## Taiwan Mobile Co., Ltd.

Financial Statements for the Years Ended December 31, 2007 and 2006 and Independent Auditors' Report

## INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders

Taiwan Mobile Co., Ltd.
We have audited the accompanying balance sheets of Taiwan Mobile Co., Ltd. (the "Corporation") as of December 31, 2007 and 2006, and the related statements of income, changes in shareholders' equity and cash flows for the years then ended. These financial statements are the responsibility of the Corporation's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the Rules Governing the Audit of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Those rules and standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Taiwan Mobile Co., Ltd. as of December 31, 2007 and 2006, and the results of its operations and its cash flows for the years then ended, in conformity with the Guidelines Governing the Preparation of Financial Reports by Securities Issuers, requirements of the Business Accounting Law and Guidelines Governing Business Accounting relevant to financial accounting standards, and accounting principles generally accepted in the Republic of China.

As stated in Note 8 of the financial statements, to position as an integrated telecom and media player down the road differentiating from competition and build growth momentum exposure to higher margin lines of business, the Board of Directors of the Corporation's subsidiary, Taihsing International Telecommunications Co., Ltd. (TIT), resolved to acquire Taiwan Fixed Network Co., Ltd. (the former TFN) through a public tender offer on March 1, 2007, and approved to buy shares continuously from minorities on April 26, 2007, both at the price of NT\$8.3 per share. On December 28,2007 , TFN merged into TIT (surviving company) by paying NT $\$ 8.3$ per share cash to minorities, and the surviving company is renamed as TFN.

As stated in Note 3 to the financial statements, on January 1, 2006, the Corporation adopted the newly issued Statements of Financial Accounting Standards ("Statements" or SFAS) No. 34, "Accounting for Financial Instruments" and No. 36, "Disclosure and Presentation of Financial Instruments" and the related revisions of previously released Statements, which were amended to harmonize with SFAS Nos. 34 and 36.

We have also audited the accompanying schedules of significant accounts, provided for supplementary analysis, by applying the same procedures described above. In our opinion, such schedules are consistent, in all material respects, with the financial statements referred to above.

We have also audited the consolidated balance sheets of the Corporation and its subsidiaries as of December 31, 2007 and 2006 and the related consolidated statements of income, changes in shareholders' equity, and cash flows for the years then ended. In our report dated January 11, 2008, we have issued a modified unqualified opinion on these consolidated financial statements.

January 11, 2008

## Notice to Readers

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

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

| LIABILITIES AND SHAREHOLDERS＇EQUITY | 2007 |  |  | 2006 |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | Amount | \％ | Amount | \％ |
| CURRENT LIABILITIES |  |  |  |  |  |
| Short－term bank loans（Note 13） | \＄ | 14，000，000 | 17 | \＄－ | － |
| Short－term notes and bills payable（Note 14） |  | 1，594，753 | 2 | － | － |
| Accounts payable（Note 22） |  | 1，600，396 | 2 | 1，432，563 | 1 |
| Income taxes payable（Notes 2 and 18） |  | 846，535 | 1 | 2，106，039 | 2 |
| Accrued expenses（Note 22） |  | 4，593，124 | 5 | 3，765，661 | 3 |
| Other payables（Notes 17 and 22） |  | 15，568，725 | 19 | 3，519，371 | 3 |
| Advance receipts |  | 1，108，002 | 1 | 994，230 | 1 |
| Current portion of long－term liabilities（Notes 2， 15 and 21） |  | 2，500，000 | 3 | 3，814，448 | 3 |
| Guarantee deposits |  | 25，529 |  | 46，070 | － |
| Other current liabilities（Note 22） |  | 926，884 | 1 | 885，661 | －1 |
| Total current liabilities |  | 42，763，948 | 51 | 16，564，043 | 14 |
| LONG－TERM LIABILITIES |  |  |  |  |  |
| Hedging derivative financial liabilities（Notes 2，3， 21 and 25） |  | 51，665 | － | 291，046 | － |
| Bonds payable（Notes 2， 15 and 21） |  | 7．500，000 | 9 | 10，000，000 | 9 |
| Total long－term liabilities |  | 7，551，665 | 9 | 10，291，046 | 9 |
| OTHER LIABILITIES |  |  |  |  |  |
| Guarantee deposits |  | 247，759 |  | 248，561 | － |
| Deferred credits－gains on inter－affiliate accounts（Notes 2 and 8） |  | 1，586，156 | 2 | － | － |
| Total other liabilities |  | 1．833．915 | 2 | 248，561 |  |
| Total liabilities |  | 52，149，528 | 62 | 27，103，650 | 23 |
| SHAREHOLDERS＇EQUITY（Notes 2，3， 8 and 17） |  |  |  |  |  |
| Capital stock－NT\＄10 par value |  |  |  |  |  |
| Authorized： $6,000,000$ thousand shares |  |  |  |  |  |
| Issued and outstanding：3，800，925 thousand shares in 2007 and |  |  |  |  |  |
| 4，999，325 thousand shares in 2006 |  | 38，009，254 | 45 | 49，993，251 | 43 |
| Capital surplus |  | 8，785，159 | 11 | 8，748，571 | 7 |
| Retained earnings |  |  |  |  |  |
| Legal reserve |  | 11，745，475 | 14 | 10，128，401 | 9 |
| Special reserve |  | 3，493，563 | 4 | 3，350，000 | 3 |
| Unappropriated earnings |  | 10，720，230 | 13 | 19，228，424 | 16 |
| Other equity |  |  |  |  |  |
| Cumulative translation adjustments |  | 5，764 |  | 3，860 | － |
| Net loss not recognized as pension cost |  | 1，534 |  | － | － |
| Unrealized losses of financial instruments |  | $(64,043)$ | － | $(147,423)$ | － |
| Treasury stock |  | （40， 844,007 ） | （49） | （1，437，290） | （1） |
| Total shareholders＇equity $\quad$－31，852，929 $\quad 38$－89，867，794 |  |  |  |  |  |
| TOTAL |  | 84，002，457 | $\xlongequal{100}$ | \＄116，971，444 | $\xlongequal{100}$ |


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With Deloitte \＆Touche audit report dated January 11，2008）

## TAIWAN MOBILE CO., LTD.

## STATEMENTS OF INCOME

YEARS ENDED DECEMBER 31, 2007 AND 2006
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

|  | 2007 |  | 2006 |  |
| :---: | :---: | :---: | :---: | :---: |
|  | Amount | \% | Amount | \% |
| OPERATING REVENUES (Notes 2 and 22) |  |  |  |  |
| Telecommunications service revenue | \$ 51,023,299 | 99 | \$47,692,697 | 100 |
| Other revenue | 261,557 | 1 | 198,592 | - |
| Total operating revenues | 51,284,856 | 100 | 47,891,289 | 100 |
| OPERATING COSTS (Notes 2, 20 and 22) | 22,370,161 | 44 | 20,426,896 | 43 |
| GROSS PROFIT | 28,914,695 | 56 | 27,464,393 | 57 |
| OPERATING EXPENSES (Notes 2, 20 and 22) |  |  |  |  |
| Marketing | 8,958,751 | 17 | 9,054,285 | 19 |
| Administrative | 3,930,267 | 8 | 3,428,865 | 7 |
| Total operating expenses | 12,889,018 | 25 | 12,483,150 | 26 |
| OPERATING INCOME | 16,025,677 | 31 | 14,981,243 | 31 |
| NON-OPERATING INCOME AND GAINS |  |  |  |  |
| Investment income recognized under the equity method, net (Notes 2 and 8) | 3,661,808 | 7 | 2,743,058 | 6 |
| Interest income (Note 22) | 339,060 | 1 | 158,282 | - |
| Penalty income | 173,290 | - | 170,667 | - |
| Rental income (Note 22) | 105,480 | - | 64,751 | - |
| Valuation gain on financial assets, net (Note 2) | 39,408 | - | 72,264 | - |
| Foreign exchange gain, net (Note 2) | 23,563 | - | 60,008 | - |
| Dividend income | 9,623 | - | 643,816 | 1 |
| Gain on disposal of property and equipment (Note 2) | 3,978 | - | 7,752 | - |
| Gain on disposal of investments, net (Notes 2 and 6) | - | - | 2,110,980 | 5 |
| Other (Notes 2, 7 and 22) | 182,290 | 1 | 324,406 | 1 |
| Total non-operating income and gains | 4,538,500 | 9 | 6,355,984 | 13 |
| NON-OPERATING EXPENSES AND LOSSES |  |  |  |  |
| Loss on disposal and retirement of property and equipment (Notes 2 and 22) | 12,069,502 | 23 | 3,339,303 | 7 |
| Interest expenses (Notes 2, 10, 13 and 14) | 391,480 | 1 | 416,729 | 1 |
| Other (Notes 2 and 11) | 47,331 | - | 102,694 | - |
| Total non-operating expenses and losses | 12,508,313 | 24 | 3,858,726 | 8 |
|  |  |  |  | nued) |

TAIWAN MOBILE CO., LTD.
STATEMENTS OF INCOME
YEARS ENDED DECEMBER 31, 2007 AND 2006
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

|  | 2007 |  | 2006 |  |
| :---: | :---: | :---: | :---: | :---: |
|  | Amount | \% | Amount | \% |
| INCOME BEFORE INCOME TAX | \$ 8,055,864 | 16 | \$ 17,478,501 | 36 |
| INCOME TAX EXPENSE (Notes 2 and 18) | 1,442,867 | 3 | 1,307,795 | 3 |
| INCOME AFTER INCOME TAX | 6,612,997 | 13 | 16,170,706 | 33 |
| CUMULATIVE EFFECT OF CHANGES IN ACCOUNTING PRINCIPLES (Note 3) | - | - | 35 | - |
| NET INCOME | \$ 6,612,997 | 13 | \$16,170,741 | 33 |
|  | 2007 |  | 2006 |  |
|  | Before Income Tax | After Income Tax | Before Income Tax | After <br> Income <br> Tax |
| EARNINGS PER SHARE (Note 19) |  |  |  |  |
| Basic | \$ 2.05 | \$ 1.68 | \$ 3.54 | \$ 3.28 |
| Diluted | \$ 2.05 | \$ 1.68 | \$ 3.53 | \$ 3.26 |

Pro forma information should the Corporation's shocks held by its subsidiaries be treated as an investment instead of treasury stock (after income tax):

|  | 2007 |  | 2006 |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
| NET INCOME BEFORE CUMULATIVE EFFECT OF CHANGES IN |  |  |  |  |  |
| ACCOUNTING PRINCIPLES | \$ | 6,612,997 |  | 16,1 | ,170,706 |
| NET INCOME | \$ | 6,612,997 |  | 16,1 | ,170,741 |
| EARNINGS PER SHARE |  |  |  |  |  |
| Basic |  | \$ 1.36 |  |  | \$ 3.28 |
| Diluted |  | \$ 1.36 |  |  | \$ 3.26 |

The accompanying notes are an integral part of the financial statements.
(With Deloitte \& Touche audit report dated January 11, 2008)
TAIWAN MOBILE CO., LTD.



TAIWAN MOBILE CO., LTD.

STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2007 AND 2006
(In Thousands of New Taiwan Dollars)

## CASH FLOWS FROM OPERATING ACTIVITIES

Net income
Adjustments to reconcile net income to net cash provided by operating activities:
Loss on disposal and retirement of property and equipment, net
Depreciation
Investment income recognized under the equity method, net
Cash dividends received from equity-method investees
Deferred income taxes
Amortization
Bad debts
Pension cost
(Recovery of) provision for loss on inventories
Accrued interest compensation
Gains on disposal of available-for-sale financial assets
Loss on buyback of bonds payable
Gains on disposal of idle assets, net
Impairment loss
Gains on disposal of long-term investments
Net changes in operating assets and liabilities
Financial assets held for trading
Notes receivable
Accounts receivable - third parties
Accounts receivable - related parties
Other receivables - third parties
Other receivables - related parties
Inventories
Prepayments
Other current assets
Accounts payable
Income taxes payable
Accrued expenses
Other payables
Advance receipts
Other current liabilities

Net cash provided by operating activities

CASH FLOWS FROM INVESTING ACTIVITIES
Increase in long-term investments accounted for using equity method
Acquisition of property and equipment
Proceeds from investee' capital reduction
Financing provided to investees
Increase in deferred charges
Increase in financial assets carried at cost-non-current

2007
2006
\$ 6,612,997

| $12,065,524$ | $3,331,551$ |
| ---: | :---: |
| $6,287,945$ | $5,495,382$ |
| $(3,661,808)$ | $(2,743,058)$ |
| $1,979,210$ | 125,204 |
| $(1,485,805)$ | $(922,397)$ |
| 891,669 | 909,016 |
| 806,142 | 962,389 |
| $(8,903)$ | $(83,615)$ |
| $(8,276)$ | 8,449 |
| $(2,297)$ | 36,247 |
| - | $(2,110,978)$ |
| - | 59,982 |
| - | $(9,681)$ |
| - | 2,005 |
| - | $(1)$ |


| $11,109,207$ | $(10,509,207)$ |
| :---: | ---: |
| $(3,133)$ | 1,264 |
| $(1,126,076)$ | $(1,044,819)$ |
| 29,503 | 202,849 |
| 24,963 | $(73,492)$ |
| $(16,380)$ | 231,737 |
| $(42,714)$ | $(39,361)$ |
| 8,081 | $(89,556)$ |
| $(1,234)$ | $(9,174)$ |
| 167,833 | $(45,845)$ |
| $(1,259,504)$ | $1,011,312$ |
| 827,463 | 379,772 |
| 806,919 | 247,195 |
| 113,772 | $(24,255)$ |
| 41,224 | 114,357 |

34,156,322
11,584,013

## TAIWAN MOBILE CO., LTD.

## STATEMENTS OF CASH FLOWS

YEARS ENDED DECEMBER 31, 2007 AND 2006
(In Thousands of New Taiwan Dollars)

|  | 2007 |  | 2006 |  |
| :---: | :---: | :---: | :---: | :---: |
| Increase in refundable deposits | \$ | $(21,010)$ | \$ | (13,862) |
| Proceeds from disposal of property and equipment |  | 10,163 |  | 180,527 |
| Decrease in other assets |  | 295 |  | (325) |
| Increase in computer software costs |  | (117) |  | $(9,202)$ |
| Proceeds from disposal of available-for-sale financial assets |  | - |  | 1,265,915 |
| Proceeds from disposal of long-term investments |  |  |  | 1,499,551 |
| Proceeds from disposal of idle assets |  | - |  | 44,633 |
| Net cash provided by (used in) investing activities |  | ,784,642) |  | 6,082,255 |


| CASH FLOWS FROM FINANCING ACTIVITIES |  |  |
| :---: | :---: | :---: |
| Increase in short-term bank loans | 14,000,000 | - |
| Cash dividends paid | $(12,880,128)$ | (12,843,925 ) |
| Decrease in bonds payable | (3,768,900) | (2,753,300) |
| Increase in short-term notes and bills payable | 1,594,753 | - |
| Transfer of treasury stock to employees | 1,440,448 | 647,252 |
| Bonus to employees | (432,303 ) | (403,940) |
| Remuneration to directors and supervisors | $(43,231)$ | $(37,970)$ |
| Decrease in guarantee deposits | $(21,343)$ | $(9,190)$ |
| Buyback of treasury stock | - | (1,818,370) |
| Buyback of bonds payable | - | $(1,341,076)$ |
| Decrease in other liabilities | - | $(1,290)$ |
| Net cash used in financing activities | (110,704) | (18,561,809) |
| NET DECREASE IN CASH AND CASH EQUIVALENTS | $(5,739,024)$ | (895,541 ) |
| CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR | 8,202,463 | 9,098,004 |
| CASH AND CASH EQUIVALENTS, END OF YEAR | \$ 2,463,439 | \$8,202,463 |
| SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION |  |  |
| Interest paid | 415,329 | \$ 464,300 |
| Less: Interest capitalized | $(25,981)$ | $(11,647)$ |
| Interest paid - excluding interest capitalized | \$ 389,348 | 452,653 |
| Income taxes paid | \$ 3,562,111 | \$ 1,029,886 |
| NON-CASH INVESTING AND FINANCING ACTIVITIES |  |  |
| Current portion of long-term liabilities | \$ 2,500,000 | \$ 3,814,448 |
| Conversion of convertible bonds to capital stock and entitlement certificates | \$ 43,251 | \$ 1,314,549 |
| Reclassification of the corporation's shares held by its subsidiaries to treasury stock | \$40,844,007 | \$ |
| Refundable capital reduction | \$12,000,000 | \$ |
| Participation in subsidiary's rights issue with TFN shares | \$ 5,287,100 | \$ |

TAIWAN MOBILE CO., LTD.
STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2007 AND 2006
(In Thousands of New Taiwan Dollars)

|  | 2007 |  | 2006 |  |
| :---: | :---: | :---: | :---: | :---: |
| CASH INVESTING AND FINANCING ACTIVITIES |  |  |  |  |
| Acquisition of property and equipment | \$ | 5,389,350 | \$ | 7,529,952 |
| Decrease (increase) in other payables |  | 719,749 |  | (174,880) |
| Cash paid for acquisition of property and equipment | \$ | 6,109,099 | \$ | 7,355,072 |

The accompanying notes are an integral part of the financial statements.
(With Deloitte \& Touche audit report dated January 11, 2008)

## TAIWAN MOBILE CO., LTD.

## NOTES TO FINANCIAL STATEMENTS <br> YEARS ENDED DECEMBER 31, 2007 AND 2006 <br> (In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

## 1. ORGANIZATION AND OPERATIONS

Taiwan Mobile Co., Ltd. was incorporated in the Republic of China (ROC) on February 25, 1997. The Corporation's shares began to be traded on the ROC Over-the-Counter Securities Exchange (known as GreTai Securities Market) on September 19, 2000. On August 26, 2002, the Corporation's shares were listed on the Taiwan Stock Exchange. The Corporation mainly renders wireless communication services.

