HECLA MINING CO/DE/ Form 8-K February 01, 2008

| UNITED STATES | UN | IITED | STA | NTES |
|---------------|----|-------|-----|-------------|
|---------------|----|-------|-----|-------------|

SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D) OF THE

SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): February 1, 2008

Hecla Mining Company

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

1-8491

(Commission File Number)

6500 North Mineral Drive, Suite 200 Coeur d Alene, Idaho

(Address of Principal Executive Offices)

77-0664171

(IRS Employer Identification No.)

83815-9408

(Zip Code)

| (208) 769-4100 |
|--|
| (Registrant s Telephone Number, Including Area Code) |
| N/A |
| (Former Name or Former Address, if Changed Since Last Report) |
| Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (<i>see</i> General Instruction A.2. below): |
| o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425) |
| o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12) |
| o Pre-commencement communications pursuant to Rule 14-d-2(b) under the Exchange Act (17 CFR 240.14d-2(b)) |
| o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)) |
| |
| |
| Item 8.01. Other Events. |
| Effective as of February 1, 2008, Hecla Mining Company s 6.5% Mandatory Convertible Preferred Stock (Convertible Preferred) was approved for listing and began trading on the New York Stock Exchange (NYSE). Shares of our Convertible Preferred trade on the NYSE under the symbol HL-PC . |

SIGNATURE

| Pursuant to the requirements of the Securities Exchange Act of | of 1934, the registrant has dul | y caused this report to be signed | on its behalf by the |
|--|---------------------------------|-----------------------------------|----------------------|
| undersigned hereunto duly authorized. | | | |

HECLA MINING COMPANY

By: /s/ Philip C. Wolf

Name: Philip C. Wolf Title: Senior Vice President

Dated: February 1, 2008

-2-

D>14,244,255 2,924,332

Exchange gain, net

2, 10 42,192

Gain on recovery of market value of inventories

2 45,260

Other income

223,728 205,234

Subtotal

14,892,410 3,420,650

Non-operating expenses

| Interest expense |
|---|
| 4(10), 5 (220,708) (215,313) |
| Loss on investments accounted for under the equity method, net |
| 2, 4(9) (2,369) (1,705,272) |
| Loss on disposal of property, plant and equipment |
| 2 (836) (61,845) |
| Exchange loss, net |
| 2, 10 (171,646) |
| Loss on decline in market value and obsolescence of inventories |
| 2 (33,233) |
| Financial expenses |
| (38,010) (45,836) |
| Loss on valuation of financial assets |
| 2 (434,781) |
| Loss on valuation of financial liabilities |
| 2 (52,644) |
| Other losses |
| 2 (19,763) (4,077) |
| Subtotal |
| (802,344) (2,203,989) |
| Income from continuing operations before income tax |
| 14,175,048 1,518,777 |
| Income tax expense |
| 2, 4(21) (700,273) (97) |
| Net income from continuing operations |
| 13,474,775 1,518,680 |
| Cumulative effect of changes in accounting principles (net amount after deducting income tax expense \$0) |

3 (1,188,515)

Net income

\$12,286,260 \$1,518,680

| | | Pr | e-tax | Post-tax | Pre-tax | Post-tax |
|--|--------------------|----|--------|------------|---------|-----------|
| Earnings per share-basic (NTD) | 2, 4(22) | | | | | |
| Income from continuing operations | | \$ | 0.76 | \$ 0.73 | \$ 0.08 | \$ 0.08 |
| Cumulative effect of changes in accounting principles | | | (0.06) | (0.06) | | |
| Net income | | \$ | 0.70 | \$ 0.67 | \$ 0.08 | \$ 0.08 |
| Earnings per share-diluted (NTD) | 2, 4(22) | | | | | |
| Income from continuing operations | , , , | \$ | 0.74 | \$ 0.70 | \$ 0.08 | \$ 0.08 |
| Cumulative effect of changes in accounting principles | | | (0.06) | (0.06) | | |
| Net income | | \$ | 0.68 | \$ 0.64 | \$ 0.08 | \$ 0.08 |
| Pro forma information on earnings as if subsidiaries investment in the Company not treated as treasury stock | is 2, 4(22) | | | | | |
| Net income | | | \$ | 12,286,260 | \$ | 1,518,680 |
| Earnings per share-basic (NTD) | | | \$ | 0.66 | \$ | 0.08 |
| Earnings per share-diluted (NTD) | | | \$ | 0.63 | \$ | 0.08 |

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

English Translation of Financial Statements Originally Issued in Chinese

UNITED MICROELECTRONICS CORPORATION

UNAUDITED STATEMENTS OF CASH FLOWS

For the three-month periods ended March 31, 2006 and 2005

(Expressed in Thousands of New Taiwan Dollars)

| | For the three-month period ended March 31, | |
|---|--|--------------|
| Cash flows from operating activities: | 2006 | 2005 |
| Net income | \$ 12,286,260 | \$ 1,518,680 |
| Adjustments to reconcile net income to net cash provided by (used in) operating activities: | \$ 12,200,200 | \$ 1,510,000 |
| Depreciation | 11,670,941 | 10,290,626 |
| Amortization | 417,147 | 407,223 |
| Amortization of bond discounts | 24,659 | 7,276 |
| Reversal of bad debt expenses | (21,001) | (90,228) |
| Loss (gain) on decline (recovery) in market value and obsolescence of inventories | 33,233 | (45,260) |
| Loss on valuation of financial assets and liabilities | 1,675,940 | (43,200) |
| Loss on investments accounted for under the equity method | 2,369 | 1,705,272 |
| Gain on sales of investments | (14,244,255) | (2,924,332) |
| Loss (gain) on disposal of property, plant and equipment | (23,283) | 31,264 |
| Exchange loss on financial assets and liabilities | 10,742 | 2,472 |
| Exchange gain on long-term liabilities | (186,923) | (11,747) |
| Amortization of deferred income | (33,129) | (11,717) |
| Changes in assets and liabilities: | (33,127) | |
| Financial assets and liabilities held for trading | 675,731 | 117,139 |
| Notes and accounts receivable | 559,562 | 1,469,762 |
| Other receivables | 108,494 | (2,800) |
| Inventories | 302,717 | 1,676,994 |
| Prepaid expenses | (601,722) | (613,007) |
| Accounts payable | 100,041 | (632,990) |
| Accrued expenses | (835,642) | (2,523,984) |
| Other current liabilities | 366,629 | (156,765) |
| Capacity deposits | (7,800) | (154,283) |
| Accrued pension liabilities | 19,853 | 136,370 |
| Other liabilities - others | 29,605 | |
| Net cash provided by operating activities | 12,330,168 | 10,207,682 |
| Cash flows from investing activities: | | |
| Acquisition of funds and long-term investments | (629,623) | (1,971,746) |
| Proceeds from sales of funds and long-term investments | 8,383,916 | 3,610,084 |
| Acquisition of property, plant and equipment | (6,141,935) | (3,564,479) |
| Proceeds from disposal of property, plant and equipment | 39,120 | 52,544 |
| Increase in deferred charges | (221,329) | (374,310) |
| Decrease (increase) in other assets - others | 38,968 | (63,327) |
| Increase in other receivables, net | | (5,137,760) |
| Net cash provided by (used in) investing activities | 1,469,117 | (7,448,994) |

English Translation of Financial Statements Originally Issued in Chinese

UNITED MICROELECTRONICS CORPORATION

UNAUDITED STATEMENTS OF CASH FLOWS

For the three-month periods ended March 31, 2006 and 2005

(Expressed in Thousands of New Taiwan Dollars)

| | | For the three-month period ended March 31, | | |
|--|------|--|-------|----------|
| | 2006 | | | 2005 |
| (continued) | | | | |
| Cash flows from financing activities: | | | | |
| Increase in short-term loans, net | \$ | | \$ 1 | ,953,240 |
| Increase (decrease) in deposits-in, net | | 176 | | (310) |
| Purchase of treasury stock | (| 14,776,261) | | |
| Exercise of employee stock options | | 745,575 | | 640,243 |
| | | | | |
| Net cash provided by (used in) financing activities | (| 14,030,510) | 2 | ,593,173 |
| | | | | |
| Effect of exchange rate changes on cash and cash equivalents | | 6,593 | | |
| | | 2,222 | | |
| Increase (decrease) in cash and cash equivalents | | (224,632) | 5 | .351,861 |
| Cash and cash equivalents at beginning of period | | 96,596,623 | | ,347,329 |
| | | | | , |
| Cash and cash equivalents at end of period | \$ | 96,371,991 | \$ 88 | .699,190 |
| | | , , , , , , , | | , , |
| Supplemental disclosures of cash flow information: | | | | |
| Cash paid for interest | \$ | 517 | \$ | 3,936 |
| 1 | | | | - , |
| Cash paid for income tax | \$ | 51,513 | \$ | 16,245 |
| Cush para 101 meome ux | Ψ | 31,313 | Ψ | 10,213 |
| Investing activities partially paid by cash: | | | | |
| Acquisition of property, plant and equipment | \$ | 5,373,673 | \$ 1 | .873,596 |
| Add: Payable at beginning of period | Ψ | 5,277,863 | | ,704,299 |
| Less: Payable at end of period | | (4,509,601) | | |
| | | (.,= == ,001) | (5 | ,,) |
| Cash paid for acquisition of property, plant and equipment | \$ | 6,141,935 | \$ 3 | .564,479 |
| cash para for argumenton of property, plant and equipment | Ψ | 0,111,700 | Ψ | ,001,17 |

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

UNITED MICROELECTRONICS CORPORATION

NOTES TO FINANCIAL STATEMENTS

March 31, 2006 and 2005

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

HISTORY AND ORGANIZATION

United Microelectronics Corporation (the Company) was incorporated in May 1980 and commenced operations in April 1982. The Company is a full service semiconductor wafer foundry, and provides a variety of services to satisfy individual customer needs. These services include intellectual property, embedded IC design, design verification, mask tooling, wafer fabrication, and testing. The Company s common shares were publicly listed on the Taiwan Stock Exchange (TSE) in July 1985 and its American Depositary Shares (ADSs) were listed on the New York Stock Exchange (NYSE) in September 2000.

Based on the resolution of the board of directors meeting on February 26, 2004, the effective date of the merger with SiS MICROELECTRONICS CORP. (SiSMC) was July 1, 2004. The Company was the surviving company, and SiSMC was the dissolved company. The merger was approved by the relevant government authorities. All the assets, liabilities, rights, and obligations of SiSMC have been fully incorporated into the Company since July 1, 2004.

Based on the resolution of the board of directors meeting on August 26, 2004, UMCI LTD. had transferred its businesses, operations, and assets to its newly incorporated Singapore branch (the Branch) since April 1, 2005.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements were prepared in conformity with the Guidelines Governing the Preparation of Financial Reports by Securities Issuers and accounting principles generally accepted in the Republic of China (R.O.C.).

Summaries of significant accounting policies are as follows:

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that will affect the amount of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reported period. The actual results may differ from those estimates.

Foreign Currency Transactions

Transactions denominated in foreign currencies are translated into New Taiwan Dollars at the exchange rates prevailing at the transaction dates. Receivables, other monetary assets, and liabilities denominated in foreign currencies are translated into New Taiwan Dollars at the exchange rates prevailing at the balance sheet date. Exchange gains or losses are included in the current year s results. However, exchange gains or losses from investments in foreign entities are recognized as a cumulative translation adjustment in stockholders equity.

Non-currency assets and liabilities that are denominated in foreign currencies and marked to market with changes in market value charged to the statement of income, are valued at the spot exchange rate at the balance sheet date, with arising exchange gains or losses recognized in the current year. For similar assets and liabilities where the changes in market value are charged to stockholders equity, the spot exchange rate at the balance sheet date is used and any resulting exchange gains or losses are recorded as adjustment items to stockholders equity. The exchange rate at the date of transaction is used to record foreign currency-denominated non-currency assets and liabilities measured at cost.

Translation of Foreign Currency Financial Statements

The financial statements of the Branch are translated into New Taiwan Dollars using the spot rates as of each financial statement date for asset and liability accounts, and average exchange rates for profit and loss accounts. The cumulative translation effects from the Branch using functional currencies other than New Taiwan Dollars are included in the cumulative translation adjustment in stockholders equity.

Cash Equivalents

Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and with maturity dates that do not present significant risks on changes in value resulting from changes in interest rates, including commercial paper with original maturities of three months or less.

Financial Assets and Financial Liabilities

Based on the R.O.C. Statement of Financial Accounting Standard (SFAS) No. 34 Accounting for financial instruments and the Guidelines Governing the Preparation of Financial Reports by Securities Issuers , financial assets are classified as financial assets held for trading, held-to-maturity financial assets, financial assets measured at cost, and available-for-sale financial assets. Financial liabilities are held for trading.

The Company s purchases and sales of financial assets and liabilities are recognized on the trade date (that is, the date on which the Company commits to purchase or sale the asset and liability). Financial assets and financial liabilities are initially recognized at fair value plus acquisition or issuance costs. Accounting policies prior to, and including, December 31, 2005 are described in Note 3.

a. Financial assets and financial liabilities held for trading

For financial assets and financial liabilities held for short-term sale or repurchase purposes and derivative financial instruments not held for hedging purposes are classified as either financial assets or financial liabilities held for trading.

Financial assets or financial liabilities are subsequently measured at fair value and changes in fair value are recognized in profit and loss. Stocks of listed companies, convertible bonds and close-end funds are measured at closing prices at balance sheet date. Open-end funds are measured at the unit price of the net assets at the balance sheet date.

b. <u>Held-to-maturity financial assets</u>

Non-derivative financial assets with fixed or determinable payments and fixed maturity are classified as held-to-maturity where the Company has the positive intention and ability to hold to maturity. Investments that are intended to be held to maturity are subsequently measured at amortized cost.

If there is any objective evidence of impairment, impairment loss is recognized by the Company. If subsequently the impairment loss has recovered, and such recovery is evidently related to improvements in events or factors that have originally caused the impairment loss, the Company shall reverse the amount, which will be recorded as profit in the current period. The new cost basis as a result of the reversal shall not exceed the amortized cost prior to the impairment.

c. Financial assets measured at cost

Equity investments without reliable market prices, including unlisted and emerging stocks, are measured at cost. Where objective evidence of impairment exists, the Company shall recognize impairment loss, which shall not be reversed in subsequent periods.

d. Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets neither classified as financial assets held for trading, nor held-to-maturity financial assets, loans and receivables. Subsequent measurement is measured at fair value. The gain or loss arising from the change in fair value, excluding impairment loss and exchange gain or loss, is recognized as a separate component of stockholders—equity until such investment is reclassified or disposed of, upon which the cumulative gain or loss previously charged to stockholders—equity will be recorded in the income statement.

Stocks of listed companies are measured at closing prices at the balance sheet date.

The Company recognizes impairment loss when there is any objective evidence of impairment. Any reduction in the loss of equity investments in subsequent periods will be recognized as adjustment to stockholders—equity. For debt instruments, if the reduction is clearly related to improvements in the factors or events that have originally caused the impairment, the amount shall be reversed and recognized in the current period—s statement of income.

Derivative financial instruments

- a. Trading purpose: At the date of trading, options are recognized at fair value, while trading derivatives other than options are recognized at a fair value of zero. The derivatives are recorded at fair value at the balance sheet date with changes in fair value charged to the statement of income in the current period.
- b. Hedging purpose: When the Company meets all requirements of hedge accounting, the Company recognizes net influence of hedge instruments and hedged items by different hedge relationships. The accounting procedures are as follows:

Fair value hedges

Hedge instruments are measured at fair value and recognized as profit or loss. The gains and losses attributable to the risk being hedged are adjusted to carrying amount of the hedged item, while concurrently recognized in statement of income.

Cash flow hedges

The gain or loss on the hedging instrument is recognized in stockholders—equity. Where the forecasted transaction is expected to result in financial assets or financial liabilities, the amounts previously recognized in stockholders—equity shall be transferred to gain or loss in the same period in which the financial assets or liabilities are expected to affect earnings. If the net loss of the adjustment to stockholders—equity is considered to be irrecoverable in future periods, the Company shall immediately recognize the loss in the current period.

Allowance for Doubtful Accounts

The allowance for doubtful accounts is provided based on management s judgment and on the evaluation of collectibility and aging analysis of accounts and other receivables.

Inventories

Inventories are accounted for on a perpetual basis. Raw materials are recorded at actual purchase costs, while the work in process and finished goods are recorded at standard costs and adjusted to actual costs using the weighted-average method at the end of each month. Inventories are stated at the lower of aggregate cost or market value at the balance sheet date. The market values of raw materials and supplies are determined on the basis of replacement cost while the work in process and finished goods are determined by net realizable values. An allowance for loss on decline in market value and obsolescence is provided, when necessary.

Long-term Investments Accounted for Under the Equity Method

Long-term investments are recorded at acquisition cost. Investments acquired by contribution of technological know-how are credited to deferred credits among affiliates, which will be amortized to income over a period of 5 years.

Investment income or loss from investments in both listed and unlisted investees is accounted for under the equity method provided that the Company owns at least 20% of the outstanding voting rights of the investees or has significant influence on operating decisions of the investees. The difference of the acquisition cost and the underlying equity in the investee s net assets is amortized over 5 years. However, effective from January 1, 2006, such a difference is no longer amortized. Arising differences from new acquisitions are analyzed and accounted for in the manner similar to the allocation of acquisition cost as provided in the R.O.C. SFAS No. 25, Business Combination Accounting Treatment under Purchase Method , where goodwill is not subject to amortization.

The change in the Company s proportionate share in the net assets of its investee resulting from its subscription to additional stock, issued by such investee, at a rate not proportionate to its existing equity ownership in such investee, is charged to the capital reserve and long-term investments account.

Unrealized intercompany gains and losses arising from downstream transactions with investees accounted for under the equity method are eliminated in proportion to the Company s ownership percentage while those from transactions with majority-owned (above 50%) subsidiaries are eliminated entirely.

Unrealized intercompany gains and losses arising from upstream transactions with investees accounted for under the equity method are eliminated in proportion to the Company s ownership percentage. Unrealized intercompany gains and losses arising from transactions between investees accounted for under the equity method are eliminated in proportion to the Company s ownership percentage, while those arising from transactions between majority-owned subsidiaries are eliminated in proportion to the Company s ownership percentage in the subsidiary incurred with a gain or loss.

If the recoverable amount of investees accounted for under the equity method is less than its carrying amount, the difference is to be recognized as impairment loss in the current period.

In compliance with the R.O.C. SFAS No. 23, Interim Financial Reporting and Disclosures, gain or losses arising from investments accounted for under the equity method have been recognized as of March 31, 2006 in proportion to the Company s share ownership in the investees.

Property, Plant and Equipment

Property, plant and equipment are stated at cost. Interest incurred on loans used to finance the construction of property, plant and equipment is capitalized and depreciated accordingly. Maintenance and repairs are charged to expense as incurred. Significant renewals and improvements are treated as capital expenditure and are depreciated accordingly. When property, plant and equipment are disposed, their original cost and accumulated depreciation are to be written off and the related gain or loss is classified as non-operating income or expenses. Idle assets are transferred to other assets according to the lower of net book or net realizable value, with the difference charged to non-operating expenses. The corresponding depreciation expenses provided are also classified as non-operating expenses.

Depreciation is provided on a straight-line basis using the estimated economic life of the assets less salvage value, if any. When the estimated economic life expires, property, plant and equipment which are still in use, are depreciated over the newly estimated remaining useful life using the salvage value. The estimated economic life of the property, plant and equipment is as follows: buildings 20 to 55 years; machinery and equipment 5 years; transportation equipment 5 years; furniture and fixtures 5 years; leased assets the lease period or estimated economic life, whichever is shorter.

Intangible Assets

Effective from January 1, 2006, goodwill generated from consolidation is no longer subject to amortization.

Technological know-how is stated at cost and amortized over its estimated economic life using the straight-line method.

The Company assesses whether there is any indication of impairment other than temporary. If any such indication exists, the recoverable amount is estimated and impairment loss is recognized accordingly. The book value after recognizing the impairment loss is recorded as the new cost.

Deferred Charges

Deferred charges are stated at cost and amortized on a straight-line basis as follows: patent license fees - the term of contract or estimated economic life of the related technology, and software - 3 years.

Prior to, and including December 31, 2005, the issuance costs of convertible and exchangeable bonds were classified as deferred charges and amortized over the life of the bonds. Since January 1, 2006, the amortized amounts as of December 31, 2005 were reclassified as discount of bonds as a contra account to bonds payable. The amounts are amortized based on interest method during remaining life of the bonds. Where the difference between straight-line method and interest method is slight, the bond discounts shall be amortized based on the straight-line method.

The Company assesses whether there is any indication of other than temporary impairment. If any such indication exists, the recoverable amount is estimated and impairment loss is recognized accordingly. The book value after recognizing the impairment loss is recorded as the new cost basis.

Convertible and Exchangeable Bonds

The excess of the stated redemption price over the par value is accrued as compensation interest payable over the redemption period, using the effective interest method.

When convertible bondholders exercise their conversion rights, the book value of bonds is credited to common stock at an amount equal to the par value of the common stock and the excess is credited to the capital reserve; no gain or loss is recognized on bond conversion.

When exchangeable bondholders exercise their rights to exchange for the reference shares, the book value of the bonds is to be offset against the book value of the investments in reference shares and the related stockholders equity accounts, with the difference recognized as gain or loss on disposal of investments.

Based on the R.O.C. SFAS No. 34, Accounting for financial instruments, as of January 1, 2006, derivative financial instruments embedded in convertible bonds shall be bifurcated and accounted as financial liabilities with changes in market value recognized in earnings if the economic and risk characteristics of the embedded derivative instrument and the host contract are not clearly and closely related.

Pension Plan

All regular employees are entitled to a defined benefit pension plan that is managed by an independently administered pension fund committee within the Company. The fund is deposited under the committee s name in the Central Trust of China and hence, not associated with the Company. Therefore the fund shall not be included in the Company s financial statements. Pension benefits for employees of the Branch are provided in accordance with the local regulations.

The Labor Pension Act of R.O.C. (the Act), which adopts a defined contribution plan, became effective on July 1, 2005. In accordance with the Act, employees may choose to elect either the Act, by retaining their seniority before the enforcement of the Act, or the pension mechanism of the Labor Standards Law. For employees who elect the Act, the Company will make monthly contributions of no less than 6% of the employees monthly wages to the employees individual pension accounts.

The accounting for pension is computed in accordance with the R.O.C. SFAS No. 18. For the defined benefit pension, the net pension cost is calculated based on an actuarial valuation, and pension cost components such as service cost, interest cost, expected return on plan assets, the amortization of net obligation at transition, pension gain or loss, and prior service cost, are all taken into consideration. For the defined contribution pension, the Company recognizes the pension amount as expense in the period in which the contribution becomes due.

Employee Stock Option Plan

The Company applies the intrinsic value method to recognize the difference between the market price of the stock and the exercise price of its employee stock option as compensation cost. Starting January 1, 2004, the Company also discloses pro forma net income and earnings per share under the fair value method for only these options granted since January 1, 2004.

Treasury Stock

The Company adopted the R.O.C. SFAS No. 30, which requires that treasury stock held by the Company to be accounted for under the cost method. Cost of treasury stock is shown as a deduction to stockholders equity, while gain or loss from selling treasury stock is treated as an adjustment to the capital reserve. The Company s stock held by its subsidiaries is also treated as treasury stock in the Company s account.

