

**SOFTSTAR ENTERTAINMENT INC. AND
SUBSIDIARIES
CONSOLIDATED FINANCIAL STATEMENTS
WITH REPORT OF INDEPENDENT AUDITORS
FOR THE YEARS ENDED
DECEMBER 31, 2019 AND 2018**

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The reader is advised that these consolidated financial statements have been prepared originally in Chinese. In the event of a conflict between these consolidated financial statements and the original Chinese version or difference in interpretation between the two versions, the Chinese language consolidated financial statements shall prevail.

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

INDEX

Items	Pages
Cover	1
Index	2
Representation Letter	3
Audit Report of Independent Auditors	4-9
Consolidated Balance Sheets	10
Consolidated Statements of Comprehensive Income	11
Consolidated Statements of Changes in Equity	12
Consolidated Statements of Cash Flows	13
Notes to Consolidated Financial Statements	14-99

REPRESENTATION LETTER

The entities included in the consolidated financial statements as of December 31, 2019 and for the year then ended prepared under the International Financial Reporting Standards, No.10 are the same as the entities to be included in the combined financial statements of the Company, if any to be prepared, pursuant to the Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises (referred to as “Combined Financial Statements”). Also, the footnotes disclosed in the Consolidated Financial Statements have fully covered the required information in such Combined Financial Statements. Accordingly, the Company did not prepare any other set of combined financial statements than the Consolidated Financial Statements.

Very truly yours,

SOFTSTAR ENTERTAINMENT INC.

Chairman: Tu, Chun-Kuang

March 5, 2020

English Translation of a Report Originally Issued in Chinese

Auditor Report of Independent Auditors

To SOFTSTAR ENTERTAINMENT INC.

Opinion

We have audited the accompanying consolidated balance sheets of SOFTSTAR ENTERTAINMENT INC. (the “Company”) and its subsidiaries as of December 31, 2019 and 2018, and the related consolidated statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2019 and 2018, and notes to the consolidated financial statements, including the summary of significant accounting policies (together “the consolidated financial statements”).

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Company and its subsidiaries as of December 31, 2019 and 2018, and their consolidated financial performance and cash flows for the years ended December 31, 2019 and 2018, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed and became effective by Financial Supervisory Commission of the Republic of China.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of 2019 consolidated financial statements. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon we do not provide a separate opinion on these matters.

Revenue Recognition –Royalties

The Company and its subsidiaries' royalties are revenue from licensing its solely developed intellectual property (IP) to others that grant use in game development, game operations and film content. As the circumstances and developed products of each license agreement vary, it is necessary to identify performance obligations and determine whether the licensing nature provides a customer with a right to access the Company and its subsidiaries' IP over time or with a right to use the Company and its subsidiaries' IP at a point in time. Also, it is important to consider the expected development period of the games, game operation cycles, industry practices and historical experiences to estimate the duration of revenue allocation and variable consideration estimation, and to regularly review the reasonableness of estimation assumptions. As the Company and its subsidiaries' recognition of royalties as revenue is significant and requires management judgement, we therefore consider this as a key audit matter.

In response to the risk of material misstatement regarding recognition of royalties, our audit procedures included, but were not limited to:

1. Understanding the approach in which royalty revenue is recognized, evaluating and testing the internal controls regarding the recognition of royalties;
2. Obtaining the license agreements, identifying performance obligations, defining the transaction prices, and determining whether revenues are recognized over time or at a point in time;
3. Obtaining the details of recognition of royalties revenue and confirming whether the performance obligations of the license agreement have been fulfilled; obtaining the details of royalty revenue allocation of games development and confirming the correctness of the development period and royalty revenue allocation stated in the license agreements;
4. Review the reasonableness of the estimated allocation periods and the correctness of the calculation of royalty revenues allocation provided by the Company and its subsidiaries.

We also considered the appropriateness of the consolidated financial statements disclosure regarding royalty revenue and contract liabilities in Note 5 and 6.

Revenue Recognition –Virtual Items

The Company and its subsidiaries have revenue received from online gamers who purchase game points to recharge game credits and subsequently use the credits to buy virtual items. The purchase of game points and recharge of game credits are recorded in a computer server platform. The proceeds received by the Company and its subsidiaries from the sales of game points are initially deferred and revenue is recognized in accordance with the estimated lifetimes of the virtual items after players recharge their game credits and subsequently use the credits to buy virtual items. Management states that the expected lifetimes of the virtual items are the life cycles of the gamers and estimates and calculates the amount of advance proceeds that should be deferred accordingly. Management periodically reviews the reasonableness of the estimate. As the revenue from virtual items of the Company and its subsidiaries is significant and the life cycles of the gamers requires management judgement, it is necessary to judge and determine the performance obligations and the estimation of the timing of satisfaction. Therefore, we consider this as a key audit matter.

In response to the risk of material misstatement regarding virtual items revenue recognition, our audit procedures included, but were not limited to:

1. Understanding the process of allocation and recognition of revenue regarding recharging game credits, and using credits to purchase virtual items;
2. Obtaining the game credit consumption data and revenue calculation sheets for each game, confirming the correctness of the calculations, obtaining the recharge records, the game credit consumption records, and the downloaded revenue reports for each platform, and vouching to the calculation sheets of the Company and its subsidiaries' accounts.
3. Obtaining the estimation tables for the life cycle of the gamers to confirm the rationality of the allocation and recognition of revenue of virtual items.

We also considered the appropriateness of the consolidated financial statements disclosure regarding virtual items revenue and contract liabilities in Note 5 and 6.

Losing Control of a Subsidiary

On April 25th, 2018, the Board of the Directors approved the capital injection plan of its subsidiary, SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD. (hereinafter referred to as SOFTSTAR BEIJING). SOFTSTAR BEIJING was seeking to increase its capital in order to introduce long-term partners. All of the shares were subscribed by CMGE TECHNOLOGY GROUP LIMITED (hereinafter referred to as CMGE), an overseas affiliate of China Mobile Group. The total amount of capital injection was RMB\$213,000 thousand. After the capital injection, CMGE hold 51% of total shares in SOFTSTAR BEIJING. The Company hold 49% of total shares in SOFTSTAR BEIJING through its subsidiary, SOFTSTAR INTERNATIONAL INC. On June 3rd, 2019, the Company lost its control of SOFTSTAR BEIJING and recognized the disposal gain NTD641,552 thousand. As the transaction amount was significant and the remaining 49% shares in SOFTSTAR BEIJING involved significant estimate of the purchase price allocation. Therefore, we consider this as a key audit matter.

Our audit procedures included, but were not limited to:

1. Obtaining the stock purchase agreement, the Board of Directors' meeting minutes, and the accounting entry and its voucher to validate the reasonableness;
2. Assessing the reasonableness of the timing when the Company lost its control of the subsidiary and reviewing the ending balance of SOFTSTAR BEIJING on that day;
3. Assessing the prospective financial information utilized in the purchase price allocation report and comparing the prospective financial information with the Company's historical financial information and the industry's expectation to validate the reasonableness;
4. Obtaining the third-party appraisal's purchase price allocation report of SOFTSTAR BEIJING, engaging internal valuation expert to assist us in assessing the reasonableness of the method, model, parameter and assumptions used in the report, and recalculating the purchase price allocation amount to validate its reasonableness.

We also considered the appropriateness of the consolidated financial statements disclosure regarding the losing control in a subsidiary in Note 6(24).

Emphasis of Matter – Applying for New Accounting Standards

We draw attention to Note 3 of the consolidated financial statements, which describes the Company and its subsidiaries applied for the International Financial Reporting Standard 16, “Lease” starting from January 1, 2019, and elected not to restate the consolidated financial statements for prior periods. Our conclusion is not modified in respect of this matter.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed by Financial Supervisory Commission of the Republic of China and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance, including audit committee or supervisors, are responsible for overseeing the financial reporting process of the Company and its subsidiaries.

Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of 2019 consolidated financial statements and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

The Company has prepared its standalone financial statement for the years ended December 31, 2019 and 2018 with an unqualified opinion with emphasis of matter from us.