The Corporation's services are under the type I license (nation-wide GSM 1800; "GSM" means "global system for mobile communications") issued by the Directorate General of Telecommunications (DGT) of the ROC. The license allows the Corporation to provide services for 15 years from 1997 onwards. It also entails the payment of an annual license fee consisting of $2 \%$ of total wireless communication service revenues. On March 24, 2005, the Corporation received the third generation (3G) concession operation license issued by the DGT. The 3G license allows the Corporation to provide services from the issuance date of the license to December 31, 2018.

As of December 31, 2007 and 2006, the Corporation had 2,528 and 2,146 employees, respectively.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

## Basis of Presentation

The accompanying financial statements have been prepared in conformity with the Guidelines Governing the Preparation of Financial Reports by Securities Issuers, the Business Accounting Law, Guidelines Governing Business Accounting, and accounting principles generally accepted in the ROC. In conformity with these guidelines, the Law, and principles, the Corporation is required to make certain estimates and assumptions that could affect the amounts of allowance for doubtful accounts, provision for losses on decline in value of inventories, depreciation, pension, allowance for deferred income tax assets, impairment loss on assets, etc. Actual results may differ from these estimates.

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

The Corporation's significant accounting policies are summarized as follows:

## Classification of Current and Non-current Assets and Liabilities

Current assets include cash and cash equivalents, assets held for trading and those expected to be converted to cash, sold or consumed within twelve months from the balance sheet date. Other assets such as property and equipment and intangible assets are classified as non-current. Current liabilities are obligations held for trading and those expected to be due within twelve months from the balance sheet date. All other liabilities are classified as non-current.

## Cash Equivalents

Government bonds and short-term bills acquired with repurchase rights and having maturities of up to three months from the date of purchase are classified as cash equivalents, whose carrying value approximates fair value.

## Financial Instruments at Fair Value through Profit or Loss

Financial instruments at fair value through profit or loss include financial assets or liabilities held for trading and those designated on initial recognition to be measured at fair value with fair value changes recognized in profit or loss. On initial recognition, the financial instruments are recognized at fair value plus transaction costs and are subsequently measured at fair value with fair value changes recognized in profit or loss. The purchase or sale of the financial instruments is recognized and derecognized using trade date accounting.

The fair value of open-end mutual funds is based on the net asset value on the balance sheet date.

## Available-for-sale Financial Assets

On initial recognition, available-for-sale financial assets are recognized at fair value plus transaction costs. When subsequently measured at fair value, the fair value changes are recognized directly in equity. The cumulative gain or loss that was recognized in equity is recognized in profit or loss when an available-for-sale financial asset is derecognized from the balance sheet. The purchase or sale of the financial instruments is recognized and derecognized using trade date accounting.

Cash dividends are recognized as dividend income on the ex-dividend date, but are accounted for as reductions to the original cost of investments if such dividends are declared on the earnings of investees attributable to periods prior to the purchase of investments. Stock dividends are not recognized as current income but are accounted for only as an increase in the number of shares held. The cost per share is re-calculated based on the new number of shares.

An impairment loss is recognized if there is objective evidence that a financial asset is impaired. If the amount of impairment loss decreases in the subsequent period, such decrease is recognized in equity.

The fair value of listed stocks is based on the closing price on the balance sheet date.

## Allowance for Doubtful Accounts

Allowance for doubtful accounts is provided on the basis of past experiences and an evaluation of the aging and collectibility of all receivables on the balance sheet date.

## Inventories

Inventories are stated at the lower of weighted-average cost or market value. Market value is evaluated on the basis of replacement cost or net realizable value.

## Investments Accounted for Using Equity Method

Long-term investments in which the Corporation owns $20 \%$ or more of an investee's outstanding voting shares or exercises significant influence on an investee are accounted for under the equity method.

Starting January 1, 2006, in accordance with the newly revised Statement of Financial Accounting Standards (SFAS), the cost of acquisition is subjected to an initial analysis, and goodwill represents the excess of the cost of acquisition over the fair value of the identifiable net assets value. Goodwill is no longer amortized but instead tested annually for impairment. An impairment test is also required if there is evidence indicating that goodwill might be impaired as a result of specific events or changes in economic environment. If the fair value of identifiable net assets acquired exceeds the cost of investments, the excess should be assigned to non-current assets (except for financial assets not under the equity method, assets for disposal, deferred income tax assets and prepaid pension costs or other retirement benefit costs). If these assets are all reduced to zero, the remaining excess should be recognized as extraordinary gain. Starting January 1, 2006, the unamortized balance of the excess of the acquisition cost of the long-term investment by the equity method over the equity in the investee's net assets value is also no longer amortized and applies the same accounting treatment as goodwill.

Gains or losses from the Corporation's sales to its subsidiaries are deferred and included in deferred income and recorded as other liabilities. Gains or losses on the sales to the Corporation by equity-method investees that are not majority owned are deferred in proportion to the Corporation's ownership percentages in the investees until these sales are realized through transactions with third parties. Gains or losses from transactions between two equity-method investees are deferred in proportion to the Corporation's equivalent stock ownership in the investees if the Corporation has controlling power over each investee.

If the investor does not have controlling power over the two equity-method investees that have transactions with each other, unrealized gains or losses on the transactions should be deferred in proportion to the product of the percentage of ownership in one investee multiplied by the ownership percentage in the other investee.

The cost and the resulting gain or loss of an investment sold is determined by the weighted-average method.

## Financial Assets Carried at Cost

If there is no active market for an equity instrument and a reliable fair value can not be estimated, the equity instrument, including unlisted stocks and emerging stocks, etc, is measured at cost. The accounting for the dividends from financial asset carried at cost is the same as that for an available-for-sale financial asset. Impairment losses are recognized if a decrease in the fair value of the instruments can be objectively related to an event. Reversal of impairment losses is not allowed.

## Property and Equipment and Assets Leased to Others

Property and equipment and assets leased to others are stated at cost less accumulated depreciation. Significant additions, renewals, betterments, and interest expenses incurred during the construction period are capitalized, while maintenance and repairs are expensed. Property and equipment covered by agreements qualifying as capital leases are carried at the lower of the present value of future minimum lease payments or the market value of the property on the starting dates of the leases.

Depreciation is calculated using the straight-line method over the estimated service lives, which range as follows: buildings - 50 to 55 years; telecommunication equipment -3 to 15 years; office equipment -3 to 5 years; leased assets - 20 years; and miscellaneous equipment -3 to 5 years.

Upon sale or retirement of property and equipment, the related cost and accumulated depreciation are removed from the accounts, and any gain or loss is credited or charged to non-operating gain or loss in the period of disposal.

## Intangible Assets

Franchise refers to the payment for the 3G mobile telecommunication service - License C. The 3G concession is recorded at acquisition cost and is amortized over 13 years and 9 months starting from launch of 3 G services.

Computer software cost is amortized by the straight-line method over 3 years.

## Idle Assets

Properties not currently used in operations are stated at the lower of book value or net realizable value, with the difference charged to current loss. Depreciation expense is computed using the straight-line method over the estimated useful lives of the assets.

## Deferred Charges

Deferred charges, which included interior decoration and issuance costs of bonds are amortized by the straight-line method over 3 to 7 years or contract periods.

## Asset Impairment

If the carrying value of assets (including property and equipment, intangible assets, idle assets, assets leased to others, investments accounted for using equity method and deferred charges) is more than their recoverable amount, which indicates that an impairment exists, an impairment loss should be recognized. Any subsequent reversal of the impairment loss for the increase in recoverable amount is recognized as income. The reversal of impairment loss on goodwill is not allowed.

## Pension Costs

The pension costs under the defined benefit pension plan are recognized on the basis of actuarial calculations. The contribution amounts of the pension costs under the defined contribution pension plan are recognized as current expenses during the employees' service years.

## Bonds Payable

Convertible bonds with redemption rights are classified as current or non-current according to the redemption dates. The redemption price in excess of the face value of the bonds is amortized using the interest method from the issuance date through the maturity date and accounted for as accrued interest compensation. The accrued interest compensation is provided as a valuation account of convertible bonds. The issuance costs are recognized as deferred charges. The issuance costs for the non-convertible bonds are amortized over the term of the bond, and those for the convertible bonds with redemption rights are amortized from the issuance date to the maturity date of redemption rights.

When bondholders exercise their conversion rights, the face value of the bonds and the related accrued interest compensation are both transferred to capital stock or entitlement certificates and capital surplus.

## Income Taxes

The inter-period and intra-period allocation method is used for income taxes. Deferred income tax assets and liabilities are recognized for the tax effects of temporary differences, unused tax credits and net operating loss carryforwards. Valuation allowance is provided for deferred income tax assets to the extent that more likely than not such assets will not be realized. Deferred tax assets or liabilities are classified as current or non-current according to the classification of related assets or liabilities for financial reporting. However, if deferred tax assets or liabilities do not relate to assets or liabilities in the financial statements, they are classified as current or non-current on the basis of the expected length of time before realized.

Tax credits for certain purchases of equipment and technology, research and development expenditures and personnel training are recognized by the current method.

Adjustments to prior years' tax liabilities are added to or deducted from the current year's tax expense.

Income tax of $10 \%$ on unappropriated earnings generated is expensed in the year when the shareholders resolve the retention of the earnings.

Income Basic Tax Act has taken effect from January 1, 2006. The amount of basic income shall be the sum of the taxable income as calculated in accordance with the Income Tax Act, plus deductions claimed in regard to investment tax credit granted under the provisions of other laws. The amount of basic tax shall be the amount of basic income multiplied by the tax rate $(10 \%)$. Between the basic tax under the Income Basic Tax Act and the regular income tax calculated based on the Income Tax Act, the Corporation should pay whichever is the higher amount for the current income tax.

## Treasury Stock

The purchase of issued shares is accounted for by debiting treasury stock, which is a reduction of shareholders' equity. The Corporation's shares held by its subsidiaries are treated as treasury stock and reclassified from investments accounted for using equity method to treasury stock.

If the proceeds on the disposal of treasury stock exceed the carrying value of treasury stock, the excess is credited to capital surplus from treasury stock. If the proceeds are less than the carrying value of treasury stock, the difference is debited to capital surplus from treasury stock. If the balance of capital surplus from treasury stock is not sufficient to absorb the difference, the rest is recorded as a reduction of retained earnings.

## Foreign-currency Transactions

Assets, liabilities, revenues or expenses denominated in foreign currencies as a result of foreign-currency transactions of non-derivative financial instruments are recorded in New Taiwan dollars at the exchange rates prevailing on the dates of transactions.

Monetary assets or liabilities denominated in foreign currencies are translated at the exchange rates prevailing on the balance sheet date, and the resulting exchange differences are included in profit or loss for the current period.

Non-monetary assets or liabilities carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the balance sheet date when the fair value was determined, and the resulting exchange differences are included in profit or loss for the current period except for the differences arising on the retranslation of non-monetary assets and liabilities in respect of which gains and losses are recognized directly in equity. For such non-monetary assets and liabilities, any exchange component of that gain or loss is also recognized directly in equity. Non-monetary assets or liabilities carried at cost that are denominated in foreign currencies are translated at the historical rates prevailing on the dates of transactions.

The above prevailing exchange rates are based on the average of bid and ask rates of major banks.

## Revenue Recognition

Revenues are recognized when the service rendering process is completed or virtually completed, and earnings are realizable and measurable. Related costs of providing services are concurrently recognized as incurred.

Service revenues from wireless services and value-added services, net of any applicable discount, are billed at predetermined rates. Prepaid card services are recognized on the basis of minutes of usage.

## Promotion Expenses

Commissions and cellular phone subsidy costs pertaining to the Corporation's promotions are recognized as marketing expenses on an accrual basis in the current period.

## Hedging Derivative Financial Instruments

The interest rate swap contracts which the Corporation entered into to manage its exposure to the interest rate risk are designated as a cash flow hedge. The hedging instrument is measured at fair value, and the change of fair value is recognized directly in equity and will be recognized as profit or loss when the hedged forecast transaction affects profit or loss. If the cumulative net loss recognized in equity is regarded as irrecoverable, it is immediately recognized as a loss in the current period.

## Reclassification

Certain accounts in the financial statements as of and for the year ended December 31, 2006 have been reclassified to conform to the presentation of financial statements as of and for the year ended December 31, 2007.

## 3. REASONS AND EFFECT OF CHANGES IN ACCOUNTING PRINCIPLES

Effective January 1, 2006, the Corporation adopted newly issued SFAS No. 34, "Accounting for Financial Instruments," SFAS No. 36, "Disclosure and Presentation of Financial Instruments," and the revisions on the related SFASs.

Upon adoption of the newly issued and revised SFASs, the Corporation appropriately reclassified the financial assets and liabilities, including derivatives. The adjustments to the carrying values of the financial instruments at fair value through profit or loss were recorded in the cumulative effect of changes in accounting principles, and those of the available-for-sale financial assets measured at fair value and of the derivatives for cash flow hedge were recorded in equity.

The effect of the first time adoption of these SFASs is summarized as follows:

|  |  |  |
| :---: | :---: | :---: |
|  |  |  |
|  |  |  |
| Changes in |  |  |
| Accounting |  | Recognized in |
| Principles (Net of Tax) |  | Equity |
|  |  | (Net of Tax) |
| \$ | 35 | \$ |
|  |  | 2,082,823 |
|  | - | $(248,184)$ |
| \$ | 35 | \$ 1,834,639 |

The changes in accounting policy resulted in a decrease in income after income tax of $\$ 35$ thousand for the year ended December 31, 2006, but had no effect on net income and earnings per share (net of tax).

Starting on January 1, 2006, the Corporation adopted newly revised SFAS No. 1, "Conceptual Framework for 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." These revisions primarily included that goodwill is no longer amortized and that the difference between the cost of acquisition and the equity in the investee's net assets value is subjected to an initial analysis. If defined as goodwill, the difference is no longer amortized but instead tested annually for impairment. These adoptions had no effect on operating income and the cumulative effect of changes in accounting principle for the year ended December 31, 2006.

## 4. CASH AND CASH EQUIVALENTS

|  | December 31 |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  | 2006 |  |
| Short-term notes and bills with repurchase rights | \$ | 1,771,757 | \$ | 5,180,248 |
| Cash in banks |  | 428,407 |  | 680,131 |
| Time deposits |  | 237,820 |  | 2,306,051 |
| Cash on hand |  | 22,347 |  | 32,503 |
| Revolving funds |  | 3,108 |  | 3,530 |
|  | \$ | 2,463,439 | \$ | 8,202,463 |

## 5. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS - CURRENT

Information on the financial assets held for trading is as follows:

|  | December 31 |  |
| :--- | ---: | ---: |
| Financial assets held for trading | $\mathbf{2 0 0 7}$ | $\mathbf{2 0 0 6}$ |
| Beneficiary certificates <br> Open-end funds | $\underline{\$ 11,109,207}$ |  |

## 6. AVAILABLE-FOR-SALE FINANCIAL ASSETS - CURRENT

|  | December 31 |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  | 2006 |  |
| Domestic listed stocks |  |  |  |  |
| Chunghwa Telecom Co., Ltd. | \$ | 177,112 | \$ | 162,893 |

For the year ended December 31, 2006, the Corporation recognized a gain of $\$ 2,110,978$ thousand from selling 200,000 thousand shares of Chunghwa Telecom Co., Ltd.

## 7. ACCOUNTS RECEIVABLE - THIRD PARTIES

Accounts receivable
Less allowance for doubtful accounts

December 31

| December 31 |  |  |  |
| :---: | :---: | :---: | :---: |
|  | $\mathbf{2 0 0 7}$ | $\mathbf{2 0 0 6}$ |  |
|  |  |  |  |
| $\$$ | $5,811,715$ | $\$$ | $5,529,384$ |
|  | $(441,844)$ |  | $(461,630)$ |

For the third quarter of 2006, the Corporation entered into an accounts receivable factoring contract with HC Asset Management Co., Ltd. The Corporation sold $\$ 5,743,279$ thousand of the overdue accounts receivable, which had been written off, to HC Asset Management Co., Ltd. The aggregate selling price was $\$ 229,731$ thousand. Under this contract, the Corporation would no longer assume the risk on this receivable.

