	2
Property, plant and equipment (Notes 4 and 14)	48,133,642	39	46,296,325	39
Right - of - use assets (Notes 4 and 15)	2,054	-	-	-
Investment properties (Notes 4 and 16)	25,151,948	20	25,634,706	21
Intangible assets (Note 4)	437,158	-	409,104	1
Deferred tax assets (Notes 4 and 22)	594,560	-	353,475	-
Refundable deposits	11,620	-	131,363	-
Other noncurrent assets (Note 10)	<u>145,039</u>	<u>-</u>	<u>57,821</u>	<u>-</u>
Total noncurrent assets	<u>91,219,377</u>	<u>73</u>	<u>91,760,138</u>	<u>76</u>
TOTAL	<u>\$ 124,304,768</u>	<u>100</u>	<u>\$ 120,599,743</u>	<u>100</u>
<b>LIABILITIES AND EQUITY</b>				
<b>CURRENT LIABILITIES</b>				
Notes payable and accounts payable (Note 26)	\$ 24,512	-	\$ 18,624	-
Other payables (Note 17)	10,098,264	8	12,109,143	10
Other payables - related parties (Notes 17 and 26)	19,811	-	21,447	-
Current tax liabilities (Note 22)	795,625	1	916,103	1
Contract liabilities (Note 20)	7,280	-	9,120	-
Refund liabilities	247,052	-	60,240	-
Receipts in advance	373,634	-	744,249	1
Other current liabilities (Note 26)	<u>574,969</u>	<u>1</u>	<u>485,752</u>	<u>-</u>
Total current liabilities	<u>12,141,147</u>	<u>10</u>	<u>14,364,678</u>	<u>12</u>
<b>NONCURRENT LIABILITIES</b>				
Net defined benefit liabilities (Notes 4, 5 and 18)	411,146	-	349,332	-
Deferred tax liabilities (Note 22)	528	-	131	-
Lease liabilities - noncurrent (Notes 4 and 15)	2,065	-	-	-
Deferred revenue - noncurrent (Note 4)	8,347,232	7	9,085,582	8
Guarantee deposits received	863,039	1	854,726	1
Other noncurrent liabilities (Note 26)	<u>3,098,322</u>	<u>2</u>	<u>2,961,478</u>	<u>2</u>
Total noncurrent liabilities	<u>12,722,332</u>	<u>10</u>	<u>13,251,249</u>	<u>11</u>
Total liabilities	<u>24,863,479</u>	<u>20</u>	<u>27,615,927</u>	<u>23</u>
<b>EQUITY (Note 19)</b>				
Share capital				
Ordinary share capital	65,000,000	53	65,000,000	54
Advance received for shares	<u>1,544,786</u>	<u>1</u>	<u>500,000</u>	<u>-</u>
Total share capital	<u>66,544,786</u>	<u>54</u>	<u>65,500,000</u>	<u>54</u>
Capital surplus	<u>19,266,262</u>	<u>15</u>	<u>19,266,262</u>	<u>16</u>
Retained earnings				
Legal reserve	3,829,601	3	3,829,601	3
Special reserve	4,769,962	4	4,769,962	4
Unappropriated earnings	<u>5,696,322</u>	<u>5</u>	<u>-</u>	<u>-</u>
Total retained earnings	<u>14,295,885</u>	<u>12</u>	<u>8,599,563</u>	<u>7</u>
Other equity	<u>(665,644)</u>	<u>(1)</u>	<u>(382,009)</u>	<u>-</u>
Total equity	<u>99,441,289</u>	<u>80</u>	<u>92,983,816</u>	<u>77</u>
TOTAL	<u>\$ 124,304,768</u>	<u>100</u>	<u>\$ 120,599,743</u>	<u>100</u>

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

(With Deloitte & Touche audit report dated March 3, 2020)

# TAIWAN INTERNATIONAL PORTS CORPORATION, LTD.

## STANDALONE STATEMENTS OF COMPREHENSIVE INCOME (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	For the Year Ended December 31			
	2019		2018 (Notes 4 and 28)	
	Amount	%	Amount	%
OPERATING REVENUES (Notes 4, 20 and 26)	\$ 18,904,937	100	\$ 18,026,278	100
OPERATING COSTS (Notes 21 and 26)	<u>9,061,274</u>	<u>48</u>	<u>8,665,456</u>	<u>48</u>
GROSS PROFIT	<u>9,843,663</u>	<u>52</u>	<u>9,360,822</u>	<u>52</u>
OPERATING EXPENSES (Notes 21 and 26)				
Selling and marketing expenses	1,420,267	8	1,419,411	8
General and administrative expenses	1,114,334	6	1,158,137	7
Research and development expenses	31,656	-	32,199	-
Expected credit loss	<u>4,253</u>	<u>-</u>	<u>3,862</u>	<u>-</u>
Total operating expenses	<u>2,570,510</u>	<u>14</u>	<u>2,613,609</u>	<u>15</u>
PROFIT FROM OPERATIONS	<u>7,273,153</u>	<u>38</u>	<u>6,747,213</u>	<u>37</u>
NON-OPERATING INCOME AND EXPENSES				
Other income (Note 21)	490,314	3	594,283	3
Other gains and losses (Note 21)	(586,802)	(3)	56,264	1
Share of the profit of subsidiaries and associates	<u>400,480</u>	<u>2</u>	<u>409,302</u>	<u>2</u>
Total non-operating income and expenses	<u>303,992</u>	<u>2</u>	<u>1,059,849</u>	<u>6</u>
PROFIT BEFORE INCOME TAX	7,577,145	40	7,807,062	43
INCOME TAX EXPENSE (Notes 4 and 22)	<u>1,476,659</u>	<u>8</u>	<u>1,540,439</u>	<u>8</u>
NET PROFIT FOR THE YEAR	<u>6,100,486</u>	<u>32</u>	<u>6,266,623</u>	<u>35</u>
OTHER COMPREHENSIVE LOSS (Notes 18, 19 and 22)				
Items that will not be reclassified subsequently to profit or loss				
Remeasurement of defined benefit plans	(504,789)	(3)	(289,388)	(2)
Unrealized gains (losses) on investments in equity instruments at fair value through other comprehensive income	(280,249)	(1)	(322,776)	(2)
Income tax relating to items that will not be reclassified subsequently to profit or loss	100,958	1	81,984	1