Yu, Chien-Ju
Yang, Chih-Huei

Ernst & Young, Taiwan
March 5, 2020

Notice to Readers

The accompanying consolidated financial statements are intended only to present the consolidated financial position and 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 practice to audit such consolidated financial statements are those generally accepted and applied in the Republic of China.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
December 31, 2019 and 2018
(Expressed in Thousands of New Taiwan Dollars)

Assets	Notes	As of		Liabilities and Equity	Notes	As of	
		December 31, 2019	December 31, 2018			December 31, 2019	December 31, 2018
Current assets				Current liabilities			
Cash and cash equivalents	4 and 6	\$171,579	\$180,410	Short-term borrowings	6	\$-	\$62,425
Contract assets, current	4 and 6	72,418	112,692	Contract liabilities, current	4 and 6	47,690	91,483
Notes receivable, net	4	1,783	1,231	Accounts payable		91,389	68,770
Other notes receivable-related parties, net	4 and 7	3,123	-	Accounts payable-related parties	7	36,437	756
Accounts receivable, net	4 and 6	109,224	112,182	Other payables	6	71,248	87,158
Accounts receivable-related parties, net	4, 6 and 7	11	5,161	Other payables-related parties	7	67	33
Other receivables	4	24	2,094	Current income tax liabilities	4 and 6	17,549	14,485
Other receivables-related parties	4 and 7	1,341	181	Lease liabilities, current	4, 6 and 7	25,430	-
Current income tax assets	4	4,149	1,342	Current portion of long-term borrowings	4, 6 and 8	50,350	36,881
Inventories, net	4 and 6	1,685	1,817	Other current liabilities	6	1,314	48,848
Prepayment	6 and 7	51,869	140,637	Total current liabilities		341,474	410,839
Other financial assets, current	8	1,493	45,113	Non-current liabilities			
Total current assets		418,699	602,860	Contract liabilities, non-current	4 and 6	-	115,967
Non-current assets				Long-term borrowings	4, 6 and 8	57,392	47,721
Financial assets at fair value through other comprehensive income, non-current	4 and 6	55,992	189,506	Deferred tax liabilities	4 and 6	1,377	604
Investments accounted for using the equity method	4 and 6	628,614	16,528	Lease liabilities, non-current	4 and 6	12,459	-
Contract assets, non-current	4 and 6	3,999	101,286	Other non-current liabilities		313	314
Property, plant and equipment, net	4 and 6	12,070	23,423	Net defined benefit liabilities	4 and 6	20,986	21,228
Right-of-use assets	4 and 6	37,891	-	Total non-current liabilities		92,527	185,834
Intangible assets	4 and 6	8,412	12,586	Total liabilities		434,001	596,673
Deferred tax assets	4 and 6	33,969	4,081	Equity attributable to the parent company	4 and 6		
Refundable deposits		7,999	11,846	Common stock		492,945	477,945
Prepayment for investments		1,296	-	Additional paid-in capital		162,992	179,197
Costs to fulfill a contract	4 and 6	-	98,043	Retained earnings			
Other financial assets, non-current	8	30,000	23,000	Legal reserve		14,582	1,925
Total non-current assets		820,242	480,299	Special reserve		129,557	15,648
				Unappropriated earnings		325,404	126,566
				Other components of equity		(320,583)	(314,911)
				Total equity attributable to the parent company		804,897	486,370
				Non-controlling interests		43	116
				Total equity		804,940	486,486
Total assets		\$1,238,941	\$1,083,159	Total liabilities and equity		\$1,238,941	\$1,083,159

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

For the Years Ended December 31, 2019 and 2018

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

Item	Notes	For the Years Ended December 31,	
		2019	2018
Net sales	4, 5, 6 and 7	\$565,818	\$855,738
Cost of goods sold		(91,002)	(81,510)
Gross profit		474,816	774,228
Operating expenses	6 and 7		
Sales and marketing expenses		(166,881)	(187,268)
General and administrative expenses		(139,568)	(122,069)
Research and development expenses		(324,943)	(308,401)
Expected credit losses		(61,004)	(10,034)
Subtotal		(692,396)	(627,772)
Operating income		(217,580)	146,456
Non-operating income and expenses			
Other income	6	7,872	9,145
Other gains and losses	6	618,197	(8,147)
Finance costs	6	(5,649)	(1,674)
Share of profit or loss of associates and joint ventures accounted for using equity method		(66,973)	(7,218)
Subtotal		553,447	(7,894)
Profit before income tax		335,867	138,562
Income tax expense	4 and 6	(12,050)	(53,135)
Net income		323,817	85,427
Other comprehensive income (loss)	4 and 6		
Items that will not be reclassified subsequently to profit or loss:			
Remeasurements of defined benefit plans		328	(2,585)
Unrealized gains or losses from financial assets at fair value through other comprehensive loss		(133,514)	(88,089)
Items that may be reclassified subsequently to profit or loss:			
Exchange differences resulting from translating the financial statements of foreign operations		9,154	(433)
Total other comprehensive loss, net of tax		(124,032)	(91,107)
Total comprehensive income (loss)		\$199,785	\$(5,680)
Net income (loss) attributable to:			
Stockholders of the parent		\$326,039	\$87,823
Non-controlling interests		(2,222)	(2,396)
		\$323,817	\$85,427
Comprehensive loss attributable to:			
Stockholders of the parent		\$202,007	\$(3,284)
Non-controlling interests		(2,222)	(2,396)
		\$199,785	\$(5,680)
Earnings per share (NTD)	4 and 6		
Earnings per share-basic		\$6.77	\$1.84
Earnings per share-diluted		\$6.65	\$1.84

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the Years Ended December 31, 2019 and 2018

(Expressed in Thousands of New Taiwan Dollars)

Description	Retained Earnings					Others Components of Equity					Total	Non-Controlling Interests	Total
	Common Stock	Additional Paid-in Capital	Legal Reserve	Special reserve	Unappropriated Earnings	Exchange Differences Resulting from Translating the Financial Statements of Foreign Operations	Unrealized Gains or Losses from Financial Assets at Fair Value Through Other Comprehensive Loss	Unrealized Gains or Losses from Available-for-Sale Financial Assets	Unearned Stock-Based Employee Compensation				
Balance as of January 1, 2018	\$478,313	\$25,174	\$101	\$-	\$17,472	\$(7,441)	\$-	\$(22,226)	\$111	\$491,504	\$1,185	\$492,689	
Effect of retrospective application and retrospective restatement	-	-	-	-	41,328	-	(61,448)	22,226	-	2,106	-	2,106	
Balance as of January 1, 2018 after adjustments	478,313	25,174	101	-	58,800	(7,441)	(61,448)	-	111	493,610	1,185	494,795	
Appropriation and distribution of 2017 retained earnings													
Legal reserve	-	-	1,824	-	(1,824)	-	-	-	-	-	-	-	
Special reserve	-	-	-	15,648	(15,648)	-	-	-	-	-	-	-	
Net profit (loss) in 2018	-	-	-	-	87,823	-	-	-	-	87,823	(2,396)	85,427	
Other comprehensive loss in 2018	-	-	-	-	(2,585)	(433)	(88,089)	-	-	(91,107)	-	(91,107)	
Total comprehensive income (loss)	-	-	-	-	85,238	(433)	(88,089)	-	-	(3,284)	(2,396)	(5,680)	
Changes in ownership interests in subsidiaries	-	(1,327)	-	-	-	-	-	-	-	(1,327)	1,327	-	
Share-based payment transactions	(368)	155,350	-	-	-	-	-	-	(157,611)	(2,629)	-	(2,629)	
Balance as of December 31, 2018	\$477,945	\$179,197	\$1,925	\$15,648	\$126,566	\$(7,874)	\$(149,537)	\$-	\$(157,500)	\$486,370	\$116	\$486,486	
Balance as of January 1, 2019	\$477,945	\$179,197	\$1,925	\$15,648	\$126,566	\$(7,874)	\$(149,537)	\$-	\$(157,500)	\$486,370	\$116	\$486,486	
Appropriation and distribution of 2018 retained earnings													
Legal reserve	-	-	12,657	-	(12,657)	-	-	-	-	-	-	-	
Special reserve	-	-	-	113,909	(113,909)	-	-	-	-	-	-	-	
Net income (loss) in 2019	-	-	-	-	326,039	-	-	-	-	326,039	(2,222)	323,817	
Other comprehensive income (loss) in 2019	-	-	-	-	328	9,154	(133,514)	-	-	(124,032)	-	(124,032)	
Total comprehensive income (loss)	-	-	-	-	326,367	9,154	(133,514)	-	-	202,007	(2,222)	199,785	
Disposal of subsidiaries	-	-	-	-	-	-	-	-	-	-	(19)	(19)	
Changes in ownership interests in subsidiaries	-	(1,205)	-	-	(963)	-	-	-	-	(2,168)	2,168	-	
Share-based payment transactions	15,000	(15,000)	-	-	-	-	-	-	118,688	118,688	-	118,688	
Balance as of December 31, 2019	\$492,945	\$162,992	\$14,582	\$129,557	\$325,404	\$1,280	\$(283,051)	\$-	\$(38,812)	\$804,897	\$43	\$804,940	