## 8. INVESTMENTS ACCOUNTED FOR USING EQUITY METHOD

|  | December 31 |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  |  | 2006 |  |  |
|  |  | Carrying Value | \% of Ownership |  | Carrying Value | $\begin{gathered} \text { \% of } \\ \text { Owner- } \\ \text { ship } \end{gathered}$ |
| TransAsia Telecommunications Inc. (TAT, formerly TAT International Telecommunications Co., Ltd.) | \$ | 11,330,665 | 100.00 | \$ | 14,009,973 | 100.00 |
| Taiwan Cellular Co., Ltd. (TCC, formerly Taihsing Den Syun Co., Ltd.) |  | 3,791,398 | 100.00 |  | 3,877,659 | 100.00 |
| Wealth Media Technology Co., Ltd. |  | 82,715 | 100.00 |  | - | - |
|  |  | 15,204,778 |  | \$ | 17,887,632 |  |

a. TransAsia Telecommunications Inc.

On January 26, 2006, the Corporation established TAT International Telecommunications Co., Ltd. (TATIT) and acquired $100 \%$ equity in TATIT with 328,645 thousand shares of TransAsia Telecommunications Inc. (the former TAT). TATIT's Board of Directors proposed, on January 26, 2006, and decided, on June 15, 2006, to merge the former TAT with TATIT, with TATIT as the surviving company. TATIT thus assumed all the former TAT's rights and obligations and was renamed as TransAsia Telecommunications Inc. (TAT) on the record date, June 27, 2006. TAT mainly provides wireless services.

On February 27, 2007, TAT's Board of Directors decided to reduce TAT's capital by $\$ 3,458,463$ thousand, resulting in the cancellation of 345,846 thousand shares and the return to investors of their cash investments. On the record date (March 5, 2007), the Corporation was entitled to receive $\$ 3,458,463$ thousand based on its equity of $100 \%$ in TAT.

To integrate enterprise resources and enhance the operating efficiency, TAT's Board of Directors decided on December 14, 2007 to merge Mobitai Communications (Mobitai) with TAT as the surviving company. Mobitai was a wireless operator, incorporated in November 2005. TAT assumed all of Mobitai's rights and obligations in this cash merger with purchase price of $\$ 2,562,000$ thousand ( $\$ 12.81$ per share) on the record date of December 15, 2007.
b. Taiwan Cellular Co., Ltd. (formerly Taihsing Den Syun Co., Ltd.)

To integrate enterprise resources and enhance operating efficiency, The Board of Directors of Taihsing Den Syun Co., Ltd. (TDS) decided, on March 30, 2006, to merge Taiwan Cellular Co., Ltd. (the former TCC) for $\$ 1,527,583$ thousand at $\$ 33.85$ per share, with TDS as the surviving company. TCC, incorporated in November 1997, is engaged in general investing activities. The record date of the merger was May 1, 2006. TDS thus assumed all of TCC's rights and obligations and was renamed as Taiwan Cellular Co., Ltd. (TCC).

On March 30, 2006, TCC's Board of Directors decided to reduce TCC's capital by $\$ 1,119,715$ thousand, resulting in the cancellation of 111,972 thousand shares and the return to investors of their cash investments. On the record date (June 1, 2006), the Corporation was entitled to receive $\$ 1,119,715$ thousand based on its equity of $100 \%$ in TCC.

TCC's Board of Directors resolved the rights issue of 50,000 thousand shares at $\$ 10$ dollars on October 26,2006 . On the record date (October 31, 2006), the Corporation subscribed for all the shares and TCC is still a wholly-owned subsidiary.

On March 1, 2007, TCC's Board of Directors resolved the rights issue of 18,028 thousand shares at $\$ 1,000$ per share. On the record date (March 8, 2007), the Corporation subscribed for all the shares by cash of $\$ 12,740,430$ thousand and the 637,000 thousand shares of Taiwan Fixed Network Co., Ltd. (TFN) value at $\$ 8.3$ per share. After the capital injection, TCC is still a wholly-owned subsidiary of the Corporation.

TCC's Board of Directors resolved the rights issue of 21,931 thousand shares at $\$ 1,000$ dollars on October 31, 2007. On the record date (December 26, 2007), the Corporation subscribed for all the shares and TCC is still a wholly-owned subsidiary.

TCC established wholly-owned Taihsing International Telecommunications Co., Ltd. (TIT) on January 30, 2007. On March 1, 2007, the Board of Directors of TIT resolved to issue $1,806,820$ thousand shares with par value of $\$ 10$ for capital injection. On the record date (March 15, 2007), TCC subscribed for all the shares by cash of $\$ 12,740,430$ thousand and the 641,900 thousand shares of TFN valued at $\$ 8.3$ per share. After the capital injection, TIT is still a wholly-owned subsidiary of TCC.

Based on the revised SFAS No.5 - "Long-term Investments in Equity Securities," unrealized gains (losses) on downstream transactions should be deferred. Thus, the spread between the original cost and the disposal price of the TFN shares on these transactions had been deferred. The amount recognized by the Corporation and TCC was deferred credits $\$ 1,586,156$ thousand and deferred debits \$2,194 thousand, respectively.

To position as an integrated telecom and media player down the road differentiating from competition and build growth momentum exposure to higher margin lines of business, the Board of Directors of TIT resolved to acquire TFN through a public tender offer on March 1, 2007, and approved to buy shares continuously from minorities on April 26, 2007, both at the price of $\$ 8.3$ per share. TFN and its subsidiaries have become the subsidiaries of the Corporation since April 17, 2007. In addition, TIT's Board of Directors resolved on June 29, 2007 to fully merge TFN at $\$ 8.3$ per share, with TIT as the surviving company. TIT thus assumed all the rights and obligations of TFN and was renamed as TFN on the record date, December 28, 2007.

As of December 31, 2007, TFN and its subsidiary held $1,368,250$ thousand shares of the Corporation. Based on SFAS No. 30, "Treasury Stock", the Corporation's shares held by subsidiaries are treated as treasury stock. This accounting treatment increased the Corporation's treasury share account by $\$$ $40,844,007$ thousand. Please refer to note 17 for details.

TFN reclassified investments in the former TFN from "financial assets carried at cost" account to "investments accounted for using equity method" account effective on April 17, 2007. The investment income from the former TFN for the period from January 1, 2007 to April 16, 2007 should be therefore accrued retroactively. Given that the Corporation controlled the former TFN through TFN ( $100 \%$ owned by the Corporation) and the former TFN held over $20 \%$ stake in the Corporation, the Corporation and the former TFN recognized investment income from each other based on treasury stock method.

The subsidiary of the Corporation, Taiwan United Communication Co., Ltd. (TUC), bought Taiwan Telecommunication Network Services Co., Ltd. (TTN) to help businesses meet their needs for digital convergence. To integrate enterprise resources and enhance the operating efficiency, TUC's Board of Directors decided on November 30, 2007 to acquire $100 \%$ of TTN though share swap on December 31, 2007. TFN's Board of Directors resolved on December 31, 2007 to fully merge TUC at $\$ 1,384.3$ per share, with TFN as the surviving company. On the record date of the merger was January 1, 2008. TFN assumed all the rights and obligations of TUC on the record date, June 27, 2006.
c. Wealth Media Technology Co., Ltd

To integrate enterprise resources, the Corporation established Wealth Media Technology Co., Ltd. (WMTC) on August 7, 2007. As of December 31, 2007, the Corporation owned $100 \%$ of WMTC with $\$ 87,000$ thousand investment.
d. Equity in investees' net gains or losses

The carrying value of the investments under equity method and the related investment income or losses were determined on the basis of audited financial statements. The Corporation's investment income or losses were as follows:

|  | December 31 |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  | 2006 |  |
| TAT | \$ | 1,881,453 | \$ | 1,551,510 |
| TCC (formerly TDS) |  | 1,784,640 |  | 1,160,351 |
| The former TCC (formerly Taihsing Den Den Co., Ltd.) |  | - |  | 31,198 |
| The former TAT |  | - |  | (1) |
| WMTC |  | $(4,285)$ |  | - |
|  | \$ | 3,661,808 | \$ | 2,743,058 |

All the financial statements of subsidiaries have been consolidated into the consolidated financial statements of the Corporation.

## 9. FINANCIAL ASSETS CARRIED AT COST - NON-CURRENT

|  | December 31 |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  | 2006 |  |
| Domestic emerging stocks |  |  |  |  |
| The former Taiwan Fixed Network Co., Ltd. (The former TFN) | \$ | - | \$ | 3,700,944 |
| Foreign unlisted stocks |  |  |  |  |
| Bridge Mobile Pte Ltd. |  | 71,596 |  | 32,160 |
|  | \$ | 71,596 | \$ | 3,733,104 |

Because there is no active market quotation and a reliable fair value can not be estimated, the above investments are measured at cost.

On March 1, 2007, the Board of Directors of the Corporation resolved to attend the capital injection of TCC with all its shares of the former TFN. Please refer to the description in note 8 .

## 10. PROPERTY AND EQUIPMENT - ACCUMULATED DEPRECIATION

|  | December 31 |  |  |
| :--- | ---: | ---: | ---: |
|  | $\mathbf{2 0 0 7}$ |  | $\mathbf{2 0 0 6}$ |
| Buildings |  |  |  |
| Telecommunication equipment | 263,553 | $\$$ | 277,685 |
| Office equipment | $19,948,510$ | $23,811,758$ |  |
| Leased assets | 65,371 | 42,478 |  |
| Miscellaneous equipment | 356,270 | 292,461 |  |
|  |  | 778,991 | 588,790 |

$\$ 21,412,695 \$ 25,013,172$
Interest expenses capitalized for the years ended December 31, 2007 and 2006 amounted to $\$ 25,981$ thousand and $\$ 11,647$ thousand, respectively, with interest rates ranging from $2.4 \%-3.0 \%$ and from $2.28 \%-3.12 \%$, respectively.

## 11. ASSETS LEASED TO OTHERS AND IDLE ASSETS

|  | December 31 |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  | 2006 |  |
| Assets leased to others |  |  |  |  |
| Cost | \$ | 2,504,090 | \$ | 744,476 |
| Less accumulated depreciation |  | $(111,224)$ |  | $(35,134)$ |
| Less accumulated impairment |  | $(10,591)$ |  | $(10,591)$ |
|  | \$ | 2,382,275 | \$ | 698,751 |
| Idle assets |  |  |  |  |
| Cost | \$ | 643,893 | \$ | 2,674,530 |
| Less allowance for value decline |  | $(187,424)$ |  | 1,592,960 |
| Less accumulated depreciation |  | $(101,705)$ |  | (724,710) |
| Less accumulated impairment |  | $(128,771)$ |  | $(128,939)$ |
|  | \$ | 225,993 | \$ | 227,921 |

The impairment losses of idle property were determined based on their appraised values and net realizable value, respectively, and the Corporation recognized impairment losses of $\$ 2,005$ thousand for the year ended December 31, 2006.

## 12. DEFERRED CHARGES

|  | December 31 |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  | 2006 |  |
| Interior decoration | \$ | 236,055 | \$ | 267,738 |
| Other |  | 11,101 |  | 12,754 |
|  | \$ | 247,156 | \$ | 280,492 |

## 13. SHORT-TERM BANK LOANS

$\frac{\text { December 31 }}{2007}$

Unsecured loans
$\$ 14,000,000$ \$ $\qquad$
Interest rate
$2.365 \%-2.6 \%$

## 14. SHORT-TERM NOTES AND BILLS PAYABLE

|  | December 31 |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  | 2006 |  |
| Commercial paper payable |  |  |  |  |
| China Bills Finance Corporation | \$ | 850,000 | \$ | - |
| International Bills Financial Corporation |  | 750,000 |  |  |
| Less: Discount on short-term notes and bills payable |  | $(5,247)$ |  | - |
| Net carrying value | \$ | 1,594,753 | \$ | - |
| Interest rate |  | \%-2.121\% |  | - |

## 15. BONDS PAYABLE

|  | December 31 |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  |  |  | 2006 |  |  |  |
|  | Current |  | Non-current |  | Current |  | Non-current |  |
| Domestic unsecured bonds | \$ | 2,500,000 | \$ | 7,500,000 | \$ | 3,750,000 | \$ | 10,000,000 |
| 2 nd domestic convertible bonds |  |  |  |  |  | 55,900 |  | - |
| Add accrued interest compensation |  |  |  |  |  | 8,548 |  |  |
|  | \$ | 2,500,000 | \$ | 7,500,000 | \$ | 3,814,448 |  | 10,000,000 |

a. Domestic secured bonds

On February 1, 2001, the Corporation issued $\$ 3,000,000$ thousand of five-year domestic secured bonds, with each bond having a face value of $\$ 1,000$ thousand with a coupon rate of $5.31 \%$ per annum. The bonds will be redeemed in the fourth and fifth years after the issuance date at $\$ 1,500,000$ thousand for each of those years. Interest is payable annually. The bonds were repaid by the Corporation in February 2006.
b. Domestic unsecured bonds

On December 13, 2002, the Corporation issued $\$ 15,000,000$ thousand of domestic unsecured bonds, with each bond having a face value of $\$ 5,000$ thousand. The bonds have four different types based on terms and dates. Types I and II both consist of A to L tranches. Types III and IV both consist of A to M tranches. Types I and II are five-year bonds and Types III and IV are seven-year bond. The interest rates and payment terms are as follows:

Principal Rate Terms

| Type I | $\$ 2,500,000$ | $2.60 \%$ | Repayment of $\$ 1,250,000$ thousand each in the fourth <br> and fifth years, interest payable annually |
| :--- | ---: | ---: | :--- |
| Type II | $2,500,000$ | $5.21 \%-6 \mathrm{M}$ LIBOR | Repayment on maturity date, interest payable <br> semiannually |
| Type III | $5,000,000$ | $2.80 \%$ | Repayment of $\$ 2,500,000$ thousand each in the sixth <br> and seventh years, interest payable annually <br> Tepayment on maturity date, interest payable |
| Type IV | $5,000,000$ | $5.75 \%-6 \mathrm{M}$ LIBOR | semiannually |
|  | $\underline{15,000,000}$ |  |  |

Future repayments of corporate bonds are as follows:

Year

## Amount

2008
\$ 2,500,000
2009
$7,500,000$
\$ 10,000,000
c. 1st domestic convertible bonds

On August 25, 2001, the Corporation issued $\$ 10,000,000$ thousand of five-year domestic unsecured convertible bonds, with each bond having a face value of $\$ 100$ thousand and $0 \%$ interest. Within the conversion period, starting from 3 months after the issuance date to the 10 th day before maturity, the bondholders may ask for bond conversion into common stocks or entitlement certificates of the Corporation. Cash is paid for those bonds that cannot be converted into one share. The conversion price is subject to adjustment based on the prescribed formula. The conversion price has been $\$ 22.2$ per share since July 20, 2006. As of August 24, 2006, bonds amounting to $\$ 6,802,300$ thousand had been converted to 226,716 thousand of common share. As of August 24 (due date), 2006, bonds amounting to $\$ 3,194,400$ thousand were purchased and canceled by the Corporation, and the other \$3,300 thousand was repaid by the Corporation on August 24, 2006.

If the closing price of the Corporation's share is above $50 \%$ of the conversion price for 30 consecutive trading days of the Taiwan Stock Exchange from 3 months after bond issuance to the 40 th day before maturity, the Corporation has the option to convert the bonds to entitlement certificates at the conversion price or to redeem the bonds by cash at face value. If the total value of outstanding convertible bonds becomes less than $10 \%$ of the total principal, the Corporation also has the option, at any time, to convert the bonds to entitlement certificates at the conversion price or to redeem the bonds by cash at face value.

On the third year after the issuance date, the holders may redeem the bonds by cash at face value plus interest accrued, which is $113.3 \%$ of face value calculated based on an implied yield rate of $4.25 \%$. Upon maturity, the Corporation has redeemed the bonds by cash at face value plus interest accrued, which is $124.62 \%$ of face value, calculated based on an implied yield rate of $4.5 \%$.
d. 2nd domestic convertible bonds

On August 16, 2002, the Corporation issued $\$ 6,000,000$ thousand of five-year domestic unsecured convertible bonds, with each bond having a face value of $\$ 100$ thousand and $0 \%$ interest. Within the conversion period from 3 months after issuance date to the 10 th day before maturity, the bondholders may have the bonds converted into common stocks of the Corporation. Cash is paid for bonds that cannot be converted into one share. The conversion price is subject to adjustment based on the prescribed formula. The conversion price has been $\$ 22.1$ per share since July 24, 2007. As of August 15, 2007 (due date), bonds amounting to $\$ 5,436,400$ thousand had been converted to 210,871 thousand of common shares. Bonds amounting to $\$ 544,700$ thousand were purchased and canceled by the Corporation, and $\$ 18,900$ thousand, the amount of the remaining bonds, was repaid by the Corporation on August 15, 2007.

If the closing price of the Corporation's share is above $50 \%$ of the conversion price for 30 consecutive trading days of the Taiwan Stock Exchange from 3 months after bond issuance to the 40 th day before maturity, the Corporation has the option to convert the bonds to common stocks at conversion price or to redeem the bonds by cash at face value. If the total value of outstanding convertible bonds becomes less than $10 \%$ of the total principal, the Corporation also has the option - from 3 months after bond issuance to the 40th day before maturity - to convert the bonds to common stocks at the conversion price or to redeem the bonds by cash at face value.

