TAIWAN INTERNATIONAL PORTS CORPORATION, LTD. and Subsidiaries

Consolidated Financial Statements for the Years Ended December 31, 2020 and 2019 and Independent Auditor's Report

Deloitte.

勤業眾信

勤業眾信聯合會計師事務所 11073 台北市信義區松仁路100號20樓

Deloitte & Touche 20F, Taipei Nan Shan Plaza No. 100, Songren Rd., Xinyi Dist., Taipei 11073, Taiwan

Tel :+886 (2) 2725-9988 Fax:+886 (2) 4051-6888 www.deloitte.com.tw

INDEPENDENT AUDITOR'S REPORT

Taiwan International Ports Corporation, Ltd.

Opinion

We have audited the accompanying consolidated financial statements of Taiwan International Ports Corporation, Ltd. (the "Corporation") and its subsidiaries, which comprise the consolidated balance sheets as of December 31, 2020 and 2019, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Corporation and its subsidiaries as of December 31, 2020 and 2019, and its consolidated financial performance and its consolidated 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 Consolidated Financial Statements section of our report. We are independent of the Corporation and its subsidiaries 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 discussed in Notes 4 and 29 to the accompanying consolidated financial statements, the amounts in the Corporation and its subsidiaries' financial statements shall be audited by National Audit Office, the Control Yuan (NAO). Therefore, some items in the consolidated financial statements for the year ended December 31, 2019 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 Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated 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 and its subsidiaries' financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Corporation and its subsidiaries' 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 and its subsidiaries 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 and its subsidiaries' financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- 1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- 2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Corporation and its subsidiaries' 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 and its subsidiaries' ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Corporation and its subsidiaries to cease to continue as a going concern.
- 5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within the Corporation and its subsidiaries to express an opinion on the consolidated 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 15, 2021

Notice to Readers

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

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

CONSOLIDATED BALANCE SHEETS

(In Thousands of New Taiwan Dollars)

	December 31,	December 31, 2019 (Notes 4 and 29)		
ASSETS	Amount	%	Amount	%
CURRENT ASSETS Cash and cash equivalents (Notes 4 and 6) Financial assets at fair value through profit or loss - current (Notes 4 and 7) Financial assets at fair value through other comprehensive income - current (Notes 4 and 8)	\$ 8,482,060 800,370 145,339	7 1	\$ 8,377,357 - 48,357	7 -
Financial assets at amortized cost - current (Notes 4 and 9) Notes receivable (Notes 4 and 10) Accounts receivable, net (Notes 4, 10 and 27)	1,300,181 12,946 465,577	1 - -	3,712,060 41,235 345,997	3 -
Other receivables (Note 10) Inventories(Note 4) Prepayments (Note 11)	2,863,678 3,678 2,178,040	2 - 2	4,847,412 4,250 321,300	4 -
Other financial assets - current (Note 14) Other current assets	14,182,696 	11 	15,568,509 79,248	13
Total current assets	30,510,061	24	33,345,725	27
NONCURRENT ASSETS Financial assets at fair value through other comprehensive income - noncurrent (Notes 4 and 8) Financial assets at amortized cost - noncurrent (Notes 4 and 9) Investments accounted for using the equity method (Notes 4 and 13) Property, plant and equipment (Notes 4 and 15) Right-of-use assets (Notes 4 and 16) Investment properties (Notes 4 and 17) Intangible assets (Note 4) Deferred tax assets (Notes 4 and 23) Refundable deposits Other financial assets - noncurrent (Note 14)	8,259,721 11,565,732 228,254 52,830,594 9,573 24,547,979 438,748 639,486 12,374 4,556	6 9 - 41 - 19 - 1	2,103,544 10,587,036 220,624 50,221,530 11,146 25,151,948 443,987 594,560 12,482 4,556	2 9 - 41 - 20 - 1
Other noncurrent assets (Note 10)	<u>164,875</u>		145,069	
Total noncurrent assets	98,701,892	<u>76</u>	89,496,482	<u>73</u>
TOTAL	<u>\$ 129,211,953</u>	<u>100</u>	<u>\$ 122,842,207</u>	<u>100</u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES Notes payable and accounts payable Other payables (Note 18) Current tax liabilities (Note 23) Contract liabilities (Note 21) Lease liabilities - current (Notes 4 and 16) Refund liabilities Receipts in advance Other current liabilities	\$ 13,231 8,032,268 714,508 10,785 5,813 77,860 175,912 102,556	6 1 - - -	\$ 40,338 13,005,066 844,267 8,382 254,053 376,625 431,012	11 1 - - -
Total current liabilities	9,132,933	7	14,959,743	12
NONCURRENT LIABILITIES Net defined benefit liabilities (Notes 4, 5 and 19) Deferred tax liabilities (Note 23) Lease liabilities - noncurrent (Notes 4 and 16) Deferred revenue - noncurrent (Note 4) Guarantee deposits received Other noncurrent liabilities	666,396 272 3,894 7,741,866 1,318,721 2,903,347	1 - 6 1 2	411,146 528 11,190 8,347,239 894,021 3,083,438	- - 7 1
Total noncurrent liabilities	12,634,496	10	12,747,562	<u></u> 11
Total liabilities	21,767,429	17	27,707,305	23
EQUITY (Note 20) Share capital				
Ordinary share capital Advance received for shares	65,000,000 1,456,671	50 1	65,000,000 1,544,786	53 1
Total share capital Capital surplus Retained earnings	66,456,671 19,266,262	<u>51</u> <u>15</u>	66,544,786 19,266,262	<u>54</u> 16
Legal reserve Special reserve	4,399,234 5,538,965	4 4	4,399,234 5,538,965	4 4
Unappropriated earnings Total retained earnings	6,227,382 16,165,581	<u>5</u> 13	9,938,199	8
Other equity	5,502,154	4	(665,644)	<u>(1</u>)
Total equity attributable to owner of the Corporation	107,390,668	83	95,083,603	77
NON-CONTROLLING INTERESTS	53,856		51,299	
Total equity	107,444,524	83	95,134,902	<u>77</u>
TOTAL	<u>\$ 129,211,953</u>	<u>100</u>	<u>\$ 122,842,207</u>	100