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

For the Years Ended December 31, 2019 and 2018

(Expressed in Thousands of New Taiwan Dollars)

Description	For the Years Ended December 31,	
	2019	2018
Cash flows from operating activities:		
Net income before tax	\$335,867	\$138,562
Adjustments for:		
Depreciation	36,894	13,679
Amortization	9,076	12,132
Expected credit losses	61,004	10,034
Interest expense	5,649	1,674
Interest income	(1,114)	(615)
Dividend income	-	(1,131)
Share-based payments expense	118,688	(2,629)
Share of net loss of associates and joint ventures accounted for using equity method	66,973	7,218
Loss on disposal of property, plant and equipment	18	119
Loss on disposal of intangible assets	-	36
Loss (gain) on disposal of investment	(641,077)	5
Impairment loss from non-financial assets	9,426	363
Changes in operating assets and liabilities:		
Contract assets	3,641	(195,277)
Notes receivable, net	(552)	93
Accounts receivable, net	(76,574)	(16,176)
Accounts receivable-related parties, net	5,150	(5,303)
Other receivables	850	1,396
Other receivables-related parties	(9,908)	(441)
Inventories, net	132	1,560
Prepayment	53,178	(26,970)
Costs to fulfill a contract	(62,453)	(78,282)
Contract liabilities	41,265	(9,453)
Notes payable	-	(694)
Accounts payable	22,619	17,711
Accounts payable-related parties	38,559	755
Other payables	21,152	10,366
Other payables-related parties	5,259	-
Other current liabilities	72	(169)
Net defined benefit liabilities	86	57
Cash used in operations	<u>43,880</u>	<u>(121,380)</u>
Interest received	1,114	557
Dividend received	-	1,131
Interest paid	(5,612)	(1,660)
Income tax paid	<u>(23,563)</u>	<u>(40,865)</u>
Net cash provided by/(used in) operating activities	<u>15,819</u>	<u>(162,217)</u>
Cash flows from investing activities:		
Financial assets at fair value through other comprehensive income capital reduction and return of stock	-	14,380
Acquisition of investments accounted for using equity method	-	(7,350)
Increase in prepayment for investments	(1,296)	-
Disposal of subsidiaries (net of cash acquired)	(583,737)	(5)
Acquisition of property, plant and equipment	(2,889)	(6,612)
Proceeds from disposal of property, plant and equipment	91	2,433
Decrease in refundable deposits	1,882	173
Acquisition of intangible assets	(7,925)	(6,705)
Proceeds from disposal of intangible assets	-	145
Other financial assets	36,620	(40,700)
Net cash used in investing activities	<u>(557,254)</u>	<u>(44,241)</u>
Cash flows from financing activities:		
Increase in short-term borrowings	125,706	62,425
Decrease in short-term borrowings	(95,000)	-
Proceeds from long-term borrowings	80,000	50,000
Repayment of long-term borrowings	(56,860)	(28,086)
Increase in guarantee deposits received	502,558	47,605
Repayment of the principal portion of lease liabilities	(29,359)	-
Net cash provided by financing activities	<u>527,045</u>	<u>131,944</u>
Net foreign exchange difference	5,559	(366)
Net decrease in cash and cash equivalents	(8,831)	(74,880)
Cash and cash equivalents at beginning of year	180,410	255,290
Cash and cash equivalents at end of year	<u>\$171,579</u>	<u>\$180,410</u>

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018
(Expressed in Thousands of New Taiwan Dollars unless Otherwise Stated)

1. History and organization

Formerly known as Cyber Power Systems, Inc., SOFTSTAR ENTERTAINMENT INC. (“the Company”) was incorporated in August 1998 in the Republic of China and changed its name to SOFTSTAR ENTERTAINMENT INC. the same year. The Company and its subsidiaries (“the Group”) main lines of business include online games, game software, instructional software, and research, design and sales of computer peripherals. On August 8, 2001, the Company listed its shares of stock on the Taipei Stock Exchange (TPEX). The Company’s registered office and the main business location is at 23F, No. 200, Section 1, Keelung Road, Taipei, Republic of China (R.O.C.).

2. Date and procedures of authorization of financial statements for issue

The consolidated financial statements of the Group for the years ended December 31, 2019 and 2018 were authorized for issue by the Board of Directors on March 5, 2020.

3. Newly issued or revised standards and interpretations

(1) Changes in accounting policies resulting from applying for the first time certain standards and amendments

The Group applied for the first time International Financial Reporting Standards, International Accounting Standards, and Interpretations issued, revised or amended which are endorsed by Financial Supervisory Commission (“FSC”) and become effective for annual periods beginning on or after January 1, 2019. The nature and the impact of each new standard and amendment that has a material effect on the Group is described below:

(A) *IFRS 16 “Leases”*

IFRS 16 “Leases” replaces IAS 17 “Leases”, IFRIC 4 “Determining whether an Arrangement contains a Lease”, SIC-15 “Operating Leases - Incentives” and SIC-27 “Evaluating the Substance of Transactions Involving the Legal Form of a Lease”.

The Group followed the transition provision in IFRS 16 and the date of initial application was 1 January 2019. The impacts arising from the adoption of IFRS 16 are summarized as follows:

(a) Please refer to Note 4 for the accounting policies before or after 1 January 2019.

- (b) For the definition of a lease, the Group elected not to reassess whether a contract was, or contained, a lease on 1 January 2019. The Group was permitted to apply IFRS 16 to contracts that were previously identified as leases applying IAS 17 and IFRIC 4 but not to apply IFRS 16 to contracts that were not previously identified as containing a lease applying IAS 17 and IFRIC 4. That is, for contracts entered into (or changed) on or after 1 January 2019, the Group need to assess whether contracts are, or contain, leases applying IFRS 16. In comparing to IAS 17, IFRS 16 provides that a contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Group assessed most of the contracts are, or contain, leases and has no significant impact arised.
- (c) The Group is a lessee and elects not to restate comparative information in accordance with the transition provision in IFRS 16. Instead, the Group recognized the cumulative effect of initially applying IFRS 16 as an adjustment to the opening balance of retained earnings (or other component of equity, as appropriate) at the date of initial application.
- i. Leases previously classified as operating leases

For leases that were previously classified as operating leases applying IAS 17, the Group measured and recognized those leases as lease liability on 1 January 2019 at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate on 1 January 2019, and; the Group chose, on a lease-by-lease basis, to measure the right-of-use asset at either:

an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognized in the balance sheet immediately before 1 January 2019.

On 1 January 2019, the Group's right-of-use asset and lease liability increased by NT\$75,115 thousand and NT\$75,115 thousand, respectively.

In accordance with the transition provision in IFRS 16, the Group used the following practical expedients on a lease-by-lease basis to leases previously classified as operating leases:

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

- (i) Apply a single discount rate to a portfolio of leases with reasonably similar characteristics.
- (ii) Rely on its assessment of whether leases are onerous immediately before 1 January 2019 as an alternative to performing an impairment review.
- (iii) Elect to account in the same way as short-term leases to leases for which the lease term ends within 12 months of 1 January 2019.
- (iv) Exclude initial direct costs from the measurement of the right-of-use asset on 1 January 2019.
- (v) Use hindsight, such as in determining the lease term if the contract contains options to extend or terminate the lease.

ii. Please refer to Note 4 and Note 6 for additional disclosure of lessee and lessor which required by IFRS 16.

iii. As at 1 January 2019, the impacts arising from the adoption of IFRS 16 are summarized as follows:

- (i) The weighted average lessee's incremental borrowing rate applied to lease liabilities recognized in the balance sheet on 1 January 2019 was 2.24%.
- (ii) The explanation for the difference of NT\$3,785 thousand between: 1) operating lease commitments disclosed applying IAS 17 as at 31 December 2018, discounted using the incremental borrowing rate on 1 January 2019; and 2) lease liabilities recognized in the balance sheet as at 1 January 2019 is summarized as follows:

Operating lease commitments disclosed applying IAS 17 as at 31 December 2018	<u>\$87,587</u>
Discounted using the incremental borrowing rate on 1 January 2019	\$78,900
Less: adjustment to leases that meet and elect to account in the same way as short-term leases	(3,731)
Less: adjustment to leases that meet and elect the underlying asset of low value	<u>(54)</u>
The carrying value of lease liabilities recognized as at 1 January 2019	<u>\$75,115</u>

- (d) The Group is a lessor and has not made any adjustments. Please refer to Note 4 and Note 6 for the information relating to the lessor.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

- (2) Standards or interpretations issued, revised or amended, by International Accounting Standards Board (“IASB”) which are endorsed by FSC, but not yet adopted by the Group as at the end of the reporting period are listed below.