On the third year after the issuance date, the holders may redeem the bonds by cash at face value plus interest accrued, which is $109.59 \%$ of face value, calculated based on an implied yield rate of $3.1 \%$. Upon maturity, the Corporation has redeemed the bonds by cash at face value plus interest accrued, which is $117.63 \%$ of face value, calculated based on implied yield rate of $3.3 \%$.

## 16. PENSION PLAN

The Labor Pension Act (LPA) became effective on July 1, 2005. Employees on board before June 30, 2005 may choose to continue to be subject to the pension plan under the Labor Standards Act (LSA) or be subject to the new pension plan under LPA, with their service years accumulated as of July 1, 2005 to be retained and subject to the pension plan under LSA. Starting from July 1, 2005, new employees may only choose to be subject to the new pension plan under LPA.

The new LPA provides for a defined contribution pension plan. Starting from July 1, 2005, the Corporation should contribute monthly an amount equal to $6 \%$ of the employees' monthly wages to the employees' individual pension accounts. The contributed amount was $\$ 94,309$ thousand and $\$ 80,034$ thousand for the years ended December 31, 2007 and 2006, respectively.

The LSA provides for a defined benefit pension plan. Benefits are based on the length of service and average basic pay of the six months before retirement. The Corporation contributes monthly an amount equal to $2 \%$ of the employees' monthly wages to a pension fund. The pension fund is managed by an independently administered pension fund committee and deposited in the committee's name in the Bank of Taiwan (formerly in the Central Trust of China, which was merged into the Bank of Taiwan in July 2007.) (Approved by Department of Labor, Taipei City Government on April 13, 2007, the Corporation suspended contributing from February 2007 to January 2008.)

Information on the defined benefit pension plan is summarized as follows:
a. Pension cost

|  | Years Ended December 31 |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  | 2006 |  |
| Service cost | \$ | 2,172 | \$ | 2,946 |
| Interest cost |  | 7,611 |  | 6,520 |
| Projected return of pension assets |  | $(10,312)$ |  | (6,785 ) |
| Amortization |  | $(2,044)$ |  | (2,868) |
| Pension cost | \$ | $(2,573)$ | \$ | (187) |

b. Changes in the prepaid pension cost

|  | December 31 |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  | 2006 |  |
| Benefit obligation |  |  |  |  |
| Vested | \$ | - | \$ | - |
| Non-vested |  | $(183,210)$ |  | $(165,054)$ |
| Accumulated |  | $(183,210)$ |  | (165,054) |
| Additional benefits based on future salaries |  | $(130,004)$ |  | $(111,718)$ |
| Projected benefit obligation |  | $(313,214)$ |  | (276,772) |
| Fair value of plan assets |  | 414,075 |  | 362,224 |
| Funded status |  | 100,861 |  | 85,452 |
| Unrecognized net transition obligation |  | 7,756 |  | 8,271 |
| Unrecognized Prior Service Cost |  | 443 |  | - |
| Unrecognized net gain or loss |  | (99,065) |  | $(92,526)$ |
| Prepaid pension cost | \$ | 9,995 | \$ | 1,197 |
| Vested benefit | \$ | - | \$ | - |

d. Actuarial assumptions

|  | Years Ended December 31 |  |
| :--- | :---: | :---: |
|  | $\mathbf{2 0 0 7}$ | $\mathbf{2 0 0 6}$ |
| Discount rate used in determining present values | $2.75 \%$ | $2.75 \%$ |
| Future salary increase rate | $3.00 \%$ | $2.50 \%$ |
| Expected rate of return on plan assets | $2.75 \%$ | $2.75 \%$ |

## 17. SHAREHOLDERS' EQUITY

a. Capital surplus

Under the Company Act, capital surplus may only be used to offset a deficit. However, capital surplus generated from the excess of the issue price over the par value of capital stock, including the stock issued for new capital and the buyback of treasury stock, may be transferred to capital as stock dividends, and this transfer is restricted to a certain percentage of the capital surplus and may be made only within prescribed limits each time.

Capital surplus as of December 31, 2007 and 2006 were as follows:

|  | December 31 |  |  |
| :--- | ---: | ---: | ---: | ---: |
|  | $\mathbf{2 0 0 7}$ |  | $\mathbf{2 0 0 6}$ |
| Premium of convertible bonds | $\$ 8,775,819$ | $\$$ | $8,748,571$ |
| Surplus from treasury stock transactions | 8,027 |  | - |
| Arising from long-term investments | $\underline{1,313}$ |  |  |
|  | $\underline{8,785,159}$ | $\underline{\$ 8,748,571}$ |  |

b. Appropriation of earnings and dividend policy

The Corporation's Articles of Incorporation provide that a $10 \%$ legal reserve should be set aside from the annual net income after the reduction of accumulated deficit. The remainder, less special reserve based on relevant laws or regulations or business requirements, should be distributed as follows:

1) Dividends and bonus to preferred shareholders
2) Remuneration to directors and supervisors - up to $0.3 \%$
3) Bonus to employees - $1 \%-3 \%$
4) Remainder, to be appropriated as dividends as determined in the shareholders' meeting.

The Corporation's dividend distribution is based on the availability of excess funds. That is, the Corporation first projects future capital needs through a capital budgeting process and then provides for the projected capital needs by using retained earnings. Any remainder is available for dividend distribution. However, the amount of stock dividends should not be more than $80 \%$ of the total dividends to be distributed in a single year. The final amount, type and percentage of the dividends are subject to the approval by the Board of Directors and shareholders based on actual earnings and capital requirements of the Corporation in a particular year.

A regulation issued by the Securities and Futures Bureau requires a special reserve be made from the unappropriated earnings, equivalent to the debit balance of any account shown in shareholders' equity. The special reserve appropriated will be reversed to the extent that the net debit balance reverses.

The appropriation of earnings should be resolved by the shareholders in the following year and given effect to in the financial statements of that year.

Under the Integrated Income Tax System, ROC resident shareholders are allowed a tax credit for the income tax paid by the Corporation. An imputation credit account (ICA) is maintained by the Corporation for such income tax and the tax credit allocated to each shareholder.

The 2006 and 2005 earnings appropriations resolved by the shareholders in their meetings on June 15, 2007 and June 15, 2006 were as follows:

|  | Appropriation of Earnings |  |  |  | Dividend Per Share <br> (NT\$) |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | For Fiscal Year 2006 |  | For Fiscal Year 2005 | For Fiscal Year 2006 | For Fiscal Year 2005 |
| Appropriation of legal reserve | \$ | 1,617,074 | \$ | 1,623,670 |  |  |
| Appropriation of special reserve |  | 143,563 |  | 1,150,000 |  |  |
| Reversal of special reserve |  | - |  | (1,631) |  |  |
| Remuneration to directors and supervisors |  | 43,231 |  | 40,394 |  |  |
| Cash bonus to employees |  | 432,303 |  | 403,940 |  |  |
| Cash dividends |  | 12,880,151 |  | 12,843,997 | \$ 2.58757 | \$ 2.61677 |
|  |  | 15,116,322 |  | 16,060,370 |  |  |

Had the above bonus to employees and remuneration to directors and supervisors been charged against income in 2007 and 2006, the basic earnings per share in that year would have decreased from $\$ 3.28$ to $\$ 3.18$ and from $\$ 3.31$ to $\$ 3.22$, respectively.

The appropriation of the Corporation's 2007 earnings had not been proposed by the Board of Directors as of January 11, 2008, the date of the accompanying independent auditors' report. Information on the appropriation of 2007 earnings proposed by the Board of Directors and resolved by the shareholders can be accessed through the Market Observation Post System on the Taiwan Stock Exchange Corporation's website.
c. Cash reduction

To increase ROE (Return of Equity) and maintain stable EPS (Earnings Per Share) and dividend, the Corporation's AGM (Annual General Shareholders' Meeting) resolved on June 15, 2007, a capital reduction of $\$ 12,000,000$ thousand, representing $24 \%$ of outstanding shares. The authority approved the Corporation's capital reduction on October 17, 2007. The Corporation's Board of Directors set the record date on December 1, 2007 to return $\$ 12,000,000$ thousand to investors, credited to the account of "other payables".
d. Treasury stock
(Shares in Thousands)

## Purpose of Buyback

| Beginning |  | Ending |
| :---: | :---: | :---: |
| Shares | Increase | Decrease $\quad$ Shares |

Year ended December 31, 2007
To be transferred to employees
46,537

- 46,537

Shares held by subsidiaries
,368,250
1,368,250
(Note)
Year ended December 31, 2006
$\begin{array}{lllll}\text { To be transferred to employees } & 11,551 & 57,804 & 22,818 & 46,537\end{array}$
Note: Shares held before capital reduction.

## 1) Transfer of stock to employees

For the year ended December 31, 2007, the Corporation transferred the bought-back treasury stocks through various tranches to employees of 46,537 thousand shares at $\$ 28.17, \$ 31.16$ and $\$ 31.15$ per share, respectively, resulting in a reduction of retained earnings, amounting to $\$ 4,869$ thousand and an increase on paid-in capital, amounting to $\$ 8,027$ thousand.

For the year ended December 31, 2006, the Corporation transferred the treasury stock through various tranches to employees of 22,818 thousand shares at $\$ 30.47$ and $\$ 28.17$ per share, resulting in a reduction of retained earnings, amounting to $\$ 57,372$ thousand.

Under the Securities and Exchange Law, the buyback amount of treasury stock should not exceed $10 \%$ of total issued shares, and the buyback cost should not exceed the sum of the retained earnings, additional paid-in capital in excess of par value and realized capital surplus. In addition, the Corporation should not provide treasury stock as collateral and should not exercise shareholders' rights on those shares before transfer.
2) Shares held by subsidiaries

On December 31, 2007, TFN and TFN Investment Co., Ltd., its subsidiary, held the carrying and market value of the treasury stocks, amounting to $\$ 56,235,084$ thousand. The Corporation reclassified $\$ 40,844,007$ thousand from investments accounted for using equity method to treasury stock based on SFAS No. 30, "Treasury Stock". Although these shares are treated as treasury stock in the consolidated financial statement, the shareholders are entitled to excise their rights on these shares, except for participation in capital injection by cash. In addition, based on the ROC Company Act, the shareholders of treasury stocks can not exercise the voting right.
e. Unrealized losses on financial instruments

Unrealized gains or losses on financial instruments for the years ended December 31, 2007 and 2006 were summarized as follows:

|  | Years Ended December 31 |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  | 2006 |  |
| Available-for-sale financial assets |  |  |  |  |
| Balance, beginning of year | \$ | 40,652 | \$ | - |
| Effect of the first time adoption of new issued SFAS No. 34 |  | - |  | 2,082,823 |
| Fair value changes recognized directly in equity |  | 16,908 |  | 68,807 |
| Transfer to current gains or loss upon sales of financial assets |  | - |  | (2,110,978) |
|  |  | 57,560 |  | 40,652 |
| Changes in unrealized gains (losses) of cash flow hedge |  |  |  |  |
| Balance, beginning of year |  | $(218,284)$ |  | - |
| Effect of the first time adoption of new issued SFAS No. 34 |  | - |  | (248,184) |
| Fair value changes recognized directly in equity |  | 179,535 |  | 29,900 |
|  |  | $(38,749)$ |  | (218,284) |
| Recognition of investees' changes in unrealized gains or losses by the equity method |  |  |  |  |
| Balance, beginning of year |  | 30,209 |  | - |
| Fair value changes recognized directly in equity |  | $(113,063)$ |  | 30,209 |
|  |  | $(82,854)$ |  | 30,209 |
| Unrealized losses on financial instruments | \$ | $(64,043)$ | \$ | $(147,423)$ |

## 18. INCOME TAX EXPENSE

a. The reconciliation of imputed income taxes on pretax income at statutory tax rate to income tax expense was as follows:

|  | Years Ended December 31 |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  | 2006 |  |
| Tax on pretax income at statutory tax rate (25\%) | \$ | 2,013,956 | \$ | 4,369,615 |
| Add (deduct) tax effects of |  |  |  |  |
|  |  |  |  |  |
| Investment income from domestic investees accounted for using equity method |  | (915,452) |  | $(685,764)$ |
| Tax-exempt dividend revenue |  | $(2,406)$ |  | $(160,954)$ |
| Gain on disposal of marketable securities |  | $(9,852)$ |  | $(532,377)$ |
| Other |  | $(19,808)$ |  | $(26,260)$ |
| Temporary differences |  | 1,485,973 |  | 471,065 |
| Tax-exempt income |  | - |  | $(402,696)$ |
| Income tax (10\%) on unappropriated earnings |  | 105,442 |  | 132,470 |
| Investment tax credits |  | $(281,134)$ |  | (1,108,394) |
| Deferred income tax |  | $(1,485,805)$ |  | $(922,397)$ |
| Prior years' adjustment |  | 535,754 |  | 164,071 |
| Tax on short-term bills |  | 16,199 |  | 9,416 |
| Income tax expense | \$ | 1,442,867 | \$ | 1,307,795 |

b. Deferred income tax assets (liabilities) were as follows:

|  | December 31 |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  | 2006 |  |
| Provision for doubtful accounts | \$ | 741,535 | \$ | 719,412 |
| Provision for impairment losses on idle assets |  | 65,016 |  | 343,792 |
| Unrealized loss on retirement of property and equipment |  | 2,452,952 |  | 714,861 |
| Unrealized loss on financial liabilities |  | 12,916 |  | 72,761 |
| Accrued interest compensation of bonds payables |  | - |  | 2,137 |
| Accrued pension cost |  | (790) |  | (273) |
| Other |  | 3,096 |  | 2,112 |
| Less valuation allowance |  | $\begin{gathered} \hline 3,274,725 \\ (299,767) \\ \hline \end{gathered}$ |  | $\begin{array}{r} 1,854,802 \\ (305,804 \\ \hline \end{array}$ |
|  | \$ | 2,974,958 | \$ | 1,548,998 |
| Deferred income tax assets |  |  |  |  |
| Current | \$ | 98,239 | \$ | 102,814 |
| Non-current |  | 2,876,719 |  | 1,446,184 |

c. Under Article 8 of the Statue for Upgrading Industries (SUI) before the SUI amendment in 1999, the Corporation is considered an important invested enterprise. Thus, the Corporation's net operating income generated from the following expansion of its equipment is exempt from income tax for five years during the period specified, as approved by the Ministry of Finance.

Equipment Expansion Projects
Switches, BTS and related telecommunication equipment, acquired from
September 30, 2000 to September 30, 2001
d. Integrated income tax information was as follows:

|  | December 31 |  |  |
| :--- | :---: | :---: | :---: | :---: |
|  | $\mathbf{2 0 0 7}$ | $\mathbf{2 0 0 6}$ |  |
| Balance of imputation credit account (ICA) | $\$ \quad 2,329,511$ | $\$ 1,091,242$ |  |

## Tax-Exempt Period

2002 to 2006

As of December 31, 2007, there were no unappropriated earnings generated before January 1, 1998. The estimated creditable ratio for the 2007 earnings appropriation and the actual creditable ratio for the 2006 earnings appropriation were $29.63 \%$ and $19.21 \%$, respectively.

The imputation credits allocated to the shareholders are based on the ICA balance as of the date of dividend distribution. The estimated creditable ratio for the 2007 earnings appropriation may be adjusted when the imputation credits are distributed.
e. Income tax returns through 2005 had been examined by the tax authorities. However, the Corporation disagreed with the examination result of the income tax returns from 1999 to 2005, and filed requests for reexamination.