Revenue Recognition

The main sales term of the Company is Free on Board (FOB) or Free Carrier (FCA). Revenue is recognized when ownership and liability for risk of loss or damage to the products have been transferred to customers, usually upon shipment. Sales returns and discounts taking into consideration customer complaints and past experiences are accrued in the same year of sales.

Capital Expenditure versus Operating Expenditure

Expenditure shall be capitalized when it is probable that future economic benefits associated with the expenditure will flow to the Company and the expenditure amount exceeds a predetermined level. Otherwise it is charged as expense when incurred.

Income Tax

The Company adopted the R.O.C. SFAS No. 22 Accounting for Income Taxes for inter-period and intra-period income tax allocation. Provision for income tax includes deferred income tax resulting from temporary differences, loss carry-forward and investment tax credits. Deferred income tax assets and liabilities are recognized for the expected tax consequences of temporary differences between the tax bases of assets and liabilities and their reported amounts in the financial statements using enacted tax rates and laws that will be in effect when the difference is expected to reverse. Valuation allowance on deferred income tax assets is provided to the extent that it is more likely than not that the tax benefits will not be realized.

According to the R.O.C. SFAS No. 12, the Company recognizes the tax benefit from the purchase of equipment and technology, research and development expenditure, employee training, and certain equity investment, by the flow-through method.

Income tax (10%) on unappropriated earnings is recorded as expense in the year when the shareholders have resolved that the earnings shall be retained.

Earnings per Share

Earnings per share is computed according to the R.O.C. SFAS No. 24. Basic earnings per share is computed by dividing net income (loss) by weighted-average number of common shares outstanding during the year. Diluted earnings per share is computed by taking basic earnings per share into consideration plus additional common shares that would have been outstanding if the dilutive share equivalents had been issued. The net income (loss) would also be adjusted for the interest and other income or expenses derived from any underlying dilutive share equivalents. The weighted-average outstanding shares are adjusted retroactively for stock dividends and bonus share issues.

Asset Impairment

Pursuant to the R.O.C. SFAS No. 35, the Company assesses indicators of impairment for all its assets (except for goodwill) within the scope of the standard at each balance sheet date. If impairment is indicated, the Company compares the carrying amount with the recoverable amount of the assets or the cash-generating unit (CGU) and writes down the carrying amount to the recoverable amount where applicable. The recoverable amount is defined as the higher of fair value less the costs to sell, and the values in use.

For previously recognized losses, the Company assesses, at the balance sheet date, whether there is any indication that the impairment loss may no longer exist or may have diminished. If there is any such indication, the Company recalculates the recoverable amount of the asset. If the recoverable amount increases as a result of the increase in the estimated service potential of the assets, the Company reverses the impairment loss such that the resulting carrying amount of the asset shall not exceed the amount (net of amortization or depreciation), that would otherwise result had no impairment loss been recognized for the assets in prior years.

In addition, a goodwill-allocated CGU or group of CGUs is tested for impairment each year, regardless of whether impairment is indicated. If an impairment test reveals that the carrying amount (including goodwill) of CGU or group of CGUs is greater than its recoverable amount, there is an impairment loss. In allocating impairment losses, the portion of goodwill allocated is to be written down first. After goodwill has been written off, the remaining impairment loss, if any, is to be shared among other assets pro rata to their carrying amount. The write-down in goodwill cannot be reversed under any circumstance in subsequent periods.

Impairment loss (reversal) is classified as non-operating losses (income).

ACCOUNTING CHANGE

Asset Impairment

The Company had adopted the R.O.C. SFAS No. 35, Accounting for Asset Impairment to account for the impairment of its assets for its financial statements started on and after January 1, 2005. No retroactive adjustment is required under the standard. Such a change in accounting principles did not have any influence on the Company s net income, basic earnings per share after tax, and total assets.

Goodwill

The Company had adopted the R.O.C. SFAS No. 1, Conceptual Framework of Financial Accounting and Preparation of Financial Statements, SFAS No. 5, Long-Term Investments in Equity Securities, and SFAS No. 25, Business Combinations - Accounting Treatment under Purchase Method which have all discontinued the amortization of goodwill.

The above changes in accounting principles increased the Company s total assets by NT\$216 million as of March 31, 2006, and increased the Company s net income and earnings per share by NT\$216 million and NT\$0.01, respectively, for the three-month period ended March 31, 2006.

Financial instruments

- (1) The Company had adopted the R.O.C. SFAS No. 34, Accounting for Financial Instruments and No. 36, Disclosure and Presentation of Financial Instruments to account for the financial instruments in its financial statements beginning on and after January 1, 2006. Some items have already been reclassified according to the Guidelines Governing the Preparation of Financial Reports by Securities Issuers, R.O.C. SFAS No. 34 and No. 36 for the three-month period ended March 31, 2006.
- (2) The accounting policies prior to, and including, December 31, 2005 are as follows:

Marketable Securities

Marketable securities are recorded at cost at acquisition and are stated at the lower of aggregate cost or market value at the balance sheet date. Cash dividends are recognized as dividend income at the point of receipt. Costs of money market funds and short-term notes are identified specifically while other marketable securities are determined on the weighted-average method. The market values of listed debts, equity securities and closed-end funds are determined by the average closing price during the last month of the fiscal year. The market value for open-end funds is determined by the net asset value at the balance sheet date. The amount by which the aggregate cost exceeds the market value is reported as a loss in the current year. In subsequent periods, recoveries of the market value are recognized as a gain to the extent that the market value does not exceed the original aggregate cost of the investment.

Long-Term Investment Cost Method or Lower of Cost or Market Value Method

Investments of less than 20% of the outstanding voting rights in listed investees, where significant influence on operating decisions of the investees does not reside with the Company, are accounted for by the lower of aggregate cost or market value method. The unrealized loss resulting from the decline in market value of investments that are held for the purpose of long-term investment is deducted from the stockholders equity. The market value is determined by the average closing price during the last month of the fiscal year. Investments of less than 20% of the outstanding voting rights in unlisted investees are accounted for under the cost method. Impairment losses for the investees will be recognized if an other than temporary impairment is evident and the book value after recognizing the losses shall be treated as the new cost basis of such investment.

Derivative Financial Instruments

The net receivables or payables resulting from interest rate swap and forward contracts were recorded under current assets or current liabilities.

(3) The above changes in accounting principles increased the Company s total assets, total liabilities, and stockholders equity by NT\$23,648 million, NT\$1,326 million, and NT\$22,322 million, respectively, as of January 1, 2006 and resulted in a cumulative effect of changes in accounting principles of NT\$1,189 million deducted from net income, thereby reducing earnings per share by NT\$0.06 for the three-month period ended March 31, 2006.

4. CONTENTS OF SIGNIFICANT ACCOUNTS

(1) CASH AND CASH EQUIVALENTS

| | As of N | As of March 31, | | |
|---|---------------|-----------------|--|--|
| | 2006 | 2005 | | |
| Cash: | | | | |
| Cash on hand | \$ 1,741 | \$ 1,401 | | |
| Checking and savings accounts | 5,232,180 | 751,419 | | |
| Time deposits | 80,196,910 | 76,975,842 | | |
| Subtotal | 85,430,831 | 77,728,662 | | |
| Cash equivalents: | | | | |
| Government bonds acquired under repurchase agreements | 10,941,160 | 10,970,528 | | |
| | | | | |
| Total | \$ 96,371,991 | \$ 88,699,190 | | |

(2) FINANCIAL ASSETS HELD FOR TRADING, CURRENT

| | As of M | larch 31, |
|--------------------------|--------------|--------------|
| | 2006 | 2005 |
| Listed equity securities | \$ 1,259,147 | \$ 529,822 |
| Convertible bonds | 233,796 | 1,756,248 |
| Open-end fund | 5,075 | |
| Interest rate swaps | | 51,001 |
| Total | \$ 1,498,018 | \$ 2,337,071 |

During the three-month period ended March 31, 2006 net loss arising from financial assets held for trading was NT\$273 million.

(3) <u>HELD-TO-MATURITY FINANCIAL ASSETS</u>

| | As of M | As of March 31, | | | |
|--|------------|-----------------|--|--|--|
| | 2006 | 2005 | | | |
| Credit-linked deposits and repackage bonds | \$ 975,552 | \$ 1,383,712 | | | |
| Less: Non-current portion | (200,000) | (1,163,072) | | | |
| | | | | | |
| Total | \$ 775,552 | \$ 220,640 | | | |

(4) NOTES RECEIVABLE

| | As of March 31, | | |
|------------------|-----------------|----|------|
| | 2006 | | 2005 |
| Notes receivable | \$ 2,207 | \$ | 434 |

(5) ACCOUNTS RECEIVABLE, NET

| | As of Ma | As of March 31, | | |
|---|--------------|-----------------|--|--|
| | 2006 | 2005 | | |
| Accounts receivable | \$ 6,060,675 | \$ 4,602,467 | | |
| Less: Allowance for sales returns and discounts | (149,437) | (131,603) | | |
| Less: Allowance for doubtful accounts | (62,714) | (81,978) | | |
| | | | | |
| Net | \$ 5,848,524 | \$ 4,388,886 | | |

(6) <u>INVENTORIES, NET</u>

| | As of March 31, | | |
|---------------|-----------------|----|---------|
| | 2006 | | 2005 |
| Raw materials | \$ 515,639 | \$ | 152,485 |

| Supplies and spare parts | 1,649,744 | 1,780,534 |
|--|--------------|--------------|
| Work in process | 7,246,956 | 5,561,108 |
| Finished goods | 751,555 | 534,324 |
| | | |
| Total | 10,163,894 | 8,028,451 |
| Less: Allowance for loss on decline in market value and obsolescence | (550,681) | (1,116,724) |
| | | |
| Net | \$ 9,613,213 | \$ 6,911,727 |

- a. The insurance coverage for inventories was sufficient as of March 31, 2006 and 2005, respectively.
- b. Inventories were not pledged.

(7) AVAILABLE-FOR-SALE FINANCIAL ASSETS, NONCURRENT

a. Details of available-for-sale financial assets are as follows:

| | As of March 31, | |
|--------------------------------------|-----------------|--------------|
| Common Stock | 2006 | 2005 |
| MEDIATEK INC. | \$ 19,682,310 | \$ 843,392 |
| NOVATEK MICROELECTRONICS CORP. | 12,475,819 | Φ 0.0,032 |
| SILICON INTEGRATED SYSTEMS CORP. | 4,075,111 | |
| AU OPTRONICS CORP. (Note) | 3,788,076 | 959,082 |
| FARADAY TECHNOLOGY CORP. | 2,733,796 | Í |
| MEGA FINANCIAL HOLDING COMPANY | 2,336,853 | 3,108,656 |
| EPITECH TECHNOLOGY CORP. | 1,153,864 | 6,977 |
| KING YUAN ELECTRONICS CO., LTD. | 1,069,069 | 356,781 |
| CHIPBOND TECHNOLOGY CORP. | 591,515 | 174,735 |
| SPRINGSOFT, INC. | 445,804 | 415,728 |
| RECHI PRECISION CO., LTD. | 255,687 | |
| PREMIER IMAGE TECHNOLOGY CORP. | 152,644 | 27,964 |
| UNITED FU SHEN CHEN TECHNOLOGY CORP. | 147,312 | |
| BILLIONTON SYSTEMS INC. | 30,316 | 30,948 |
| C-COM CORP. | 23,430 | |
| PIXTECH, INC. | 960 | |
| Subtotal | 48,962,566 | 5,924,263 |
| Preferred Stock | | |
| TAIWAN CEMENT CORP. | 1,202,310 | |
| CHINATRUST FINANCIAL HOLDING COMPANY | 206,109 | |
| Subtotal | 1,408,419 | |
| Total | \$ 50,370,985 | \$ 5,924,263 |

Note: As of March 31, 2006 and 2005, the Company held 77,625 thousand and 71,215 thousand AU Optronics Corp. shares, of which 73,566 thousand and 66,109 thousand shares, respectively, were designated as reference shares for the Company s zero coupon exchangeable bonds.

b. The Company recognized net profit of NT\$35,658 million as the adjustment of stockholder s equity.

(8) FINANCIAL ASSETS MEASURED AT COST, NONCURRENT

| | As of M | arch 31, |
|-----------------------------------|--------------|--------------|
| | 2006 | 2005 |
| Common Stock | | |
| INDUSTRIAL BANK OF TAIWAN CORP. | \$ 1,139,196 | \$ 1,139,196 |
| SUBTRON TECHNOLOGY CO., LTD. | 172,800 | 172,800 |
| UNITED INDUSTRIAL GASES CO., LTD. | 146,250 | 146,250 |
| EPITECH TECHNOLOGY CORP. (Note) | | 114,153 |
| Subtotal | 1,458,246 | 1,572,399 |
| Preferred Stock | | |
| TAIWAN HIGH SPEED RAIL CORP. | 300,000 | 300,000 |
| | | |
| Others | | |
| PACIFIC TECHNOLOGY PARTNERS, L.P. | 349,607 | 336,099 |
| PACIFIC UNITED TECHNOLOGY, L.P. | 169,160 | 126,560 |
| | | |
| Subtotal | 518,767 | 462,659 |
| | 210,707 | .02,000 |
| Total | \$ 2,277,013 | \$ 2,335,058 |

Note: As of August 1, 2005, the Company s former investee, EPITECH TECHNOLOGY CORP. (accounted for as financial asset measured at cost) merged into SOUTH EPITAXY CO., LTD. (accounted for as an available-for-sale financial asset) and was retained as EPITECH TECHNOLOGY CORP. One share of the former investee, EPITECH TECHNOLOGY CORP. was exchanged for 1.36 shares of EPITECH TECHNOLOGY CORP.

(9) LONG-TERM INVESTMENTS ACCOUNTED FOR UNDER THE EQUITY METHOD

a. Details of long-term investments accounted for under the equity method are as follows:

| | As of March 31, | | | |
|--------------------------------|-----------------|-------------------------------|--------------|-------------------------------|
| | 2006 | | 20 | 005 |
| | | Percentage of Ownership or | | Percentage of Ownership or |
| Investee Company | Amount | Voting Rights | Amount | Voting Rights |
| <u>Listed companies</u> | | | | |
| UMC JAPAN | \$ 5,969,510 | 48.95 | \$ 7,880,422 | 47.42 |
| HOLTEK SEMICONDUCTOR INC. | 879,126 | 24.81 | 761,265 | 25.23 |
| ITE TECH. INC. | 345,242 | 22.07 | 286,580 | 22.23 |
| UNIMICRON TECHNOLOGY CORP. | 4,282,188 | 20.40 | 3,568,006 | 21.29 |
| FARADAY TECHNOLOGY CORP. (Note | | | | |
| A) | | | 844,510 | 18.38 |
| SILICON INTEGRATED SYSTEMS | | | | |
| CORP. | | | | |
| | | | | |
| (Note A, B) | | | 2,820,144 | 16.16 |
| NOVATEK MICROELECTRONICS CORP. | | | | |
| | | | | |
| (Note A) | | | 1,552,825 | 15.74 |
| APTOS (TAIWAN) CORP. (Note C) | | | 135,017 | 9.72 |
| | | | | |

Subtotal 11,476,066 17,848,769

20

| | As of March 31, | | | | |
|------------------------------------|-----------------|-------------------------------|---------------|-------------------------------|--|
| | 2006 | | 20 | 2005 | |
| | | Percentage of Ownership or | | Percentage of Ownership or | |
| Investee Company | Amount | Voting Rights | Amount | Voting Rights | |
| <u>Unlisted companies</u> | | | | | |
| UMC GROUP (USA) | 780,741 | 100.00 | 723,335 | 100.00 | |
| UNITED MICROELECTRONICS (EUROPE) | | | | | |
| B.V. | 274,361 | 100.00 | 287,742 | 100.00 | |
| UMC CAPITAL CORP. | 2,087,983 | 100.00 | 1,297,834 | 100.00 | |
| UNITED MICROELECTRONICS CORP. | | | | | |
| (SAMOA) | 13,489 | 100.00 | 5,793 | 100.00 | |
| UMCI LTD. (Note D) | 9,619 | 100.00 | 21,871,510 | 100.00 | |
| TLC CAPITAL CO., LTD. | 2,947,999 | 100.00 | | | |
| FORTUNE VENTURE CAPITAL CORP. | | | | | |
| (Note E) | 4,777,043 | 99.99 | 3,802,525 | 99.99 | |
| UNITED MICRODISPLAY OPTRONICS | | | | | |
| CORP. | 285,275 | 86.72 | 387,136 | 83.48 | |
| PACIFIC VENTURE CAPITAL CO., LTD. | 298,422 | 49.99 | 302,971 | 49.99 | |
| UNITECH CAPITAL INC. | 673,981 | 42.00 | 711,437 | 42.00 | |
| HSUN CHIEH INVESTMENT CO., LTD. | | | | | |
| (Note F) | 4,485,473 | 36.49 | 10,398,269 | 99.97 | |
| THINTEK OPTRONICS CORP. (Note G) | 32,470 | 27.82 | 35,650 | 14.26 | |
| HIGHLINK TECHNOLOGY CORP. (Note G) | 283,063 | 18.99 | | | |
| XGI TECHNOLOGY INC. (Note G) | 71,704 | 16.51 | | | |
| AMIC TECHNOLOGY CORP. (Note G) | 58,166 | 11.86 | 66,932 | 11.83 | |
| UNITED FOUNDRY SERVICE, INC. (Note | | | | | |
| H) | | | 106,190 | 100.00 | |
| TOPPAN PHOTOMASKS TAIWAN LTD. | | | | | |
| (formerly DUPONT PHOTOMASKS | | | | | |
| TAIWAN LTD.) | | | 1,032,450 | 45.35 | |
| | | | | | |
| Subtotal | 17,079,789 | | 41,029,774 | | |
| | | | | | |
| Total | \$ 28,555,855 | | \$ 58,878,543 | | |

Note A: In the first quarter of 2006 as the Company determined it did not have significant influence over the investee, as well as in compliance with the R.O.C. SFAS No. 34, the investee was classified as available-for-sale financial asset.

Note B: The ending balance as of March 31, 2005 of NT\$2,820 million was computed by deducting the Company s stock held by the investee (treated as treasury stock by the Company), amounting NT\$1,299 million from the cost of investment balance at period-end of NT\$4,119 million.

Note C: As of September 1, 2005 the Company s former investee, Aptos (Taiwan) Corp. (accounted for under the equity method), merged into Chipbond Technology Corp. (accounted for as an available-for-sale financial asset) Three shares of Aptos (Taiwan) Corp. were exchanged for one share of Chipbond Technology Corp.

Note D: Based on the resolution of the board of directors meeting on August 26, 2004 UMCI had transferred its business, operations, and assets to the Branch since April 1, 2005.

Note E: As of March 31, 2006 and 2005 the cost of investment was NT\$4,949 million and NT\$3,974 million, respectively. After deducting the Company s stock held by the subsidiary (treated as treasury stock by the Company) of NT\$172 million in both years, the residual book values totalled NT\$4,777 million and NT\$3,803 million as of March 31, 2006 and 2005, respectively.

Note F: As of January 27, 2006, the Company sold 58,500 thousand shares of HSUN CHIEH INVESTMENT CO., LTD. The share ownership decreased from 99.97% to 36.49%. As the company ceased to be a subsidiary, the Company s stock held by HSUN CHIEH INVESTMENT CO., LTD. was no longer treated as treasury stock. Consequently, the effect on the Company s long-term equity investment and stockholders equity are simultaneously amounted to NT\$10,881 million.

The ending balance as of March 31, 2005 of NT\$10,398 million was computed by deducting the Company s stock held by the investee (treated as treasury stock by the Company), amounting NT\$20,137 million from the cost of investment balance at period-end of NT\$30,535 million.

- Note G: The equity method was applied for investees, in which the total ownership held by the Company and its subsidiaries is over 20%.
- Note H: UNITED FOUNDRY SERVICE, INC. was liquidated in April 2005. All businesses, operations, and assets of the company were transferred to UMC GROUP (USA).
- b. Total loss arising from investments accounted for under the equity method, which were based on the reviewed financial statements of the investees, were NT\$2 million and NT\$1,705 million for the three-month period ended March 31, 2006 and 2005, respectively. Among which, investment income amounting to NT\$293 million and NT\$113 million from the respective long-term investment balances of NT\$5,161 million and NT\$4,329 million for the three-month period ended March 31, 2006 and 2005, respectively, were determined based on the investees financial statements reviewed by other auditors.
- c. The long-term investments were not pledged.
- d. The difference between investment cost and net assets were accrued from goodwill. The changes in the first quarter of 2006 are as follows:

| | | | | As of |
|----------|-----------------|----------|----------|----------------|
| | As of | | | |
| | January 1, 2006 | Increase | Decrease | March 31, 2006 |
| Goodwill | \$ 32,967 | \$ 7,774 | \$ | \$ 40,741 |

(10) PROPERTY, PLANT AND EQUIPMENT

| | | As of March 31, 2006 Accumulated | |
|--|----------------|-------------------------------------|-------------------|
| | Cost | Depreciation | Book Value |
| Land | \$ 1,132,576 | \$ | 1,132,576 |
| Buildings | 16,251,168 | (4,846,656) | 11,404,512 |
| Machinery and equipment | 375,349,360 | (257,243,101) | 118,106,259 |
| Transportation equipment | 81,815 | (58,843) | 22,972 |
| Furniture and fixtures | 2,286,096 | (1,580,567) | 705,529 |
| Construction in progress and prepayments | 11,555,578 | | 11,555,578 |
| Total | \$ 406,656,593 | \$ (263,729,167) | \$ 142,927,426 |

| | Cost | As of March 31, 2005 Accumulated Depreciation | Book Value |
|--|----------------|---|----------------|
| Land | \$ 1,132,576 | \$ | \$ 1,132,576 |
| Buildings | 13,138,338 | (4,004,891) | 9,133,447 |
| Machinery and equipment | 309,472,488 | (207,287,021) | 102,185,467 |
| Transportation equipment | 82,267 | (53,976) | 28,291 |
| Furniture and fixtures | 1,993,757 | (1,296,137) | 697,620 |
| Construction in progress and prepayments | 15,706,283 | | 15,706,283 |
| Total | \$ 341,525,709 | \$ (212,642,025) | \$ 128,883,684 |

| | | For the three-month period ended March 31, | |
|-------------------------------------|------|--|--|
| | 2006 | 2005 | |
| Machinery and equipment | \$ | \$ 67,044 | |
| Other property, plant and equipment | | 1,191 | |
| Total interest capitalized | \$ | \$ 68,235 | |
| Interest rates applied | | 2.96%~2.99% | |

- b. The insurance coverage for property, plant and equipment was sufficient as of March 31, 2006 and 2005.
- c. Please refer to Note 6 for property, plant and equipment pledged as collateral.

a. Total interest expense before capitalization amounted to NT\$284 million for the three-month period ended March 31, 2005. Details of capitalized interest are as follows:

(11) OTHER ASSETS OTHERS

| | As of M | arch 31, |
|---------------|--------------|--------------|
| | 2006 | 2005 |
| Leased assets | 1,365,667 | \$ 1,373,621 |
| Deposits-out | 542,976 | 571,583 |
| Others | 59,118 | 122,159 |
| | | |
| Total | \$ 1,967,761 | \$ 2,067,363 |

- a. The insurance coverage for leased assets was sufficient as of March 31, 2006 and 2005.
- b. Please refer to Note 6 for deposits-out pledged as collateral.