Items	New, Revised or Amended Standards and Interpretations	Effective Date issued by IASB
(A)	Definition of a Business (Amendments to IFRS 3)	1 January 2020
(B)	Definition of Material (Amendments to IAS 1 and 8)	1 January 2020
(C)	Interest Rate Benchmark Reform (Amendments to IFRS 9, IAS 39 and IFRS 7)	1 January 2020

(A) Definition of a Business (Amendments to IFRS 3)

The amendments clarify the definition of a business in IFRS 3 Business Combinations. The amendments are intended to assist entities to determine whether a transaction should be accounted for as a business combination or as an asset acquisition.

IFRS 3 continues to adopt a market participant’s perspective to determine whether an acquired set of activities and assets is a business. The amendments clarify the minimum requirements for a business; add guidance to help entities assess whether an acquired process is substantive; and narrow the definitions of a business and of outputs; etc.

(B) Definition of a Material (Amendments to IAS 1 and 8)

The main amendment is to clarify new definition of material. It states that “information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity.” The amendments clarify that materiality will depend on the nature or magnitude of information. An entity will need to assess whether the information, either individually or in combination with other information, is material in the context of the financial statements.

(C) Interest Rate Benchmark Reform (Amendments to IFRS 9, IAS 39 and IFRS 7)

The amendments include a number of exceptions, which apply to all hedging relationships that are directly affected by interest rate benchmark reform. A hedging relationship is directly affected if the interest rate benchmark reform gives rise to uncertainties about the timing and or amount of benchmark-based cash flows of the hedged item or the hedging instrument. Hence, the entity shall apply the exceptions to all hedging relationships directly affected by the interest rate benchmark reform.

The amendments include:

(a) highly probable requirement

When determining whether a forecast transaction is highly probable, an entity shall assume that the interest rate benchmark on which the hedged cash flows are based is not altered as a result of the interest rate benchmark reform.

(b) prospective assessments

When performing prospective assessments, an entity shall assume that the interest rate benchmark on which the hedged item, hedged risk and/or hedging instrument are based is not altered as a result of the interest rate benchmark reform.

(c) IAS 39 retrospective assessment

An entity is not required to undertake the IAS 39 retrospective assessment (i.e. the actual results of the hedge are within a range of 80–125%) for hedging relationships directly affected by the interest rate benchmark reform.

(d) separately identifiable risk components

For hedges of a non-contractually specified benchmark component of interest rate risk, an entity shall apply the separately identifiable requirement only at the inception of such hedging relationships.

The amendments also include the end of application of the exceptions requirements and the related disclosures requirements of the amendments.

The abovementioned standards and interpretations issued by IASB and endorsed by FSC so that they are applicable for annual periods beginning on or after 1 January 2020. As the Group determined the potential impact of the standards and interpretations, it has no material impact on the Group.

- (3) Standards or interpretations issued, revised or amended, by IASB but not yet endorsed by FSC at the date of issuance of the Group's financial statements are listed below.

Items	New, Revised or Amended Standards and Interpretations	Effective Date issued by IASB
(A)	IFRS 10 "Consolidated Financial Statements" and IAS 28 "Investments in Associates and Joint Ventures" - Sale or Contribution of Assets between an Investor and its Associate or Joint Ventures	To be determined by IASB
(B)	IFRS 17 "Insurance Contracts"	1 January 2021
(C)	Classification of Liabilities as Current or Non-current (Amendments to IAS 1)	1 January 2022

(A) IFRS 10 “*Consolidated Financial Statements*” and IAS 28 “*Investments in Associates and Joint Ventures*” – *Sale or Contribution of Assets between an Investor and its Associate or Joint Ventures*

The amendments address the inconsistency between the requirements in IFRS 10 *Consolidated Financial Statements* and IAS 28 *Investments in Associates and Joint Ventures*, in dealing with the loss of control of a subsidiary that is contributed to an associate or a joint venture. IAS 28 restricts gains and losses arising from contributions of non-monetary assets to an associate or a joint venture to the extent of the interest attributable to the other equity holders in the associate or joint ventures. IFRS 10 requires full profit or loss recognition on the loss of control of the subsidiary. IAS 28 was amended so that the gain or loss resulting from the sale or contribution of assets that constitute a business as defined in IFRS 3 between an investor and its associate or joint venture is recognized in full. IFRS 10 was also amended so that the gains or loss resulting from the sale or contribution of a subsidiary that does not constitute a business as defined in IFRS 3 between an investor and its associate or joint venture is recognized only to the extent of the unrelated investors’ interests in the associate or joint venture. The effective date of the amendments has been postponed indefinitely, but early adoption is allowed.

(B) IFRS 17 “*Insurance Contracts*”

IFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects (including recognition, measurement, presentation and disclosure requirements). The core of IFRS 17 is the General (building block) Model, under this model, on initial recognition, an entity shall measure a Group of insurance contracts at the total of the fulfilment cash flows and the contractual service margin. The fulfilment cash flows comprise of the following:

- (a) estimates of future cash flows;
- (b) Discount rate: an adjustment to reflect the time value of money and the financial risks related to the future cash flows, to the extent that the financial risks are not included in the estimates of the future cash flows; and
- (c) a risk adjustment for non-financial risk.

The carrying amount of a Group of insurance contracts at the end of each reporting period shall be the sum of the liability for remaining coverage and the liability for incurred claims. Other than the General Model, the standard also provides a specific adaptation for contracts with direct participation features (the Variable Fee Approach) and a simplified approach (Premium Allocation Approach) mainly for short-duration contracts.

(C) Classification of Liabilities as Current or Non-current (Amendments to IAS 1)

These are the amendments to paragraphs 69-76 of IAS 1 Presentation of Financial statements and the amended paragraphs related to the classification of liabilities as current or non-current.

The abovementioned standards and interpretations issued by IASB have not yet endorsed by FSC at the date when the Group's financial statements were authorized for issue, the local effective dates are to be determined by FSC. As the Group determined the potential impact of the standards and interpretations, it has no material impact on the Group.

4. Summary of significant accounting policies

(1) Statement of compliance

The consolidated financial statements of the Group for the years ended December 31, 2019 and 2018 have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers ("the Regulations") and International Financial Reporting Standards, International Accounting Standards, and Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed by the FSC.

(2) Basis of preparation

The consolidated financial statements have been prepared on a historical cost basis, except for financial instruments that have been measured at fair value. The consolidated financial statements are expressed in thousands of New Taiwan Dollars ("NT\$") unless otherwise stated.

(3) Basis of consolidation

Preparation principle of consolidated financial statement

Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- (A) power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- (B) exposure, or rights, to variable returns from its involvement with the investee, and
- (C) the ability to use its power over the investee to affect its returns

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (A) the contractual arrangement with the other vote holders of the investee
- (B) rights arising from other contractual arrangements
- (C) the Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control.

Subsidiaries are fully consolidated from the acquisition date, being the date on which the Company obtains control, and continue to be consolidated until the date that such control ceases. The financial statements of the subsidiaries are prepared for the same reporting period as the parent company, using uniform accounting policies. All intra-group balances, income and expenses, unrealized gains and losses and dividends resulting from intra-group transactions are eliminated in full.

A change in the ownership interest of a subsidiary, without a change of control, is accounted for as an equity transaction.

Total comprehensive income of the subsidiaries is attributed to the owners of the parent and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

If the Company loses control of a subsidiary, it:

- (A) derecognizes the assets (including goodwill) and liabilities of the subsidiary;
- (B) derecognizes the carrying amount of any non-controlling interest;
- (C) recognizes the fair value of the consideration received;
- (D) recognizes the fair value of any investment retained;
- (E) recognizes any surplus or deficit in profit or loss; and
- (F) reclassifies the parent's share of components previously recognized in other comprehensive income to profit or loss.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

The consolidated entities are listed as follows:

Investor	Subsidiary	Main businesses	Percentage of ownership (%)		
			December 31, December 31,		Note
			2019	2018	
The Company	SOFTSTAR INTERNATIONAL INC. (SII)	Investment holdings	100	100	
The Company	LOFTSTAR INTERACTIVE ENTERTAINMENT INC.	Software wholesale and software services	100	100	
The Company	SOFTSTAR AGENCY CO., LTD.	Online video and show production	100	100	
The Company	MARSWARE ENTERTAINMENT INC.	Network software development and technical services, etc.	100	100	Note 1
The Company	FAIRY PALM INC.	Software publishing and software services, etc.	-	51	Note 2
The Company	SOFTSTAR CREATIVE INC.	Software wholesale and software services	100	100	Note 3
The Company	KOBE CO., LTD.	Investment holdings	100	100	
The Company	GAMEBASE DIGITAL MEDIA CORPORATION	Software services and information processing services, etc.	92.73	86.67	Note 4
LOFTSTAR INTERACTIVE ENTERTAINMENT INC.	PERFECTEN CORPORATION	Network software development and technical services, etc.	100	100	Note 5
SOFTSTAR INTERNATIONAL INC. (SII)	SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD.	Information processing services	Note 6	100	
SOFTSTAR INTERNATIONAL INC. (SII)	MAURITIUS WEBSTAR INC. (MWI)	Investment holdings	100	100	
SOFTSTAR INTERNATIONAL INC. (SII)	SOFTSTAR GLOBAL INC. (SGI)	Investment holdings	100	100	
SOFTSTAR INTERNATIONAL INC. (SII)	SOFTSTAR ANIMATION LIMITED (SAL)	Investment holdings	100	100	
SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD	SOFTSTAR TECHNOLOGY (SHANGHAI) CO., LTD.	Information processing services	Note 6	100	
SOFTSTAR GLOBAL INC. (SGI)	SOFTSTAR MOBILE INFORMATION TECHNOLOGY (SHANGHAI) CO., LTD.	Computer hardware and network technology research and development	100	100	
SOFTSTAR GLOBAL INC. (SGI)	JOYPARK WEBSTAR (BEIJING) TECHNOLOGY CO., LTD.	Network software development and technical services, etc.	-	100	Note 7

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

- Note 1: MARSWARE ENTERTAINMENT INC. was dissolved in November 2018, and is still in the liquidation process.
- Note 2: FAIRY PALM INC. was dissolved in March 2019 and returned the share capital on December 26, 2019.
- Note 3: WECOOL GAME CO., LTD. changed its name to SOFTSTAR CREATIVE INC. in 2018.
- Note 4: On December 14, 2017, the Company purchased 80% of Gamebase Digital Media Corporation's shares from CITE PUBLISHING LTD. for operational strategy purposes. In addition, in August 2018, Gamebase Digital Media Corporation increased its capital by NT\$10,000 thousand in cash. The capital increase represents 1,000 thousand shares, all of which were subscribed by the Company. After the capital increase, the Company owns 86.67% of Gamebase Digital Media Corporation's shares. Gamebase Digital Media Corporation increased its capital by NT\$5,000 thousand, NT\$5,000 thousand, NT\$10,000 thousand and NT\$5,000 thousand in January, March, May and October 2019, respectively, totalling NT\$25,000 thousand and 2,500 thousand shares. The new shares were subscribed by the Company and the registration process is completed. After the capital increase, the Company owns 92.73% of Gamebase Digital Media Corporation's shares.
- Note 5: PERFECTEN CORPORATION was dissolved in November 2018, and is still in the liquidation process.
- Note 6: On April 25, 2019, the Company's board of directors approved the capital injection plan of SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD. (hereinafter referred to as SOFTSTAR BEIJING) SOFTSTAR BEIJING, a subsidiary of the Group, was seeking to increase its capital in order to introduce long-term partners. All of the shares were subscribed by CMGE TECHNOLOGY GROUP LIMITED (hereinafter referred to as CMGE), an overseas affiliate of China Mobile Group. The total amount of capital injection was RMB\$213,000 thousand. After the capital injection, CMGE holds 51% of total shares in SOFTSTAR BEIJING. The Company holds 49% of total shares in SOFTSTAR BEIJING through its subsidiary, SOFTSTAR INTERNATIONAL INC. On June 3, 2019 the Company has lost control of SOFTSTAR BEIJING, derecognizing SOFTSTAR BEIJING and its wholly owned subsidiary SOFTSTAR TECHNOLOGY (SHANGHAI) CO., LTD. in the consolidated report; instead, the investment is measured at fair value and recognized under investment accounted for using the equity method. Please refer to Note 6 (24) for the further explanation.
- Note 7: In order to integrate the Group's resources, JOYPARK WEBSTAR (BEIJING) TECHNOLOGY CO., LTD. completed the liquidation procedure on March 26, 2019.

(4) Foreign currency transactions

The Group's consolidated financial statements are presented in NT\$, which is also the Company's functional currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

Transactions in foreign currencies are initially recorded by the Group entities at their respective functional currency rates prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency closing rate of exchange ruling at the reporting date. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions.

All exchange differences arising on the settlement of monetary items or on translating monetary items are taken to profit or loss in the period in which they arise except for the following:

- (A) Exchange differences arising from foreign currency borrowings for an acquisition of a qualifying asset to the extent that they are regarded as an adjustment to interest costs are included in the borrowing costs that are eligible for capitalization.
- (B) Foreign currency items within the scope of IFRS 9 *Financial Instruments* are accounted for based on the accounting policy for financial instruments.
- (C) Exchange differences arising on a monetary item that forms part of a reporting entity's net investment in a foreign operation is recognized initially in other comprehensive income and reclassified from equity to profit or loss on disposal of the net investment.

When a gain or loss on a non-monetary item is recognized in other comprehensive income, any exchange component of that gain or loss is recognized in other comprehensive income. When a gain or loss on a non-monetary item is recognized in profit or loss, any exchange component of that gain or loss is recognized in profit or loss.

(5) Translation of financial statements in foreign currency

The assets and liabilities of foreign operations are translated into NTD at the closing rate of exchange prevailing at the reporting date and their income and expenses are translated at an average rate for the period. The exchange differences arising on the translation are recognized in other comprehensive income. On the disposal of a foreign operation, the cumulative amount of the exchange differences relating to that foreign operation, recognized in other comprehensive income and accumulated in the separate component of equity, is reclassified from equity to profit or loss when the gain or loss on disposal is recognized.

On the partial disposal of a subsidiary that includes a foreign operation that does not result in a loss of control, the proportionate share of the cumulative amount of the exchange differences recognized in other comprehensive income is re-attributed to the non-controlling interests in that foreign operation. In partial disposal of an associate or jointly controlled entity that includes a foreign operation that does not result in a loss of significant influence or joint control, only the proportionate share of the cumulative amount of the exchange differences recognized in other comprehensive income is reclassified to profit or loss.

Any goodwill and any fair value adjustments to the carrying amounts of assets and liabilities arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and expressed in its functional currency.

(6) Current and non-current distinction

An asset is classified as current when:

- (A) The Group expects to realize the asset, or intends to sell or consume it, in its normal operating cycle.
- (B) The Group holds the asset primarily for the purpose of trading.
- (C) The Group expects to realize the asset within twelve months after the reporting period.
- (D) The asset is cash or cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- (A) The Group expects to settle the liability in its normal operating cycle.
- (B) The Group holds the liability primarily for the purpose of trading.
- (C) The liability is due to be settled within twelve months after the reporting period.
- (D) The Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.

(7) Cash and cash equivalents

Cash and cash equivalents comprises cash on hand, demand deposits and short-term, highly liquid time deposits (including ones that have maturity within one month) or investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(8) Financial instruments

Financial assets and financial liabilities are recognized when the Group becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities within the scope of IAS 9 *Financial Instruments: Financial Instruments* are recognized initially at fair value plus or minus, in the case of investments not at fair value through profit or loss, directly attributable transaction costs.

(A) Financial instruments: Recognition and Measurement

The Group accounts for regular way purchase or sales of financial assets on the trade date.

The Group classified financial assets as subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit or loss considering both factors below:

- (a) the Group's business model for managing the financial assets and
- (b) the contractual cash flow characteristics of the financial asset.

Financial assets measured at amortized cost

A financial asset is measured at amortized cost if both of the following conditions are met and presented as note receivables, trade receivables, other financial assets, current, refundable deposits and other financial assets, non-current etc., on balance sheet as at the reporting date:

- (a) the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
- (b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Such financial assets are subsequently measured at amortized cost (the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus or minus the cumulative amortization using the effective interest method of any difference between the initial amount and the maturity amount and adjusted for any loss allowance) and is not part of a hedging relationship. A gain or loss is recognized in profit or loss when the financial asset is derecognized, through the amortization process or in order to recognise the impairment gains or losses.

Interest revenue is calculated by using the effective interest method. This is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for:

- (a) purchased or originated credit-impaired financial assets. For those financial assets, the Group applies the credit-adjusted effective interest rate to the amortized cost of the financial asset from initial recognition.
- (b) financial assets that are not purchased or originated credit-impaired financial assets but subsequently have become credit-impaired financial assets. For those financial assets, the Group applies the effective interest rate to the amortized cost of the financial asset in subsequent reporting periods.