## 19. EARNINGS PER SHARE

The numerators and denominators used in calculating earnings per share (EPS) were as follows:
(In New Taiwan Dollar)
For the Years Ended December 31

| 2007 |  |  | 2006 |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  | Before | After |  | Before | After |
| Income | Income |  | Income | Income |  |
| Tax | Tax |  | Tax | Tax |  |

## Basic EPS

Income before cumulative effect of changes in accounting principles
Cumulative effect of changes in accounting principle
Net income


Diluted EPS
Income before cumulative effect of changes in accounting principles
Cumulative effect of changes in accounting principle
Net income

| $\$$ | 2.05 | $\$$ | 1.68 | $\$$ | 3.53 |  | $\$ 3.26$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | - | - |  | - |  | - |  |

$\$ \quad 2.05 \$ 1.68 \$ 3.53 \$ 3.26$

For the year ended December 31, 2007
Basic EPS
Income of common shareholders
Add effect of potentially dilutive convertible bonds 2nd convertible bonds (with implied yield rate of 3.3\%)

3,928,228
$\qquad$
$\qquad$

Diluted EPS
Income of common shareholders with dilutive effect of potential common shares

For the year ended December 31, 2006

Basic EPS
Income of common shareholders
Add effect of potentially dilutive convertible bonds
1 st convertible bonds (with implied yield rate of 4.5\%)

2nd convertible bonds (with implied yield rate of 3.3\%)

| Amounts (Numerator) |  |
| :---: | :---: |
| Before | After |
| Income Tax | Income Tax |


|  | EPS (NT\$) |  |
| :---: | :---: | :---: |
| Shares | Before | After |
| (Denominator) | Income | Income |
| (Thousands) | Tax | Tax |

$\$ 8,056,898$ \$ 6,613,773 3,929,411 \$ 2.05 \$ 1.68

| $\$ 17,478,536$ | $\$ 16,170,741$ | $4,933,714$ | $\underline{\underline{\$ 3.54}}$ | $\underline{\underline{\$ 3.28}}$ |
| ---: | ---: | ---: | ---: | ---: |
| 22,764 | 17,073 | 19,022 |  |  |
| 13,483 | 10,112 | 15,298 |  |  |
|  |  |  |  |  |

$\$ 17,514,783 \$ 16,197,926 \xlongequal{\$, 968,034} \$ 3.53$ \$ 3.26

## 20. LABOR COST, DEPRECIATION AND AMORTIZATION EXPENSE

|  | For the Years Ended December 31 |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  |  |  | 2006 |  |  |
|  | Classified as Operating Costs |  | Classified as Operating Expenses | Total | Classified as Operating Costs | Classified as Operating Expenses | Total |
| Labor cost |  |  |  |  |  |  |  |
| Salary | \$ 572,841 | \$ | 1,747,153 | \$ 2,319,994 | \$ 416,853 | \$ 1,205,679 | \$ 1,622,532 |
| Labor and health insurance | 33,609 |  | 75,370 | 108,979 | 25,649 | 69,301 | 94,950 |
| Pension | 23,223 |  | 50,340 | 73,563 | 23,769 | 61,048 | 84,817 |
| Other | 32,512 |  | 74,582 | 107,094 | 27,567 | 83,302 | 110,869 |
|  | \$ 662,185 |  | \$ 1,947,445 | \$ 2,609,630 | \$ 493,838 | \$ 1,419,330 | \$ 1,913,168 |
| Depreciation | \$ 5,755,382 | \$ | - 513,982 | \$ 6,269,364 | \$ 5,104,861 | \$ 381,362 | \$ 5,486,223 |
| Amortization | 764,039 |  | 119,414 | 883,453 | 769,424 | 132,091 | 901,515 |

## 21. FINANCIAL INSTRUMENT TRANSACTIONS

a. Fair value information

|  | December 31 |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  |  | 2006 |  |  |  |
|  | Carrying Value |  | Fair Value |  | Carrying Value |  | Fair Value |
| Liabilities |  |  |  |  |  |  |  |
| Bonds payable (including current portion) | \$ 10,000,000 | \$ | 9,942,440 | \$ | 13,814,448 | \$ | 13,741,839 |

b. The methods and significant assumptions applied in determining fair values of financial instruments were as follows:

1) Financial assets at fair value through profit or loss and available-for-sale financial assets - based on quoted prices in an active market on the balance sheet date.
2) Because there is no active market and a reliable fair value could only be verified at a more than reasonable cost, the fair values of investments in unlisted stocks carried at cost or accounted for using equity method can be measured by net worth of investee or estimate of the book value.
3) Bonds payable - based on the over-the-counter quotations in December.
4) Derivative financial instruments - based on valuation results provided by banks. As of December 31, the financial instrument held by the Corporation turned into financial liability, evaluated by the bid price of counter party.
5) The above financial instruments do not include cash and cash equivalents, notes and accounts receivables, pledged time deposits, refundable deposits, short-term bank loans, short-term notes and bills payable, notes and accounts payable and guarantee deposits. Because of the short maturities of these instruments, the carrying values represent a reasonable basis to estimate fair values.
c. The fair values of financial assets and liabilities were not simultaneously determined by quoted prices in active markets and by estimations using valuation technique.
d. The financial assets exposed to fair value interest rate risk amounted to $\$ 2,019,577$ thousand and $\$ 7,496,299$ thousand as of December 31, 2007 and 2006, respectively, and the financial liabilities exposed to fair value interest rate risk amounted to $\$ 20,594,753$ thousand and $\$ 6,314,448$ thousand as of December 31, 2007 and 2006, respectively. The financial assets exposed to cash flow interest rate risk amounted to $\$ 422,189$ thousand and $\$ 673,136$ thousand as of December 31, 2007 and 2006, respectively, and the financial liabilities exposed to cash flow interest rate risk amounted to $\$ 5,051,665$ thousand and $\$ 7,791,046$ thousand as of December 31, 2007 and 2006, respectively.
e. Information on financial risks:
6) Market risk

The interest rate swap (IRS) contracts are used to hedge interest rate fluctuation on its liabilities with anti-floating interest rates. Since the interest receivable and payable are settled at net amounts on the settlement date. The market risk is immaterial.
2) Credit risk

Credit risk represents the potential impacts to financial assets that the Corporation might encounter if counter-parties or third parties breach the contracts. Factors that affect the impacts include credit risk concentration, components of financial instruments, contract amount and other receivables. The Corporation's evaluation of credit risk exposure as of December 31, 2007 and 2006 were both zero because all of counter-parties are reputable financial institutions with good credit ratings.

The Corporation's maximum credit risk exposure of each financial instrument is the same as its carrying value.

The credit risk amount listed above is an evaluation over the contracts with positive fair value at the balance sheet date and the contracts of off-balance-sheet commitments and guarantees. Significant concentration of credit risk exists when counter-parties in financial instrument transactions significantly concentrate on one individual, or when there are a number of counter-parties in financial instrument transactions, but these counter-parties are engaged in similar business activities and have similar economic characteristics so that their abilities to perform contractual obligations would be concurrently affected in similar economic changes or other situations. The characteristics of credit risk concentration include the nature of the debtors' operating activities. The Corporation does not rely significantly on single transaction and transact with single client or in the same region.
3) Liquidity risk

The Corporation entered into IRS transactions to hedge cash flow risks. Because the IRS contracts are settled at net amounts, the expected cash demand is insignificant. The Corporation has sufficient working capital to meet cash demand.
f. The purpose of derivative financial instruments held or issued and the strategies to meet the purpose

The Corporation uses IRS contracts to hedge fluctuation on its liabilities with anti-floating interest rates. The overall purpose of these contracts is to hedge the Corporation's exposure to cash flow risks. The Corporation uses interest rate swaps to hedge interest rate fluctuation risk and periodically evaluates the effectiveness of the hedging instruments.

## 22. RELATED-PARTY TRANSACTIONS

a. The related parties and their relationships with the Corporation were as follows:

| Related Party |  | Relationship with the Corporation |
| :--- | :--- | :--- |
|  |  |  |
| TransAsia Telecommunications Inc. (TAT; <br> formerly TAT International | Subsidiary |  |
| $\quad$ Telecommunications Co., Ltd.) |  |  |
| Taiwan Cellular Co., Ltd. (TCC; formerly | Subsidiary |  |
| $\quad$ Taihsing Den Syun Co., Ltd.) |  |  |
| Wealth Media Technology Co., Ltd. | Subsidiary |  |
| Tai Fu Media Technology Co., Ltd. | Subsidiary |  |
| Global Wealth Media Technology Co., Ltd. | Subsidiary <br> Fu Sin Media Technology Co., Ltd. | Subsidiary <br> Fu Jia Leh Media Technology Co., Ltd. |
| Subsidiary |  |  |
| Tai Yi Digital Broadcasting Co., Ltd. |  | Equity-method investee under control of TCC |

(Continued)

TWM Holding Co. Ltd. (formerly Simax Investment Holdings Ltd.)
Taiwan Digital Communications Co., Ltd. Subsidiary
Taiwan Teleservices \& Technologies Co., Ltd. Subsidiary (TT\&T)
TT\&T Casualty \& Property Insurance Agency Co., Ltd.
TT\&T Life Insurance Agency Co., Ltd. Subsidiary
Taiwan Super Basketball Co., Ltd. Subsidiary
TT\&T Holdings Co., Ltd.
Xiamen Taifu Teleservices \& Technologies Ltd.
Taiwan Fixed Network Co., Ltd. (TFN)
Taiwan United Communication Co., Ltd. (TUC)
Taiwan Telecommunication Network Services Co., Ltd. (TTN)
VoPier Communications (Taiwan) Co., Ltd.
TFN Investment Co., Ltd.
Reach \& Range Inc.
Win TV Broadcasting Co., Ltd.
TFN Media Ltd. (TFNM)
Yeong Jialeh Cable TV Co., Ltd.
Shin Ho Cable TV Co., Ltd.
Mangrove Cable TV Corporation
North Coast Cable TV Co., Ltd.
Phoenix Cable TV Co., Ltd.
Globalview Cable TV Co., Ltd.
Union Cable TV Co., Ltd.
TFN HK LIMITED
Taiwan Mobile Foundation (TWM Foundation)

Fubon Life Assurance Co., Ltd.
Fubon Securities Investment Trust Co., Ltd.
Chung Hsing Constructions Co., Ltd.
Fubon Land Development Co., Ltd.
Fubon Financial Holding Company
Taipei Fubon Commercial Bank Co., Ltd. (TFCB)
Fubon Securities Co., Ltd. (FSC)
Fubon Insurance Co., Ltd. (Fubon Ins.)
Fubon Property Management Co., Ltd. (FPMC)
The former Mobitai Communications (the former Mobitai)
Taiwan Cellular Co., Ltd. (the former TCC)

Subsidiary Subsidiary

Subsidiary
Subsidiary

Subsidiary
Subsidiary
Subsidiary (change relationship on September 7, 2007)
Subsidiary (change relationship on September 7, 2007)
Subsidiary (change relationship on April 17, 2007)
Subsidiary (change relationship on April 17, 2007)
Subsidiary (change relationship on April 17, 2007)
Subsidiary (change relationship on April 17, 2007)
Subsidiary (change relationship on April 17, 2007)
Subsidiary (change relationship on April 17, 2007)
Subsidiary (change relationship on April 17, 2007)
Subsidiary (change relationship on April 17, 2007)
Subsidiary (change relationship on April 17, 2007)
Subsidiary (change relationship on April 17, 2007)
Subsidiary (change relationship on April 17, 2007)
Subsidiary (change relationship on April 17, 2007)
Over one third of the Foundation's issued fund came from the Corporation
Same chairman
Related party in substance
Related party in substance
Related party in substance
Related party in substance
Related party in substance
Related party in substance
Related party in substance
Related party in substance
Subsidiary (merged into TYIT on January 1, 2006)
Subsidiary (merged into TCC (formerly Taihsing Den Syun Co., Ltd.) on May 1, 2006)
Related Party
TransAsia Telecommunications Inc. (the
former TAT)
Howin Technologies Co., Ltd. (HTC)

Dalian Xinkai Teleservices \& Technologies
Ltd.
Hong Yuan Investment Co., Ltd.
TFN US LTD.
TFN Digital Co., Ltd.
Fu Yang Multimedia Co., Ltd.
Mobitai Communications (Mobitai; formerly
Tai Ya International Telecommunications
Co., Ltd. (TYIT))

The former Taiwan Fixed Network Co., Ltd.
(The former TFN)

Subsidiary (merged into former TAT International on June 27, 2006)
Equity-method investee of TCC (formerly Taihsing Den Syun Co., Ltd.) and the former TAT (all shares were sold in June 2006)
Subsidiary (all shares were sold in July 2006)
Subsidiary (merged into TFN Investment Co., Ltd. on June 5, 2007)
Subsidiary (liquidated on June 8, 2007)
Subsidiary (merged into TFN Investment Co., Ltd. on June 30, 2007)
Subsidiary (change relationship on April 17, 2007 and merged into TFN Media Ltd. on December 1, 2007)
Subsidiary (merged with the former Mobitai on January 1, 2006 and was renamed Mobitai Communications; and merged into TAT on December 15, 2007)
Subsidiary (change relationship on April 17, 2007 and merged into TFN on December 28 , 2007) (Concluded)
b. Significant transactions with related parties were summarized below:

1) Operating revenues

|  | For the Years Ended December 31 |  |  |  |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: |

The Corporation mainly rendered telecommunication services to the above companies. The average collection period for notes and accounts receivable was approximately two months.
2) Operating costs

TFN (including the former TFN) TAT (including the former TAT) Mobitai Fubon Ins.

| 2007 |  |  | 2006 |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  | Amount | \% of Total Costs |  | Amount | \% of Total Costs |
| \$ | 901,022 | 4 | \$ | 868,958 | 4 |
|  | 295,200 | 1 |  | 341,755 | 2 |
|  | 185,391 | 1 |  | 193,763 | 1 |
|  | 81,044 | - |  | 89,322 | - |
|  | 1,462,657 |  | \$ | 1,493,798 |  |

These companies rendered telecommunication, maintenance and insurance services to the Corporation. The average payment term for notes and accounts payable was approximately two months.
3) Property transactions

Acquisition of property and equipment


Disposal of property and equipment
Year Ended December 31, 2006

Description
Land and buildings
Amount
The former TFN
The above disposal was made at arm's length, and the transaction amount was based on the value obtained from an appraising firm. This disposal resulted in a loss of $\$ 3,848$ thousand in 2006
4) Operating lease income

TFN (including the former TFN)
Offices and BTS, etc.
$\$ 73,769 \$ 27,410$
The above lease transactions were based on market price and rent was collected monthly.
5) Cash in banks
a) Cash in banks

TFCB
b) Pledged time deposits

> TFCB

$$
\$ \quad 10,000
$$

100

6) Receivables and payables

|  | December 31 |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  |  | 2006 |  |  |
|  | Amount |  | \% | Amount |  | \% |
| a) Accounts receivable |  |  |  |  |  |  |
| TFN | \$ | 218,970 | 4 | \$ | - | - |
| TAT |  | 73,498 | 1 |  | 80,210 | 1 |
| The former TFN |  | - |  |  | 222,747 | 4 |
| Mobitai |  | - | - |  | 19,190 | 1 |
| Other |  | 3,872 | - |  | 3,696 | - |
|  | \$ | 296,340 |  | \$ | 325,843 |  |
| b) Other receivables |  |  |  |  |  |  |
| Tai Fu Media Technology Co., Ltd. (Note) | \$ | 2,009,353 | 73 | \$ |  |  |
| TFN Media Ltd. (Note) |  | 250,487 | 9 |  | - | - |
| TAT |  | 217,895 | 8 |  | 139,777 | 28 |
| TFN |  | 55,636 | 2 |  | - | - |
| Mobitai |  | - | - |  | 109,782 | 22 |
| Other |  | 3,576 | - |  | 16,008 | 3 |
|  | \$ | 2,536,947 |  | \$ | 265,567 |  |

Note: Financing to related parties was as follows:

|  | Year Ended December 31, 2007 |  |  |  |  |
| :--- | ---: | ---: | ---: | ---: | ---: | ---: |

c) Prepayments

Fubon Ins.
d) Accounts payable

TAT
$\begin{array}{llll}\$ \quad 19,609 & 1 & 23,937 & 2\end{array}$
e) Accrued expenses
TT\&T
TFN
Taiwan Super Basketball Co., Ltd.
The former TFN
f) Other payables

TAT
TFN
Mobitai
The former TFN
g) Other current liabilities - collections and temporary credits for the following

TFN
TAT
The former TFN
Mobitai

| December 31 |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
| 2007 |  |  | 2006 |  |
|  | mount | \% | Amount | \% |
| \$ | 159,147 | 3 | 153,397 | 4 |
|  | 134,734 | 3 | - |  |
|  | 13,500 | - | - |  |
|  | - | - | 55,074 | 1 |


| $\$$ | 251,648 | 2 | $\$$ | 96,570 | 3 |
| ---: | ---: | ---: | ---: | ---: | ---: |
|  | 94,611 | 1 |  | - | - |
|  | - | - | 63,717 | 2 |  |
|  | - | 44,130 | 1 |  |  |
|  |  |  |  |  |  |


| $\$$ | 334,846 | 36 | $\$$ | - | - |
| ---: | ---: | ---: | ---: | ---: | ---: |
|  | 239,384 | 26 |  | 202,048 | 23 |
|  | - | - | 194,924 | 22 |  |
|  | - | - | 95,468 | 11 |  |
|  |  |  |  |  |  |
| $\$$ | 574,230 |  | $\$$ | 492,440 |  |

Years Ended December 31 2007

2006
7) Telecommunication service expenses

TFN (including the former TFN)
$\$ \quad 85,676 \quad \$ \quad 66,424$
8) Professional service fees

TT\&T
$\$ \quad 875,660$ \$ 992,514
9) Miscellaneous purchases

TT\&T
10) Insurance expenses

Fubon Ins.
\$
$-\$$
15,300
$\$ \quad 14,856 \quad \$ \quad 10,391$
11) Other expenses

## FPMC

TT\&T

| $\$$ | 18,863 |  | 21,985 <br> $r$ |  |
| :--- | ---: | :--- | :--- | :--- |
|  |  | 24,109 |  |  |

## Years Ended December 31 <br> 2007 <br> 2006

12) Donation

TWM Foundation
$\$ \quad 18,000 \quad \$ \quad 21,000$
13) Repairs and Maintenance

FPMC $\qquad$
14) Advertisement expenses

Taiwan Super Basketball Co., Ltd.
\$ 13,500 \$ -
15) Endorsement/guarantee provided