(12) SHORT-TERM LOANS

| | A | As of March 31, | |
|----------------------|------|-----------------|-----------|
| | 2006 | | 2005 |
| Unsecured bank loans | \$ | \$ | 3,857,640 |
| | | | |
| Interest rates | | 2. | 98%~3.54% |

The Company s unused short-term lines of credits amounted to NT\$7,974 million and NT\$6,528 million as of March 31, 2006 and 2005, respectively.

(13) FINANCIAL LIABILITIES HELD FOR TRADING, CURRENT

| | As of March 31, | | |
|--|-----------------|-----------|--|
| | 2006 | 2005 | |
| Interest rate swaps | \$ 784,198 | \$ | |
| Derivatives embedded in exchangeable bonds | 728,322 | | |
| Derivatives embedded in credit-linked deposits and repackage bonds | 18,951 | | |
| Forward contracts | | 93,975 | |
| | | | |
| Total | \$ 1,531,471 | \$ 93,975 | |

During the three-month period ended March 31, 2006 net loss arising from financial liabilities held for trading was NT\$48 million.

(14) BONDS PAYABLE

| | As of Ma | rch 31, |
|----------------------------------|---------------|---------------|
| | 2006 | 2005 |
| Secured domestic bonds payable | \$ | \$ 570,003 |
| Unsecured domestic bonds payable | 30,500,000 | 32,750,000 |
| Convertible bonds payable | 12,391,686 | |
| Exchangeable bonds payable | 3,180,446 | 3,095,282 |
| Less: discounts on bonds payable | (145,647) | |
| | | |
| Total | 45,926,485 | 36,415,285 |
| Less: Current portion | (10,250,000) | (2,820,003) |
| | | |
| Net | \$ 35,676,485 | \$ 33,595,282 |

- a. On April 27, 2000, the Company issued five-year secured bonds amounting to NT\$3,990 million. The interest was paid semi-annually with a stated interest rate of 5.6%. The bonds were repayable in installments every six months from April 27, 2002 to April 27, 2005. On April 27, 2005, the bonds were fully repaid.
- b. During the period from April 16 to April 27, 2001, the Company issued five-year and seven-year unsecured bonds totaling NT\$15,000 million, each with a face value of NT\$7,500 million. The interest is paid annually with stated interest rates of 5.1195% through 5.1850% and 5.2170% through 5.2850%, respectively. The five-year bonds and seven-year bonds are repayable starting from April 2004 to April 2006 and April 2006 to April 2008, respectively, both in three yearly installments at the rates of 30%, 30% and 40%.
- c. During the period from October 2 to October 15, 2001, the Company issued three-year and five-year unsecured bonds totaling NT\$10,000 million, each with a face value of NT\$5,000 million. The interest is paid annually with stated interest rates of 3.3912% through 3.420% and 3.4896% through 3.520%, respectively. The three-year bonds were repaid at 100% of its principal amount during the period from October 2 to October 15, 2004. The five-year bonds will be repayable in October 2006, upon the maturity of the bonds.
- d. On May 10, 2002, the Company issued LSE listed zero coupon exchangeable bonds. The terms and conditions of the bonds are as follows:
 - (a) Issue Amount: US\$235 million
 - (b) Period: May 10, 2002 ~ May, 10 2007

(c) Redemption

- i. The Company may redeem the bonds, in whole or in part, after three months of the issuance and prior to the maturity date, at their principal amount if the closing price of the AUO common shares on the TSE, translated into US dollars at the prevailing exchange rate, for a period of 20 consecutive trading days, the last of which occurs not more than 10 days prior to the date upon which notice of such redemption is published, is at least 120% of the exchange price then in effect translated into US dollars at the rate of NTD34.645=USD 1.00.
- ii. The Company may redeem the bonds, in whole, but not in part, if at least 90% in principal amount of the bonds has already been exchanged, redeemed or purchased and cancelled.
- iii. The Company may redeem all, but not part, of the bonds, at any time, in the event of certain changes in the R.O.C. s tax rules which would require the Company to gross up for payments of principal, or to gross up for payments of interest or premium.
- iv. The Company will, at the option of the bondholders, redeem such bonds on February 10, 2005 at its principal amount.

(d) Terms of Exchange

- i. Underlying securities: ADS or Common Share of AU OPTRONICS CORP.
- ii. Exchange Period: The bonds are exchangeable at any time on or after June 19, 2002 and prior to April 10, 2007, into AUO common shares or AUO ADSs; provided, however, that if the exercise date falls within 5 business days from the beginning of, and during, any closed period, the right of the exchanging holder of the bonds to vote with respect to the shares it receives will be subject to certain restrictions.
- iii. Exchange Price and Adjustment: The exchange price is NTD46.10 per share, determined on the basis of a fixed exchange rate of NTD34.645=USD1.00. The exchange price will be subject to adjustments upon the occurrence of certain events set out in the indenture.

(e) Exchange of the Bonds

As of March 31, 2006 and 2005, certain bondholders have exercised their rights to exchange their bonds with the total principal amount of both US\$137 million into AUO shares. However, no bonds were exchanged during three-month periods ended March 31, 2006 and 2005, respectively.

- e. During the period from May 21 to June 24, 2003, the Company issued five-year and seven-year unsecured bonds totaling NT\$15,000 million, each with a face value of NT\$7,500 million. The interest is paid annually with stated interest rates of 4.0% minus USD 12-Month LIBOR and 4.3% minus USD 12-Month LIBOR, respectively. Stated interest rates are reset annually based on the prevailing USD 12-Month LIBOR. The five-year bonds and seven-year bonds are repayable in 2008 and 2010, respectively, upon the maturity of the bonds.
- f. On October 5, 2005, the Company issued zero coupon convertible bonds on the EuroMTF Market of Luxembourg Stock Exchange (LSE). The terms and conditions of the bonds are as follows:
 - (a) Issue Amount: US\$381.4 million
 - (b) Period: October 5, 2005 ~ February 15, 2008 (Maturity date)
 - (c) Redemption:
 - On or at any time after April 5, 2007, if the closing price of the ADSs listed on the NYSE has been at least 130% of either the conversion price or the last adjusted conversion price, for 20 out of 30 consecutive ADS trading days, the Company may redeem all, but not some only, of the bonds.
 - ii If at least 90% in principal amount of the bonds have already been redeemed, repurchased, cancelled or converted, the Company may redeem all, but not some only, of the bonds.
 - iii. In the event that the Company s ADSs or shares have officially cease to be listed or admitted for trading on the New York Stock Exchange or the Taiwan Stock Exchange, as the case may be, each bondholder shall have the right, at such bondholder s option, to require the Company to repurchase all, but not in part, of such bondholder s bonds at their principal amount.
 - iv. In the event of certain changes in taxation in the R.O.C. resulting in the Company becoming required to pay additional amounts, the Company may redeem all, but not part, of the bonds at their principal amount; bondholders may elect not to have their bonds redeemed by the Company in such event, in which case the bondholders shall not be entitled to receive payments of such additional amounts.

- v. If a change of control occurs with respect to the Company, each bondholder shall have the right at such bondholder s option, to require the Company to repurchase all, but not in part, of such bondholder s bonds at their principal amount.
- vi. The Company will pay the principal amount of the bonds at its maturity date, February 15, 2008.

(d) Conversion:

- i Conversion Period: Except for the closed period, the bonds may be converted into the Company s ADSs on or after November 4, 2005 and on or prior to February 5, 2008.
- ii Conversion Price and Adjustment: The conversion price is US\$3.814 per ADS. The applicable conversion price will be subject to adjustments upon the occurrence of certain events set out in the indenture.
- g. Repayments of the above bonds in the future years are as follows: (assuming the convertible bonds and exchangeable bonds are both paid off upon maturity)

| Bonds repayable in | Amount |
|---------------------|---------------|
| 2006 | \$ 10,250,000 |
| 2007 | 5,430,446 |
| 2008 | 22,891,686 |
| 2009 | |
| 2010 and thereafter | 7,500,000 |
| | |
| Total | \$ 46,072,132 |

(15) PENSION FUND

The pension cost was NT\$167 million and NT\$165 million for the three-month period ended March 31, 2006 and 2005, respectively. The remaining balance of pension fund deposited at the Central Trust of China was NT\$1,113 million and NT\$986 million as of March 31, 2006 and 2005, respectively.

(16) CAPITAL STOCK

a. As of March 31, 2005 22,000,000 thousand common shares were authorized to be issued and 17,828,545 thousand common shares were issued, each at a par value of NT\$10.

- b. The Company has issued a total of 250,987 thousand ADSs which were traded on the NYSE as of March 31, 2005. The total number of common shares of the Company represented by all issued ADSs was 1,254,936 thousand shares (one ADS represents five common shares).
- c. On April 26, 2005 the Company cancelled 49,114 thousand shares of treasury stocks, which were bought back during the period from February 20 to April 19, 2002 for transfer to employees.
- d. As recommended by the board of directors, and amended and approved by the shareholders on the meeting held on June 13, 2005, the Company issued 1,956,022 thousand new shares from capitalization of retained earnings that amounted to NT\$19,560 million, of which NT\$17,587 million were stock dividends and NT\$1,973 million were employees bonus.
- e. Among the employee stock options issued by the Company on October 7, 2002 and January 3, 2003, 95,814 thousand shares were exercised during 2005. The effective dates of capitalization were March 15, September 28 and December 26, 2005.
- f. Among the employee stock options issued by the Company on October 7, 2002 and January 3, 2003, 50,531 thousand shares were exercised during the first quarter of 2006.
- g. As of March 31, 2006, 26,000,000 thousand common shares were authorized to be issued and 19,845,234 thousand common shares were issued, each at a par value of NT\$10.
- h. The Company has issued a total of 276,820 thousand ADSs which were traded on the NYSE as of March 31, 2006. The total number of common shares of the Company represented by all issued ADSs was 1,384,102 thousand shares (one ADS represents five common shares).

(17) EMPLOYEE STOCK OPTIONS

On September 11, 2002, October 8, 2003, September 30, 2004, and December 22, 2005, the Company was authorized by the Securities and Futures Bureau of the Financial Supervisory Commission, Executive Yuan, to issue employee stock options with a total number of 1 billion, 150 million, and 350 million units, respectively. Each unit entitles an optionee to subscribe to 1 share of the Company s common stock. Settlement upon the exercise of the options will be made through the issuance of new shares by the Company. The exercise price of the options was set at the closing price of the Company s common stock on the date of grant. The grant period for the options is 6 years and an optionee may

exercise the options in accordance with certain schedules as prescribed by the plan starting 2 years from the date of grant. Detailed information relevant to the employee stock options is disclosed as follows:

| Date of grant | Total number of options granted (in thousands) | Total number of options outstanding (in thousands) | cise price |
|--------------------|--|--|------------|
| October 7, 2002 | 939,000 | 610,359 | \$ 15.9 |
| January 3, 2003 | 61,000 | 48,737 | \$ 17.9 |
| November 26, 2003 | 57,330 | 47,640 | \$ 25.0 |
| March 23, 2004 | 33,330 | 24,160 | \$ 23.2 |
| July 1, 2004 | 56,590 | 47,080 | \$ 20.9 |
| October 13, 2004 | 20,200 | 15,690 | \$ 18.0 |
| April 29, 2005 | 23,460 | 19,280 | \$ 16.6 |
| August 16, 2005 | 54,350 | 47,260 | \$ 21.9 |
| September 29, 2005 | 51,990 | 51,018 | \$ 20.0 |
| January 4, 2006 | 39,290 | 36,340 | \$ 18.3 |

a. Summary of the Company s stock option plan and related information for the three-month periods ended March 31, 2006 and 2005 are as follows:

| | For the three-month period ended March 31, | | | | | | |
|--|--|----|------------------------------|----------------|-----|------|-------------------------------|
| | 2006 Weighted-average Exercise Option Price | | Weighted-average Exercise | | | Ex | ed-average ercise Price |
| | (in thousands) | (1 | NTD) | (in thousands) | (1) | NTD) | |
| Outstanding at beginning of year | 975,320 | \$ | 17.5 | 973,858 | \$ | 17.0 | |
| Granted | 39,290 | \$ | 18.3 | | \$ | | |
| Exercised | (50,531) | \$ | 15.9 | (36,563) | \$ | 15.9 | |
| Forfeited | (16,515) | \$ | 19.2 | (7,314) | \$ | 18.3 | |
| Outstanding at end of period | 947,564 | \$ | 17.6 | 929,981 | \$ | 17.0 | |
| Exercisable at end of period | 502,264 | | | 357,276 | | | |
| Weighted-average fair value of options granted during the period (NTD) | \$ 5.4 | | | \$ | | | |

b. The information of the Company s outstanding stock options as of March 31, 2006 is as follows:

| Authorization | Range of Exercise | Option | Outstanding Stock Option Weighted-average Expected | Weight Ex | ted-average xercise Price | Exercisable S Option | Weight Ex | ted-average xercise Price |
|--------------------|--------------------------------|---------------------------|--|--------------|---------------------------------|---------------------------|--------------|---------------------------------|
| Date 2002.09.11 | Price \$ 15.9~\$17.9 | (in thousands) 659,096 | Remaining Years 0.9 | \$ | NTD) 16.0 | (in thousands) 466.219 | \$ | NTD) 16.1 |
| | | , | | | | , - | | |
| 12003.10.08 | \$ 20.9~\$25.0 | 118,880 | 2.3 | \$ | 23.0 | 36,045 | \$ | 24.4 |
| 2004.09.30 | \$ 16.6~\$21.9 | 133,248 | 3.7 | \$ | 19.9 | | \$ | |
| 2005.12.22 | \$18.3 | 36,340 | 4.1 | \$ | 18.3 | | \$ | |
| | | | | | | | | |
| | | 947,564 | | \$ | 17.6 | 502,264 | \$ | 16.7 |

c. The Company has used the intrinsic value method to recognize compensation costs for its employee stock options issued since January 1, 2004. The compensation costs for the three-month period ended March 31, 2006 and 2005 are both NT\$0. Pro forma information using the fair value method on net income and earnings per share is as follows:

| | | For the three-month period ended | | | |
|------------------------------------|---------------|----------------------------------|--|--|--|
| | March | March 31, 2006 | | | |
| | Basic | | | | |
| | earnings | Diluted earnings | | | |
| | per share | per share | | | |
| Net Income | \$ 12,286,260 | \$ 12,201,315 | | | |
| Earnings per share (NTD) | \$ 0.67 | \$ 0.64 | | | |
| Pro forma net income | \$ 12,194,544 | \$ 12,109,599 | | | |
| Pro forma earnings per share (NTD) | \$ 0.66 | \$ 0.64 | | | |

For the three-month period ended March 31, 2005

| | (Retroacti | (Retroactively adjusted) | | |
|------------------------------------|----------------|--------------------------|--|--|
| | Basic earnings | Diluted earnings | | |
| | per share | per share | | |
| Net Income | \$ 1,518,680 | \$ 1,518,680 | | |
| Earnings per share (NTD) | \$ 0.08 | \$ 0.08 | | |
| Pro forma net income | \$ 1,484,559 | \$ 1,484,559 | | |
| Pro forma earnings per share (NTD) | \$ 0.08 | \$ 0.08 | | |

The fair value of the options granted after January 1, 2004, was estimated at the date of grant using the Black-Scholes options pricing model with the following weighted-average assumptions for the three-month period ended March 31, 2006: expected dividend yield of 1.88%; volatility of the expected market price of the Company s common stock of 39.68%; risk-free interest rate of 1.88%; and a weighted-average expected life of the options of 4.4 years.

(18) TREASURY STOCK

a. The Company bought back its own shares from the open market during the three-month period ended March 31, 2006 and 2005. Details of the treasury stock transactions are as follows:

For the three-month period ended March 31, 2006

(In thousands of shares)

| | As of | | | As of |
|---|-----------------|----------|----------|----------------|
| Purpose | January 1, 2006 | Increase | Decrease | March 31, 2006 |
| For transfer to employees | 442,067 | | | 442,067 |
| For conversion of the convertible bonds into shares | 500,000 | | | 500,000 |
| For retainment of the Company s creditability and | | | | |
| stockholders interests | | 815,747 | | 815,747 |
| | | | | |
| Total shares | 942,067 | 815,747 | | 1,757,814 |

For the three-month period ended March 31, 2005

(In thousands of shares)

| | As of | | | As of |
|---------------------------|-----------------|----------|----------|----------------|
| Purpose | January 1, 2005 | Increase | Decrease | March 31, 2005 |
| For transfer to employees | 241.181 | | | 241.181 |

- b. According to the Securities and Exchange Law of the R.O.C., the total shares of treasury stock shall not exceed 10% of the Company s issued stock, and the total purchase amount shall not exceed the sum of the retained earnings, capital reserve premiums, and realized capital reserve. As such, the maximum shares of treasury stock that the Company could hold as of March 31, 2006 and 2005, was 1,984,523 thousand and 1,782,855 thousand, while the ceiling amount was NT\$84,700 million and NT\$86,573 million, respectively. As of March 31, 2006 and 2005, the shares of treasury stock held by the Company was 1,757,814 thousand and 241,181 thousand, amounting to NT\$37,281 million and NT\$7,376 million, respectively.
- c. Pursuant to the Securities and Exchange Law of the R.O.C., treasury stock shall not be pledged, nor shall it constitute voting rights and the right to receive dividend.
- d. As of March 31, 2006, the Company s subsidiaries, FORTUNE VENTURE CAPITAL CORP., held 21,846 thousand shares of the Company s stock, with a book value of NT\$20.5 per share. The closing price on March 31, 2006 was NT\$20.5.

As of March 31, 2005, the Company s subsidiaries, HSUN CHIEH INVESTMENT CO., LTD., FORTUNE VENTURE CAPITAL CORPORATION, and SILICON INTEGRATED SYSTEMS CORP. each held 543,732 thousand shares, 19,808 thousand shares and 388,522 thousand shares of the Company s stock, with a book value of NT\$19.49, NT\$8.68 and NT\$19.49 per share, respectively. The average closing price of the Company s stock during March 2005 was NT\$19.49.

(19) RETAINED EARNINGS AND DIVIDEND POLICIES

According to the Company s Articles of Incorporation, current year s earnings, if any, shall be distributed in the following order:

- a. Payment of all taxes and dues;
- b. Offset prior years operation losses;
- c. Set aside 10% of the remaining amount after deducting items (a) and (b) as a legal reserve;
- d. Set aside 0.1% of the remaining amount after deducting items (a), (b), and (c) as directors and supervisors remuneration; and
- e. After deducting items (a), (b), and (c) above from the current year s earnings, no less than 5% of the remaining amount together with the prior years unappropriated earnings is to be allocated as employees bonus, which will be settled through issuance of new shares of the Company, or cash. Employees of the Company s subsidiaries, meeting certain requirements determined by the board of directors, are also eligible for the employees bonus.
- f. The distribution of the remaining portion, if any, will be recommended by the board of directors and approved through the shareholders meeting.

The Company is currently in its growth stage; the policy for dividend distribution should reflect factors such as the current and future investment environment, fund requirements, domestic and international competition and capital budgets; as well as the benefit of shareholders, share bonus equilibrium, and long-term financial planning. The board of directors shall make the distribution proposal annually and present it at the shareholders meeting. The Company s Articles of Incorporation further provide that no more than 80% of the dividends to shareholders, if any, must be paid in the form of stock dividends. Accordingly, at least 20% of the dividends must be paid in the form of cash.

The distribution of retained earnings for the year 2005 was approved by the board of directors on March 17, 2006 and the distribution of retained earnings for the year 2004 was approved at the shareholders meeting held on June 13, 2005. The details of distribution are as follows:

| | 2005 | 2004 |
|--|-------------------|-------------------|
| Cash Dividend | \$ 0.40 per share | \$ 0.10 per share |
| Stock Dividend | \$ 0.05 per share | \$ 1.03 per share |
| Employees bonus Cash Dividend (NTD thousands) | 305,636 | |
| Employees bonus Stock Dividend (NTD thousands) | 458,454 | 1,972,855 |
| Directors and Supervisors remuneration (NTD thousands) | 6,324 | 27,006 |

Pursuant to Article 41 of the Securities and Exchange Law of the R.O.C., a special reserve is set aside from the current net income and unappropriated earnings from prior years for items that are accounted for as deductions to stockholders—equity, such as unrealized loss on financial instruments and cumulative translation adjustments. However, there are the following exceptions for the Company—s investees unrealized loss on long-term investments arising from the merger, which was recognized by the Company in proportion to its ownership percentage:

- a. According to the explanatory letter No. 101801 of the Securities and Futures Commission (SFC), if the Company recognizes the investees capital reserve excess from the merger in proportion to the ownership percentage then the special reserve is exempted for the amount originated from the acquisition of the long-term investments.
- b. However, if the Company and its investees transfer a portion of the capital reserve to increase capital, a special reserve equal to the amount of the transfer shall be provided according to the explanatory letter No. 101801-1 of the SFC.
- c. In accordance with the explanatory letter No. 170010 of the SFC applicable to listed companies, when the market value of the Company s stock held by its subsidiaries at period-end is lower than the book value, the Company shall provide a special reserve in proportion to its ownership percentage.

For the 2004 appropriations approved by the shareholders meeting on June 13, 2005, unrealized loss on long-term investments exempted from the provision of special reserve pursuant to the above regulations amounted to NT\$18,667 million.

(20) OPERATING COSTS AND EXPENSES

The Company s personnel, depreciation, and amortization expenses incurred in the first quarter ended March 31, 2006 and 2005 are summarized as follows:

For the three-month period ended March 31,

| | 2006 | • | | 2005 | |
|-----------------|--|--|---|--|--|
| Operating costs | Operating expenses | Total | Operating costs | Operating expenses | Total |
| | | | | | |
| \$ 1,524,724 | \$ 408,197 | \$ 1,932,921 | \$ 42,728 | \$ 201,051 | \$ 243,779 |
| 105,676 | 29,659 | 135,335 | 101,281 | 27,096 | 128,377 |
| 130,153 | 37,067 | 167,220 | 121,102 | 43,713 | 164,815 |
| 18,624 | 7,515 | 26,139 | 12,791 | 3,358 | 16,149 |
| 11,105,986 | 560,419 | 11,666,405 | 9,839,240 | 448,361 | 10,287,601 |
| 49,652 | 367,495 | 417,147 | 19,025 | 388,198 | 407,223 |
| | \$ 1,524,724 105,676 130,153 18,624 11,105,986 | Operating costs Operating expenses \$ 1,524,724 \$ 408,197 105,676 29,659 130,153 37,067 18,624 7,515 11,105,986 560,419 | Operating costs Operating expenses Total \$ 1,524,724 \$ 408,197 \$ 1,932,921 105,676 29,659 135,335 130,153 37,067 167,220 18,624 7,515 26,139 11,105,986 560,419 11,666,405 | Operating costs Operating expenses Total Operating costs \$ 1,524,724 \$ 408,197 \$ 1,932,921 \$ 42,728 105,676 29,659 135,335 101,281 130,153 37,067 167,220 121,102 18,624 7,515 26,139 12,791 11,105,986 560,419 11,666,405 9,839,240 | Operating costs Operating expenses Total Operating costs Operating expenses \$ 1,524,724 \$ 408,197 \$ 1,932,921 \$ 42,728 \$ 201,051 105,676 29,659 135,335 101,281 27,096 130,153 37,067 167,220 121,102 43,713 18,624 7,515 26,139 12,791 3,358 11,105,986 560,419 11,666,405 9,839,240 448,361 |

The numbers of employees as of March 31, 2006 and 2005 were 12,428 and 10,763, respectively.