Financial asset measured at fair value through other comprehensive income

A financial asset is measured at fair value through other comprehensive income if both of the following conditions are met:

- (a) the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and
- (b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Recognition of gain or loss on a financial asset measured at fair value through other comprehensive income are described as below:

- (a) A gain or loss on a financial asset measured at fair value through other comprehensive income recognized in other comprehensive income, except for impairment gains or losses and foreign exchange gains and losses, until the financial asset is derecognized or reclassified.
- (b) When the financial asset is derecognized the cumulative gain or loss previously recognized in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment.
- (c) Interest revenue is calculated by using the effective interest method. This is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for:
 - a. Purchased or originated credit-impaired financial assets. For those financial assets, the Group applies the credit-adjusted effective interest rate to the amortized cost of the financial asset from initial recognition.
 - b. Financial assets that are not purchased or originated credit-impaired financial assets but subsequently have become credit-impaired financial assets. For those financial assets, the Group applies the effective interest rate to the amortized cost of the financial asset in subsequent reporting periods.

Besides, for certain equity investments within the scope of IFRS 9 that is neither held for trading nor contingent consideration recognized by an acquirer in a business combination to which IFRS 3 applies, the Group made an irrevocable election to present the changes of the fair value in other comprehensive income at initial recognition. Amounts presented in other comprehensive income shall not be subsequently transferred to profit or loss (when disposal of such equity instrument, its cumulated amount included in other components of equity is transferred directly to the retained earnings) and these investments should be presented as financial assets measured at fair value through other comprehensive income on the balance sheet. Dividends on such investment are recognized in profit or loss unless the dividends clearly represents a recovery of part of the cost of investment.

Financial asset measured at fair value through profit or loss

Financial assets were classified as measured at amortized cost or measured at fair value through other comprehensive income based on aforementioned criteria. All other financial assets were measured at fair value through profit or loss and presented on the balance sheet as financial assets measured at fair value through profit or loss.

Such financial assets are measured at fair value, the gains or losses resulting from remeasurement is recognized in profit or loss which includes any dividend or interest received on such financial assets.

(B) Impairment of financial assets

The Group recognizes a loss allowance for expected credit losses on debt instrument investments measured at fair value through other comprehensive income and financial asset measured at amortized cost. The loss allowance on debt instrument investments measured at fair value through other comprehensive income is recognized in other comprehensive income and not reduce the carrying amount in the statement of financial position.

The Group measures expected credit losses of a financial instrument in a way that reflects:

- (a) an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- (b) the time value of money; and
- (c) reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

The loss allowance is measured as follows:

- (a) At an amount equal to 12-month expected credit losses: the credit risk on a financial asset has not increased significantly since initial recognition or the financial asset is determined to have low credit risk at the reporting date. In addition, the Group measures the loss allowance at an amount equal to lifetime expected credit losses in the previous reporting period, but determines at the current reporting date that the credit risk on a financial asset has increased significantly since initial recognition is no longer met.
- (b) At an amount equal to the lifetime expected credit losses: the credit risk on a financial asset has increased significantly since initial recognition or financial asset that is purchased or originated credit-impaired financial asset.
- (c) For trade receivables or contract assets arising from transactions within the scope of IFRS 15, the Group measures the loss allowance at an amount equal to lifetime expected credit losses.
- (d) For lease receivables arising from transactions within the scope of IFRS 16 (before 1 January 2019: IAS 17), the Group measures the loss allowance at an amount equal to lifetime expected credit losses.

At each reporting date, the Group needs to assess whether the credit risk on a financial asset has increased significantly since initial recognition by comparing the risk of a default occurring at the reporting date and the risk of default occurring at initial recognition. Please refer to Note 12 for further details on credit risk.

(C) Derecognition of financial assets

A financial asset is derecognized when:

- (a) The rights to receive cash flows from the asset have expired
- (b) The Group has transferred the asset and substantially all the risks and rewards of the asset have been transferred
- (c) The Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

On derecognition of a financial asset in its entirety, the difference between the carrying amount and the consideration received or receivable including any cumulative gain or loss that had been recognized in other comprehensive income, is recognized in profit or loss.

(D) Financial liabilities and equity

Classification between liabilities or equity

The Group classifies the instrument issued as a financial liability or an equity instrument in accordance with the substance of the contractual arrangement and the definitions of a financial liability, and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. The transaction costs of an equity transaction are accounted for as a deduction from equity.

Compound instruments

The Group evaluates the terms of the convertible bonds issued to determine whether it contains both a liability and an equity component. Furthermore, the Group assesses if the economic characteristics and risks of the put and call options contained in the convertible bonds are closely related to the economic characteristics and risk of the host contract before separating the equity element.

For the liability component excluding the derivatives, its fair value is determined based on the rate of interest applied at that time by the market to instruments of comparable credit status. The liability component is classified as a financial liability measured at amortized cost before the instrument is converted or settled.

For the embedded derivative that is not closely related to the host contract (for example, if the exercise price of the embedded call or put option is not approximately equal on each exercise date to the amortized cost of the host debt instrument), it is classified as a liability component and subsequently measured at fair value through profit or loss unless it qualifies for an equity component. The equity component is assigned the residual amount after deducting from the fair value of the instrument as a whole the amount separately determined for the liability component. Its carrying amount is not remeasured in the subsequent accounting periods. If the convertible bond issued does not have an equity component, it is accounted for as a hybrid instrument in accordance with the requirements under IFRS 9 *Financial Instruments*.

Transaction costs are apportioned between the liability and equity components of the convertible bond based on the allocation of proceeds to the liability and equity components when the instruments are initially recognized.

On conversion of a convertible bond before maturity, the carrying amount of the liability component being the amortized cost at the date of conversion is transferred to equity.

Financial liabilities

Financial liabilities within the scope of IFRS 9 Financial Instruments are classified as financial liabilities at fair value through profit or loss or financial liabilities measured at amortized cost upon initial recognition.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated as at fair value through profit or loss. A financial liability is classified as held for trading if:

- (a) it is acquired or incurred principally for the purpose of selling or repurchasing it in the near term;
- (b) on initial recognition it is part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit-taking; or
- (c) it is a derivative (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument).

If a contract contains one or more embedded derivatives, the entire hybrid (combined) contract may be designated as a financial liability at fair value through profit or loss; or a financial liability may be designated as at fair value through profit or loss when doing so results in more relevant information, because either:

- (a) it eliminates or significantly reduces a measurement or recognition inconsistency; or
- (b) a group of financial liabilities or financial assets and financial liabilities is managed and its performance is evaluated on a fair value basis, in accordance with a documented risk management or investment strategy, and information about the group is provided internally on that basis to the key management personnel.

Gains or losses on the subsequent measurement of liabilities at fair value through profit or loss including interest paid are recognized in profit or loss.

Financial liabilities at amortized cost

Financial liabilities measured at amortized cost include interest bearing loans and borrowings that are subsequently measured using the effective interest rate method after initial recognition. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the effective interest rate method amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or transaction costs.

Derecognition of financial liabilities

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified (whether or not attributable to the financial difficulty of the debtor), such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss.

(E) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the balance sheet if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

(9) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (A) In the principal market for the asset or liability, or
- (B) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible to by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

(10) Inventories

Inventories are valued at lower of cost and net realizable value. Cost is calculated by the weighted average method. Cost of finished goods and work in progress include direct materials and labor and a proportion of manufacturing overheads based on normal operating capacity but excluding borrowing costs. When comparing cost and the net realizable value item by item, the net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Rendering of services is accounted in accordance with IFRS 15 and not within the scope of inventories.

(11) Investments accounted for using the equity method

The Group's investment in its associate is accounted for using the equity method other than those that meet the criteria to be classified as held for sale. An associate is an entity over which the Group has significant influence. A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture.

Under the equity method, the investment in the associate or joint venture is carried in the balance sheet at cost and adjusted thereafter for the post-acquisition change in the Group's share of net assets of the associate or joint venture. After the interest in the associate or joint venture is reduced to zero, additional losses are provided for, and a liability is recognized, only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate. Unrealized gains and losses resulting from transactions between the Group and the associate are eliminated to the extent of the Group's related interest in the associate or joint venture.

When changes in the net assets of an associate occur and not those that are recognized in profit or loss or other comprehensive income and do not affect the Group's percentage of ownership interests in the associate, the Group recognizes such changes in equity based on its percentage of ownership interests. The resulting capital surplus recognized will be reclassified to profit or loss at the time of disposing the associate or joint venture on a prorata basis.