Miscellaneous income
TFN (including the former TFN)
$\$ \quad 32,504 \quad$ -
a) The Corporation provided a $\$ 18,000,000$ thousand guarantee for TFN's bank loan. As of December 31, 2007, TFN had drawn down a bank loan of \$5,340,000 thousand under this guarantee.
b) As of December 31, 2007, the Corporation had provided TFN $\$ 50,000$ thousand as performance guarantee for customers for IDD calling card, in accordance with NCC's new policy effective on April 1, 2007.
16) Other
a) As of December 31, 2007, TAT had provided the Corporation $\$ 1,000,000$ thousand as performance guarantee for customers when issuing prepaid card in accordance with new policy set by NCC on April 1, 2007.
b) The Corporation bought a real estate from the former TFN based on the need for base station. Only a natural person could be the owner of the farmland due to the related regulations. The Corporation bought the farmland located in Yang-Mei, Taoyuan for the amount of \$12,000 thousand through setting up of a fiduciary contract with the landholder in December 2006 and is applying for the transfer of the ownership. The Corporation uses the land for operation purpose.
c) For the years ended December 31, 2007 and 2006, the Corporation provided business services for service charges, which were recorded as deductions from related costs and expenses. The Corporation's service charges were as follows:

|  | Years Ended December 31 |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  | 2006 |  |
| TAT (including the former TAT) | \$ | 578,125 | \$ | 665,927 |
| Mobitai |  | 296,343 | \$ | 374,449 |
| TFN(including the former TFN) |  | 63,686 |  | - |
|  | \$ | 938,154 | \$ | 1,040,376 |

## 23. ASSETS PLEDGED

The assets pledged as collaterals for credit line of deposit overdraft were as follows:

|  | December 31 |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2007 |  |  | 2006 |
| Time deposits | \$ | 10,000 | \$ | 10,000 |

## 24. COMMITMENTS AND CONTINGENT EVENTS

a. To enhance 3G mobile communications, expand network coverage and increase the service functions, the Corporation entered into a 3 G expansion contract with Nokia for $\$ 4,800,000$ thousand in September 2006. As of December 31, 2007, the purchase amount was $\$ 1,127,795$ thousand.
b. Unused letters of credit for acquisition of equipment were EUR22 thousand as of December 31, 2007.
c. Future minimum rental payments as of December 31, 2007 for significant operating lease agreements were summarized as follows:

|  | Amount |  |
| :--- | ---: | ---: |
| 2008 | $\$$ | 29,488 |
| 2009 | $\$ 1,197$ |  |
| 2010 | 11,476 |  |
| 2011 | 11,642 |  |
| 2012 | 5,367 |  |

## 25. ADDITIONAL DISCLOSURES

Following were the additional disclosures required by the Securities and Futures Bureau for the Corporation and its investees:
a. Financing provided: Table 1 (attached)
b. Endorsement/guarantee provided: Table 2 (attached)
c. Marketable securities held: Table 3 (attached).
d. Marketable securities acquired and disposed of at costs or prices of at least $\$ 100$ million or $20 \%$ of the paid-in capital: Table 4 (attached).
e. Acquisition of individual real estate at costs of at least $\$ 100$ million or $20 \%$ of the paid-in capital: None.
f. Disposal of individual real estate at prices of at least $\$ 100$ million or $20 \%$ of the paid-in capital: None.
g. Total purchase from or sale to related parties amounting to at least $\$ 100$ million or $20 \%$ of the paid-in capital: Table 5 (attached).
h. Receivables from related parties amounting to at least $\$ 100$ million or $20 \%$ of the paid-in capital: Table 6 (attached).
i. Names, locations, and related information of investees on which the Corporation exercised significant influence: Table 7 (attached).
j. Derivative transactions

1) The Corporation entered into interest rate swap (IRS) contracts in December 2002 to hedge fluctuation on anti-floating interest rates of bonds, which are settled semiannually. Please refer to Note 21 for the related information.

| Financial Instrument | Term | Contract <br> Amount |
| :---: | :---: | :---: |
| Interest rate swap contracts | Anti-floating interest rate in exchange for fixed <br> interest rate of $2.25 \%$ | $\$ 2,500,000$ |
|  | Anti-floating interest rate in exchange for fixed <br> interest rate of $2.45 \%$ | $5,000,000$ |

The Corporation entered into IRS contracts to hedge anti-floating interest rate fluctuation. For the years ended December 31, 2007 and 2006, the Corporation recognized losses of $\$ 157,945$ thousand and $\$ 141,434$ thousand, respectively, recorded as addition to interest expense.
2) The former TFN entered into IRS contracts in June 2005 to hedge interest floating rate fluctuations on syndicated loans, which are settled quarterly. The IRS contracts were all cleared on June 25 , 2007, and the related information is as follows:

| Financial Instrument | Term | Contract <br> Amount |
| :---: | :---: | :---: | :---: |
| Interest rate swap contracts | Floating interest rate in exchange for fixed <br> interest rate of $1.61 \%$ <br> Floating interest rate in exchange for fixed <br> interest rate of $1.60 \%$ | $\$ 500,000$ |
|  | Floating interest rate in exchange for fixed <br> interest rate of $1.63 \%$ | 500,000 |
|  | F |  |

The former TFN entered into IRS contracts to hedge floating interest rate fluctuation and recognized gains \$894 thousand in 2007.
k. Investment in Mainland China:

1) The name of the investee company in Mainland China, the main businesses and products, issued capital, method of investment, information on inflow or outflow of capital, ownership, investment gain or loss, ending balance, amount received as earnings distributions from the investment, and the limitation on investment: Table 8 (attached).
2) Significant direct or indirect transactions with the investee company, its prices and terms of payment, unrealized gain or loss, and other related information which is helpful to understand the impact of investment in Mainland China on financial reports: None.

## 26. SEGMENT INFORMATION

a. Industry

The Corporation is primarily a wireless communication services provider.
b. Foreign operations

The Corporation has no revenue-generating unit that operates outside the ROC.
c. Foreign revenues

The Corporation has no foreign revenues.
d. Customers with revenues exceeding $10 \%$ of the total net operating revenues were as follows:

TAIWAN MOBILE CO., LTD. AND SUBSIDIARIES
FINANCING PROVIDED
YEAR ENDED DECEMBER 31, 2007
(In Thousands of New Taiwan Dollars)

| No. | Financing Company | Counter-party |  | Maximum Balance for the Period |  |  |  | Transaction Amounts |  | Allowance for Doubtful Accounts | Collateral |  | Financing Limit | Financing |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | Financial Statement Account |  | Ending Balance | Interest Rate | Financing Purpose |  | Reasons for Short-term Financing |  | Item | Value | Borrowing Company (Note) | $\qquad$ |
| 0 | The Corporation | The former Taiwan Fixed Network Co., Ltd. | Other receivables | \$ 3,500,000 | \$ | $2.94 \%$ | Short-term financing | \$ - | To finance subsidiaries to pay off the syndicate loan | \$ | - | - | $\begin{array}{r} \$ \quad \begin{array}{r} 12,741,172 \\ \text { (Note 1) } \end{array} \end{array}$ | $\begin{aligned} & \$ \quad \begin{array}{r} 12,741,172 \\ (\text { Note } 1) \end{array} \end{aligned}$ |
|  |  | Taiwan Fixed Network Co., Ltd. | Other receivables | 12,500,000 | - | $2.474 \%$ | Short-term financing |  | To meet its financing needs in acquiring the former TFN | - | - | - | $\begin{array}{r} 12,741,172 \\ (\text { Note } 1) \end{array}$ | $\begin{array}{r} 12,741,172 \\ (\text { Note } 1) \end{array}$ |
|  |  | Tai Fu Media Technology Co., Ltd. | Other receivables | 2,005,000 | 2,005,000 | $\begin{aligned} & 2.554 \%- \\ & 2.568 \% \end{aligned}$ | Short-term financing | - | To meet its financing needs in acquiring minorities | - | - | - | $\begin{array}{r} 12,741,172 \\ (\text { Note } 1) \end{array}$ | $\begin{array}{r} 12,741,172 \\ (\text { Note } 1) \end{array}$ |
|  |  | TFN Media Ltd. | Other receivables | 250,000 | 250,000 | 2.538\% | Short-term financing | - | To meet its financing needs in acquiring minorities | - | - | - | $\begin{gathered} 1,500,000 \\ \text { (Note 1) } \end{gathered}$ | $\begin{array}{r} 12,741,172 \\ (\text { Note } 1) \end{array}$ |
| 1 | $\begin{aligned} & \text { TransAsia } \\ & \text { Telecommunications Inc. } \\ & \text { (Note 4) } \end{aligned}$ | Taiwan Cellular Co., Ltd. (formerly Taihsing Den Syun Co., Ltd.) | Other receivables | 900,000 | 900,000 | 2.477\% | Short-term financing | - | To meet its financing needs in setting up subsidiaries | - | - | - | (Note 4) | $\begin{array}{r} \hline 4,532,266 \\ (\text { Note } 1) \end{array}$ |
| 2 | Taiwan Cellular Co., Ltd. (formerly Taihsing Den Syun Co., Ltd.) | $\begin{aligned} & \text { Taiwan Fixed Network Co., } \\ & \text { Ltd. } \\ & \text { TFN Media Ltd. } \end{aligned}$ | Other receivables Other receivables | $\begin{aligned} & 2,500,000 \\ & 1,250,000 \end{aligned}$ | $\begin{aligned} & \hline 2,500,000 \\ & 1,250,000 \end{aligned}$ | $\begin{aligned} & 2.558 \% \\ & 2.538 \% \end{aligned}$ | Short-term financing Short-term financing | - | To pay off bank loan <br> To meet its financing needs in acquiring minorities | - | - | - | $\begin{array}{r} 22,799,215 \\ (\text { Note 1) } \\ 1,500,000 \\ (\text { Note 1) } \end{array}$ | $\begin{array}{r} 22,799,215 \\ (\text { Note } 1) \\ 22,799,215 \\ (\text { Note 1) } \end{array}$ |
| 3 | TFN Investment Co., Ltd. | $\begin{aligned} & \text { The former Taiwan Fixed } \\ & \text { Network Co., Ltd. } \\ & \text { TFN Media Ltd. } \end{aligned}$ | Other receivables Other receivables | $\begin{aligned} & \hline 1,200,000 \\ & 1,000,000 \end{aligned}$ | 1,000,000 | $\begin{aligned} & 2.501 \% \\ & 2.538 \% \end{aligned}$ | Short-term financing <br> Short-term financing | - | To finance parent company to pay off bank loan. <br> To meet its financing needs in acquiring minorities | - | - | - | $\begin{array}{r} \hline 21,256,008 \\ \text { (Note 2) } \\ 1,267,798 \\ (\text { Note 2) } \end{array}$ | $\begin{array}{r} 27,223,560 \\ \text { (Note 2) } \\ 27,223,560 \\ \text { (Note 2) } \end{array}$ |
| 4 | Union Cable TV Co., Ltd. | TFN Media Ltd. | Other receivables related parties | 460,000 | 460,000 | $\begin{aligned} & 2.538 \%- \\ & 3.7947 \% \end{aligned}$ | Transactions | 229,923 | Business requirements | - | - | - | $\begin{array}{r} 13,500,000 \\ \text { (Note 3) } \end{array}$ | $\begin{array}{r} 13,500,000 \\ \text { (Note 3) } \end{array}$ |
| 5 | $\begin{aligned} & \text { North Coast Cable TV Co., } \\ & \text { Ltd. } \end{aligned}$ | TFN Media Ltd. | Other receivables related parties | 140,000 | 140,000 | $\begin{aligned} & 2.538 \%- \\ & 3.7947 \% \end{aligned}$ | Transactions | 60,910 | Business requirements | - | - | - | $\begin{array}{r} 12,000,000 \\ \text { (Note 3) } \end{array}$ | $\begin{array}{r} 12,000,000 \\ \text { (Note 3) } \end{array}$ |
| 6 | $\begin{aligned} & \text { Mangrove Cable TV } \\ & \text { Corporation } \end{aligned}$ | TFN Media Ltd. | Other receivables related parties | 43,000 | 43,000 | $\begin{aligned} & 2.538 \%- \\ & 3.7947 \% \end{aligned}$ | Transactions | 13,401 | Business requirements | - | - | - | $\begin{array}{r} 12,000,000 \\ (\text { Note } 3) \end{array}$ | $\begin{array}{r} 12,000,000 \\ \text { (Note 3) } \end{array}$ |
| 7 | $\begin{aligned} & \text { Globalview Cable TV Co., } \\ & \text { Ltd. } \end{aligned}$ | TFN Media Ltd. | $\begin{aligned} & \text { Other receivables - } \\ & \text { related parties } \end{aligned}$ | 210,000 | 210,000 | $\begin{aligned} & 2.538 \%- \\ & 3.7947 \% \end{aligned}$ | Transactions | 199,423 | Business requirements | - | - | - | $\begin{array}{r} 12,000,000 \\ (\text { Note } 3 \text { ) } \end{array}$ | $\begin{array}{r} 12,000,000 \\ \text { (Note 3) } \end{array}$ |
| 8 | Shin Ho Cable TV Co., Ltd. | TFN Media Ltd. | Other receivables related parties | 207,700 | 207,700 | $\begin{aligned} & 2.538 \%- \\ & 3.7947 \% \end{aligned}$ | Transactions | 13,707 | Business requirements | - | - | - | $\begin{array}{r} 12,000,000 \\ \text { (Note 3) } \end{array}$ | $\begin{array}{r} 12,000,000 \\ \text { (Note 3) } \end{array}$ |

 (Continued)
TAIWAN MOBILE CO., LTD. AND SUBSIDIARIES
ENDORSEMENT/GUARANTEE PROVIDED
YEAR ENDED DECEMBER 31, 2007
(In Thousands of New Taiwan Dollars)

| No. | Endorsement/Guarantor <br> (A) | Receiving Party |  | Maximum Guarantee/ Endorsement Amount Allowed for Receiving Party | Maximum Balance for the Period (Note 4) | Ending Balance (Note 4) | Value of Collaterals | Ratio of Accumulated Amount of Endorsement/ Guarantee to Net Equity of the Receiving Party (Note 4) | Maximum Total Guarantee/ <br> Endorsement Allowed to Be Provided by the Guarantor/Endorser |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | Name <br> (B) | Nature of Relationship ( $\mathbf{B}$ is $\mathbf{A}$ 's) |  |  |  |  |  |  |
| 0 | The Corporation | Taiwan Fixed Network Co., Ltd. | (Note 1) | $\begin{array}{r} \$ \quad 80,000,000 \\ \text { (Note 5) } \end{array}$ | \$ 18,050,000 | \$ 18,050,000 | \$ | 56.67\% | $\begin{array}{r} \$ 31,852,929 \\ (\text { Note } 5) \end{array}$ |
| 1 | TransAsia <br> Telecommunications Inc. | The Corporation | (Note 2) | $\begin{array}{r} 18,000,000 \\ \text { (Note 6) } \end{array}$ | 1,000,000 | 1,000,000 | - | 8.83\% | $\begin{array}{r} 11,330,665 \\ \text { (Note 6) } \end{array}$ |
| 2 | TFN Investment Co., Ltd. | WinTV Broadcasting Co., Ltd. | (Note 3) | $\begin{array}{r} 27,223,560 \\ \text { (Note } 7 \text { ) } \end{array}$ | 50,000 | 50,000 | - | 0.18\% | $\begin{array}{r} 27,223,560 \\ \text { (Note 7) } \end{array}$ |
| 3 | VoPier Communications (Taiwan) Co., Ltd. | Taiwan Telecommunication Network Services Co., Ltd. | (Note 2) | $\begin{aligned} & \hline 240,000 \\ & \text { (Note } 8 \text { ) } \end{aligned}$ | 262 | 233 | - | 1.87\% | $\begin{array}{r} 12,447 \\ \text { (Note } 8 \text { ) } \end{array}$ |
| 4 | TFN Media Ltd. | TFN Media Ltd. | (Note 1) | $\begin{array}{r} 15,000,000 \\ \text { (Note 9) } \end{array}$ | $\begin{aligned} & 7,000,000 \\ & \text { (Note 10) } \end{aligned}$ | - | (Note 10) | - | $\begin{array}{r} 15,000,000 \\ \text { (Note 9) } \end{array}$ |
| 5 | Union Cable TV Co., Ltd. | Union Cable TV Co., Ltd. | (Note 1) | $\begin{array}{r} 1,350,000 \\ \text { (Note 9) } \end{array}$ |  |  |  | - | $\begin{array}{r} 1,350,000 \\ \text { (Note 9) } \end{array}$ |
| 6 | North Coast Cable TV Co., Ltd. | North Coast Cable TV Co., Ltd. | (Note 1) | $\begin{array}{r} 12,000,000 \\ \text { (Note } 9 \text { ) } \end{array}$ |  |  |  | - | $\begin{array}{r} 12,000,000 \\ \text { (Note } 9 \text { ) } \end{array}$ |
| 7 | Mangrove Cable TV Corporation | Mangrove Cable TV Corporation | (Note 1) | $\begin{array}{r} 12,000,000 \\ \text { (Note } 9 \text { ) } \end{array}$ |  |  |  | - | $\begin{array}{r} 12,000,000 \\ \text { (Note } 9 \text { ) } \end{array}$ |
| 8 | Globalview Cable TV Co., Ltd. | Globalview Cable TV Co., Ltd. | (Note 1) | $\begin{array}{r} 12,000,000 \\ \text { (Note 9) } \end{array}$ |  |  |  | - | $\begin{array}{r} 12,000,000 \\ \text { (Note 9) } \end{array}$ |
| 9 | Phoenix Cable TV Co., Ltd. | Phoenix Cable TV Co., Ltd. | (Note 1) | $\begin{array}{r} 12,000,000 \\ \text { (Note 9) } \end{array}$ |  |  |  | - | $\begin{array}{r} 12,000,000 \\ \text { (Note 9) } \end{array}$ |
| 10 | Shin Ho Cable TV Co., Ltd. | Shin Ho Cable TV Co., Ltd. | (Note 1) | $\begin{array}{r} 12,000,000 \\ \text { (Note 9) } \end{array}$ |  |  |  | - | $\begin{array}{r} 12,000,000 \\ \text { (Note 9) } \end{array}$ |
| 11 | Yeong Jialeh Cable TV Co., Ltd. | Yeong Jialeh Cable TV Co., Ltd. | (Note 1) | $\begin{array}{r} 24,000,000 \\ \text { (Note 9) } \end{array}$ |  |  |  | - | $\begin{array}{r} 24,000,000 \\ \text { (Note 9) } \end{array}$ |

Note 1: Direct/indirect subsidiary
Note 2: Parent company
Note 3: Direct subsidiary
Note 4: Maximum guarantee/endorsement amount for the period and the ending balance are the amount allowed, not actual appropriation.