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

(With Deloitte & Touche auditors' report dated March 15, 2021)

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

For the Year Ended December 31				
2020		2019 (Notes 4 ar	nd 29)	
Amount	%	Amount	%	
\$ 20,774,437	100	\$ 20,294,466	100	
10,114,876	<u>49</u>	9,887,392	<u>49</u>	
10,659,561	51	10,407,074	51	
1,498,344	7	1,485,186	7	
1,176,026	6	1,162,947	6	
31,460	-	31,656	-	
<u>29,286</u>		4,253		
2,735,116	13	2,684,042	13	
7,924,445	_38	7,723,032	38	
371 595	2	495 865	3	
	_	· · · · · · · · · · · · · · · · · · ·	-	
· ·	(1)		(3)	
, , ,	-		-	
<u>177,245</u>	1	(39,588)		
8,101,690	39	7,683,444	38	
1,616,865	8	1,577,412	8	
6,484,825	<u>31</u>	6,106,032	<u>30</u>	
(323,685)	(1)	(504,789)	(2)	
6,176,937	30	(280,249)	(1)	
(7)	_	_	_	
(,)		(Cor	ntinued)	
	2020 Amount \$ 20,774,437	2020 Amount % \$ 20,774,437 100	Amount % Amount \$ 20,774,437 100 \$ 20,294,466	

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	For the Year Ended December 31						
		2020			2019 (Notes 4 and 29)		
	I	Amount	%		Amount	%	
Income tax relating to items that will not be reclassified subsequently to profit or loss Items that may be reclassified subsequently to profit or loss	\$	64,738	-	\$	100,958	-	
Exchange differences on translating foreign operations Share of the other comprehensive income of		(6,366)	-		(4,649)	-	
associates		27	_		_	_	
Income tax relating to items that may be reclassified subsequently to profit or loss		1,268			930		
Other comprehensive income (loss) for the year, net of income tax		5,912,912	29		(687,799)	<u>(3</u>)	
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$</u>	12,397,737	<u>60</u>	<u>\$</u>	5,418,233	<u>27</u>	
NET PROFIT ATTRIBUTABLE TO Owners of the Corporation Non-controlling interests	\$ 	6,482,268 2,557 6,484,825		\$ 	6,100,486 5,546 6,106,032		
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO Owners of the Corporation	\$	12,395,180		\$	5,412,687		
Non-controlling interests	•	2,557 12,397,737		\$	5,546 5,418,233		
EARNINGS PER SHARE (Note 24)		<u> </u>					
Basic	\$	1.00		\$	0.94		