When the associate or joint venture issues new stock, and the Group's interest in an associate is reduced or increased as the Group fails to acquire shares newly issued in the associate proportionately to its original ownership interest, the increase or decrease in the interest in the associate is recognized in Additional Paid in Capital and Investment in associate. When the interest in the associate or joint venture is reduced, the cumulative amounts previously recognized in other comprehensive income are reclassified to profit or loss or other appropriate items. The aforementioned capital surplus recognized is reclassified to profit or loss on a prorata basis when the Group disposes the associate or joint venture.

The financial statements of the associate or joint venture are prepared for the same reporting period as the Group. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

The Group determines at each reporting date whether there is any objective evidence that the investment in the associate or an investment in a joint venture is impaired in accordance with IAS 28 Investments in Associates and Joint Ventures. If this is the case the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value and recognizes the amount in the 'share of profit or loss of an associate' in the statement of comprehensive income in accordance with IAS 36 Impairment of Assets. In determining the value in use of the investment, the Group estimates:

- (A) Its share of the present value of the estimated future cash flows expected to be generated by the associate or joint venture, including the cash flows from the operations of the associate and the proceeds on the ultimate disposal of the investment; or
- (B) The present value of the estimated future cash flows expected to arise from dividends to be received from the investment and from its ultimate disposal.

Because goodwill that forms part of the carrying amount of an investment in an associate is not separately recognized, it is not tested for impairment separately by applying the requirements for impairment testing goodwill in IAS 36 Impairment of Assets.

Upon loss of significant influence over the associate or joint venture, the Group measures and recognizes any retaining investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence and the fair value of the retaining investment and proceeds from disposal is recognized in profit or loss. Furthermore, if an investment in an associate becomes an investment in a joint venture or an investment in a joint venture becomes an investment in an associate, the entity continues to apply the equity method and does not remeasure the retained interest.

(12) Property, plant and equipment

Property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of dismantling and removing the item and restoring the site on which it is located and borrowing costs for construction in progress if the recognition criteria are met. Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately. When significant parts of property, plant and equipment are required to be replaced in intervals, the Group recognized such parts as individual assets with specific useful lives and depreciation, respectively. The carrying amount of those parts that are replaced is derecognized in accordance with the derecognition provisions of IAS 16 *Property, plant and equipment*. When a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred.

Depreciation is calculated on a straight-line basis over the estimated economic lives of the following assets:

Machinery and equipment	3~5 years
Office equipment	1~5 years
Right-of-use assets	1~2 years
Leasehold improvements	3~6 years

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is recognized in profit or loss.

The assets' residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(13) Leases

The accounting policy from 1 January 2019 as follow:

For contracts entered on or after 1 January 2019, the Group assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset for a period of time, the Group assesses whether, throughout the period of use, has both of the following:

- (A) the right to obtain substantially all of the economic benefits from use of the identified asset; and
- (B) the right to direct the use of the identified asset.

The Group elected not to reassess whether a contract is, or contains, a lease on 1 January 2019. The Group is permitted to apply IFRS 16 to contracts that were previously identified as leases applying IAS 17 and IFRIC 4 but not to apply IFRS 16 to contracts that were not previously identified as containing a lease applying IAS 17 and IFRIC 4.

For a contract that is, or contains, a lease, the Group accounts for each lease component within the contract as a lease separately from non-lease components of the contract. For a contract that contains a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components. The relative stand-alone price of lease and non-lease components shall be determined on the basis of the price the lessor, or a similar supplier, would charge the Group for that component, or a similar component, separately. If an observable stand-alone price is not readily available, the Group estimates the stand-alone price, maximising the use of observable information.

Group as a lessee

Except for leases that meet and elect short-term leases or leases of low-value assets, the Group recognizes right-of-use asset and lease liability for all leases which the Group is the lessee of those lease contracts.

At the commencement date, the Group measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses its incremental borrowing rate. At the commencement date, the lease payments included in the measurement of the lease liability comprise the following payments for the right to use the underlying asset during the lease term that are not paid at the commencement date:

- (A) fixed payments (including in-substance fixed payments), less any lease incentives receivable;
- (B) variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- (C) amounts expected to be payable by the lessee under residual value guarantees;
- (D) the exercise price of a purchase option if the Group is reasonably certain to exercise that option; and
- (E) payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

After the commencement date, the Group measures the lease liability on an amortised cost basis, which increases the carrying amount to reflect interest on the lease liability by using an effective interest method; and reduces the carrying amount to reflect the lease payments made.

At the commencement date, the Group measures the right-of-use asset at cost. The cost of the right-of-use asset comprises:

- (A) the amount of the initial measurement of the lease liability;
- (B) any lease payments made at or before the commencement date, less any lease incentives received;
- (C) any initial direct costs incurred by the lessee; and
- (D) an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

For subsequent measurement of the right-of-use asset, the Group measures the right-of-use asset at cost less any accumulated depreciation and any accumulated impairment losses. That is, the Group measures the right-of-use applying a cost model.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

If the lease transfers ownership of the underlying asset to the Group by the end of the lease term or if the cost of the right-of-use asset reflects that the Group will exercise a purchase option, the Group depreciates the right-of-use asset from the commencement date to the end of the useful life of the underlying asset. Otherwise, the Group depreciates the right-of-use asset from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

The Group applies IAS 36 “Impairment of Assets” to determine whether the right-of-use asset is impaired and to account for any impairment loss identified.

Except for those leases that the Group accounted for as short-term leases or leases of low-value assets, the Group presents right-of-use assets and lease liabilities in the balance sheet and separately presents lease-related interest expense and depreciation charge in the statements of comprehensive income.

For short-term leases or leases of low-value assets, the Group elects to recognize the lease payments associated with those leases as an expense on either a straight-line basis over the lease term or another systematic basis.

Group as a lessor

At inception of a contract, the Group classifies each of its leases as either an operating lease or a finance lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset.

For a contract that contains lease components and non-lease components, the Group allocates the consideration in the contract applying IFRS 15.

The Group recognizes lease payments from operating leases as rental income on either a straight-line basis or another systematic basis. Variable lease payments for operating leases that do not depend on an index or a rate are recognized as rental income when incurred.

The accounting policy before 1 January 2019 as follow:

Group as a lessee

Operating lease payments are recognized as an expense on a straight-line basis over the lease term.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income.

(14) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is its fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in profit or loss for the year in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life is reviewed at least at the end of each financial year. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in profit or loss when the asset is derecognized.

Trademark and licences

Trademark and licences acquired separately are measured on initial recognition at cost. Trademark and licences are intangible assets with finite useful lives and are amortized over three to twenty years.

Computer software

The cost of computer software is amortized on a straight-line basis over the estimated useful life (3 to 5 years).

Goodwill

Goodwill is acquired through business combinations. They are intangible assets considered to have indefinite useful lives, and therefore are not amortized, and are regularly tested for impairment.

A summary of the policies applied to the Group's intangible assets is as follows:

	Trademark	Licences	Computer software	Goodwill
Useful lives	Finite	Finite	Finite	Indefinite
Amortization method used	Amortized on a straight-line basis over the period of the trademark	Amortized on a straight- line basis over the estimated useful life	Amortized on a straight- line basis over the estimated useful life	No amortization
Internally generated or acquired	Acquired	Acquired	Acquired	Acquired

(15) Impairment of non-financial assets

The Group assesses at the end of each reporting period whether there is any indication that an asset in the scope of IAS 36 *Impairment of Assets* may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's ("CGU") fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been an increase in the estimated service potential of an asset which in turn increases the recoverable amount. However, the reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years.

A cash generating unit, or groups of cash-generating units, to which goodwill has been allocated is tested for impairment annually at the same time, irrespective of whether there is any indication of impairment. If an impairment loss is to be recognized, it is first allocated to reduce the carrying amount of any goodwill allocated to the cash generating unit (group of units), then to the other assets of the unit (group of units) pro rata on the basis of the carrying amount of each asset in the unit (group of units). Impairment losses relating to goodwill cannot be reversed in future periods for any reason.

An impairment loss of continuing operations or a reversal of such impairment loss is recognized in profit or loss.

(16) Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probably that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Group expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

If the obligation occurs over a period of time, the levy payment liability is gradually recognized.

Sales returns and allowances

A provision has been recognized for sales returns and allowances in accordance with IFRS 15.

(17) Treasury stocks

Own equity instruments which are reacquired (treasury shares) are recognized at cost and deducted from equity. Any difference between the carrying amount and the consideration is recognized in equity.

(18) Revenue recognition

The Group's revenue arising from contracts are primarily related to royalties. Licensing content includes licensing its solely developed intellectual property (IP) to others that grant use in game development, game operations and film content and online game operation services. The accounting policies are explained as follow:

Sale of goods

The group manufactures and sells products. Sales are recognized when control of the goods is transferred to the customer and the goods are delivered to the customers. The main products of the Group are game software and related peripherals and revenue is recognized based on the consideration stated in the contract.