[^0]TAIWAN MOBILE CO., LTD. AND SUBSIDIARIES
MARKETABLE SECURITIES HELD
(In Thousands of New Taiwan Dollars or U.S. Dollars)

| Holding Company Name | Marketable Securities Type and Issuer | Relationship with the Holding Company | Financial Statement Account | December 31, 2007 |  |  |  | Note |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  | Shares/Units <br> (Thousands) | Carrying Value | Percentage of Ownership | Market Value or Net Assets Value (Note 1) |  |
| Taiwan Mobile Co., Ltd. | Stock |  |  |  |  |  |  |  |
|  | Chunghwa Telecom Co., Ltd. | - | Available-for-sale financial assets - current | $\begin{gathered} 2,957 \\ \text { (Note } 9) \end{gathered}$ | \$ 177,112 | 0.028\% | \$ $\quad$177,112 <br> $($ Note 2) |  |
|  | Bridge Mobile Pte Ltd. | - | Financial assets carried at cost - non-current | 2,200 | 71,596 | 10.00\% | 61,225 |  |
|  | TransAsia Telecommunications Inc. | Subsidiary | Long-term investments - equity method | 900,000 | 11,330,665 | 100.00\% | 11,330,665 |  |
|  | Wealth Media Technology Co., Ltd. | Subsidiary | Long-term investments - equity method | 8,700 | 82,715 | 100.00\% | 82,715 |  |
|  | Taiwan Cellular Co., Ltd. (formerly Taihsing Den Syun Co., Ltd.) | Subsidiary | Long-term investments - equity method | 364,958 | $\begin{array}{r} 3,791,398 \\ (\text { Note } 3 \text { ) } \end{array}$ | 100.00\% | 56,998,037 |  |
| TransAsia Telecommunications Inc. | Stock |  |  |  |  |  |  |  |
|  | Yes Mobile Holdings Company | - | Financial assets carried at cost - non-current | 74 | (Note 5) | 0.19\% | (Note 4) |  |
| Wealth Media Technology Co., Ltd. | Stock |  |  |  |  |  |  |  |
|  | Tai Fu Media Technology Co., Ltd. | Subsidiary | Long-term investments - equity method | 8,500 | 80,876 | 100.00\% | 80,876 |  |
| Tai Fu Media Technology Co., Ltd. | Stock |  |  |  |  |  |  |  |
|  | Global Wealth Media Technology Co., Ltd. | Subsidiary | Long-term investments - equity method | 8,400 | 84,975 | 100.00\% | 84,975 |  |
|  | Fu Jia Leh Media Technology Co., Ltd. | Subsidiary | Long-term investments - equity method | 117,100 | 2,001,211 | 100.00\% | 2,001,211 |  |
|  | Fu Sin Media Technology Co., Ltd. | Subsidiary | Long-term investments - equity method | 100 | 900 | 100.00\% | 900 |  |
| Global Wealth Media Technology Co., Ltd. <br> Taiwan Cellular Co., Ltd. (formerly Taihsing Den Syun Co., Ltd.) | Stock |  |  |  |  |  |  |  |
|  | Globalview Cable TV Co., Ltd. | Subsidiary | Long-term investments - equity method | 3,460 | 84,039 | 6.18\% | 40,715 |  |
|  | Stock |  |  |  |  |  |  |  |
|  | Arcoa Communication Co., Ltd. | - | Financial assets carried at cost - non-current | 6,998 | 67,731 | 5.21\% | - |  |
|  |  |  |  |  |  |  | (Note 4) |  |
|  | Parawin Venture Capital Corp. | - | Financial assets carried at cost - non-current | 3,000 | 22,202 | 3.00\% | (Note 4) |  |
|  | Transportation High Tech Inc. | - | Financial assets carried at cost - non-current | 1,200 |  | 12.00\% |  |  |
|  | WEB Point Co., Ltd. | - | Financial assets carried at cost - non-current | 803 | (Note 5) 6,773 | 3.17\% | (Note 4) <br> (Note 4) |  |
|  | Taiwan Teleservices \& Technologies Co., Ltd. | Subsidiary | Long-term investments - equity method | 30,000 | 249,986 | 100.00\% | 249,986 |  |
|  | Tai Yi Digital Broadcasting Co., Ltd. | Subsidiary | Long-term investments - equity method | 2,495 | 23,507 | 49.90\% | 23,507 |  |
|  | TWM Holding Co. Ltd. | Subsidiary | Long-term investments - equity method | 1 share | US\$ 7,650 | 100.00\% | US\$ 7,650 |  |
|  | Taiwan Fixed Network Co., Ltd. | Subsidiary | Long-term investments - equity method | 4,000,000 | 53,140,019 | 100.00\% | 53,140,019 |  |
|  | Taiwan Digital Communication Co., Ltd. | Subsidiary | Long-term investments - equity method | 1,200 | 11,172 | 100.00\% | 11,172 |  |


| Holding Company Name | Marketable Securities Type and Issuer | Relationship with the Holding Company | Financial Statement Account | December 31, 2007 |  |  |  |  | Note |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  | Shares/Units <br> (Thousands) | Carrying Value | Percentage of Ownership |  | et Value or ssets Value Note 1) |  |
| Taiwan Teleservices \& Technologies Co., Ltd. | Stock | Subsidiary <br> Subsidiary | Long-term investments - equity method Long-term investments - equity method | $\begin{aligned} & 300 \\ & 300 \end{aligned}$ |  | $\begin{aligned} & 100.00 \% \\ & 100.00 \% \end{aligned}$ | \$ | $\begin{aligned} & 3,009 \\ & 2,672 \end{aligned}$ |  |
|  | TT\&T Life Insurance Agency Co., Ltd. |  |  |  | \$ 3,009 |  |  |  |  |
|  | TT\&T Casualty \& Property Insurance Agency Co., Ltd. |  |  |  | 2,672 |  |  |  |  |
|  | TT \& T Holdings Co., Ltd. | Subsidiary | Long-term investments - equity method | 1,300 | US\$ 1,316 | 100.00\% | US\$ | 1,316 |  |
|  | Taiwan Super Basketball Co., Ltd. | Subsidiary | Long-term investments - equity method | 2,000 | 20,046 | 100.00\% |  | 20,046 |  |
| TT\&T Holdings Co., Ltd. | Stock | Subsidiary | Long-term investments - equity method |  |  |  |  |  |  |
|  | Xiamen Taifu Teleservices \& Technologies Ltd. |  |  | - | US\$ 1,312 | 100.00\% | US\$ | 1,312 |  |
| TWM Holding Co. Ltd. |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  | US\$ 4,309 | 4.97\% | US\$ | $\begin{array}{r} 4,309 \\ \text { (Note 2) } \end{array}$ |  |
| Taiwan Fixed Network Co.,Ltd. | ADS   <br> Hurray! Holding Co., Ltd.  Available-for-sale financial assets - current <br> Stock   |  |  |  |  |  |  |  |  |
|  |  |  |  |  | 37,004,498 | 18.00\% |  | $\begin{array}{r} 37,004,498 \\ (\text { Note } 2) \end{array}$ |  |
|  |  |  |  |  | 24,215,585 | 100.00\% |  | 27,223,560 |  |
|  |  |  |  |  | 1,507,621 | 98.93\% |  | 1,507,621 |  |
|  |  |  |  |  | 3,075 | 99.99\% |  | 3,075 |  |
|  |  |  |  |  | 2,120,829 | 3.97\% |  | $\begin{aligned} & 241,036 \\ & \text { (Note } 8 \text { ) } \end{aligned}$ |  |
| TFN Investment Co., Ltd. |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  | 19,230,586 | 9.36\% |  | $\begin{array}{r} 19,230,586 \\ (\text { Note 2) } \end{array}$ |  |
|  |  |  |  |  | 32,355 | 100.00\% |  | 25,284 |  |
|  |  |  |  |  | 254,942 | 98.50\% |  | 252,141 |  |
|  |  |  |  |  | 2,951,824 | 93.06\% |  | 2,949,532 |  |
|  |  |  |  |  | 50,528 | 6.67\% |  | $\begin{array}{r} 50,528 \\ \text { (Note 8) } \end{array}$ |  |
|  |  |  |  |  | 1,786,256 | 0.80\% |  | $\begin{array}{r} 1,786,256 \\ \text { (Note 2) } \end{array}$ |  |
|  |  |  |  |  | 500,000 | 1.03\% |  | - |  |
| TFN Media Ltd. |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  | 2,078,790 | 100.00\% |  | 554,455 |  |
|  |  |  |  |  | 729,647 | 100.00\% |  | $\begin{aligned} & 242,792 \\ & \text { (Note 7) } \end{aligned}$ |  |



Note 1: Based on the investee's net value as shown in its latest financial statements
Note 2: Based on the closing price on December 31, 2007.
Note 3: Taiwan Mobile shares held indirectly by Ta NT $\$ 12,362,632$ thousand unrealized gain.

Note 4: As of December 31, 2007, the independent auditors' report date, the investee's net value was not available.
Note 5: Impairment loss recognized in 2004 reduced the value to zero.

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Note 6: Based on the net assets value of the fund on December 31, 2007.

> Note 7: Partial shares are held under trustee accounts.

Note 8: Calculation was based on unaudited financial statements. Note 9: Shares held before capital reduction.
TAIWAN MOBILE CO., LTD. AND SUBSIDIARIES
MARKETABLE SECURTIES ACQUIRED OR DISPOSED AMOUNTING TO AT LEAST $\$ 100$ MILLION OR $20 \%$ OF THE PAID-IN CAPTTAL
YEAR ENDEE DECEEBER 13 , 2007
(In Thousands of New Taiwan Dollars)

| Company Name | Marketable Securities Type and Issuer | Financial Statement Account | Counter-party | Nature of Relationship | Beginning Balance |  | Acquisition |  | Disposal |  |  |  | Ending Balance (Note 1) |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  |  | Shares/Units (Thousands) | Amount | Shares/Units <br> (Thousands) | Amount | Shares/Units (Thousands) | Amount | Carrying Value | $\begin{array}{\|c\|} \hline \begin{array}{c} \text { Gain (Loss) on } \\ \text { Disposal } \end{array} \\ \hline \end{array}$ | Shares/Units (Thousands) | Amount |
| Taiwan Mobile Co., Ltd. | Beneficiary certificate <br> Fuhwa Bond Fund |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Fuhwa Bond Fund | Financial assets at fair value through profit or loss - current | - | - | 45,175 | \$ 602,192 |  | \$ - | 45,175 | \$ 604,649 | \$ 604,649 | \$ - |  | \$ - |
|  | ING Taiwan Income Fund | Financial assets at fair value through | - | - | 25,387 | 401,917 | - | - | 25,387 | 403,656 | 403,656 | - | - |  |
|  | ING Taiwan Bond Fund | Financial assets at fair value through | - | - | 126,959 | 1,913,171 | - | - | 126,959 | 1,920,610 | 1,920,610 | - | - |  |
|  | ING Taiwan Select Bond Fund | profit or loss - current <br> Financial assets at fair value through | - | - | 35,432 | 401,565 | - | - | 35,432 | 401,827 | 401,827 | - | - |  |
|  | ING Kawar Select Bond Funa | profit or loss - current |  |  |  |  |  |  |  |  |  |  |  |  |
|  | AIG Taiwan Bond Fund | Financial assets at fair value through | - | - | 153,928 | 1,962,733 | - | - | 153,928 | 1,968,901 | 1,968,901 |  | - |  |
|  | Dresdner Bond Dam Fund | Financial assets at fair value through | - | - | 130,038 | 1,506,803 | - | - | 130,038 | 1,512,928 | 1,512,928 |  | - |  |
|  |  | profit or loss - current |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Fubon Jin-Ju-I Fund | Financial assets at fair value through | - | - | 81,999 | 1,002,954 | - | - | 81,999 | 1,007,112 | 1,007,112 | - | - |  |
|  | NITC Bond Fund | Financial assets at fair value through | - | - | 17,122 | 2,817,260 |  |  | 17,122 | 2,826,608 | 2,826,608 |  |  |  |
|  | Prudential Financi | profit or loss - current |  |  |  |  |  |  | 13.686 |  |  |  |  |  |
|  | Prudential Financial Bond Fund | Financial assets at fair value through profit or loss - current | - | - | 13,686 | 200,015 | - |  |  |  | 200,500 |  |  |  |
|  | JF (Taiwan) Bond Fund | Financial assets at fair value through profit or loss - current | - | - | 19,702 | 300,597 | - | - | 19,702 | 301,824 | 301,824 | - | - | - |
|  | Stock |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Taiwan Cellular Co., Ltd. (formerly Taihsing Den Syun Co., Ltd.) | Long-term investments - equity method | dremer | - | 325,000 | 3,877,659 | 39,958 | 39,958,330 | - | - | - |  | 364,958 | $\begin{array}{r} 3,791,398 \\ (\text { Note } 2) \end{array}$ |
|  | The Former Taiwan Fixed Network Co., Ltd. | Financial assets carried at cost - noncurrent | $\begin{aligned} & \text { Taiwan Cellular Co., } \\ & \text { Ltd. (formerly } \\ & \text { Taihsing Den Syun } \\ & \text { Co., Ltd.) } \end{aligned}$ | Subsidiary | 637,000 | 3,700,944 | - | - | 637,000 | 5,287,100 | 3,700,944 | (Note 3) | - |  |
| TransAsia Telecommunications Inc. | Beneficiary certificate |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | ING Taiwan Bond Fund | Financial assets at fair value through profit or loss - current | - | - | 46,758 | 704,606 | - | - | 46,758 | 706,382 | 706,382 | - | - |  |
|  | AIG Taiwan Bond Fund | Financial assets at fair value through profit or loss - current | - | - | 71,000 | 905,330 | - | - | 71,000 | 907,488 | 907,488 | - | - | - |
|  | Prudential Financial Bond Fund | Financial assets at fair value through profit or loss - current | - | - | 37,966 | 554,861 | - | - | 37,966 | 556,205 | 556,205 | - | - | - |
|  | JF (Taiwan) Bond Fund | Financial assets at fair value through profit or loss - current | - | - | 42,808 | 653,130 |  |  | 42,808 | 654,757 | 654,757 |  | - |  |
|  | Fubon Jin-Ju-I Fund | Financial assets at fair value through profit or loss - current | - | - | 12,267 | 150,035 | 24,522 | 300,000 | 36,789 | 451,112 | 451,112 | - | - | - |
|  | Stock <br> Mobitai Communications | Long-term investments-equity method. | Taiwan Cellular Co., <br> Ltd. (formerly Taihsing Den Syun Co., Ltd.) | Related party |  | - | 200,000 |  | 200,000 | - | (Note 7) | (Note 7) | - |  |
| Tai Fu Media Technology Co., Ldd. | Stock <br> Fu Jia Leh Media Technology Co., Ltd | Long-term investments - equity method | - | - | - | - | 117,100 | 2,001,700 | - | - | - | - | 117,100 | $\begin{aligned} & 2,001,211 \\ & \text { (Note 10) } \end{aligned}$ |
| Taiwan Cellular Co., Ltd. (formerly Taihsing Den Syun Co., Ltd.) |  | Long-term investments - equity method |  | - | - | . | 4,000,000 | 40,000,000 | . | - | - | - | 4,000,000 | 53,140,019 |
|  | The former Taiwan Fixed Network | Financial assets carried at cost - non- |  | Parent | 4.900 | 42.864 | 637,000 | 5,287,100 | 641,900 | 5,327,770 | 5,329,964 |  | - | (Note 4) |
|  | Co., Ltd. <br> Taiwan Digital Communications Co., Ltd. | current Long-term investments - equity method | Ltd. | Pron | 4,00 | 2,84 | 26,000 | 260,000 |  |  | 5,32,06 | (Note 5) | 1,200 | $\begin{array}{r} 11,172 \\ (\text { Note } 6) \end{array}$ |
| Taiwan Fixed Network Co., Ltd. | Stock <br> The former Taiwan Fixed Network Co., Ltd. | Long-term investments - equity method |  |  | - | - | 5,624,640 | 46,677,052 | 5,624,640 | - | 46,677,052 | (Note 8) | - | - |


Note 1: The amount of beginning and ending fund balance that belongs to marketable securities included the revaluation gain on financial assets.