(21) INCOME TAX

a. Reconciliation between the income tax expense and the income tax calculated on pre-tax financial statement income based on the statutory tax rate is as follows:

| | For t | he three-month po | eriod er | nded March 31, |
|--|-------|-------------------|----------|----------------|
| | | 2006 | | 2005 |
| Income tax on pre-tax income at statutory tax rate | \$ | 3,803,548 | \$ | 379,684 |
| Permanent differences | | (3,866,913) | | (8,223) |
| Change in investment tax credit | | 383,421 | | 3,692,818 |
| Change in valuation allowance | | (320,056) | | (4,064,279) |
| Tax accrual | | 700,000 | | |
| Income tax on interest revenue separately taxed | | 273 | | 97 |
| | | | | |
| Income tax expense | \$ | 700,273 | \$ | 97 |

b. Significant components of deferred income tax assets and liabilities are as follows:

| | As of March 31, | | | | |
|---|-----------------|---------------|---------------|---------------|--|
| | 20 | 06 | 20 | | |
| | Amount | Tax effect | Amount | Tax effect | |
| Deferred income tax assets | | | | | |
| Investment tax credit | | \$ 13,225,624 | | \$ 17,726,693 | |
| Loss carry-forward | \$ 13,372,060 | 3,343,015 | \$ 16,861,498 | 4,215,375 | |
| Pension | 3,021,968 | 755,492 | 2,709,998 | 677,500 | |
| Allowance on sales returns and discounts | 752,659 | 188,165 | 334,102 | 83,525 | |
| Allowance for loss on decline in market value and | | | | | |
| obsolescence of inventories | 174,550 | 43,637 | 1,116,724 | 279,181 | |
| Others | 240,510 | 60,127 | 73,539 | 18,385 | |
| | | | | | |
| Total deferred income tax assets | | 17,616,060 | | 23,000,659 | |
| Valuation allowance | | (8,355,306) | | (11,496,931) | |
| | | (0,000,000) | | (, 1, 0,, 0-) | |
| Net deferred income tax assets | | 9,260,754 | | 11,503,728 | |
| The deferred medine tax assets | | 7,200,734 | | 11,303,720 | |
| D. C 11 11 11111 | | | | | |
| Deferred income tax liabilities | (4.50.050) | (20.000) | (##O 400) | (4.4.4.400) | |
| Unrealized exchange gain | (159,969) | (39,992) | (578,490) | (144,622) | |
| Depreciation | (7,539,435) | (1,884,859) | (16,092,806) | (4,023,202) | |
| | | | | | |
| Total deferred income tax liabilities | | (1,924,851) | | (4,167,824) | |
| | | | | | |
| Total net deferred income tax assets | | \$ 7,335,903 | | \$ 7,335,904 | |
| | | , , | | , , , | |
| Deferred income tax assets current | | \$ 7,552,307 | | \$ 6,578,384 | |
| Deferred income tax liabilities current | | (39,992) | | (144,622) | |
| Valuation allowance | | (2,960,145) | | (3,954,865) | |
| variation anowance | | (2,700,143) | | (3,754,005) | |
| NT 4 | | 4.550.170 | | 2 470 007 | |
| Net | | 4,552,170 | | 2,478,897 | |
| | | | | | |
| Deferred income tax assets noncurrent | | 10,063,753 | | 16,422,275 | |
| Deferred income tax liabilities noncurrent | | (1,884,859) | | (4,023,202) | |
| Valuation allowance | | (5,395,161) | | (7,542,066) | |
| | | | | | |
| Net | | 2,783,733 | | 4,857,007 | |
| | | , , | | | |
| Total deferred income tax asset | | \$ 7,335,903 | | \$ 7,335,904 | |
| Total deferred income tax asset | | \$ 7,335,903 | | \$ 7,335,904 | |

c. The Company s income tax returns for all fiscal years up to 2003 have been assessed and approved by the R.O.C. Tax Authority.

- d. Pursuant to the R.O.C. Statute for the Establishment and Administration of Science Park , the Company was granted several four-year income tax exemption periods with respect to income derived from the expansion of operations. The starting date of the exemption period attributable to the expansion in 2001 had not yet been decided. The income tax exemption for other periods will expire on December 31, 2010.
- e. The Company earns investment tax credits for the investments in production equipment, research and development, and employee training.

As of March 31, 2006, the Company s unused investment tax credits are as follows:

| Year of expiration | Invest | Investment tax credits earned | | nce of unused ment tax credits |
|--------------------|--------|-------------------------------|----|-----------------------------------|
| 2006 | \$ | 3,040,945 | \$ | 3,040,945 |
| 2007 | | 1,619,395 | | 1,619,395 |
| 2008 | | 6,281,807 | | 6,281,807 |
| 2009 | | 1,709,075 | | 1,709,075 |
| 2010 | | 574,402 | | 574,402 |
| | | | | |
| Total | \$ | 13,225,624 | \$ | 13,225,624 |

f. Under the rules of the Income Tax Law of the R.O.C., net loss can be carried forward for 5 years. As of March 31, 2006, the unutilized accumulated loss is as follows:

| Year of expiration | Accumulated loss | Unutilized accumulated loss |
|--|------------------|-----------------------------------|
| 2006 | \$ 10,856,896 | \$ 9,557,026 |
| 2007 | 3,773,826 | 3,773,826 |
| 2008 (Transferred in from merger with SiSMC) | 2,283 | 2,283 |
| 2009 (Transferred in from merger with SiSMC) | 38,925 | 38,925 |
| Total | \$ 14,671,930 | \$ 13,372,060 |

- g. The expected creditable ratio for 2005 and the actual creditable ratio for 2004 was 0.61% and 0.35%, respectively.
- h. The Company's earnings generated in the year ended December 31, 1997 and prior years have been fully appropriated.

(22) EARNINGS PER SHARE

a. The Company s capital structure is composed mainly of zero coupon convertible bonds and employee stock options. Therefore, under consideration of such complex structure, the calculated basic and diluted earnings per share for the three-month period ended March 31, 2006 and 2005, are disclosed as follows:

| | l | For the three-month | period ended Ma | rch 31, 2006 | |
|---|---------------|---------------------|-------------------------------------|--------------------------------|-------------|
| | | ount | | Earnings per | share (NTD) |
| | Income | | | | |
| | before | Net income | Shares expressed in thousands | Income before income tax | Net |
| Forning per share basic (NTD) | income tax | Net income | in thousands | income tax | income |
| Earning per share-basic (NTD) Income from continuing operations | \$ 14,175,048 | \$ 13,474,775 | 18,454,530 | \$ 0.76 | \$ 0.73 |
| Cumulative effect of changes in | | | | | |
| accounting principles | (1,188,515) | (1,188,515) | | (0.06) | (0.06) |
| | | | | | |
| Net income | \$ 12,986,533 | \$ 12,286,260 | | \$ 0.70 | \$ 0.67 |
| | | | | | |
| Effect of dilution | | | | | |
| Employee stock options | \$ | \$ | 98,695 | | |
| Convertible bonds payable | \$ (84,945) | \$ (84,945) | 500,000 | | |
| Earning per share-diluted: | | | | | |
| Income from continuing operations | \$ 14,090,103 | \$ 13,389,830 | 19,053,225 | \$ 0.74 | \$ 0.70 |
| Cumulative effect of changes in | | | | | |
| accounting principles | (1,188,515) | (1,188,515) | | (0.06) | (0.06) |
| | | | | | |
| Net income | \$ 12,901,588 | \$ 12,201,315 | | \$ 0.68 | \$ 0.64 |
| | | | | | |

| | | -month period ende | ed March 31, 2005 | | Earning | s per sh | , |
|---|--------------|--------------------|---------------------|----|-----------------------|----------|--------|
| | Income | ount | | | (1) | TD) | |
| | before | | Shares expressed | b | come efore come | | |
| | income tax | Net income | in thousands | | tax | Net i | income |
| Earning per share-basic (NTD) | | | | | | | |
| Income from continuing operations | \$ 1,518,777 | \$ 1,518,680 | 18,502,837 | \$ | 0.08 | \$ | 0.08 |
| Cumulative effect of changes in | | | | | | | |
| accounting principles | | | | | | | |
| Net income | \$ 1,518,777 | \$ 1,518,680 | | \$ | 0.08 | \$ | 0.08 |
| Effect of dilution | | | | | | | |
| Employee stock options | \$ | \$ | 84,506 | | | | |
| Earning per share-diluted: | | | | | | | |
| Income from continuing operations | \$ 1,518,777 | \$ 1,518,680 | 18,587,343 | \$ | 0.08 | \$ | 0.08 |
| Cumulative effect of changes in accounting principles | | | | | | | |
| Net income | \$ 1,518,777 | \$ 1,518,680 | | \$ | 0.08 | \$ | 0.08 |
| | Ψ 1,510,777 | Ψ 1,510,000 | | Ψ | 0.00 | Ψ | 0.00 |

b. Pro forma information on earnings as if subsidiaries investment in the Company is not treated as treasury stock is set out as follows:

For the three-month period ended

| (shares expressed in thousands) | | March 31, 2006 | | | | |
|---|--------|-----------------------|----------|----------------|--|--|
| | В | Basic | D | iluted | | |
| Net income | \$ 12, | 286,260 | \$ 12. | ,201,315 | | |
| | | | | | | |
| Weighted-average of shares outstanding: | | | | | | |
| Beginning balance | 18, | 852,636 | 18. | ,852,636 | | |
| Purchase of 815,747 thousand shares of treasury stock from January 1 to March 31, | | | | | | |
| 2006 | (| 207,319) | (| (207,319) | | |
| Exercise of 50,531 thousand units of employee stock options | | 10,968 | | 10,968 | | |
| Dilutive shares of employee stock options accounted for under treasury stock | | | | | | |
| method | | | | 98,695 | | |
| Dilutive shares issued assuming conversion of bonds | | | | 500,000 | | |
| | | | | | | |
| Ending balance | 18, | 656,285 | 19 | ,254,980 | | |
| | | | | | | |
| Earnings per share | | | | | | |
| Net income (NTD) | \$ | 0.66 | \$ | 0.63 | | |
| | | | | | | |
| | | | | | | |
| | For th | ne three-mo | nth peri | od ended | | |
| | | March 3 | 31, 2005 | | | |
| (-lane, managed in the managed) | | | | 4-3\ | | |
| (shares expressed in thousands) | | (retroactive Basic | | tea) iluted | | |
| Net income | \$ 1 | 518 680 | | 518 680 | | |

| (snares expressea in thousanas) | | (retroactively adjusted) | | | | |
|--|--------|--------------------------|-------|----------|--|--|
| | Ba | sic | D | iluted | | |
| Net income | \$ 1,5 | 18,680 | \$ 1, | ,518,680 | | |
| | | | | | | |
| Weighted-average of shares outstanding: | | | | | | |
| Beginning balance | 17,5 | 50,801 | 17, | ,550,801 | | |
| Stock dividends and employees bonus at 11.4% in 2005 | 2,0 | 09,072 | 2, | ,009,072 | | |
| Exercise of 36,563 thousand units of employee stock options | | 4,010 | | 4,010 | | |
| Dilutive shares of employee stock options accounted for under treasury stock | | | | | | |
| method | | | | 84,506 | | |
| | | | | | | |
| Ending balance | 19,5 | 63,883 | 19. | ,648,389 | | |
| | | | | | | |
| Earnings per share | | | | | | |
| Net income (NTD) | \$ | 0.08 | \$ | 0.08 | | |

5. <u>RELATED PARTY TRANSACTIONS</u>

(1) Name and Relationship of Related Parties

| Name of related parties UMC GROUP (USA) (UMC-USA) | Relationship with the Company Equity Investee |
|--|--|
| UNITED FOUNDRY SERVICE, INC. (liquidated in April 2005) | Equity Investee |
| UNITED MICROELECTRONICS (EUROPE) B.V. (UME BV) | Equity Investee |
| UMC CAPITAL CORP. | Equity Investee |
| UNITED MICROELECTRONICS CORP. (SAMOA) | Equity Investee |
| FORTUNE VENTURE CAPITAL CORP. (FORTUNE) | Equity Investee |
| HSUN CHIEH INVESTMENT CO., LTD. (HSUN CHIEH) | Equity Investee |
| UMCI LTD. (UMCI) | Equity Investee |
| UNITED MICRODISPLAY OPTRONICS CORP. | Equity Investee |
| UMC JAPAN (UMCJ) | Equity Investee |
| TOPPAN PHOTOMASKS TAIWAN LTD. (formerly DUPONT PHOTOMASKS TAIWAN LTD.) (TOPPAN) (Disposed in March 2006) | Equity Investee |
| HOLTEK SEMICONDUCTOR INC. (HOLTEK) | Equity Investee |
| UNITECH CAPITAL INC. | Equity Investee |
| ITE TECH. INC. | Equity Investee |
| UNIMICRON TECHNOLOGY CORP. | Equity Investee |
| AMIC TECHNOLOGY CORP. | Equity Investee |
| PACIFIC VENTURE CAPITAL CO., LTD. | Equity Investee |
| APTOS (TAIWAN) CORP. (APTOS) (merged into CHIPBOND TECHNOLOGY CORP. on September 1, 2005) | Equity Investee |
| THINTEK OPTRONICS CORP. | Equity Investee |
| XGI TECHNOLOGY INC. | Equity Investee |
| TLC CAPITAL CO., LTD. | Equity Investee |
| HIGHLINK TECHNOLOGY CORP. | Equity Investee |
| SILICON INTEGRATED SYSTEMS CORP. (SiS) | The Company s director |
| DAVICOM SEMICONDUCTOR, INC. | Subsidiary s equity investee |
| UNITRUTH INVESTMENT CORP. (UNITRUTH) | Subsidiary s equity investee |

| Name of related parties UWAVE TECHNOLOGY CORP. (formerly UNITED RADIOTEK INC.) | Relationship with the Company Subsidiary s equity investee |
|--|--|
| UCA TECHNOLOGY INC. | Subsidiary s equity investee |
| AFA TECHNOLOGY, INC. | Subsidiary s equity investee |
| STAR SEMICONDUCTOR CORP. | Subsidiary s equity investee |
| AEVOE INC. | Subsidiary s equity investee |
| USBEST TECHNOLOGY INC. | Subsidiary s equity investee |
| SMEDIA TECHNOLOGY CORP. | Subsidiary s equity investee |
| U-MEDIA COMMUNICATIONS, INC. | Subsidiary s equity investee |
| CHIP ADVANCED TECHNOLOGY INC. | Subsidiary s equity investee |
| CRYSTAL MEDIA INC. | Subsidiary s equity investee |
| ULI ELECTRONICS INC. | Subsidiary s equity investee |
| NEXPOWER TECHNOLOGY CORP. | Subsidiary s equity investee |
| MOBILE DEVICES INC. | Subsidiary s equity investee |

(2) Significant Related Party Transactions

a. Operating revenues

| | For t | he three-month p | eriod ended March | 31, |
|---------|---------------|------------------|-------------------|------------|
| | 200 | 6 | 200 | 5 |
| | Amount | Percentage | Amount | Percentage |
| UMC-USA | \$ 11,147,820 | 46 | \$ 9,527,488 | 47 |
| UME BV | 1,866,321 | 8 | 2,107,275 | 10 |
| Others | 2,280,522 | 9 | 1,350,803 | 7 |
| | | | | |
| Total | \$ 15,294,663 | 63 | \$ 12,985,566 | 64 |

The sales price to the above related parties was determined through mutual agreement based on the market conditions. The collection period for related parties, overseas sales was net $30\sim60$ days, while the terms for domestic sales were month-end $45\sim60$ days. The collection period for third party overseas sales was net $30\sim60$ days, while the terms for third party domestic sales were month-end $30\sim60$ days.

b. Purchases

| | F | or the three-mo | nth period ended Ma | arch 31, |
|------|--------|-----------------|---------------------|------------|
| | | 2006 | 200 | 5 |
| | Amount | Percentage | Amount | Percentage |
| UMCI | \$ | | \$ 1.185.373 | 23 |

The purchases from the above related parties were dealt with in the ordinary course of business similar to those from third-party suppliers. The payment terms for purchases were 60 days for related parties and net 30~90 days for third-party suppliers.

c. Notes receivable

| | | As of M | arch 31, | |
|--------|-----------|------------|-----------|------------|
| | | 2006 | 2 | 005 |
| | Amount | Percentage | Amount | Percentage |
| HOLTEK | \$ 67,720 | 94 | \$ 62,909 | 99 |
| Others | 2,045 | 3 | | |
| Total | \$ 69,765 | 97 | \$ 62,909 | 99 |

d. Accounts receivable, net

| | | As of M | arch 31, | |
|---|--------------|------------|--------------|------------|
| | 200 | 6 | 200 | 5 |
| | Amount | Percentage | Amount | Percentage |
| UMC-USA | \$ 4,058,564 | 32 | \$ 3,683,266 | 38 |
| Others | 2,547,227 | 20 | 1,492,363 | 15 |
| Total | 6,605,791 | 52 | 5,175,629 | 53 |
| Less: Allowance for sales returns and discounts | (644,305) | | (202,498) | |
| Less: Allowance for doubtful accounts | (78,593) | | (113,832) | |
| Net | \$ 5,882,893 | | \$ 4,859,299 | |

e. Accounts payable

| Marc | ch 31, 2006 | March | 31, 2005 |
|--------|-------------|------------|------------|
| Amount | Percentage | Amount | Percentage |
| \$ | | \$ 850,131 | 23 |

f. Financial activities

The Company did not conduct any financial activities with related parties during the first quarter ended March 31, 2006.

Other receivables related parties

| | Fo | r the three-n | onth period end | ed March 31, 2005 | |
|------|--------------|---------------|-----------------|-------------------|----------|
| | Maximum 1 | balance | Ending | Interest | Interest |
| | Amount | Month | balance | rate | revenue |
| UMCI | \$ 5,137,760 | 2005.03 | \$ 5,137,760 | 2.74%~ 3.05% | \$ 7,669 |

g. Significant asset transactions

The Company did not undertake any significant asset transactions with related parties during the first quarter ended March 31, 2006.

For the three-month period ended March 31, 2005

| | Item | | Amount |
|------------|--|-------|------------|
| FORTUNE | Purchase of APTOS CORP. (TAIWAN) stock | | \$ 140,231 |
| HSUN CHIEH | Purchase of EPITECH TECHNOLOGY CORP. | stock | 97,658 |
| UNITRUTH | Purchase of EPITECH TECHNOLOGY CORP. | stock | 16,495 |
| | | | |
| Total | | | \$ 254,384 |

h. Notes provided for endorsements and guarantees

As of March 31, 2006 the amount of notes provided as endorsement and guarantee by the Company for its subsidiary, UMCJ, amounted NT\$2,894 million.

Other transactions

The Company has made several other transactions, including service charges, development expenses of intellectual property, and commission, totalling NT\$4 million and NT\$184 million for the three-month period ended March 31, 2006 and 2005, respectively.

The Company has purchased approximately NT\$104 million and NT\$100 million of masks from TOPPAN during the three-month period ended March 31, 2006 and 2005, respectively.

As of March 31, 2006 and 2005, other receivables arising from the usage of facilities and rental revenue from related parties were NT\$9 million and NT\$12 million, respectively.

6. ASSETS PLEDGED AS COLLATERAL

As of March 31, 2006

Financial institution

| | Amount | that assets were pledged to | Purpose of pledge |
|----------------------------|------------|-----------------------------|------------------------|
| Deposit-out (Time deposit) | \$ 520,847 | Customs | Customs duty guarantee |

As of March 31, 2005

| | Amount | Party to which asset(s) was pledged | Purpose of pledge |
|----------------------------|--------------|-------------------------------------|------------------------|
| Deposit-out (Time deposit) | \$ 571,583 | Customs | Customs duty guarantee |
| Machinery and equipment | 2,336,069 | The International Commercial | Bonds payable |
| | | Bank of China, etc. | |
| Total | \$ 2,907,652 | | |

7. COMMITMENTS AND CONTINGENT LIABILITIES

(1) The Company has entered into several patent license agreements and development contracts of intellectual property for a total contract amount of approximately NT\$20.2 billion. Royalties and development fees for the future years are set out as follows:

| For the year ended December 31, | Amount |
|---|--------------|
| 2006 (2 nd quarter and thereafter) | \$ 3,944,231 |
| 2007 | 1,878,276 |
| 2008 | 588,436 |
| 2009 | 379,273 |
| 2010 | 217,124 |
| 2011 and thereafter | |
| Total | \$ 7,007,340 |

- (2) The Company signed several construction contracts for the expansion of its factory space. As of March 31, 2006, these construction contracts have amounted to approximately NT\$1.2 billion and the unpaid portion of the contracts was approximately NT\$1 billion.
- (3) Oak Technology, Inc. (Oak) and the Company entered into a settlement agreement on July 31, 1997 concerning a complaint filed with the United States International Trade Commission (ITC) by Oak against the Company and others, alleging unfair trade practices based on alleged patent infringement regarding certain CD-ROM controllers (the first Oak ITC case). On October 27, 1997, Oak filed a civil action in a California federal district court, alleging claims for breach of the settlement agreement and fraudulent misrepresentation. In connection with its breach of contract and other claims, Oak seeks damages in excess of US\$750 million. The Company denied the material allegations of the complaint, and asserted counterclaims against Oak for breach of contract, intentional interference with economic advantage and rescission and restitution based on fraudulent concealment and/or mistake. The Company also asserted declaratory judgment claims for invalidity and unenforceability of the relevant Oak patent. On May 2, 2001, the United States Court of Appeals for the Federal Circuit upheld findings by the ITC that there had been no patent infringement and no unfair trade practice arising out of a second

ITC case filed by Oak against the Company and others. Based on the Federal Circuit s opinion and on a covenant not to sue filed by Oak, the Company s declaratory judgment patent counterclaims were dismissed from the district court case. In November 2002, the Company filed motions for summary judgment on each of Oak Technology s claims against the Company. In that same period, Oak Technology filed motions seeking summary judgment on the Company s claims for fraudulent concealment and intentional interference with economic advantage, and on various defenses asserted by the Company. In May 2005, the Court issued the following orders: (i) granting the Company s motion for summary judgment on Oak Technology s claim for breach of the settlement agreement; (ii) granting in part and denying in part the Company s motion for summary judgment on Oak Technology s claim for breach of the implied covenant of good faith and fair dealing; (iii) denying a motion by the Company for summary judgment on Oak Technology s fraud claim based on alleged patent invalidity; (iv) granting Oak Technology s motion for summary judgment on the Company s fraudulent concealment claims; and (v) granting a motion by Oak Technology for summary judgment on certain of the Company s defenses. On February 9, 2006, the parties entered a settlement agreement in which the Company, Oak and Zoran (the successor to Oak) fully and finally released one another from any and all claims and liabilities arising out of the facts alleged in the district court case. The terms of settlement are confidential and, except for the obligation to keep the terms confidential, impose no obligation on the Company.

(4) The Company entered into several operating lease contracts for land. These operating leases expire in various years through to 2032 and are renewable. Future minimum lease payments under those leases are as follows:

| For the year ended December 31, | Amount |
|---|--------------|
| 2006 (2 nd quarter and thereafter) | \$ 147,663 |
| 2007 | 183,026 |
| 2008 | 180,532 |
| 2009 | 180,877 |
| 2010 | 181,235 |
| 2011 and thereafter | 1,876,730 |
| Total | \$ 2,750,063 |

(5) The Company entered into several wafer-processing contracts with its customers. According to the contracts, the Company shall guarantee processing capacity, while these customers make deposits to the Company.