(Continued)

# TAIWAN INTERNATIONAL PORTS CORPORATION, LTD.

## STANDALONE STATEMENTS OF COMPREHENSIVE INCOME (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	For the Year Ended December 31			
	2019		2018 (Notes 4 and 28)	
	Amount	%	Amount	%
Items that may be reclassified subsequently to profit or loss				
Exchange differences on translating foreign operations	\$ (4,649)	-	\$ 655	-
Income tax relating to items that may be reclassified subsequently to profit or loss	<u>930</u>	<u>-</u>	<u>(131)</u>	<u>-</u>
Other comprehensive loss for the year, net of income tax	<u>(687,799)</u>	<u>(3)</u>	<u>(529,656)</u>	<u>(3)</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 5,412,687</u>	<u>29</u>	<u>\$ 5,736,967</u>	<u>32</u>
EARNINGS PER SHARE (Note 23)				
Basic	<u>\$ 0.94</u>		<u>\$ 0.96</u>	

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

(With Deloitte & Touche audit report dated March 3, 2020)

(Concluded)

# TAIWAN INTERNATIONAL PORTS CORPORATION, LTD.

## STANDALONE STATEMENTS OF CHANGES IN EQUITY (In Thousands of New Taiwan Dollars)

	Share Capital			Retained Earnings			Other Equity				
	Ordinary Share Capital	Advance Received for shares	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Unrealized Gains (Losses) on Financial Assets at Fair Value Through Other Comprehensive Income	Exchange Differences on Translating Foreign Operations	Unrealized Gains (Losses) on Available-for-sale Financial Assets	Total Other Equity	Total Equity
BALANCE AT JANUARY 1, 2018	\$ 65,000,000	\$ -	\$ 19,266,262	\$ 3,223,780	\$ 3,952,104	\$ -	\$ -	\$ -	\$ (60,766)	\$ (60,766)	\$ 91,381,380
Effect of retrospective application	-	-	-	-	-	(1,009)	(59,757)	-	60,766	1,009	-
Balance after adjustments at January 1, 2018	65,000,000	-	19,266,262	3,223,780	3,952,104	(1,009)	(59,757)	-	-	(59,757)	91,381,380
Net profit for the year ended December 31, 2018	-	-	-	-	-	6,266,623	-	-	-	-	6,266,623
Other comprehensive income for the year ended December 31, 2018, net of tax	-	-	-	-	-	(207,404)	(322,776)	524	-	(322,252)	(529,656)
Total comprehensive income for the year ended December 31, 2018	-	-	-	-	-	6,059,219	(322,776)	524	-	(322,252)	5,736,967
Appropriation of earnings											
Legal reserve	-	-	-	605,821	-	(605,821)	-	-	-	-	-
Special reserve	-	-	-	-	817,858	(817,858)	-	-	-	-	-
Appropriation to central government	-	-	-	-	-	(2,017,384)	-	-	-	-	(2,017,384)
Appropriation to local government	-	-	-	-	-	(981,430)	-	-	-	-	(981,430)
Appropriation to Port Construction Fund	-	-	-	-	-	(1,635,717)	-	-	-	-	(1,635,717)
	-	-	-	605,821	817,858	(6,058,210)	-	-	-	-	(4,634,531)
Issuance of ordinary shares for cash	-	500,000	-	-	-	-	-	-	-	-	500,000
BALANCE AT DECEMBER 31, 2018(Notes 4 and 28)	65,000,000	500,000	19,266,262	3,829,601	4,769,962	-	(382,533)	524	-	(382,009)	92,983,816
Net profit for the year ended December 31, 2019	-	-	-	-	-	6,100,486	-	-	-	-	6,100,486
Other comprehensive income for the year ended December 31, 2019, net of tax	-	-	-	-	-	(403,831)	(280,249)	(3,719)	-	(283,968)	(687,799)
Total comprehensive income for the year ended December 31, 2019	-	-	-	-	-	5,696,655	(280,249)	(3,719)	-	(283,968)	5,412,687
Issuance of ordinary shares for cash	-	1,044,786	-	-	-	-	-	-	-	-	1,044,786
Disposal of financial assets at fair value through other comprehensive income	-	-	-	-	-	(333)	333	-	-	333	-
BALANCE AT DECEMBER 31, 2019	\$ 65,000,000	\$ 1,544,786	\$ 19,266,262	\$ 3,829,601	\$ 4,769,962	\$ 5,696,322	\$ (662,449)	\$ (3,195)	\$ -	\$ (665,644)	\$ 99,441,289