Note 6: The amount included the capital reduction adjustment of $\$ 248,000$ thousand and the investment loss adjustment of $\$ 828$ thousand.
Note 7: For its recognization, Mobitai Communications merged into TAT. There was no gain or loss on this share transaction.
Note 8: For its recognization, the former TFN merged into TFN. There was no gain or loss on this share transaction.
Note 9: The amount included (a) the investment loss adjustment of $\$ 3,579$ thousand; and (b) capital surplus $\$ 1,313$ thousand.
Note 10: The amount included the investment loss adjustment of $\$ 489$ thousand.
Note 11:The amount included (a) the investment income adjustment of $\$ 8,955$ thousand; and (b) the difference between the cost of acquisition and the equity in the investee's net asset value, amount to $\$ 12,927$ thousand.
TAIWAN MOBILE CO., LTD. AND SUBSIDIARIES
TOTAL PURCHASE FROM OR SALE TO RELATED PARTIES AMOUNTING TO AT LEAST $\$ 100$ MILLION OR 20\% OF THE PAID-IN CAPITAL (In Thousands of New Taiwan Dollars)

TAIWAN MOBILE CO., LTD. AND SUBSIDIARIES
RECEIVABLES FROM RELATED PARTIES AMOUNTING TO AT LEAST $\mathbf{\$ 1 0 0}$ MILLION OR $20 \%$ OF THE PAID-IN CAPITAL
(In Thousands of New Taiwan Dollars)

Note 1: Including accounts receivable of the former TFN.

TAIWAN MOBILE CO., LTD. AND SUBSIDIARIES
INVESTMENT IN MAINLAND CHINA
DECEMBER 31, 2007
(In Thousands of New Taiwan Dollars or U.S. Dollars)

| Investee Company Name | Main Businesses and Products | $\begin{array}{\|c\|} \hline \text { Total Amount } \\ \text { of Paid-in } \\ \text { Capital } \end{array}$ | Investment Type | Accumulated <br> Outflow of <br> Investment from <br> Taiwan as of <br> December 31, <br> 2006 | Investment Flows |  | Accumulated <br> Outflow of <br> Investment from <br> Taiwan as of <br> December 31, <br> 2007 | $\begin{gathered} \text { \% Ownership of } \\ \text { Direct or } \\ \text { Indirect } \\ \text { Investment } \end{gathered}$ | Investment Gain (Loss) | Carrying Value as of December 31, 2007 | Accumulated <br> Inward <br> Remittance of <br> Earnings as of <br> December 31, <br> 2007 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  |  | Outflow | Inflow |  |  |  |  |  |
| Xiamen Taifu Teleservices \& Technologies Ltd. | Call center service | US\$ 1,300 <br> (NT\$ $42,249)$ | Indirect investment in the Company in Mainland China through a third place by the Corporation's subsidiary, Taiwan Teleservices \& Technologies Co., Ltd. | $\begin{aligned} & \text { US\$ } 1,300 \\ & \text { (NT\$ } 42,249 \text { ) } \end{aligned}$ | \$ | \$ | $\begin{aligned} & \text { US\$ } \quad 1,300 \\ & \text { (NT\$ } 42,249 \text { ) } \end{aligned}$ | 100\% ownership of indirect investment by the Corporation's subsidiary | $\begin{array}{lr} \text { (US\$ } & 42 \text { ) } \\ \text { (NT\$ } & 1,378) \end{array}$ | US\$ 1,312 <br> (NT\$ 42,650) | \$ |


| Accumulated Investment in <br> Mainland China as of <br> December 31, 2007 | Investment Amounts Authorized <br> by Investment Commission, <br> MOEA <br> (Note 2) | Upper Limit on Investment <br> Authorized by Investment <br> Commission, MOEA <br> (Note 2) |
| :---: | :---: | :---: |
| US $\$ 1,300$ | US\$1,300 | $\$ 99,994$ |
| $(\mathrm{NT} \$ 42,249)$ | $(\mathrm{NT} \$ 42,249)$ |  |

[^1]Note 2: The indirect investment made by Taiwan Teleservices \& Technologies Co., Ltd., a subsidiary of the Corporation.

## TAIWAN MOBILE CO., LTD.

# CASH AND CASH EQUIVALENTS <br> DECEMBER 31, 2007 <br> (In Thousands of New Taiwan Dollars, Unless Stated Otherwise) 

| Item | Due Date | Amount |
| :---: | :---: | :---: |
| Short-term bills with repurchase rights | January 14, 2008 | \$ 1,771,757 |
| Cash in banks |  |  |
| Foreign-currency deposits |  |  |
| (EUR313,864.57, exchange rate at EUR1=NT\$47.666) |  | 14,961 |
| (US\$998,008.76, exchange rate at US\$1=NT\$32.499) |  | 32,434 |
| Checking deposits |  | 6,218 |
| Demand deposits |  | 374,794 |
|  |  | 428,407 |
| Time deposits |  |  |
| NTD deposit | July 6, 2008 | 3,000 |
| (US\$3,643,180.20, exchange rate at US\$1=NT\$ 32.499) | January 8, 2008 | 118,400 |
| (EUR2,442,408.44, exchange rate at EUR1=NT\$ 47.666) | January 23, 2008 | 116,420 |
|  |  | 237,820 |
| Cash on hand |  | 22,347 |
| Revolving funds |  | 3,108 |
|  |  | \$ 2,463,439 |

## TAIWAN MOBILE CO., LTD.

## ACCOUNTS RECEIVABLE <br> DECEMBER 31, 2007 <br> (In Thousands of New Taiwan Dollars)

| Client | Amount |
| :---: | :---: |
| Related parties |  |
| Taiwan Fixed Network Co., Ltd. | \$ 218,970 |
| TransAsia Telecommunications Inc. | 73,498 |
| Other | 3,872 |
|  | 296,340 |
| Third parties |  |
| Chunghwa Telecom Co., Ltd. | 780,232 |
| Other (Note) | 5,031,483 |
| Less allowance for doubtful accounts | $5,811,715$ |
|  | 5,369,871 |
|  | \$ 5,666,211 |

Note: Each of the account was less than $5 \%$ of the total account balance.
TAIWAN MOBILE CO., LTD.
CHANGES IN INVESTMENTS ACCOUNTED FOR USING EQUITY METHOD
YEAR ENDED DECEMBER 31, 2007
(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)
$\frac{\text { Beginning Balance }}{\text { Thousand }}$


| $\$$ | $3,458,463$ |
| ---: | ---: |
| $1,435,096$ |  |
| 544,114 |  |
| $40,884,007$ |  |
| $\$ \quad 46,281,680$ |  |
|  |  |
|  |  |
| $\$$ | $3,661,808$ |
|  | 1,904 |
|  | $113,063)$ |
|  | 1,313 |
| 1,534 |  |
| $\$ \quad 3,553,496$ |  |

Note 3: The net asset value of investees was calculated based on audited financial statements as of December 31, 2007.
Note 4: None of the above investments were provided as collateral.

## TAIWAN MOBILE CO., LTD.

CHANGES IN PROPERTY AND EQUIPMENT
YEAR ENDED DECEMBER 31, 2007
(In Thousands of New Taiwan Dollars)

|  | Beginning Balance |  | Changes for the Period |  |  |  |  |  | Ending Balance |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | Increase |  | Decrease |  | Reclassification |  |  |  |
| Cost |  |  |  |  |  |  |  |  |  |  |
| Land | \$ | 4,845,823 | \$ | - | \$ |  | \$ | $(1,189,840)$ | \$ | 3,655,983 |
| Buildings |  | 2,753,923 |  | - |  |  |  | $(572,033)$ |  | 2,181,890 |
| Telecommunication equipment |  | 68,261,533 |  | - |  | 21,577,335 |  | 5,938,058 |  | 52,622,256 |
| Office equipment |  | 106,305 |  | 4,189 |  | 2,957 |  | 6,245 |  | 113,782 |
| Leased assets |  | 1,276,190 |  | - |  | - |  | - |  | 1,276,190 |
| Miscellaneous equipment |  | 1,692,467 |  | 233,751 |  | 303,325 |  | 342,885 |  | 1,965,778 |
|  |  | 78,936,241 | \$ | 237,940 | \$ | 21,883,617 | \$ | 4,525,315 |  | 61,815,879 |
| Accumulated depreciation |  |  |  |  |  |  |  |  |  |  |
| Buildings |  | 277,685 | \$ | 45,305 | \$ | - | \$ | $(59,437)$ |  | 263,553 |
| Telecommunication equipment |  | 23,811,758 |  | 5,708,580 |  | 9,571,828 |  | - |  | 19,948,510 |
| Office equipment |  | 42,478 |  | 24,661 |  | 1,768 |  | - |  | 65,371 |
| Leased assets |  | 292,461 |  | 63,809 |  | - |  | - |  | 356,270 |
| Miscellaneous equipment |  | 588,790 |  | 427,009 |  | 236,808 |  | - |  | 778,991 |
|  |  | 25,013,172 | \$ | 6,269,364 | \$ | 9,810,404 | \$ | $(59,437)$ |  | 21,412,695 |
| Construction in progress and advance payments |  | 3,301,755 | \$ | 5,151,410 | \$ | 277 | \$ | $(6,287,434)$ |  | 2,165,454 |
| Net property and equipment |  | 57,224,824 |  |  |  |  |  |  |  | 42,568,638 |

Note 1: The total insurance for property and equipment and assets leased to others amounted to \$ 32,654,541 thousand.
Note 2: The increase of the construction in progress and advance payments included capitalized interests amounting to $\$ 25,981$ thousand.

TAIWAN MOBILE CO., LTD.
NON-OPERATING ASSETS
DECEMBER 31, 2007
(In Thousands of New Taiwan Dollars)

|  | Cost | Accumulated Depreciation | Net Carrying Value |
| :---: | :---: | :---: | :---: |
| Assets leased to others |  |  |  |
| Land | \$ 1,661,886 | \$ | \$ 1,661,886 |
| Buildings | 838,721 | 111,224 | 727,497 |
|  | \$ 2,500,607 | \$ 111,224 | 2,389,383 |
| Deferred charges, net |  |  |  |
| Interior decoration, etc. |  |  | 3,483 |
|  |  |  | 2,392,866 |
| Less accumulated impairment |  |  | $(10,591)$ |
|  |  |  | \$ 2,382,275 |
| Idle assets |  |  |  |
| Land | \$ 238,960 | \$ | 238,960 |
| Buildings | 137,010 | 23,548 | 113,462 |
| Telecommunication equipment | 265,618 | 78,099 | 187,519 |
| Miscellaneous equipment |  |  | 328 |
|  | \$ 641,974 | \$ 101,705 | 540,269 |
| Deferred charges, net |  |  | 1,919 |
|  |  |  | 542,188 |
| Less allowance for losses |  |  | $(187,424)$ |
| Less accumulated impairment |  |  | $(128,771)$ |
|  |  |  | \$ 225,993 |

TAIWAN MOBILE CO., LTD.
SHORT-TERM BANK LOANS
DECEMBER 31, 2007
(In Thousands of New Taiwan Dollars)

| Bond Type and Creditor | Amount | Financing Period |
| :--- | ---: | :--- | | Interest |
| :---: |
| Rate |$\quad$| Credit |
| :---: |
| Agreement | | Mortgage or |
| :---: |
| Guarantee |

TAIWAN MOBILE CO., LTD.
SHORT-TERM NOTES AND BILLS PAYABLE
DECEMBER 31, 2007
(In Thousands of New Taiwan Dollars)


TAIWAN MOBILE CO., LTD.

## ACCOUNTS PAYABLE

DECEMBER 31, 2007
(In Thousands of New Taiwan Dollars)

## Suppliers <br> Amount

| National Communication Commission | $\$ 1,315,145$ |
| :--- | ---: |
| Other (Note) | 285,251 |

\$ 1,600,396

Note: Each of the account was less than $5 \%$ of the total account balance.

## TAIWAN MOBILE CO., LTD.

## ACCRUED EXPENSES <br> DECEMBER 31, 2007 <br> (In Thousands of New Taiwan Dollars)

## Nature <br> Amount

| Salaries and bonuses | $\$, 581,207$ |
| :--- | ---: |
| Commissions | $1,036,220$ |
| Repair and maintenance expenses | 596,570 |
| Professional service fees | 359,819 |
| Advertising | 125,920 |
| Other (Note) | 893,388 |

Note: Each of the item was less than $5 \%$ of the total account balance.

## TAIWAN MOBILE CO., LTD.

## OTHER PAYABLE <br> DECEMBER 31, 2007 <br> (In Thousands of New Taiwan Dollars)

| Item | Amount |
| :--- | ---: |
|  |  |
| Payables for capital reduction | $12,000,000$ |
| Payables for equipment and constructions | $1,489,616$ |
| Value-added tax payables | 142,430 |
| Other (Note) | $1,936,679$ |

SCHEDULE 11
TAIWAN MOBILE CO., LTD.
BONDS PAYABLE
DECEMBER 31, 2007
(In Thousands of New Taiwan Dollars)

| Bond Type | Trustee | Date of Issuance | Payment | Interest Rate |  | Issuance Amount |  | Repayment |  | Current Portion |  | Non-current Portion |  | Balance |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 1 st domestic unsecured bonds | Bank SinoPac, Trust Division | December 13, 2002 | Note 15 | Note 15 | \$ | 15,000,000 | \$ | 5,000,000 | \$ | 2,500,000 |  | \$ 7,500,000 | \$ | 10,000,000 |

# TAIWAN MOBILE CO., LTD. <br> OPERATING REVENUES <br> YEAR ENDED DECEMBER 31, 2007 <br> (In Thousands of New Taiwan Dollars) 

## Item

## Amount

Telecom service revenues
Network interconnection (Note 1) $\quad \$ 15,506,218$
Airtime usage
16,955,533
Monthly access fee and activation fee
18,561,548
51,023,299
Other operating revenues (Note 2)
$\$ 51,284,856$

Note 1: Including revenues from other telecommunication operator's use of the Corporation's networks and IDD delivery revenues.

Note 2: Including commissions from receipts under custody and payments on behalf of others and revenues from handsets sales.

## TAIWAN MOBILE CO., LTD.

## OPERATING COSTS <br> YEAR ENDED DECEMBER 31, 2007 <br> (In Thousands of New Taiwan Dollars)

## Item

## Amount

| Telecom service costs | $8,907,967$ |
| :--- | ---: |
| Network interconnection (Note 1) | $5,755,382$ |
| Depreciation | $1,768,227$ |
| Concession fee (2G\&3G) | $1,259,745$ |
| Monthly leased-line charges | $1,381,271$ |
| Rents | 401,867 |
| Frequency usage fee | 934,577 |
| Maintenance materials and constructions | $1,961,125$ |
| Other (Note 2) |  |

\$ 22,370,161

Note 1: Including airtime and interconnection charges paid to other telecommunication service providers.

Note 2: Including expenses for maintaining telecommunication network and equipment.

TAIWAN MOBILE CO., LTD.
OPERATING EXPENSES
YEAR ENDED DECEMBER 31, 2007
(In Thousands of New Taiwan Dollars)

| Item | Marketing |  | Administrative |  | Total |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Commissions | \$ | 6,289,368 | \$ | - | \$ | 6,289,368 |
| Salaries and pension |  | 687,795 |  | 1,109,698 |  | 1,797,493 |
| Professional service fees |  | 794,161 |  | 285,853 |  | 1,080,014 |
| Bad debts |  |  |  | 804,775 |  | 804,775 |
| Service charges |  | 28,990 |  | 464,759 |  | 493,749 |
| Depreciation |  | 78,683 |  | 435,299 |  | 513,982 |
| Advertising |  | 308,822 |  | 24,664 |  | 333,486 |
| Other (Note) |  | 770,932 |  | 805,219 |  | 1,576,151 |
|  |  | 8,958,751 |  | 3,930,267 |  | 12,889,018 |

Note: Each of the item was less than 5\% of the total account balance.


[^0]:    
    
    

[^1]:    Note 1: The above amounts were translated into New Taiwan dollars at the exchange rate of US $\$ 1=\mathrm{NT} \$ 32.499$ and RMB1=NT\$4.4491 as of December 31, 2007 .