- (6) The Company has entered into contracts for the purchase of materials and masks with certain vendors. These contracts oblige the Company to purchase specified amounts or quantities of materials and masks. Should the Company fail to fulfill the conditions set out in the contracts, the differences between the actual purchase and the required minimum will be reconciled between the Company and its vendors.
- (7) On February 15, 2005, the Hsinchu District Prosecutor s Office conducted a search of the Company s facilities. On February 18, 2005, the Company s former Chairman Mr. Robert H.C. Tsao, released a public statement, explaining that its assistance to Hejian Technology Corp. (Hejian) did not involve any investment or technology transfer. Furthermore, from the very beginning Hejian had a verbal indication that, at the proper time, the Company would be compensated appropriately for its assistance, and circumstances permitting, at some time in the future, it will push through the merger between two companies. Notwithstanding the foregoing, no written agreement was made and executed at that time. Upon the Company s request to materialize the verbal indication of Hejian by compensating in the form of either cash or equity, the Chairman of the holding company of Hejian offered 15% of the outstanding shares of the holding company of Hejian in return for the Company s past assistance and for continued assistance in the future.

The holding company has already issued a total of 700 million shares and the subscription price per share in the last offering is US\$1.1. Therefore, the total market value of the holding company is estimated at over US\$700 million, with 15% of this figure being worth more than US\$110 million. Immediately after the Company had received the offer, it filed an application with the Investment Commission of the Ministry of Economic Affairs on March 18, 2005 (Ref. No. 94-Lian-Tung-Tzu-0222), for their executive guidance for the successful transfer of said shares to the Company. Furthermore, the representative of Hejian is in the process of putting the shares in escrow to protect the Company s interests. In the event Hejian distributes any stock dividend or cash dividend, the Company s stake in Hejian will accumulate accordingly.

In April 2005, the Company s former Chairman Mr. Robert H.C. Tsao was personally fined with in the aggregate amount of NT\$3 million by the Financial Supervisory Commission, Executive Yuan, R.O.C. (R.O.C. FSC) for failure to disclose material information relating to Hejian in accordance with applicable rules. As a result of the imposition of the fines by the R.O.C. FSC, the Company was also fined in the amount of NT\$30,000 by Taiwan Stock Exchange (TSE) for the alleged non-compliance with the disclosure rules in relation to the material information. The Company and its former Chairman Mr. Robert H.C. Tsao have filed for administrative appeal and reconsideration with R.O.C. FSC and TSE, respectively. As of March 31, 2006, the result of such reconsideration and administrative appeal has not been finalized.

For the Company s assistance to Hejian Technology Corp., the Company s former Chairman Mr. Robert H.C. Tsao, former Vice Chairman Mr. John Hsuan, and Mr. Duen-Chian Cheng, the General Manager of Fortune Venture Capital Corp., which is 99.99% owned by the Company, where indicted on charges of breaking the Business Accounting Law and giving rise to breach of trust under the Criminal Law by Hsinchu District Court s Prosecutor s Office on January 9, 2006.

Mr. Robert H.C. Tsao and Mr. John Hsuan had officially resigned from their positions of the Company s Chairman, Vice Chairman and directors prior to the announcement of public prosecution; for this reason, at the time of public prosecution, Mr. Robert H.C. Tsao and Mr. John Hsuan no longer served as the Company s directors and had not executed their duties as the Company s Chairman and Vice Chairman. Any future consequences of the public prosecution would be Mr. Robert H.C. Tsao, Mr. John Hsuan and Mr. Duen-Chian Cheng s personal concerns; the Company would not be subject to the indictment regarding to such case.

On February 15, 2006, the Company was fined in the amount of NT\$5 million on the grounds of unauthorized investment activities in Mainland China, implicating the violation of Article 35 of the Act Governing Relations Between Peoples of the Taiwan Area and the Mainland Area by the R.O.C. Ministry of Economic Affairs. However, as the Company believes it was illegally and improperly fined, the Company had filed an administrative appeal against MOEA to the Executive Yuan on March 16, 2006. This case is waiting for the Executive Yuan s decision.

(8) On February 13, 2006, Taiwan Hsinchu District Court delivered a notice to the Company and informed the Company that Taiwan Power Company (TPC) had filed a civil litigation case against the Company and the other Taiwan companies, TPC had claimed :(1) the Company and the other Taiwan companies should collectively pay NT\$ 13 million and the interests to TPC for the electric fees, and (2) the Company should pay NT\$ 21 million to TPC for the electric line s fees. The Company had provided the defense document and this case is waiting for Taiwan Hsinchu District Court s trial.

|--|

None.

9. SIGNIFICANT SUBSEQUENT EVENT

None.

10. OTHERS

(1) Certain comparative amounts have been reclassified to conform to the current year s presentation.

(2) Financial risk management objectives and policies

The Company s principal financial instruments, other than derivatives, comprise of cash and cash equivalents, common stock, preferred stock, convertible bonds, open-end funds, bank loans, and bonds payable. The main purpose of these financial instruments is to manage financing for the Company s operations. The Company also holds various other financial assets and liabilities such as accounts receivable and accounts payables, which arise directly from its operations.

The Company also enters into derivative transactions, including credit-link deposits, interest rate swaps and forward currency contracts. The purpose is to avoid the interest rate risk and foreign exchange risks arising from the Company s operations and financing activities.

The main risks arising from the Company s financial instruments are cash flow interest rate risk, foreign currency risk, commodity price risk, credit risk, and liquidity risk.

Cash flow interest rate risk

The Company utilized interest rate swap agreements to hedge its cash flow interest rate risks on its counter-floating rate domestic bonds issued from May 21 to June 24, 2003. The periods of the interest rate swap agreements are the same as those of the domestic bonds, which are five and seven years. The floating rate is reset annually.

Foreign currency risk

The Company also has foreign currency risks arising from purchases or sales. The Company adopts spot or forward contracts to avoid foreign currency risk. The Company has to buy or sell the same amount of foreign currency with hedging items for forward contracts. In principal, the Company does not carry out any forward hedge for commitments of uncertain nature.

Commodity price risk

The Company s exposure to commodity price risk is minimal.

Credit risk

The Company trades only with established and creditworthy third parties. It is the Company s policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis, which consequently minimizes the Company s exposure to bad debts.

With respect to credit risk arising from the other financial assets of the Company, which comprise of cash and cash equivalents, available-for-sale financial assets and certain derivative instruments, the Company s exposure to credit risk arising from the default of counter-parties is limited to the carrying amount of these instruments.

Although the Company trades only with established third parties, it will request collateral to be provided by third parties with less favorable financial positions.

Liquidity risk

The Company s objective is to maintain a balance of funding continuity and flexibility through the use of financial instruments such as cash and cash equivalents, bank loans and bonds.

(3) Information of financial instruments

a. Fair value of financial instruments

| | As of March 31, | | | |
|---|-------------------|---------------|---------------|---------------|
| | 20 | 06 | 2005 | |
| Financial Assets | Book Value | Fair Value | Book Value | Fair Value |
| Non-derivative | | | | |
| Cash and cash equivalents | \$ 96,371,991 | \$ 96,371,991 | \$ 88,699,190 | \$ 88,699,190 |
| Financial assets held for trading, current | 1,498,018 | 1,498,018 | 2,286,070 | 2,077,636 |
| Held-to-maturity financial assets, current | 775,552 | 775,552 | 220,640 | 220,640 |
| Notes and accounts receivables | 12,455,591 | 12,455,591 | 14,963,541 | 14,963,541 |
| Available-for-sale financial assets, noncurrent | 50,370,985 | 50,370,985 | 5,924,263 | 22,162,309 |
| Held-to-maturity financial assets, noncurrent | 200,000 | 200,000 | 1,163,072 | 1,163,072 |
| Financial assets measured at cost, noncurrent | 2,277,013 | 2,277,013 | 2,335,058 | 2,335,058 |
| Long-term investments accounted for under equity method | 28,555,855 | 34,954,692 | 58,878,543 | 76,299,613 |
| Deposits-out | 542,976 | 542,976 | 571,583 | 571,583 |
| <u>Derivative</u> | | | | |
| Interest rate swaps | | | 51,001 | (649,898) |

| | As of March 31, | | | |
|--|-------------------|--------------|-------------------|----------------|
| | 2006 | | 2005 | |
| Financial Liabilities | Book Value | Fair Value | Book Value | Fair Value |
| Non-derivative | | | | |
| Short-term loans | \$ | \$ | \$ (3,857,640) | \$ (3,857,640) |
| Payables | (15,560,997) | (15,560,997) | (12,356,345) | (12,356,345) |
| Capacity deposits (current portion) | (894,685) | (894,685) | (696,566) | (696,566) |
| Bonds payable (current portion included) | (45,926,485) | (47,784,515) | (36,415,285) | (36,619,113) |

| | As of March 31, | | | |
|--|-----------------|--------------|------------|------------|
| | 2006 | | 2005 | |
| | Book | | | |
| Financial Liabilities | Value | Fair Value | Book Value | Fair Value |
| <u>Derivative</u> | | | | |
| Interest rate swaps | \$ (784,198) | \$ (784,198) | \$ | \$ |
| Derivatives embedded in exchangeable bonds | (728,322) | (728, 322) | | |
| Derivatives embedded in credit-linked deposits and repackage bonds | (18,951) | (18,951) | | |
| Forward contracts | | | (93,975) | (93,975) |

- b. The methods and assumptions used to measure the fair value of financial instruments are as follows:
 - i. The book values of short-term financial instruments approximate to fair values due to their short maturities. Short-term financial instruments include cash and cash equivalents, notes receivable, accounts receivable, short-term loans, current portion of capacity deposits, and payables.
 - ii. The fair value of financial assets held for trading and available-for-sale financial assets are based on the quoted market value.
 - iii. The fair values of held-to-maturity financial assets are based on the market values. If the market values are unavailable, the Company estimates the fair values based on the book values as the held-to-maturity financial assets consist principally of credit-linked deposits agreements with maturity dates of less than two years, as well as bonds that can be easily liquidated in the secondary market.
 - iv. The fair values of deposits-out are based on the book values since the dates of collection cannot be ascertained.
 - v. The fair values of bonds payable are determined by the market values.
 - vi. The fair values of derivative financial instruments are based on the amount the Company expects to receive (positive) or to pay (negative) assuming that the contracts are settled in advance at the balance sheet date.

c. The Company s financial instruments are either valued at fair market value based on market quotations, or on appraisal value:

| | Fair Market Value | | Appraisal Value | |
|---|------------------------|-------------------------|--------------------|-------------------------|
| Non-derivative Financial Instruments | 2006.03.31 | 2005.03.31 | 2006.03.31 | 2005.03.31 |
| Financial assets | | | | |
| Financial assets held for trading, current | \$ 1,498,018 | \$ 2,077,636 | \$ | \$ |
| Available-for-sale financial assets, noncurrent | 50,370,985 | 22,162,309 | | |
| Long-term investments accounted for under the equity method | 34,954,692 | 76,299,613 | | |
| Financial liabilities | | | | |
| Bonds payable (current portion included) | 47,784,515 | 36,619,113 | | |
| Derivative Financial Instruments | Fair Mar 2006.03.31 | ket Value 2005.03.31 | Apprais 2006.03.31 | sal Value 2005.03.31 |
| Financial assets | | | | |
| Interest rate swaps | \$ | \$ | \$ | \$ (649,898) |
| Financial liabilities | | | | |

Interest rate swaps

bonds

Derivatives embedded in exchangeable bonds

Derivatives embedded in credit-linked deposits and repackage

d. The Company recognized profit of NT\$1,374 million arising from the change in fair value of financial assets held for trading for the three-month period ended 2006.

784,198

728,322

18,951

- e. The financial liability from cash flow interest rate risk of the Company is NT\$784 million during the first quarter ended Mach 31, 2006.
- f. During the first quarter ended March 31, 2006 the interest revenue and interest expense of financial assets or liabilities valued at the appraisal value were NT\$358 million and NT\$221 million, while interest revenue and expense for the first quarter ended March 31, 2005 each amounted to NT\$215 million.

- (4) The Company and its subsidiary held credit-linked deposits and repackage bonds for the earning of interest income. The details are disclosed as follows:
 - a. Principal amount in original currency

As of March 31, 2006

The Company

| Credit-linked deposits and repackage bonds referenced to | A | Amount | Due Date |
|--|-----|-------------|-----------------|
| SILICONWARE PRECISION INDUSTRIES CO., LTD. | NTD | 400 million | 2007.02.05 |
| European Convertible Bonds and Loans | | | |
| SILICONWARE PRECISION INDUSTRIES CO., LTD. | NTD | 200 million | 2007.02.05 |
| European Convertible Bonds and Loans | | | |
| UMC JAPAN European Convertible Bonds | JPY | 640 million | 2007.03.28 |
| ADVANCED SEMICONDUCTOR ENGINEERING INC. | NTD | 200 million | 2007.09.25 |
| European Convertible Bonds and Loans | | | |

UMC JAPAN

| Credit-linked deposits and repackage bonds referenced to | | Amount | Due Date |
|--|-----|-------------|------------|
| UMC JAPAN European Convertible Bonds | JPY | 500 million | 2007.03.29 |
| As of March 31, 2005 | | | |

The Company

| Credit-linked deposits and repackage bonds referenced to | A | Amount | Due Date |
|--|-----|-------------|-----------------|
| SILICONWARE PRECISION INDUSTRIES CO., LTD. | NTD | 400 million | 2007.02.05 |
| European Convertible Bonds and Loans | | | |
| SILICONWARE PRECISION INDUSTRIES CO., LTD. | NTD | 200 million | 2007.02.05 |
| European Convertible Bonds and Loans | | | |
| UMC JAPAN European Convertible Bonds | JPY | 640 million | 2007.03.28 |
| UMC JAPAN European Convertible Bonds | JPY | 600 million | 2007.11.29 |
| CHING FENG HOME FASHIONS CO., LTD. | USD | 2 million | 2005.12.19 |
| European Convertible Bonds | | | |
| HANNSTAR DISPLAY CORP. | USD | 5 million | 2005.10.19 |
| European Convertible Bonds | | | |
| ADVANCED SEMICONDUCTOR ENGINEERING INC. | NTD | 200 million | 2007.09.25 |
| European Convertible Bonds and Loans | | | |

UMC JAPAN

| Credit-linked deposits and repackage bonds referenced to | | Amount | Due Date |
|--|-----|-------------|------------|
| UMC JAPAN European Convertible Bonds | JPY | 500 million | 2007.03.29 |
| UMC JAPAN European Convertible Bonds | JPY | 400 million | 2007.11.29 |

b. Credit risk

The counterparties of the above investments are major international financial institutions. The repayment in full of these investments is subject to the non-occurrence of one or more credit events, which are referenced to the entities fulfillment of their own obligations as well as repayment of their corporate bonds. Upon the occurrence of one or more of such credit events, the Company and its subsidiary, UMCJ, may receive nil or less than full amount of these investments. The Company and its subsidiary, UMCJ, have selected reference entities with high credit ratings to minimize the credit risk.

c. Liquidity risk

Early withdrawal is not allowed for the above investments unless called by the issuer. However, the anticipated liquidity risk is low since most of the investments will either have matured within two years, or are relatively liquid in the secondary market.

d. Market risk

There is no market risk for the above investments except for the fluctuations in the exchange rates of US Dollars and Japanese Yen to NT Dollars at the balance sheet date and the settlement date.

- (5) The Company and its subsidiaries entered into interest rate swaps and forward contracts for hedging the interest rate risks arising from the counter-floating rate of domestic bonds and for hedging the exchange rate risks arising from the net assets or liabilities denominated in foreign currency. The hedging strategy was developed with the objective to reduce the market risk. The relevant information on the derivative financial instruments entered into by the Company is as follows:
 - a. The Company utilized interest rate swap agreements to hedge its interest rate risks on its counter-floating rate domestic bonds issued from May 21 to June 24, 2003. The periods of the interest rate swap agreements are the same as those of the domestic bonds, which are five and seven years. The floating rate is reset annually. The details of interest rate swap agreements are summarized as follows:

As of March 31, 2006 and 2005, the Company had the following interest rate swap agreements in effect:

| Notional Amount | Contract Period | Interest Rate Received | Interest Rate Paid |
|-------------------|-------------------------------|------------------------|--------------------|
| NT\$7,500 million | May 21, 2003 to June 24, 2008 | 4.0% minus USD | 1.52% |
| | | 12-Month LIBOR | |
| NT\$7,500 million | May 21, 2003 to June 24, 2010 | 4.3% minus USD | 1.48% |
| | | 12-Month LIBOR | |

b. The details of forward contracts entered into by the Company and its subsidiaries are summarized as follows: The Company and its subsidiaries did not hold any forward contracts as of March 31, 2006.

As of March 31, 2005

The Company

| Type | Notional | Amount | Contract Period |
|-------------------|----------|-------------|---------------------------------|
| Forward contracts | Sell USD | 155 million | March 1, 2005 to April 28, 2005 |
| LIMO LADANI | | | |

<u>UMC JAPAN</u>

| Туре | Notiona | al Amount | Contract Period |
|-------------------|----------|--------------|----------------------------------|
| Forward contracts | Sell USD | 1 million | March 14, 2005 to April 28, 2005 |
| Forward contracts | Sell USD | 0.5 million | March 22, 2005 to April 28, 2005 |
| Forward contracts | Sell USD | 0.15 million | March 28, 2005 to May 27, 2005 |

SILICON INTEGRATED SYSTEMS CORPORATION

| Type | Notional Amount | Contract Period |
|-------------------|------------------------|---------------------------------|
| Forward contracts | Sell USD 35 million | January 5, 2005 to July 5, 2005 |

c. Transaction risk

(a) Credit risk

There is no significant credit risk exposure with respect to the above transactions as the counter-parties are reputable financial institutions with good global standing.

(b) Liquidity and cash flow risk

The cash flow requirements on the interest rate swap agreements are limited to the net interest payables or receivables arising from the differences in the swap rates. The cash flow requirements on forward contracts are limited to the net difference between the forward and spot rates at the settlement date. Therefore, no significant cash flow risk is anticipated since the working capital is sufficient to meet the cash flow requirements.

(c) Market risk

Interest rate swap agreements and forward contracts are intended for hedging purposes. Gains or losses arising from the fluctuations in interest rates and exchange rates are likely to be offset against the gains or losses from the hedged items. As a result, no significant exposure to market risk is anticipated.

d. The presentation of derivative financial instruments on financial statements
As of March 31, 2006 and 2005, the interest rate swaps were classified as current liabilities amounting NT\$784 million and current assets of NT\$51 million, respectively.

As of March 31, 2005, the balance of current liabilities arising from forward contracts was NT\$94 million and related exchange loss of NT\$170 million was recorded under non-operating expenses for the three-month period ended March 31, 2005.

11. ADDITIONAL DISCLOSURES

- (1) The following are additional disclosures for the Company and its affiliates as required by the R.O.C. Securities and Futures Bureau:
 - a. Financing provided to others for the three-month period ended March 31, 2006: please refer to Attachment 1.
 - b. Endorsement/Guarantee provided to others for the three-month period ended March 31, 2006: please refer to Attachment 2.
 - c. Securities held as of March 31, 2006: please refer to Attachment 3.
 - d. Individual securities acquired or disposed of with accumulated amount exceeding the lower of NT\$100 million or 20 percent of the capital stock for the three-month period ended March 31, 2006: please refer to Attachment 4.
 - e. Acquisition of individual real estate with amount exceeding the lower of NT\$100 million or 20 percent of the capital stock for the three-month period ended March 31, 2006: please refer to Attachment 5.
 - f. Disposal of individual real estate with amount exceeding the lower of NT\$100 million or 20 percent of the capital stock for the three-month period ended March 31, 2006: please refer to Attachment 6.
 - g. Related party transactions for purchases and sales amounts exceeding the lower of NT\$100 million or 20 percent of the capital stock for the three-month period ended March 31, 2006: please refer to Attachment 7.
 - h. Receivables from related parties with amounts exceeding the lower of NT\$100 million or 20 percent of the capital stock as of March 31, 2006: please refer to Attachment 8.
 - i. Names, locations and related information of investees as of March 31, 2006: please refer to Attachment 9.
 - j. Financial instruments and derivative transactions: please refer to Note 10.
- (2) Investment in Mainland China None.

ATTACHMENT 1 (Financing provided to others for the three-month period ended March 31, 2006)

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

| | | | | | | | | | Collateral | | | | |
|------------------|---------------------|---------|-------------|------------------------|-----------|------------------|------------|-----------|--------------------|-------|-----------------------|-----|--|
| | | | | | | | | Allowance | | | | , | |
| | Maximum balance | | | Amount of sales to for | | | | | Limit of financing | , | | | |
| | Financial statement | for the | | Interest | Nature of | (purchases from) | Reason for | doubtful | | | amount for individual | ı | |
| Counter-party | account | perioŒn | nding balan | cerate | financing | counter-party | financing | accounts | Item | Value | counter-party | fin | |
| Former Employees | Receivable | USD 691 | USD 691 | 7% | Note | None | Employee | | Securities | Lower | N/A | | |
| | from | | | | | | loan | | | | | | |
| | employees | | | | | | | | | | | | |

Note: Need for short-term financing.

ATTACHMENT 2 (Endorsement/Guarantee provided to others for the three-month period ended March 31, 2006)

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

| | | | | Limit of guarantee | | | Percentage of accumulated | Limit of |
|-----|--------------------|-----------------|--------------|-------------------------------|-----------------------------|---------------------------------------|---|---------------------|
| | | | Relationship | /endorsement amount for | | Amount of collateral guarantee/ | guarantee amount to net assets value from | total guarantee/ |
| | | | Kelationsinp | receiving | | guarantee | the latest | endorsement |
| | | | | party | Maximum balance | | financial | amount |
| No. | Endorsor/Guarantor | Receiving party | (Note 3) | (Note 2) | for the period Ending balar | ıcændorsement | statement | (Note 1) |
| 0 | UMC | UMC JAPAN | 1 | \$ 7.553.114 | JPY 10.400.000 \$ 2.894.320 |) | 0.99% | \$ 79,380,936 |

Note 1: Limit of total guarantee/endorsement amount equals 40% of UMC s capital stock as of March 31, 2006.

Note 3: According to the Guidelines Governing the Preparation of Financial Reports by Securities Issuers issued by the R.O.C. Securities and Futures Bureau, receiving parties should be disclosed as one of the following:

- 1. An investee company that has a business relationship with UMC.
- 2. A subsidary in which UMC holds directly over 50% of equity interest.
- 3. An investee in which UMC and its subsidaries hold over 50% of equity interest.
- 4. An investee in which UMC holds directly and indirectly over 50% of equity interest.
- 5. An investee that has provided guarantees to UMC, and vice versa, due to contractual requirements.
- 6. An investee in which UMC conjunctly invests with other shareholders, and for which UMC has provided endorsement/guarantee in proportion to its shareholding percentage.

Note 2: Limit of guarantee/endorsement amount for receiving party shall not exceed the lower of receiving party s capital stock or 10% of UMC s capital stock.