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

(With Deloitte & Touche auditors' report dated March 15, 2021)

(Concluded)

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

(In Thousands of New Taiwan Dollars)

	Share Ordinary Share Capital	Capital Advance Received for Shares	Capital Surplus	Legal Reserve	Retained Earnings Special Reserve	Unappropriated Earnings	Unrealized Gains (Losses) on Financial Assets at Fair Value Through Other Comprehensive Income	Exchange Differences on Translating the Financial Statements of Foreign Operations	Total Other Equity	Total Equity Attributable to Owners of the Corporation	Non-controlling Interests	Total Equity
BALANCE AT JANUARY 1, 2019	\$ 65,000,000	\$ 500,000	<u>\$ 19,266,262</u>	\$ 3,829,601	<u>\$ 4,769,962</u>	\$ -	\$ (382,533)	<u>\$ 524</u>	\$ (382,009)	\$ 92,983,816	\$ 49,996	\$ 93,033,812
Net profit for the year ended December 31, 2019	-	-	-	-	-	6,100,486	-	-	-	6,100,486	5,546	6,106,032
Other comprehensive income for the year ended December 31, 2019, net of tax	_	<u>-</u>	_	<u>-</u>	_	(403,831)	(280,249)	(3,719)	(283,968)	(687,799)	_	(687,799)
Total comprehensive income for the year ended December 31, 2019	_	_	_	<u>-</u>	_	5,696,655	(280,249)	(3,719)	(283,968)	5,412,687	5,546	5,418,233
Appropriation of earnings Legal reserve Special reserve Appropriation to central government Appropriation to local government Appropriation to Port Construction Fund	- - - - -	- - - - -	- - - - -	569,633 - - - - - 569,633	769,003 - - - - - - 769,003	(569,633) (769,003) (1,896,875) (922,804) (1,538,007) (5,696,322)	- - - - -	- - - - -	- - - -	(1,896,875) (922,804) (1,538,007) (4,357,686)	- - - - -	(1,896,875) (922,804) (1,538,007) (4,357,686)
Advance received for shares		1,044,786			-					1,044,786		1,044,786
Decrease in non-controlling interests				-	-				_		(4,243)	(4,243)
Disposal of financial assets at fair value through other comprehensive income	<u>-</u>	_	<u>-</u>		<u>-</u>	(333)	333	<u>-</u>	333	<u>-</u>	<u>-</u>	_
BALANCE AT DECEMBER 31, 2019 (Notes 4 and 29)	65,000,000	1,544,786	19,266,262	4,399,234	5,538,965		(662,449)	(3,195)	(665,644)	95,083,603	51,299	95,134,902
Net profit for the year ended December 31, 2020	-	-	-	-	-	6,482,268	-	-	-	6,482,268	2,557	6,484,825
Other comprehensive income for the year ended December 31, 2020, net of tax	_		_			(258,954)	6,176,937	(5,071)	6,171,866	5,912,912	_	5,912,912
Total comprehensive income for the year ended December 31, 2020						6,223,314	6,176,937	(5,071)	6,171,866	12,395,180	2,557	12,397,737
Return of advance received for shares		(88,115)		-	-				_	(88,115)		(88,115)
Disposal of financial assets at fair value through other comprehensive income						4,068	(4,068)		(4,068)	<u>-</u> _		<u>-</u>
BALANCE AT DECEMBER 31, 2020	<u>\$ 65,000,000</u>	<u>\$ 1,456,671</u>	<u>\$ 19,266,262</u>	\$ 4,399,234	\$ 5,538,965	\$ 6,227,382	\$ 5,510,420	<u>\$ (8,266)</u>	\$ 5,502,154	\$107,390,668	<u>\$ 53,856</u>	\$107,444,524