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

(With Deloitte & Touche audit report dated March 3, 2020)



# TAIWAN INTERNATIONAL PORTS CORPORATION, LTD.

## STANDALONE STATEMENTS OF CASH FLOWS (In Thousands of New Taiwan Dollars)

	<b>For the Year Ended December 31</b>	
	<b>2019</b>	<b>2018</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before income tax	\$ 7,577,145	\$ 7,807,062
Adjustments for:		
Depreciation expense	3,255,201	2,915,739
Amortization expense	39,600	35,063
Expected credit loss (reversal)	4,253	(6,662)
Loss on financial assets at fair value through profit or loss	201,244	421,689
Finance costs	55	-
Interest income	(489,396)	(594,204)
Dividend income	(918)	(79)
Share of the profit of subsidiaries and associates	(400,480)	(409,302)
Loss on disposal of property, plant and equipment	157,498	133,798
Loss on disposal of investment properties	24,274	4,488
Loss on disposal of investment	615	1,624
Transfer of deferred revenue to rental revenue	(738,350)	(895,882)
Others	22,087	(15,664)
Changes in operating assets and liabilities		
Notes receivable	9,568	(34,828)
Accounts receivable	(80,270)	96,411
Other receivables (including related parties)	780,850	286,071
Inventories	(294)	(396)
Prepayments	19,837	77,456
Other current assets	2,036	3,635
Overdue receivables	169	-
Contract liabilities	(1,840)	8,453
Notes payable and accounts payable (including related parties)	5,888	(13,718)
Other payables (including related parties)	366,644	(402,976)
Receipts in advance	(370,615)	(225,629)
Net defined benefit liabilities	(442,975)	(309,229)
Other current liabilities	89,217	60,326
Refund liabilities	<u>186,812</u>	<u>41,693</u>
Cash generated from operations	10,217,855	8,984,939
Income taxes paid	<u>(1,735,937)</u>	<u>(1,114,130)</u>
Net cash generated from operating activities	<u>8,481,918</u>	<u>7,870,809</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Acquisition of financial assets at fair value through other comprehensive income	(46,788)	(893)
Proceeds from disposal of financial assets at fair value through other comprehensive income	1,147	-
Acquisition of financial assets at amortized cost	(1,208,588)	(962,651)
Proceeds from disposal of financial assets at amortized cost	2,375,000	1,269,587

(Continued)

# TAIWAN INTERNATIONAL PORTS CORPORATION, LTD.

## STANDALONE STATEMENTS OF CASH FLOWS (In Thousands of New Taiwan Dollars)

	<b>For the Year Ended December 31</b>	
	<b>2019</b>	<b>2018</b>
Proceeds from disposal of financial assets at fair value through profit or loss	\$ 1,328	\$ 27,994
Decrease (increase) in other financial assets	(7,944,600)	2,298,000
Acquisition of investments accounted for using equity method	-	(150,857)
Acquisition of property, plant and equipment	(4,412,017)	(5,733,750)
Proceeds from disposal of property, plant and equipment	142,039	102,286
Acquisition of investment properties	(143,786)	(76,552)
Proceeds from disposal of investment properties	-	189,496
Acquisition of intangible assets	(66,534)	(61,622)
Decrease (increase) in refundable deposits	119,743	(130,832)
Decrease (increase) in other noncurrent assets	(87,673)	290,185
Decrease in long-term receivables	26,497	179,115
Dividends received from subsidiaries	278,229	249,330
Other dividends received	918	79
Interest received	<u>553,298</u>	<u>564,020</u>
Net cash used in investing activities	<u>(10,411,787)</u>	<u>(1,947,065)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Advance received for shares	1,044,786	500,000
Increase (decrease) in guarantee deposits received	8,313	(24,472)
Repayment of the principal portion of lease liabilities	(2,803)	-
Increase in other noncurrent liabilities	136,844	5,930
Dividends paid	(4,593,332)	(4,716,432)
Acquisition of subsidiaries	(1,000,000)	-
Interest paid	<u>(55)</u>	<u>-</u>
Net cash used in financing activities	<u>(4,406,247)</u>	<u>(4,234,974)</u>
<b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(6,336,116)</b>	<b>1,688,770</b>
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR</b>	<b><u>13,324,035</u></b>	<b><u>11,635,265</u></b>
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>	<b><u>\$ 6,987,919</u></b>	<b><u>\$ 13,324,035</u></b>

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

(With Deloitte & Touche audit report dated March 3, 2020)

(Concluded)