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

<u>United Microelectronics Corporation</u>

| | | | | | March 3 | 1, 2006 | mlzot voluo | , |
|--------------------|---|------------------|---|------------------------------------|-----------|------------------|-------------|----------------------|
| | | | | Units (thousand)/ bonds/ shares | Book | Percentage of | rket value/ | Shares as collateral |
| Type of securities | Name of securities | Relationship | Financial statement account | (thousand) | value | ownership (% Net | assets valu | |
| | EDOM TECHNOLOGY CO., LTD. | • | Financial assets held for trading, current | 60 \$ | 5 192,338 | \$ | 192,338 | None |
| Convertible bonds | TOPOINT TECHNOLOGY, CO.,LTD. | | Financial assets held for trading, current | 380 | 41,458 | | 41,458 | None |
| Stock | SERCOMM CORP. | | Financial assets held for trading, current | 151 | 3,797 | | 3,797 | None |
| Stock | YANG MING MARINE TRANSPORT CORP. | | Financial assets held for trading, current | 3,254 | 64,432 | | 64,432 | None |
| Stock | L&K ENGINEERING CO., LTD. | | Financial assets held for trading, current | 1,605 | 97,593 | | 97,593 | None |
| Stock | MICRONAS SEMICONDUCTOR HOLDING AG | | Financial assets held for trading, current | 280 | 291,888 | | 291,888 | None |
| Stock | SILICONWARE PRECISION INDUSTRIES | | Financial assets held for trading, current | 10,532 | 444,965 | | 444,965 | None |
| Stock | ACTION ELECTRONICS CO., LTD. | | Financial assets held for trading, current | 14,791 | 356,472 | | 356,472 | None |
| Fund | FGIT ASIA PACIFIC GROWTH FUND | | Financial assets held for trading, current | 500 | 5,075 | | 5,075 | None |
| Stock | UMC GROUP (USA) | Investee company | Long-term investments accounted for under the equity method | 16,438 | 780,741 | 100.00 | 780,741 | None |
| Stock | UNITED MICROELECTRONICS (EUROPE) B.V. | Investee company | Long-term investments accounted for under the equity method | 9 | 274,361 | 100.00 | 266,746 | None |
| Stock | UMC CAPITAL CORP. | Investee company | Long-term investments accounted for under the equity method | 74,000 | 2,087,983 | 100.00 | 2,087,983 | None |
| Stock | UNITED MICROELECTRONICS CORP. (SAMOA) | Investee company | Long-term investments accounted for under the equity method | 1,000 | 13,489 | 100.00 | 13,489 | None |
| Stock | UMCI LTD. | Investee company | Long-term investments accounted for under the equity method | 880,006 | 9,619 | 100.00 | 9,619 | None |
| Stock | TLC CAPITAL CO., LTD. | Investee company | Long-term investments accounted for under the equity method | 300,000 | 2,947,999 | 100.00 | 2,947,999 | None |
| Stock | FORTUNE VENTURE CAPITAL CORP. | Investee company | Long-term investments accounted for under the equity method | 499,994 | 4,777,043 | 99.99 | 5,391,911 | None |
| Stock | UNITED MICRODISPLAY OPTRONICS CORP. | Investee company | Long-term investments accounted for under the equity method | 60,701 | 285,275 | 86.72 | 285,275 | None |

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

United Microelectronics Corporation

TECHNOLOGY CORP.

| | | | | | March 31 | 1, 2006 | Market | |
|--------------------|--|------------------------------|---|--|------------|-----------------------------|-------------------------------|---------------------------------------|
| Type of securities | Name of securities | Relationship | Financial statement account | Units (thousand)/ bonds/ shares (thousand) | Book value | Percentage of ownership (%) | value/ Net assets value | Shares as collateral (thousand) |
| Stock | PACIFIC VENTURE CAPITAL CO., LTD. | Investee | Long-term investments accounted for under the equity method | 30,000 | \$ 298,422 | 49.99 | \$ 298,422 | None |
| Stock | UMC JAPAN | Investee company | Long-term investments accounted for under the equity method | 484 | 5,969,510 | 48.95 | 4,630,198 | None |
| Stock | UNITECH CAPITAL INC. | Investee | Long-term investments accounted for under the equity method | 21,000 | 673,981 | 42.00 | 673,981 | None |
| Stock | HSUN CHIEH INVESTMENT CO., LTD. | Investee company | Long-term investments accounted for under the equity method | 33,624 | 4,485,473 | 36.49 | 4,327,782 | None |
| Stock | THINTEK OPTRONICS CORP. | Investee company | Long-term investments accounted for under the equity method | 8,345 | 32,470 | 27.82 | 18,436 | None |
| Stock | HOLTEK SEMICONDUCTOR INC. | Investee company | Long-term investments accounted for under the equity method | 51,428 | 879,126 | 24.81 | 2,890,226 | None |
| Stock | ITE TECH. INC. | Investee company | Long-term investments accounted for under the equity method | 24,229 | 345,242 | 22.07 | 627,541 | None |
| Stock | UNIMICRON TECHNOLOGY CORP. | Investee company | Long-term investments accounted for under the equity method | 196,472 | 4,282,188 | 20.40 | 9,273,496 | None |
| Stock | HIGHLINK TECHNOLOGY CORP. | Investee company | Long-term investments accounted for under the equity method | 28,500 | 283,063 | 18.99 | 275,289 | None |
| Stock | XGI TECHNOLOGY INC. | Investee company | Long-term investments accounted for under the equity method | 24,879 | 71,704 | 16.51 | 71,704 | None |
| Stock | AMIC TECHNOLOGY CORP. | Investee company | Long-term investments accounted for under the equity method | 16,200 | 58,166 | 11.86 | 83,854 | None |
| Stock | FARADAY TECHNOLOGY CORP. | | Available-for-sale financial assets, noncurrent | 51,973 | 2,733,796 | 17.95 | 2,733,796 | None |
| Stock | PIXTECH, INC. | | Available-for-sale financial assets, noncurrent | 9,883 | 960 | 17.63 | 960 | None |
| Stock | UNITED FU SHEN CHEN TECHNOLOGY CORP. | | Available-for-sale financial assets, noncurrent | 18,460 | 147,312 | 16.60 | 147,312 | None |
| Stock | SILICON INTEGRATED SYSTEMS CORP. | The Company s director | Available-for-sale financial assets, noncurrent | 219,092 | 4,075,111 | 16.13 | 4,075,111 | None |
| Stock | NOVATEK MICROELECTRONICS CORP. | | Available-for-sale financial assets, noncurrent | 54,125 | 12,475,819 | 11.74 | 12,475,819 | None |
| Stock | EPITECH TECHNOLOGY CORP | | Available-for-sale financial | 37,221 | 1,153,864 | 10.19 | 1,153,864 | None |

assets, noncurrent

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

United Microelectronics Corporation

| Type of | N | D-1-4: | Fig. 1. 4. 4. 4. 4. 4. 4. 4. 4. 4. 4. 4. 4. 4. | Units (thousand)/ bonds/ shares | Daalaaalaa | Percentage of | Market value/ Net | Shares as collateral |
|-----------------------|---|--------------|--|------------------------------------|---------------------------------|---------------|-----------------------------------|----------------------|
| securities Stock | MEDIATEK | Relationship | Financial statement account Available-for-sale financial | (thousand) | Book value \$ 19,682,310 | ownership (%) | assets value \$ 19,682,310 | (thousand) None |
| Stock | INC. | | assets, noncurrent | 32,410 | \$ 19,082,310 | 0.07 | \$ 19,082,310 | None |
| Stock | SPRINGSOFT, INC. | | Available-for-sale financial assets, noncurrent | 9,006 | 445,804 | 4.87 | 445,804 | None |
| Stock | RECHI PRECISION CO., LTD. | | Available-for-sale financial assets, noncurrent | 12,412 | 255,687 | 4.50 | 255,687 | None |
| Stock | C-COM CORP. | | Available-for-sale financial assets, noncurrent | 3,083 | 23,430 | 4.40 | 23,430 | None |
| Stock | CHIPBOND TECHNOLOGY CORP. | | Available-for-sale financial assets, noncurrent | 11,807 | 591,515 | 4.38 | 591,515 | None |
| Stock | KING YUAN ELECTRONICS CO., LTD. | | Available-for-sale financial assets, noncurrent | 32,693 | 1,069,069 | 3.57 | 1,069,069 | None |
| Stock | BILLIONTON SYSTEMS INC. | | Available-for-sale financial assets, noncurrent | 2,008 | 30,316 | 2.67 | 30,316 | None |
| Stock | AU OPTRONICS CORP. | | Available-for-sale financial assets, noncurrent | 77,625 | 3,788,076 | 1.33 | 3,788,076 | None |
| Stock | MEGA FINANCIAL HOLDING COMPANY | | Available-for-sale financial assets, noncurrent | 95,577 | 2,336,853 | 0.86 | 2,336,853 | None |
| Stock | PREMIER IMAGE TECHNOLOGY CORP. | | Available-for-sale financial assets, noncurrent | 3,497 | 152,644 | 0.60 | 152,644 | None |
| Stock-Preferred stock | CHINATRUST FINANCIAL HOLDING COMPANY | | Available-for-sale financial assets, noncurrent | 4,810 | 206,109 | | 206,109 | None |
| Stock-Preferred stock | TAIWAN CEMENT CORP. | | Available-for-sale financial assets, noncurrent | 44,530 | 1,202,310 | | 1,202,310 | None |
| Stock | UNITED INDUSTRIAL GASES CO., LTD. | | Financial assets measured at cost, noncurrent | 13,185 | 146,250 | 8.11 | Note | None |
| Stock | INDUSTRIAL BANK OF TAIWAN CORP. | | Financial assets measured at cost, noncurrent | 118,303 | 1,139,196 | 4.95 | Note | None |
| Stock | SUBTRON TECHNOLOGY CO., LTD. | | Financial assets measured at cost, noncurrent | 11,520 | 172,800 | 4.90 | Note | None |
| Fund | PACIFIC TECHNOLOGY PARTNERS, L.P. | | Financial assets measured at cost, noncurrent | | 349,607 | | N/A | None |
| Fund | PACIFIC UNITED TECHNOLOGY, L.P. | | Financial assets measured at cost, noncurrent | | 169,160 | | N/A | None |

Stock-Preferred TAIWAN HIGH stock SPEED RAIL CORP.

Financial assets measured at cost, noncurrent

30,000

300,000

N/A None

60

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

Fortune Venture Capital Corporation

| | | | | March 31, 2006 | | | | | |
|--------------------|------------------------------------|--------------------------------------|---|------------------------------------|------------|---------------|---------------|----------------------|--|
| | | | | | | | larket value/ | | |
| | | | | Units (thousand)/ bonds/ shares | | Percentage of | Net assets | Shares as collateral | |
| Type of securities | Name of securities | Relationship | Financial statement account | | Book value | ownership (%) | value | (thousand) | |
| Stock | UNITRUTH INVESTMENT CORP. | Investee | Long-term investments accounted for under the equity method | | \$ 461,372 | • ' ' | \$ 461,372 | None | |
| Stock | UWAVE TECHNOLOGY CORP. | Investee company | Long-term investments accounted for under the equity method | 10,187 | 56,945 | 44.29 | 52,296 | None | |
| Stock | UCA TECHNOLOGY INC. | Investee company | Long-term investments accounted for under the equity method | 11,285 | 70,979 | 43.40 | 61,596 | None | |
| Stock | NEXPOWER TECHNOLOGY CORP. | Investee company | Long-term investments accounted for under the equity method | 800 | 7,421 | 40.00 | 7,421 | None | |
| Stock | AEVOE INC. | Investee | Long-term investments accounted for under the equity method | 1,500 | 7,165 | 39.47 | 7,165 | None | |
| Stock | WALTOP INTERNATIONAL CORP. | Investee company | Long-term investments accounted for under the equity method | 6,000 | 90,000 | 30.00 | 38,988 | None | |
| Stock | SMEDIA TECHNOLOGY CORP. | Investee company | Long-term investments accounted for under the equity method | 9,045 | 43,828 | 29.79 | 42,262 | None | |
| Stock | USBEST TECHNOLOGY INC. | Investee company | Long-term investments accounted for under the equity method | 4,746 | 57,326 | 27.92 | 55,033 | None | |
| Stock | STAR SEMICONDUCTOR CORP. | Investee | Long-term investments accounted for under the equity method | 6,592 | 20,004 | 27.86 | 14,527 | None | |
| Stock | CRYSTAL MEDIA INC. | Investee company | Long-term investments accounted for under the equity method | 2,265 | 8,033 | 25.39 | 8,033 | None | |
| Stock | AFA TECHNOLOGY, INC. | Investee company | Long-term investments accounted for under the equity method | 6,533 | 53,289 | 24.19 | 39,302 | None | |
| Stock | DAVICOM SEMICONDUCTOR, INC. | Investee company | Long-term investments accounted for under the equity method | 13,798 | 148,866 | 21.56 | 148,866 | None | |
| Stock | MOBILE DEVICES INC. | Investee company | Long-term investments accounted for under the equity method | 5,150 | 34,703 | 21.22 | 31,590 | None | |
| Stock | U-MEDIA COMMUNICATIONS, INC. | Investee company | Long-term investments accounted for under the equity method | 5,000 | 24,937 | 21.01 | 24,937 | None | |
| Stock | AMIC TECHNOLOGY CORP. | Investee of UMC and Fortune | Long-term investments accounted for under the equity method | 23,405 | 122,099 | 17.09 | 120,815 | None | |
| Stock | CHIP ADVANCED TECHNOLOGY INC. | Investee company | Long-term investments accounted for under the equity method | 2,594 | 19,663 | 14.15 | 12,235 | None | |
| Stock | XGI TECHNOLOGY INC. | Investee of UMC and Fortune | Long-term investments accounted for under the equity method | 17,844 | 43,397 | 11.85 | 51,247 | None | |

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

Fortune Venture Capital Corporation

| | | | | March 31, 2006 | | | | |
|--------------------|---|--------------|---|--|------------|-----------------------------|--------------------------------------|---------------------------------------|
| Type of securities | Name of securities | Relationshin | Financial statement account | Units (thousand)/ bonds/ shares (thousand) | | Percentage of ownership (%) | Market value/ Net assets value | Shares as collateral (thousand) |
| Stock | BCOM ELECTRONICS INC. | | Financial assets measured at cost, noncurrent | (| \$ 176,797 | 19.64 | Note | None |
| Stock | CION TECHNOLOGY CORP. | | Financial assets measured at cost, noncurrent | 2,268 | 21,600 | 17.05 | Note | None |
| Stock | HITOP COMMUNICATIONS CORP. | | Financial assets measured at cost, noncurrent | 4,340 | 60,848 | 16.07 | Note | None |
| Stock | PIXART IMAGING INC. | | Financial assets measured at cost, noncurrent | 12,294 | 207,004 | 15.91 | Note | None |
| Stock | LIGHTUNING TECH. INC. | | Financial assets measured at cost, noncurrent | 1,900 | 7,543 | 15.08 | Note | None |
| Stock | VASTVIEW TECHNOLOGY INC. | | Financial assets measured at cost, noncurrent | 3,487 | 11,891 | 12.02 | Note | None |
| Stock | ADVANCE MATERIALS CORP. | | Financial assets measured at cost, noncurrent | 10,994 | 113,017 | 11.57 | Note | None |
| Stock | GOLDEN TECHNOLOGY VENTURE CAPITAL INVESTMENT CORP. | | Financial assets measured at cost, noncurrent | 5,600 | 54,880 | 10.67 | Note | None |
| Stock | AMOD TECHNOLOGY CO., LTD. | | Financial assets measured at cost, noncurrent | 530 | 5,121 | 10.60 | Note | None |
| Stock | EVERGLORY RESOURCE TECHNOLOGY CO., LTD. | | Financial assets measured at cost, noncurrent | 2,500 | 21,875 | 10.23 | Note | None |
| Stock | NCTU SPRING I TECHNOLOGY VENTURE CAPITAL INVESTMENT CORP. | | Financial assets measured at cost, noncurrent | 4,284 | 27,160 | 10.06 | Note | None |
| Stock | JMICRON TECHNOLOGY CORP. | | Financial assets measured at cost, noncurrent | 2,660 | 47,880 | 9.50 | Note | None |
| Stock | CHINGIS TECHNOLOGY CORP. | | Financial assets measured at cost, noncurrent | 3,651 | 37,155 | 8.14 | Note | None |
| Stock | ANDES TECHNOLOGY CORP. | | Financial assets measured at cost, noncurrent | 5,000 | 62,500 | 7.94 | Note | None |
| Stock | SHIN-ETSU HOANDOTAI TAIWAN CO., LTD. | | Financial assets measured at cost, noncurrent | 10,500 | 105,000 | 7.00 | Note | None |
| Stock | ACTI CORP. | | Financial assets measured at cost, noncurrent | 1,700 | 17,306 | 6.85 | Note | None |
| Stock | RISELINK VENTURE CAPITAL CORP. | | Financial assets measured at cost, noncurrent | 8,000 | 76,640 | 6.67 | Note | None |

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

Fortune Venture Capital Corporation

| | | | | March 31, 2006 | | | | |
|---------------------|--|--------------|---|------------------------------------|-----------------------------|-----------------------|-----------------------------|----------------------|
| Type of | | | | Units (thousand)/ bonds/ shares | | Percentage of | Market value/ Net assets | Shares as collateral |
| securities Stock | Name of securities NCTU SPRING VENTURE CAPITAL CO., LTD. | Relationship | Financial statement account Financial assets measured at cost, noncurrent | (thousand) 2,000 | Book value \$ 13,600 | ownership (%) 6.28 | value Note | (thousand) None |
| Stock | SIMPAL ELECTRONICS CO., LTD. | | Financial assets measured at cost, noncurrent | 6,009 | 70,179 | 5.67 | Note | None |
| Stock | COSMOS TECHNOLOGY VENTURE CAPITAL INVESTMENT CORP. | | Financial assets measured at cost, noncurrent | 2,600 | 24,544 | 5.03 | Note | None |
| Stock | PARAWIN VENTURE CAPITAL CORP. | | Financial assets measured at cost, noncurrent | 5,000 | 41,900 | 5.00 | Note | None |
| Stock | INTEGRANT TECHNOLOGIES, INC. | | Financial assets measured at cost, noncurrent | 120 | 34,413 | 4.95 | Note | None |
| Stock | MEMOCOM CORP. | | Financial assets measured at cost, noncurrent | 2,450 | 16,391 | 4.90 | Note | None |
| Stock | BEYOND INNOVATION TECHNOLOGY CO., LTD. | | Financial assets measured at cost, noncurrent | 1,045 | 14,165 | 4.86 | Note | None |
| Stock | EE SOLUTIONS, INC. | | Financial assets measured at cost, noncurrent | 1,300 | 22,177 | 4.85 | Note | None |
| Stock | TRENDCHIP TECHNOLOGIES CORP. | | Financial assets measured at cost, noncurrent | 1,975 | 12,425 | 4.84 | Note | None |
| Stock | GIGA SOLUTION TECH. CO., LTD. | | Financial assets measured at cost, noncurrent | 6,000 | 35,220 | 4.74 | Note | None |
| Stock | PROSYS TECHNOLOGY INTEGRATION, INC. | | Financial assets measured at cost, noncurrent | 372 | 4,224 | 4.13 | Note | None |
| Stock | FORTUNE SEMICONDUCTOR CORP. | | Financial assets measured at cost, noncurrent | 1,356 | 24,931 | 4.04 | Note | None |
| Stock | CHIPSENCE CORP. | | Financial assets measured at cost, noncurrent | 2,500 | 11,325 | 4.00 | Note | None |
| Stock | WAVEPLUS TECHNOLOGY CO., LTD. | | Financial assets measured at cost, noncurrent | 1,200 | | 4.00 | Note | None |
| Stock | PRINTECH INTERNATIONAL INC. | | Financial assets measured at cost, noncurrent | 900 | 4,095 | 3.98 | Note | None |
| Stock | SUBTRON TECHNOLOGY CO., LTD. | | Financial assets measured at cost, noncurrent | 9,317 | 102,459 | 3.97 | Note | None |
| Stock | IBT VENTURE CO. | | Financial assets measured at cost, noncurrent | 7,614 | 76,142 | 3.81 | Note | None |

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

Fortune Venture Capital Corporation

TECHNOLOGY

CORP.

| | | | | March 31, 2006 Units (thousand)/ | | | | Shares as |
|-----------------------------|--|--------------|--|-------------------------------------|-----------------------------|-----------------------|--------------------------|--------------------|
| | | | | bonds/ shares | | Percentage of | Market value/ | collateral |
| Type of securities Stock | Name of securities ADVANCED CHIP | Relationship | Financial statement account Financial assets measured at | (thousand) | Book value \$ 24.419 | ownership (%) 3.56 | Net assets value Note | (thousand) None |
| Stock | ENGINEERING TECHNOLOGY INC. | | cost, noncurrent | 2,290 | \$ 24,419 | 3.30 | Note | None |
| Fund | IGLOBE PARTNERS FUND, L.P. | | Financial assets measured at cost, noncurrent | | 39,051 | 3.45 | N/A | None |
| Stock | ZYDAS TECHNOLOGY CORP. | | Financial assets measured at cost, noncurrent | 1,000 | 7,250 | 3.33 | Note | None |
| Stock | ANIMATION TECHNOLOGIES INC. | | Financial assets measured at cost, noncurrent | 1,480 | 22,200 | 3.16 | Note | None |
| Stock | SHENG-HUA VENTURE CAPITAL CORP. | | Financial assets measured at cost, noncurrent | 5,000 | 47,450 | 2.50 | Note | None |
| Stock | RALINK TECHNOLOGY CORP. | | Financial assets measured at cost, noncurrent | 1,105 | 16,100 | 1.84 | Note | None |
| Stock | TAIMIDE TECH., INC. | | Financial assets measured at cost, noncurrent | 1,500 | 16,095 | 1.83 | Note | None |
| Stock | HOLUX TECHNOLOGY INC. | | Financial assets measured at cost, noncurrent | 412 | 18,703 | 1.58 | Note | None |
| Fund | CRYSTAL INTERNET VENTURE FUND II | | Financial assets measured at cost, noncurrent | | 38,855 | 0.99 | N/A | None |
| Stock | ARCADIA DESIGN SYSTEMS(TAIWAN), INC. | | Financial assets measured at cost, noncurrent | 162 | 1,620 | 0.83 | Note | None |
| Stock-Preferred stock | AURORA SYSTEMS, INC. | | Financial assets measured at cost, noncurrent | 5,133 | 59,317 | | N/A | None |
| Stock-Preferred stock | ALPHA & OMEGA SEMICONDUCTOR, LTD. | | Financial assets measured at cost, noncurrent | 1,500 | 46,313 | | N/A | None |
| Stock | AVERLOGIC TECHNOLOGIES, INC. | | Available-for-sale financial assets, noncurrent | 1,051 | 19,767 | 3.76 | 19,767 | None |
| Stock | AIMTRON TECHNOLOGY, INC. | | Available-for-sale financial assets, noncurrent | 1,320 | 48,632 | 3.33 | 48,632 | None |
| Stock | RECHI PRECISION CO., LTD. | | Available-for-sale financial assets, noncurrent | 5,000 | 103,000 | 1.81 | 103,000 | None |
| Stock | CHIPBOND TECHNOLOGY CORP. | | Available-for-sale financial assets, noncurrent | 3,813 | 191,048 | 1.42 | 191,048 | None |
| Stock | EPITECH TECHNOLOGY | | Available-for-sale financial | 4,361 | 135,194 | 1.19 | 135,194 | None |

assets, noncurrent

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

Fortune Venture Capital Corporation

| | | | | TI 14 (4) | March 3 | 1, 2006 | | CI. |
|--------------------|-------------------------------------|--------------|---|--|------------|-------------------------------|---------------------------------|---------------------------------|
| Type of securities | Name of securities | Relationship | Financial statement account | Units (thousand)/ bonds/ shares (thousand) | Book value | Percentage of ownership (%Net | Market value/ assets valu | Shares as collateral (thousand) |
| Stock | AVERMEDIA TECHNOLOGIES, INC. | | Available-for-sale financial assets, noncurrent | 1,210 | \$ 55,660 | 0.73 \$ | 55,660 | None |
| Stock | TRIDENT MICROSYSTEMS, INC. | | Available-for-sale financial assets, noncurrent | 255 | 240,187 | 0.47 | 240,187 | None |
| Stock | SIRF TECHNOLOGY HOLDINGS, INC. | | Available-for-sale financial assets, noncurrent | 181 | 207,429 | 0.36 | 207,429 | None |
| Stock | TOPOINT TECHNOLOGY CO., LTD. | | Available-for-sale financial assets, noncurrent | 100 | 5,900 | 0.18 | 5,900 | None |
| Stock | UNITED MICROELECTRONICS CORPORATION | Investor | Available-for-sale financial assets, noncurrent | 21,847 | 447,851 | 0.11 | 447,851 | None |
| Convertible bonds | ALPHA NETWORKS INC. | | Financial assets held for trading, current | 300 | 32,850 | | 32,850 | None |
| Convertible bonds | TOPOINT TECHNOLOGY CO., LTD. | | Financial assets held for trading, current | 380 | 41,458 | | 41,458 | None |