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

(With Deloitte & Touche auditors' report dated March 15, 2021)

CONSOLIDATED STATEMENTS OF CASH FLOWS

(In Thousands of New Taiwan Dollars)

	For the Year Ended December 31			
·	2020	2019		
CASH FLOWS FROM OPERATING ACTIVITIES	A 0.404.500		
Profit before income tax	\$ 8,101,690	\$ 7,683,444		
Adjustments for:				
Depreciation expense	3,708,143	3,431,999		
Amortization expense	68,068	40,130		
Expected credit loss	29,286	4,253		
Loss (gain) on financial assets at fair value through profit or loss	(370)	201,244		
Interest income	(371,595)	(495,865)		
Dividend income	(5,431)	(918)		
Share of the profit of associates	(9,076)	(2,265)		
Loss on disposal of property, plant and equipment	288,731	157,498		
Loss on disposal of investment properties	22,828	24,274		
Loss (gain) on disposal of investment	(1,407)	615		
Unrealized exchange loss	78,742	28,496		
Transfer of deferred revenue to rental revenue	(607,592)	(738,343)		
Others	1,725	(6,409)		
Changes in operating assets and liabilities				
Notes receivable	28,289	10,073		
Accounts receivable	(148,866)	(79,088)		
Other receivables	1,966,217	787,943		
Inventories	572	(525)		
Prepayments	(4,222)	30,005		
Other current assets	3,752	2,036		
Overdue receivables	-	169		
Contract liabilities	2,403	(5,587)		
Notes payable and accounts payable	(27,107)	(9,544)		
Other payables	(1,146,735)	375,870		
Receipts in advance	(200,713)	(367,624)		
Net defined benefit liabilities	(68,435)	(442,975)		
Other current liabilities	(328,456)	75,797		
Refund liabilities	, ,	·		
	(176,193)	193,813		
Cash generated from operations	11,204,248	10,898,516		
Income taxes paid	(1,725,800)	(1,853,305)		
Net cash generated from operating activities	9,478,448	9,045,211		
CASH FLOWS FROM INVESTING ACTIVITIES				
Acquisition of financial assets at fair value through other				
comprehensive income	(94,003)	(46,788)		
Proceeds from disposal of financial assets at fair value through other	(> .,000)	(10,700)		
comprehensive income	17,781	1,147		
Acquisition of financial assets at amortized cost	(2,521,981)	(1,208,588)		
requisition of financial assets at amortized cost	(2,521,501)	(Continued)		

CONSOLIDATED STATEMENTS OF CASH FLOWS

(In Thousands of New Taiwan Dollars)

	For the Year Ended December 31			
	2020	2019		
Proceeds from disposal of financial assets at amortized cost Acquisition of financial assets at fair value through profit or loss Proceeds from disposal of financial assets at fair value through profit or loss Acquisition of investments accounted for using the equity method Acquisition of property, plant and equipment Proceeds from disposal of property, plant and equipment Decrease in refundable deposits Acquisition of intangible assets Acquisition of investment properties Decrease in long-term receivables Decrease (increase) in other financial assets Increase in other noncurrent assets Interest received	\$ 3,861,265 (4,000,000) 3,201,354 (4,900) (7,305,000) 	\$ 2,375,000 1,328 (4,802,189) 142,039 119,741 (67,179) (143,786) 26,497 (8,050,475) (87,701) 559,682		
Dividends received	5,431	918		
Net cash used in investing activities	(5,241,011)	(11,180,354)		
CASH FLOWS FROM FINANCING ACTIVITIES Advance received for shares Increase in guarantee deposits received Repayment of the principal portion of lease liabilities Increase (decrease) in other noncurrent liabilities Dividends paid Decrease in non-controlling interests Net cash used in financing activities	424,700 (7,404) (180,091) (4,365,696) (4,243) (4,132,734)	1,044,786 15,347 (5,801) 112,648 (4,593,332) (2,238) (3,428,590)		
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	104,703	(5,563,733)		
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	8,377,357	13,941,090		
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 8,482,060</u>	\$ 8,377,357		

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

(With Deloitte & Touche auditors' report dated March 15, 2021)

(Concluded)