TLC Capital Co., Ltd.

| The Capital Co | <u>., Litti</u> | | | | March 3 | 1, 2006 | Market | |
|--------------------|---|------------------|---|---|---------------|----------------------------|-------------------------------|---------------------------------|
| Type of securities | Name of securities | Relationship | Financial statement account | Units(thousand)/ bonds/ shares (thousand) | Book value | Percentage of ownership(%) | value/ Net assets value | Shares as collateral (thousand) |
| Stock | HIGHLINK TECHNOLOGY CORP. | Investee company | Long-term investments accounted for under the equity method | 21,760 | \$ 205,398 | 14.50 | \$ 210,182 | None |
| Stock | SERCOMM CORP. | | Available-for-sale financial assets, noncurrent | 7,944 | 200,189 | 6.55 | 200,189 | None |
| Stock | RECHI PRECISION CO., LTD. | | Available-for-sale financial assets, noncurrent | 16,664 | 343,278 | 6.04 | 343,278 | None |
| Stock | TOPOINT TECHNOLOGY CO., LTD. | | Available-for-sale financial assets, noncurrent | 2,340 | 138,060 | 4.10 | 138,060 | None |
| Stock | HORIZON SECURITIES CO., LTD. | | Available-for-sale financial assets, noncurrent | 16,858 | 96,934 | 3.92 | 96,934 | None |
| Stock | TECO ELECTRIC & MACHINERY CO., LTD. | | Available-for-sale financial assets, noncurrent | 3,350 | 33,500 | 0.17 | 33,500 | None |
| Stock | CHINA DEVELOPMENT FINANCIAL HOLDING CORP. | | Available-for-sale financial assets, noncurrent | 6,825 | 81,900 | 0.06 | 81,900 | None |

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

TLC Capital Co., Ltd.

| | | | | | March 3 | 1, 2006 | | |
|--------------------|------------------------------------|--------------|--|---|---------------|----------------------------|---|---------------------------------|
| Type of securities | Name of securities | Relationship | Financial statement account | Units(thousand)/ bonds/ shares (thousand) | Book value | Percentage of ownership(%) | Market value/ let assets value | Shares as collateral (thousand) |
| Convertible bonds | EPITECH TECHNOLOGY CORP. | | Financial assets held for trading, current | 2,500 5 | \$ 270,000 | | \$ 270,000 | None |
| Convertible bonds | TOPOINT TECHNOLOGY CO., LTD. | | Financial assets held for trading, current | 380 | 41,458 | | 41,458 | None |

Unitruth Investment Corporation

| | | | | March 31, 2006 | | | | |
|--------------------|------------------------------------|------------------|---|--|------------|--------------------------------|---------------------------------|---------------------------------|
| Type of securities | Name of securities | Relationship | Financial statement account | Units (thousand)/ bonds/ shares (thousand) | Book value | Percentage of ownership (% Net | Market value/ assets valu | Shares as collateral (thousand) |
| Stock | WALTOP INTERNATIONAL CORP. | Investee company | Long-term investments accounted for under the equity method | 2,000 | \$ 30,000 | 10.00 \$ | 12,996 | None |
| Stock | CRYSTAL MEDIA INC. | Investee company | Long-term investments accounted for under the equity method | 800 | 2,837 | 8.97 | 2,837 | None |
| Stock | SMEDIA TECHNOLOGY CORP. | Investee company | Long-term investments accounted for under the equity method | 2,570 | 18,876 | 8.46 | 12,007 | None |
| Stock | CHIP ADVANCED TECHNOLOGY INC. | Investee company | Long-term investments accounted for under the equity method | 1,386 | 6,537 | 7.56 | 6,537 | None |
| Stock | UCA TECHNOLOGY INC. | Investee company | Long-term investments accounted for under the equity method | 1,585 | 11,870 | 6.10 | 8,651 | None |
| Stock | USBEST TECHNOLOGY INC. | Investee company | Long-term investments accounted for under the equity method | 1,000 | 11,595 | 5.88 | 11,595 | None |
| Stock | STAR SEMICONDUCTOR CORP. | Investee company | Long-term investments accounted for under the equity method | 1,300 | 2,865 | 5.49 | 2,865 | None |
| Stock | U-MEDIA COMMUNICATIONS, INC. | Investee company | Long-term investments accounted for under the equity | 1,250 | 6,234 | 5.25 | 6,234 | None |

| | | | method | | | | | |
|-------|---------------------------|------------------|---|-------|-------|------|-------|------|
| Stock | MOBILE DEVICES INC. | Investee company | Long-term investments accounted for under the equity method | 1,250 | 7,667 | 5.15 | 7,667 | None |
| Stock | UWAVE TECHNOLOGY CORP. | Investee company | Long-term investments accounted for under the equity method | 1,000 | 5,134 | 4.35 | 5,134 | None |
| Stock | AFA TECHNOLOGY, INC. | Investee company | Long-term investments accounted for under the equity method | 1,000 | 6,016 | 3.70 | 6,016 | None |

TECHNOLOGY CO.,

LTD.

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

Unitruth Investment Corporation

| | | | | March 31, 2006 | | | | |
|--------------------|--|---------------------------------|---|------------------------------------|------------|------------------------------------|------------|-----------|
| | Name of | | | Units (thousand)/ bonds/ shares | | Dorgontogo oM | ankat valu | Shares as |
| Type of securities | securities | Relationship | Financial statement account | | Rook value | Percentage of M eownership (%)e | | |
| Stock | XGI TECHNOLOGY INC. | Investee of UMC and Unitruth | Long-term investments accounted for under the equity method | | \$ 14,360 | | \$ 14,360 | None |
| Stock | AMOD TECHNOLOGY CO., LTD. | | Financial assets measured at cost, noncurrent | 460 | 3,220 | 9.20 | Note | None |
| Stock | VASTVIEW TECHNOLOGY INC. | | Financial assets measured at cost, noncurrent | 1,748 | 25,850 | 6.03 | Note | None |
| Stock | ADVANCE MATERIALS CORP. | | Financial assets measured at cost, noncurrent | 5,420 | 62,427 | 5.71 | Note | None |
| Stock | EVERGLORY RESOURCE TECHNOLOGY CO., LTD. | | Financial assets measured at cost, noncurrent | 1,200 | 10,500 | 4.91 | Note | None |
| Stock | CHINGIS TECHNOLOGY CORP. | | Financial assets measured at cost, noncurrent | 2,189 | 31,218 | 4.88 | Note | None |
| Stock | EE SOLUTIONS, INC. | | Financial assets measured at cost, noncurrent | 1,300 | 14,755 | 4.85 | Note | None |
| Stock | JMICRON TECHNOLOGY CORP. | | Financial assets measured at cost, noncurrent | 1,340 | 8,844 | 4.79 | Note | None |
| Stock | LIGHTUNING TECH. INC. | | Financial assets measured at cost, noncurrent | 600 | 2,382 | 4.76 | Note | None |
| Stock | TRENDCHIP TECHNOLOGIES CORP. | | Financial assets measured at cost, noncurrent | 1,800 | 11,322 | 4.41 | Note | None |
| Stock | MEMOCOM CORP. | | Financial assets measured at cost, noncurrent | 2,005 | 13,416 | 4.01 | Note | None |
| Stock | PRINTECH INTERNATIONAL INC. | | Financial assets measured at cost, noncurrent | 900 | 4,095 | 3.98 | Note | None |
| Stock | FORTUNE SEMICONDUCTOR CORP. | | Financial assets measured at cost, noncurrent | 1,226 | 17,747 | 3.66 | Note | None |
| Stock | ACTI CORP. | | Financial assets measured at cost, noncurrent | 740 | 11,100 | 2.98 | Note | None |
| Stock | GIGA SOLUTION TECH. CO., LTD. | | Financial assets measured at cost, noncurrent | 2,750 | Í | 2.17 | Note | None |
| Stock | CHIPSENCE CORP. | | Financial assets measured at cost, noncurrent | 1,300 | 5,889 | 2.08 | Note | None |
| Stock | RALINK TECHNOLOGY CORP. | | Financial assets measured at cost, noncurrent | 1,000 | 14,570 | 1.67 | Note | None |
| Convertible bonds | TOPOINT | | Financial assets held for | 380 | 41,458 | | 41,458 | None |

trading, current

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

UMC Capital Corporation

| | | | | March 31, 2006 | | | | |
|-----------------------|---------------------------------------|------------------|--|--|---------------|---|-----------|--|
| Type of securities | Name of securities | Relationship | Financial statement account | Units (thousand)/ bonds/ shares (thousand) | Book value | Percentage of Market valu ownership (% Net assets va | | |
| Stock | UMC CAPITAL (USA) | | | | USD 303 | 100.00 USD 30. | | |
| Stock | ECP VITA LTD. | Investee company | Long-term investments accounted for under the equity method | 1,000 | USD 1,327 | 100.00 USD 1,32° | 7 None | |
| Fund | UC FUND II | Investee company | Long-term investments accounted for under the equity method | 5,000 | USD 4,135 | 35.45 USD 4,13: | 5 None | |
| Stock | PARADE TECHNOLOGIES, LTD. | Investee company | Long-term investments accounted for under the equity method | 3,125 | USD 2,418 | 24.41 USD 1,51: | 5 None | |
| Stock | PATENTOP, LTD. | | Financial assets measured at cost, noncurrent | 720 | USD 38 | 18.00 N/A | A None | |
| Stock-Preferred stock | MAXXAN SYSTEMS, INC. | | Financial assets measured at cost, noncurrent | 2,317 | USD 1,237 | N/# | None None | |
| Stock-Preferred stock | AICENT, INC. | | Financial assets measured at cost, noncurrent | 2,000 | USD 1,000 | N/± | A None | |
| Stock-Preferred stock | SPREADTRUM COMMUNICATIONS, INC. | | Financial assets measured at cost, noncurrent | 1,581 | USD 1,250 | N/A | None None | |
| Stock-Preferred stock | SILICON 7, INC. | | Financial assets measured at cost, noncurrent | 1,203 | USD 4,000 | N/± | A None | |
| Stock-Preferred stock | MAGNACHIP SEMICONDUCTOR LLC | | Financial assets measured at cost, noncurrent | 31 | USD 1,094 | N/ <i>i</i> | A None | |

| Stock-Preferred stock | GCT SEMICONDUCTOR, INC. | Financial assets measured at cost, noncurrent | 1,571 USD 1,000 | N/A | None |
|-----------------------|-----------------------------------|---|------------------|-----|------|
| Stock-Preferred stock | INTELLON CORP. | Financial assets measured at cost, noncurrent | 4,576 USD 3,500 | N/A | None |
| Stock-Preferred stock | FORTEMEDIA, INC. | Financial assets measured at cost, noncurrent | 10,066 USD 4,053 | N/A | None |
| Stock-Preferred stock | ZYLOGIC SEMICONDUCTOR CORP. | Financial assets measured at cost, noncurrent | 750 USD 500 | N/A | None |
| Stock-Preferred stock | MAXLINEAR, INC. | Financial assets measured at cost, noncurrent | 1,474 USD 2,580 | N/A | None |
| Stock-Preferred stock | SMART VANGUARD LIMITED | Financial assets measured at cost, noncurrent | 5,750 USD 6,500 | N/A | None |
| Stock-Preferred stock | WISAIR, INC. | Financial assets measured at cost, noncurrent | 153 USD 1,596 | N/A | None |
| Stock-Preferred stock | AMALFI SEMICONDUCTOR, INC. | Financial assets measured at cost, noncurrent | 1,471 USD 1,500 | N/A | None |

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

UMC Capital Corporation

March 31, 2006

Units

| Type of securities | Name of securities | Relationship | Financial statement account | (thousand)/ bonds/ shares (thousand) | Book | value | Percentage of ownership (%) | Market value/ Net assets value | Shares as collateral (thousand) |
|-----------------------|---|--------------|---|---|------|-------|-----------------------------|--|---------------------------------|
| Stock-Preferred stock | | | Financial assets measured at cost, noncurrent | 550 | USD | | • | N/A | None |
| Stock-Preferred stock | DIBCOM, INC. | | Financial assets measured at cost, noncurrent | 10 | USD | 1,186 | | N/A | None |
| Stock-Preferred stock | EAST VISION TECHNOLOGY LTD. | | Financial assets measured at cost, noncurrent | 2,770 | USD | 4,820 | | N/A | None |
| Stock-Preferred stock | ALPHA & OMEGA SEMICONDUCTOR, LTD. | | Financial assets measured at cost, noncurrent | 1,500 | USD | 3,375 | | N/A | None |
| Stock-Preferred stock | AURORA SYSTEMS, INC. | | Financial assets measured at cost, noncurrent | 550 | USD | 242 | | N/A | None |
| Stock-Preferred stock | VERIPRECISE TECHNOLOGY, INC. | | Financial assets measured at cost, noncurrent | 2,250 | USD | 2,250 | | N/A | None |
| Stock-Preferred stock | PACTRUST COMMUNICATION, INC. | | Financial assets measured at cost, noncurrent | 2,850 | USD | 2,850 | | N/A | None |
| Fund | TAIWAN ASIA PACIFIC VENTURE FUND | | Financial assets measured at cost, noncurrent | 66 | USD | 159 | | N/A | None |
| Fund | VENGLOBAL CAPITAL FUND III, L.P. | | Financial assets measured at cost, noncurrent | 1,000 | USD | 712 | | N/A | None |

United Microdisplay Optronics Corporation

| | | | | | M | arch | 31, 2006 | | |
|--------------------|-------------------------|-------------------------------|---|--|--------|-------|---------------|-----------------------------------|------------|
| | | | Financial statement | Units (thousand)/ bonds/ shares | | | Percentage of | Market value/ Net assets | Shares as |
| Type of securities | Name of securities | Relationship | account | (thousand) | Book v | alue | ownership (%) | value | (thousand) |
| Stock | THINTEK OPTRONICS CORP. | Investee of UMC and UMO | Long-term investments accounted for under the equity method | 9,999 | \$ 22 | 2,090 | 33.33 | \$ 22,090 | None |

Note: The net assets values for unlisted investees classified as Financial assets measured at cost, noncurrent were not available as of March 31, 2006.

ATTACHMENT 4 (Individual securities acquired or disposed of with accumulated amount exceeding the lower of NT\$100 million or 20 percent of the capital stock for the three-month period ended March 31, 2006)

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

| | | | | Beginning Units | g balance | Addit Units | ion | Units | Disp | osal | | |
|-----------------|---|--------------------------------------|--------------|---|-------------------------|---|---------------------|---|------------------------|------------------|---|----|
| the es | Financial statement account | Counter-party | Relationship | (thousand)/ bonds/ shares (thousand) | Amount (Note1) | (thousand)/ bonds/ shares (thousand) | Amount | (thousand)/ bonds/ shares (thousand) | Amount | Cost (Note 2) | Gain (Loss) from disposal (Note 3) | (t |
| .N NICS | Financial assets held for trading, current | Open market | | 800 | \$ 340,912 | | \$ | 800 | \$ 309,884 (Note 4) | \$ 271,600 | \$ 38,284 | |
| 'ARE N ES | Financial assets held for trading, current | Open market | | 8,000 | 310,099 | | | 8,000 | 291,714 (Note 4) | 270,120 | 21,594 | |
| NICS | Financial assets held for trading, current | Open market | | 10,000 | 402,375 | | | 10,000 | 434,127 (Note 4) | 322,200 | 111,927 | |
| INC. | Financial assets held for trading, current | Open market | | 4,500 | 144,191 | | | 4,500 | 144,342 (Note 5) | 152,778 | (8,436) | |
| | Financial assets held for trading, current | Open market | | 37,872 | 565,344 | | | 37,872 | 581,041 | 456,571 | 124,470 | |
| 'ARE N ES | Financial assets held for trading, current | Open market | | 3,700 | 170,385 | 6,832 | 291,714 (Note 4) | | | | | |
| NICS | Financial assets held for trading, current | Open market | | | | 14,791 | 434,127 (Note 4) | | | | | |
| K | Available-for-sale financial assets, noncurrent | Open market | | 53,916 | 20,865,597 | | | 1,500 | 582,837 | 17,067 | 564,668 (Note 6) | |
| .N NICS | Available-for-sale financial assets, noncurrent | Open market | | 23,040 | 828,272 | 9,653 | 309,884 (Note 4) | | | | | |
| OGY | Available-for-sale financial assets, noncurrent | Open market | | 23,729 | 716,630 | 13,492 | 296,823 | | | | | |
| EH ENT | Long-term investments accounted for under the equity method | HSIEH YONG CAPITAL CO.,LTD. | | 92,124 | (3,169,837) (Note 7) | | | 58,500 | 6,521,580 | 4,896,871 | 13,152,475 (Note 8) | |

ATTACHMENT 4 (Individual securities acquired or disposed of with accumulated amount exceeding the lower of NT\$100 million or 20 percent of the capital stock for the three-month period ended March 31, 2006)

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

| Name of the securities | Financial statement account | Counter-party | Relationship | Units (thousand)/ bonds/ shares (thousand) | Amount (Note1) | Addit Units (thousand)/ bonds/ shares (thousand) | | Units (thousand)/ bonds/ shares (thousand) | Amount | Cost (Note 2) | Gain (Loss) from disposal (Note 3) | Ending I Units (thousand)/ bonds/ shares (thousand) |
|------------------------------------|--|--|--------------|--|-------------------|---|---------|--|--------------|------------------|--|--|
| OPPAN PHOTOMASKS TAIWAN LTD. | accounted for under the equity | TAIWAN TOPPAN PHOTOMASKS GLOBAL INVESTMENT CO.,LTD. | | 106,621 | \$ 1,063,671 | | \$ | 106,621 | \$ 1,279,449 | \$ 1,063,671 | \$ 197,633 (Note 9) | |
| HGHLINK ECHNOLOGY ORP. | Long-term investments accounted for under the equity method | Proceeds from new issues | | | | 28,500 | 285,000 | | | | | 28,500 |

- Note 1: The amounts of beginning and ending balances of financial assets held for trading and available for sale are recorded at the prevailing market prices.
- Note 2: The disposal cost represents historical cost.
- Note 3: Gain/Loss from disposal includes realized exchange gain/loss to which the R.O.C. SFAS No. 34 is applied.
- Note 4: Exercise of conversion rights of the Company s convertible bond classified as Financial asset held for trading on the balance sheet.
- Note 5: Exercise of call back rights of the Company's convertible bond classified as Financial asset held for trading on the balance sheet.
- Note 6: The gain/loss on disposal of investment includes adjustments to long-term investment capital reserve of NT\$(1,102) thousand.
- Note 7: The beginning balance of NT\$(3,169,837) is computed by deducting the Company s stock held by Hsun Chieh (therefore accounted for as treasury stock) of NT\$20,137,403 thousand from the Company s long-term investment beginning balance in Hsun Chieh of NT\$16,967,566 thousand.
- Note 8: The gain/loss on disposal includes long-term investment capital reserve adjustments of NT\$14,149,139 thousand, cumulative translation adjustments of NT\$(8,173) thousand, unrealized loss of available for sale NT\$(2,620,135) thousand, and long-term investment loss of NT\$6,935 thousand.
- Note 9: The gain/loss on disposal includes long-term investment capital reserve adjustments of NT\$(28,612) thousand, and long-term investment loss of NT\$10,467 thousand.
- Note 10: The ending balance includes long-term investment loss of NT\$1,937 thousand.

ATTACHMENT 4 (Individual securities acquired or disposed of with accumulated amount exceeding the lower of NT\$100 million or 20 percent of the capital stock for the three-month period ended March 31, 2006)

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

Fortune Venture Capital Corporation

| - 100 | Financial statement | | | Beginning Units (thousand)/ bonds/ shares | , | Addit Units (thousand)/ bonds/ shares | | Units (thousand)/ bonds/ shares | | | (Loss) from | Ending by Units (thousand)/ bonds/ shares |
|-------------|---------------------------------------|----------------------|--------------|---|--------------|---|---------|--|------------|------------|----------------|---|
| securities | account | party | Relationship | (thousand) | Amount | (thousand) | Amount | (thousand) | Amount | Cost | disposal | (thousand) |
| ULI | Long-term | NVIDIA | | 12,655 | \$ \$252,307 | | \$ | 12,655 | \$ 240,451 | \$ 252,307 | \$ (11,607) | |
| ELECTRONICS | investments | BVI | | | | | | | | | (Note 1) | |
| INC. | accounted for under | HOLDINGS | | | | | | | | | (11010-1) | |
| | the equity method | LTD. | | | | | | | | | | |
| | 8 8 | Proceeds from new | Subsidiary | 40,000 | 366,683 | 10,000 | 100,000 | | | | | 50,000 |
| | accounted for under the equity method | issues | | | | | | | | | | |

Note 1: The loss on disposal of investment includes cumulative translation adjustments of NT\$249 thousand.

TLC CAPITAL CO., LTD.

| | | | | | Beginning Units (thousand)/ | balance | Addit Units (thousand)/ | ion | Disp Units (thousand)/ | posa | 1 | , | Ending b Units thousand)/ | alance |
|--------------------|--------------------------------|--|-------------------|--------------|-----------------------------------|---------------|--------------------------------|------------|---------------------------------|------|-------|---------------------------|---------------------------------|---------------|
| Type of securities | Name of the securities | Financial statement account | Counter- party | Relationship | bonds/ shares (thousand) | Amount (Note) | bonds/ shares (thousand) | Amount | bonds/ shares (thousand)A | mou | ıQtoe | (Loss) from Hsposal | bonds/ shares (thousand) | Amount (Note) |
| Stock | SERCOMM CORP. | Available- for-sale financial assets, noncurrent | Open market | _ | 2,867 | \$ 75,499 | 5,077 | \$ 126,954 | | \$ | \$ | \$ | 7,944 | \$ 200,189 |
| Convertible bonds | EPITECH TECHNOLOGY CORP. | Financial assets held for trading, current | Open market | | | | 2,500 | 250,000 | | | | | 2,500 | 270,000 |

Note: The amounts of beginning and ending balances of financial assets held for trading and available for sale are recorded at the prevailing market prices.

Note 2: The ending balance includes long-term investment loss of NT\$(12,028) thousand, capital reserve adjustments of NT\$6,529 thousand due to disproportionate changes in shareholding, cumulative translation adjustments of NT\$(164) thousand, and retained earning adjustments of NT\$352 thousand.

ATTACHMENT 5 (Acquisition of individual real estate with amount exceeding the lower of NT\$100 million or 20 percent of the capital stock for the three-month period ended March 31, 2006)

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

United Microelectronics Corporation

Where counter-party is a related party, details of prior transactions

Relationship between Date of former

acquisition Former holder and and status Name of Transaction Transaction Payment Counterholder of acquirer of Date of Transaction **Price** of Other properties Relationship property utilization commitments date amount status property transaction amount reference None

ATTACHMENT 6 (Disposal of individual real estate with amount exceeding the lower of NT\$100 million or 20 percent of the capital stock for the three-month period ended March 31, 2006)

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

| | | | | | | Gain | | | | | |
|------------|-------------|-------------|-------|-------------|------------|----------|----------|--------------|----------|-----------|-------------|
| | | Date of | | | Status of | (Loss) | | | Reason | | |
| Names of | Transaction | original | Book | Transaction | proceeds | from | Counter- | | of | Price | Other |
| properties | date | acquisition | value | amount | collection | disposal | party | Relationship | disposal | reference | commitments |
| None | | | | | | | | | | | |

ATTACHMENT 7 (Related party transactions for purchases and sales amounts exceeding the lower of NT\$100 million or 20 percent of capital stock for the three-month period ended March 31, 2006)

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

United Microelectronics Corporation

| İ | | | | | Det | tails of non-a | arm s l | eng | gth | |
|------------------------------|------------------------|-------------------|------------------|-----------------------|-------------------|----------------|---------|-----|---------------|----------------------|
| Ì | | | Tr | ransactions | | transact | tion | 7 | Notes & accor | unts receivable (pay |
| I | | | | Percentage of total | | | | | | Percentage of tota |
| party | Relationship | Purchases (Sales) | Amount | purchases (sales) (%) | Term | Unit price | Term | | Balance | receivables (%) |
| ROUP (USA) | Investee company | Sales | \$ 11,147,820 | 45.72 | Net 60 Days | N/A | N/A | \$ | 4,058,564 | 31.8 |
| D ELECTRONICS PE) B.V. | Investee company | Sales | 1,866,321 | 7.65 | Net 60 Days | N/A | N/A | | 1,176,648 | 9.2 |
| N RATED MS CORP. | The Company s director | r Sales | 1,239,776 | 5.08 | Month-end 45 Days | N/A | N/A | | 785,834 | 6.1 |
| APAN | Investee company | Sales | 545,735 | 2.24 | Net 60 Days | N/A | N/A | | 364,472 | 2.8 |
| K ONDUCTOR | Investee company | Sales | 185,013 | 0.76 | Month-end 60 Days | N/A | N/A | | 141,847 | 1.1 |

Group (USA)

| | | | s for nor | n-arm s | | | | |
|------------------|-------------------|-------------|---------------------------------------|---|---|--|--|--|
| | | | | | lengt | h | | |
| | | Tr | ansactions | | transac | tion | Notes & accor | unts receivable (pay |
| | | | Percentage of total | | | | | Percentage of tota |
| Relationship | Purchases (Sales) | Amount | purchases (sales) (%) | Term | Unit price | Term | Balance | receivables (%) |
| Investor company | Purchases | USD 343,880 | 100.00 | Net 60 Days | N/A | N/A | USD 125,168 | 100.0 |
| | | | | | | | | |
| | | | | | | | | |
| | | | Relationship Purchases (Sales) Amount | Relationship Purchases (Sales) Amount purchases (sales) (%) | Transactions Percentage of total Relationship Purchases (Sales) Amount purchases (sales) (%) Term | lengt Transactions Percentage of total Relationship Purchases (Sales) Amount purchases (sales) (%) Term Unit price | length transactions transaction Percentage of total Relationship Purchases (Sales) Amount purchases (sales) (%) Term Unit price Term | Transactions transaction Notes & acco Percentage of total Relationship Purchases (Sales) Amount purchases (sales) (%) Term Unit price Term Balance |

ATTACHMENT 7 (Related party transactions for purchases and sales amounts exceeding the lower of NT\$100 million or 20 percent of capital stock for the three-month period ended March 31, 2006)

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

United Microelectronics (Europe) B. V.

Transaction details for non-

| | | | Ti | ransactions | | arm s transa | length action | Notes & accou | ınts receivable (pay | able) |
|------------------|------------------|-----------|------------|-----------------------|-------------|-----------------|------------------|---------------|----------------------|-------|
| | | Purchases | | Percentage of total | | Unit | | | Percentage of total | |
| Related party | Relationship | (Sales) | Amount | purchases (sales) (%) | Term | price | Term | Balance | receivables (%) | Note |
| UNITED | Investor company | Purchases | USD 57,932 | 100.00 | Net 60 Days | N/A | N/A | USD 36,328 | 100.00 | |
| MICROELECTRONICS | | | | | | | | | | |
| CORPORATION | | | | | | | | | | |

UMC Japan

| | | | | | | Trans | action | | | |
|------------------|------------------|-----------|---------------|-----------------------|-------------|--------|----------|---------------|----------------------|-------|
| | | | | | | detai | ls for | | | |
| | | | | | | no | n- | | | |
| | | | | | | arm s | s length | | | |
| | | | T | ransactions | | transa | action | Notes & acco | unts receivable (pay | able) |
| | | Purchases | | Percentage of total | | Unit | | | Percentage of total | l |
| Related party | Relationship | (Sales) | Amount | purchases (sales) (%) | Term | price | Term | Balance | receivables (%) | Note |
| UNITED | Investor company | Purchases | JPY 1,932,877 | 47.19 | Net 60 Days | N/A | N/A | JPY 1,314,313 | 21.02 | 2 |
| MICROELECTRONICS | | | | | | | | | | |
| CORPORATION | | | | | | | | | | |

ATTACHMENT 8 (Receivables from related parties with amounts exceeding the lower of NT\$100 million or 20 percent of capital stock as of March 31, 2006)

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

| | | | Ending b | alance | | | Overd | lue receivables | Amount received | | |
|---|------------------------|---------------------|---------------------|--------|--------------|-----------------------|----------|----------------------|---|-------------------------------|--|
| Related party | Relationship | Notes receivable | Accounts receivable | | es Total | Turnover rate (times) | Amount | Collection status | in subsequen t ll perio d out | lowance for otful accounts | |
| UMC GROUP (USA) | Investee company | \$ | \$ 4,058,564 | \$ 30 | \$ 4,058,594 | 10.35 | \$ 1,090 | Credit Collecting | \$ 1,361,066 | \$ 44,297 | |
| UNITED MICROELECTRONICS (EUROPE) B.V. | Investee company | | 1,176,648 | 23 | 1,176,671 | 8.67 | 3,267 | Credit Collecting | | 16,709 | |
| SILICON INTEGRATED SYSTEMS CORP. | The Company s directed | or | 785,834 | 689 | 786,523 | 4.91 | 71,834 | Credit Collecting | | 8,514 | |
| UMC JAPAN | Investee company | | 364,472 | 800 | 365,272 | 6.25 | | | | 6,862 | |
| HOLTEK SEMICONDUCTOR INC | Investee company | 67,720 | 74,127 | | 141,847 | 5.69 | | | 60,659 | 741 | |

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

| | | | sses | | | Investment as of March 31, 2000 Percentage Number of of shares ownership | | | Net income (loss) of | Investment | | |
|---|---------------------------------|--|------|------------|--------|---|----------------------|------------------|----------------------|------------|-----------------------------|-------|
| Investee company | Address | Main businesses and products | Endi | nσ halance | Reginr | ning halance | shares (thousand) | ownership (%) | Rook value | | income (loss) recognized | , |
| UMC GROUP (USA) | Sunnyvale, California, USA | IC Sales | USD | 16,438 | | 16,438 | 16,438 | ` ' | \$ 780,741 | | | 11010 |
| UNITED MICROELECTRONICS (EUROPE) B.V. | The Netherlands | IC Sales | USD | 5,421 | USD | 5,421 | 9 | 100.00 | 274,361 | (274) | (274) | |
| UMC CAPITAL CORP. | Cayman, Cayman Islands | Investment holding | USD | 74,000 | USD | 74,000 | 74,000 | 100.00 | 2,087,983 | 60,893 | 60,893 | |
| UNITED MICROELECTRONICS CORP. (SAMOA) | Apia, Samoa | Investment holding | USD | 1,000 | USD | 1,000 | 1,000 | 100.00 | 13,489 | (520) | (520) | |
| UMCI LTD. | Singapore | Sales and manufacturing of integrated circuits | USD | 839,880 | USD | 839,880 | 880,006 | 100.00 | 9,619 | 254 | 254 | Note |
| TLC CAPITAL CO., LTD. | Taipei, Taiwan | Consulting and planning for investment in new business | | 3,000,000 | | 3,000,000 | 300,000 | 100.00 | 2,947,999 | 24,262 | 24,262 | |
| FORTUNE VENTURE CAPITAL CORP. | Taipei, Taiwan | Consulting and planning for investment in new business | | 4,999,940 | | 4,999,940 | 499,994 | 99.99 | 4,777,043 | (63,905) | (63,904) | |
| UNITED MICRODISPLAY OPTRONICS CORP. | Hsinchu Science Park, Taiwan | Sales and manufacturing of LCOS | | 1,008,078 | | 1,008,078 | 60,701 | 86.72 | 285,275 | (51,725) | (44,854) | |
| PACIFIC VENTURE CAPITAL CO., LTD. | Taipei, Taiwan | Consulting and planning for investment in new business | | 300,000 | | 300,000 | 30,000 | 49.99 | 298,422 | 4,381 | 2,191 | |
| UMC JAPAN | Chiba, Japan | Sales and manufacturing of integrated circuits | JPY | 20,537,634 | JPY | 20,537,634 | 484 | 48.95 | 5,969,510 | (584,778) | (286,238) | |
| UNITECH CAPITAL INC. | British Virgin Islands | Investment holding | USD | 21,000 | USD | 21,000 | 21,000 | 42.00 | 673,981 | 45,014 | 18,906 | |
| HSUN CHIEH INVESTMENT CO., LTD. | Taipei, Taiwan | Investment holding | | 336,241 | | 921,241 | 33,624 | 36.49 | 4,485,473 | (32,775) | (18,939) | |
| THINKTEK OPTRONICS CORP. | Hsinchu, Taiwan | LCOS design, production and sales | | 83,451 | | 35,650 | 8,345 | 27.82 | 32,470 | (26,520) | (7,377) | |
| HOLTEK SEMICONDUCTOR INC. | Hsinchu Science Park, Taiwan | IC design and production | | 357,628 | | 357,628 | 51,428 | 24.81 | 879,126 | 237,994 | 59,056 | |
| ITE TECH INC. | Hsinchu Science Park, Taiwan | Sales and manufacturing of integrated circuits | | 186,898 | | 186,898 | 24,229 | 22.07 | 345,242 | 48,178 | 10,823 | |

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

United Microelectronics Corporation

| | | | Initial Inv | Investmen | t as of March | 31, 2006 | NI-4 | | | |
|-------------------------------------|---------------------------------|--|-----------------------|--------------|-----------------------------------|--------------------------------------|---------------|---|--|--|
| Investee company | Address | Main businesses and products | Ending bal heg | inning balar | Number of shares (thousand) | Percentage of ownership (%) | Book value | Net income (loss) of investee company | Investment income (loss) recognized | |
| UNIMICRON TECHNOLOGY CORP. | Taoyuan, Taiwan | PCB production | 2,592,013 | 2,592,013 | 196,472 | 20.40 | 4,282,188 | 1,148,034 | 234,424 | |
| HIGHLINK TECHNOLOGY CORP. | Miao-Li County, Taiwan | Sales and manufacturin of electronic parts | 285,000 | | 28,500 | 18.99 | 283,063 | (15,299) | (1,937) | |
| XGI TECHNOLOGY INC. | Hsinchu, Taiwan | Cartography chip desig and production | n 248,795 | 248,795 | 24,879 | 16.51 | 71,704 | (65,447) | (10,813) | |
| AMIC TECHNOLOGY CORP. | Hsinchu Science Park, Taiwan | IC design, production and sales | 135,000 | 135,000 | 16,200 | 11.86 | 58,166 | (60,001) | (2,353) | |
| TOPPAN PHOTOMASKS TAIWAN LTD. | Hsinchu Science Park, Taiwan | Manufacturing of photomasks | | 773,795 | | | | (35,855) | (10,467) | |

Note: Based on the resolution of the board of directors meeting on August 26, 2004, the businesses, operations and assets of UMCi Ltd. were transferred to the Branch as of April 1, 2005.

Fortune Venture Capital Corporation

| | | | Initial In | vestment | Investment Number of | nt as of March : Percentage of | Net income (loss) of | Investment income | | |
|----------------------------------|--------------------------|--|-------------------|-------------------|----------------------|--------------------------------------|-------------------------|---------------------|-------------------|------|
| Investee company | Address | Main businesses and products | Ending balance | Beginning balance | shares (thousand) | ownership (%) | Book value | investee company | (loss) recognized | Note |
| UNITRUTH INVESTMENT CORP. | Taipei, Taiwan | Investment holding | \$ 500,000 | \$ 400,000 | 50,000 | 100.00 \$ | 461,372 | \$ (12,028) | \$ (12,028) | |
| UWAVE TECHNOLOGY CORP. | Hsinchu, Taiwan | RF IC Design | 85,471 | 85,471 | 10,187 | 44.29 | 56,945 | (26,372) | (11,680) | |
| UCA TECHNOLOGY INC. | Taipei County, Taiwan | Design of MP3 player chip | 99,311 | 49,311 | 11,285 | 43.40 | 70,979 | (14,088) | (5,732) | |
| NEXPOWER TECHNOLOGY CORP. | Hsinchu, Taiwan | Sales and manufacturing of solar power batteries | 8,000 | 8,000 | 800 | 40.00 | 7,421 | (1,400) | (560) | |
| AEVOE INC. | Taipei, Taiwan | Design of VOIP Telephone | 15,000 | 15,000 | 1,500 | 39.47 | 7,165 | 1,244 | 491 | |
| WALTOP INTERNATIONAL CORP. | Hsinchu, Taiwan | Tablet PC module, Pen LCD Monitor/module | 90,000 | | 6,000 | 30.00 | 90,000 | (7,160) | | |
| SMEDIA TECHNOLOGY CORP. | Hsinchu, Taiwan | Multimedia association processor | 93,478 | 90,240 | 9,045 | 29.79 | 43,828 | (36,188) | (10,759) | |

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

Fortune Venture Capital Corporation

| | | | Initial In | Initial Investment Investment as of March 31, 20 | | | 31, 2006 | Net | |
|------------------------------------|---------------------------------|--|-------------------|--|-----------------------------------|--------------------------------------|---------------|------------------------------------|------------------------------------|
| Investee company | Address | Main businesses and products | Ending balance | Beginning balance | Number of shares (thousand) | Percentage of ownership (%) | Book value | income In (loss) of investee | income (loss) ecognized Note |
| USBEST TECHNOLOGY INC. | Hsinchu, Taiwan | Design, manufacturing and sales of IC | 54,208 | 54,208 | 4,746 | 27.92 | 57,326 | (3,113) | (869) |
| STAR SEMICONDUCTOR CORP. | Hsinchu, Taiwan | IC design, production and sales | 44,129 | 44,129 | 6,592 | 27.86 | 20,004 | (24,819) | (6,915) |
| CRYSTAL MEDIA INC. | Hsinchu, Taiwan | Design of VOIP network phones | 17,206 | 17,206 | 2,265 | 25.39 | 8,033 | (5,623) | (1,428) |
| AFA TECHNOLOGY, INC. | Taipei County, Taiwan | IC design | 69,894 | 53,340 | 6,533 | 24.19 | 53,289 | (20,603) | (5,038) |
| DAVICOM SEMICONDUCTOR, INC. | Hsinchu Science Park, Taiwan | Design of communication IC | 134,251 | 134,251 | 13,798 | 21.56 | 148,866 | 18,501 | 3,194 |
| MOBILE DEVICES INC. | Hsinchu County, Taiwan | PHS &GSM/PHS dual mode B/B Chip | 51,500 | 50,000 | 5,150 | 21.22 | 34,703 | (30,822) | (6,563) |
| U-MEDIA COMMUNICATIONS, INC. | Hsinchu, Taiwan | WLAN, Broadband, Digital Home ODM | 45,750 | 45,750 | 5,000 | 21.01 | 24,937 | (18,838) | (4,282) |
| AMIC TECHNOLOGY CORP. | Hsinchu Science Park, Taiwan | IC design, production and sales | 291,621 | 291,621 | 23,405 | 17.09 | 122,099 | (60,001) | (3,391) |
| CHIP ADVANCED TECHNOLOGY INC. | Hsinchu, Taiwan | Design of ADC chip | 32,128 | 32,128 | 2,594 | 14.15 | 19,663 | (21,627) | (3,060) |
| XGI TECHNOLOGY INC. | Hsinchu, Taiwan | Design and manufacturing of cartography chip | 270,483 | 270,483 | 17,844 | 11.85 | 43,397 | (65,447) | (7,247) |

TLC Capital Co., Ltd.

| | | | Initial In | vestment | Investmen | t as of Marcl | | | | |
|------------------|-----------------|-------------------------|---------------|-----------------------|-------------|---------------|------------|----------------|--------------|----|
| | | | | | Percentage | | | Net income | nvestment | |
| | | | | | Number | of | | (loss) of | income | |
| | | Main businesses and | | | of shares | ownership | | investee | (loss) | |
| Investee company | Address | products | Ending balleg | i ce ning bala | n(thousand) | (%) | Book valu | e company i | ecognized No | te |
| HIGHLINK | Miao-Li County, | Sales and manufacturing | \$ 217,596 | \$ 221,920 | 21,760 | 14.50 | \$ 205,398 | \$ \$ (15,299) | \$ (2,464) | |
| TECHNOLOGY | Taiwan | of electronic parts | | | | | | | | |
| CORP. | | | | | | | | | | |

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

Unitruth Investment Corporation

| | | | Initial Investment | | | | | as of March Percentage of | 31, 2006 | Net income (loss) of | e Investment |
|------------------------------------|---------------------------|--|--------------------|-------------------|-------------------------|------------------|---------------|---------------------------------|-------------------------------|----------------------|-----------------|
| Investee company | Address | Main businesses and products | Ending balance | Beginning balance | of shares (thousand) | ownership (%) | Book value | | income (loss) recognized Note | | |
| WALTOP INTERNATIONAL CORP. | Hsinchu, Taiwan | Tablet PC module, Pen LCD Monitor/module | \$ 30,000 | \$ | 2,000 | 10.00 | \$ 30,000 | \$ (7,160) |) \$ | | |
| CRYSTAL MEDIA INC. | Hsinchu, Taiwan | Design of VOIP network phones | 4,688 | 4,688 | 800 | 8.97 | 2,837 | (5,623) | (504) | | |
| SMEDIA TECHNOLOGY CORP. | Hsinchu, Taiwan | Multimedia co-processor | 24,057 | 24,057 | 2,570 | 8.46 | 18,876 | (36,188) | (3,090) | | |
| CHIP ADVANCED TECHNOLOGY INC. | Hsinchu, Taiwan | Design of ADC chip | 8,732 | 8,732 | 1,386 | 7.56 | 6,537 | (21,627) | (1,635) | | |
| UCA TECHNOLOGY INC. | Taipei County, Taiwan | Design of MP3 player chip | 11,910 | 5,390 | 1,585 | 6.10 | 11,870 | (14,088) | (873) | | |
| USBEST TECHNOLOGY INC. | Hsinchu, Taiwan | Design, manufacturing and sales of IC | 8,760 | 8,760 | 1,000 | 5.88 | 11,595 | (3,113) | (183) | | |
| STAR SEMICONDUCTOR CORP. | Hsinchu, Taiwan | IC design, production and sales | 6,617 | 6,617 | 1,300 | 5.49 | 2,865 | (24,819) | (1,364) | | |
| U-MEDIA COMMUNICATIONS, INC. | Hsinchu, Taiwan | WLAN, Broadband, Digital Home ODM | 13,800 | 13,800 | 1,250 | 5.25 | 6,234 | (18,838) | (1,070) | | |
| MOBILE DEVICES INC. | Hsinchu County, Taiwan | PHS &GSM/PHS dual mode B/B chip | 11,463 | 11,463 | 1,250 | 5.15 | 7,667 | (30,822) | (1,620) | | |
| UWAVE TECHNOLOGY CORP. | Hsinchu, Taiwan | RF IC Design | 6,950 | 6,950 | 1,000 | 4.35 | 5,134 | (26,372) | (1,147) | | |
| AFA TECHNOLOGY, INC. | Taipei County, Taiwan | IC design | 5,600 | 5,600 | 1,000 | 3.70 | 6,016 | (20,603) | (769) | | |
| XGI TECHNOLOGY INC. | Hsinchu, Taiwan | Design and manufacturing of cartography chip | 26,400 | 26,400 | 5,000 | 3.32 | 14,360 | (65,447) | (2,174) | | |

ATTACHMENT 9 (Names, locations and related information of investee companies as of March 31, 2006)

(Amount in thousand; Currency denomination in NTD unless otherwise specified)

UMC Capital Corporation

| | | | In | itial In | vestme | tment Investment as of March 3 Percentage | | | | 2006 | Net i | ncome | | | |
|--------------------------------|----------------------------------|--------------------------------|-----------|----------------|----------------|---|----------------------------------|--------|------|-------|-------|----------------|--------|-------|------|
| | | | | | | | Number of of shares ownership | | | | , | s) of estee | Invest | | |
| Investee company | Address | Main businesses and production | ctsEnding | bala he | g innin | g balan | (thousand) | (%) | Book | value | com | pany | recog | nized | Note |
| UMC CAPITAL (USA) | Sunnyvale, California, U.S.A. | Investment holding | USD | 200 | USD | 200 | 200 | 100.00 | USD | 303 | USD | 7 | USD | 7 | |
| ECP VITA LTD. | British Virgin Islands | Insurance | USD | 1,000 | USD | 1,000 | 1,000 | 100.00 | USD | 1,327 | USD | 63 | USD | 63 | |
| UC FUND II | British Virgin Islands | Investment holding | USD | 3,850 | USD | 3,850 | 5,000 | 35.45 | USD | 4,135 | USD | 203 | USD | 72 | |
| PARADE TECHNOLOGIES, LTD | U.S.A. | IC design | USD | 2,500 | USD | 2,500 | 3,125 | 24.41 | USD | 2,418 | USD | (334) | USD | (82) | |

United Microdisplay Optronics Corporation

| | | | | Initial In | vest | ment | Investment as of March 31, 2006 | | | | | | | | |
|------------------|-----------------|------------------------------|----|------------|------|--------------|---------------------------------|-------|-----------|----------|-----------|----------|----------|----------|------|
| | | | | | | | Percentage | | | N | et income | Inv | vestment | | |
| | | | | | | | Number of | | (loss) of | | of income | | | | |
| | | | I | Ending | Ве | ginning | of shares ownership | | | | investee | (loss) | | | |
| Investee company | Address | Main businesses and products | b | balance | | ance balance | | (%) | Bo | ok value | | company | rec | cognized | Note |
| THINTEK | Hsinchu, Taiwan | LCOS design, manufacturing | \$ | 99,990 | \$ | 99,990 | 9,999 | 33.33 | \$ | 22,090 | \$ | (26,520) | \$ | (8,839) | |
| OPTRONICS | | and sales | | | | | | | | | | | | | |
| CORP. | | | | | | | | | | | | | | | |