The credit period of the Group's sale of goods is from 30 to 90 days. For most of the contracts, when the Group transfers the goods to customers and has a right to an amount of consideration that is unconditional, these contracts are recognized as accounts receivables. The Group usually collects the payments shortly after transfer of goods to customers; therefore, there is no significant financing component to the contract.

Rendering of services

(A) The Group provides services related to game licensing. The Group identifies performance obligations and determines whether the licensing provides a customer with a right to access the Group's IP over time or with a right to use the Group's IP at a point in time. Based on experience, the Group uses the expected value method to estimate variable consideration. The scope is limited to the accumulated amount of the revenue recognized which is likely to not be significantly reversed in the subsequent period, when the uncertainty associated with the contracts are eliminated. For some contracts, if the Group has fulfilled the performance obligation but does not have a right to an unconditional consideration, these contracts should be presented as contract assets. Besides, loss allowance for contract assets was assessed in accordance with IFRS 9. For some rendering of services contracts, when part of the consideration was received from customers upon signing the contract and the Group owns the obligation to provide the services subsequently, these contracts should be recognized as contract liabilities.

(B) The Group provides services related to online games. The Group sells online game time points to subsequently provide services, therefore sales amount from online game time points is recognized as a contract liabilities and revenue is subsequently recognized based on actual usage.

The Group usually fulfills its obligation and reclasses the contract liabilities to revenue within an year, thus, no significant financing component arose.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(C) The Group provides services related to the operation of online games . When the players recharge their game credits, they can subsequently use the credits to buy virtual items in the game. The Group recognizes the proceeds received from the sales of game points as contract liabilities. Revenue is recognized in accordance with the estimated lifetime of the virtual items after players recharge their game credits and subsequently use the credits to by virtual items.

The Group usually fulfills its obligation and reclasses the contract liabilities to revenue within an year, thus, no significant financing component arose.

Costs to fulfill a contract

The Group determines fulfillment costs should be capitalized if all the following criteria are met:

- (A) costs relate directly to a contract or to an anticipated contract the entity can specifically identify (e.g., costs relating to services to be provided under renewal of an existing contract or costs of designing an asset to be transferred under a specific contract not yet approved);
- (B) costs generate or enhance resources of the entity that will be used in satisfying (or in continuing to satisfy) performance obligations in the future;
- (C) costs are expected to be recovered.

(19) Borrowing Costs

Borrowing costs in line with the requirements which are directly attributable to the acquisition, construction or production of assets may be capitalized as part of the cost of the asset. All other borrowing costs are recognized as expenses incurred during the period. The borrowing costs include interest and other costs incurred in connection with the borrowing of funds.

(20) Post-employment benefits

All regular employees of the Company and its domestic subsidiaries are entitled to a pension plan that is managed by an independently administered pension fund committee. Fund assets are deposited under the committee's name in the specific bank account and hence, not associated with the Company and its domestic subsidiaries. Therefore fund assets are not included in the Group's consolidated financial statements. Pension benefits for employees of the overseas subsidiaries and the branches are provided in accordance with the respective local regulations.

For the defined contribution plan, the Company and its domestic subsidiaries will make a monthly contribution of no less than 6% of the monthly wages of the employees subject to the plan. The Company recognizes expenses for the defined contribution plan in the period in which the contribution becomes due. Overseas subsidiaries and branches make contribution to the plan based on the requirements of local regulations.

Post-employment benefit plan that is classified as a defined benefit plan uses the Projected Unit Credit Method to measure its obligations and costs based on actuarial assumptions. Re-measurements, comprising of the effect of the actuarial gains and losses, the effect of the asset ceiling (excluding net interest) and the return on plan assets, excluding net interest, are recognized as other comprehensive income with a corresponding debit or credit to retained earnings in the period in which they occur. Past service costs are recognized in profit or loss on the earlier of:

- (A) the date of the plan amendment or curtailment, and
- (B) the date that the Group recognizes restructuring-related costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset, both as determined at the start of the annual reporting period, taking account of any changes in the net defined benefit liability (asset) during the period as a result of contribution and benefit payment.

(21) Share-based payment transactions

The cost of equity-settled transactions between the Group and its subsidiaries is recognized based on the fair value of the equity instruments granted. The fair value of the equity instruments is determined by using an appropriate pricing model.

The cost of equity-settled transactions is recognized, together with a corresponding increase in other capital reserves in equity, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The income statement expense or credit for a period represents the movement in cumulative expense recognized as at the beginning and end of that period.

No expense is recognized for awards that do not ultimately vest, except for equity-settled transactions where vesting is conditional upon a market or non-vesting condition, which are treated as vesting irrespective of whether or not the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

Where the terms of an equity-settled transaction award are modified, the minimum expense recognized is the expense as if the terms had not been modified, if the original terms of the award are met. An additional expense is recognized for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it vested on the date of cancellation, and any expense not yet recognized for the award is recognized immediately. This includes any award where non-vesting conditions within the control of either the entity or the employee are not met. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

The cost of restricted stocks issued is recognized as salary expense based on the fair value of the equity instruments on the grant date, together with a corresponding increase in other capital reserves in equity, over the vesting period. The Group recognized unearned employee salary which is a transitional contra equity account; the balance in the account will be recognized as salary expense over the passage of vesting period.

(22) Income taxes

Income tax expense (income) is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. Current income tax relating to items recognized in other comprehensive income or directly in equity is recognized in other comprehensive income or equity and not in profit or loss.

The income tax for undistributed earnings is recognized as income tax expense in the subsequent year when the distribution proposal is approved by the Shareholders' meeting.

Deferred tax

Deferred tax is provided on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences, except:

- (A) Where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- (B) In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized, except:

- (A) Where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- (B) In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date. The measurement of deferred tax assets and deferred tax liabilities reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss. Deferred tax items are recognized in correlation to the underlying transaction either in other comprehensive income or directly in equity. Deferred tax assets are reassessed at each reporting date and are recognized accordingly.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current income tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

(23) Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The consideration transferred, the identifiable assets acquired and liabilities assumed are measured at acquisition date fair value. For each business combination, the acquirer measures any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are accounted for as expenses in the periods in which the costs are incurred and are classified under administrative expenses.

When the Group acquires a business, it assesses the assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through profit or loss.

Any contingent consideration to be transferred by the acquirer will be recognized at the acquisition-date fair value. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability, will be recognized in accordance with IFRS 9 *Financial Instruments* either in profit or loss or as a change to other comprehensive income. However, if the contingent consideration is classified as equity, it should not be remeasured until it is finally settled within equity.

Goodwill is initially measured as the amount of the excess of the aggregate of the consideration transferred and the non-controlling interest over the net fair value of the identifiable assets acquired and the liabilities assumed. If this aggregate is lower than the fair value of the net assets acquired, the difference is recognized in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units. Each unit or group of units to which the goodwill is so allocated represents the lowest level within the Group at which the goodwill is monitored for internal management purpose and is not larger than an operating segment before aggregation.

Where goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation. Goodwill disposed of in this circumstance is measured based on the relative recoverable amounts of the operation disposed of and the portion of the cash-generating unit retained.

5. Significant accounting judgements, estimates and assumptions

The preparation of the Group's consolidated financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the end of the reporting period. However, uncertainty arising from these assumptions and estimates could result in material adjustments to the carrying amount of the assets or liabilities in future periods.

(1) Judgement

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the consolidated financial statements:

A. Revenue recognition – royalties

In accordance with IRFS 15, the Group identifies performance obligations and determine whether the licensing provides a customer with a right to access the Group's IP over time or with a right to use the Group's IP at a point in time and recognizes royalty revenue when performance obligations have been satisfied.

(2) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date bear a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. These estimates and assumptions are discussed below.

A. Estimate of variable consideration

With the Group's business practices, the Group expects to provide a price concession. This price concession will depend on the situation of the industry at the time and the customer. The expected value method is used to estimate variable consideration to predict the amount of the consideration that the Group will be entitled to. When the aforementioned method for estimating variable consideration is included in the transaction price, the scope is limited to the accumulated amount of the revenue recognized, which is likely to not be significantly reversed in the subsequent period when the uncertainty associated with the contracts are eliminated.

B. Accounts receivables—estimate of impairment loss

The Group estimates the impairment loss of accounts receivables at an amount equal to lifetime expected credit losses. The credit loss is the present value of the difference between the contractual cash flows that are due under the contract (carrying amount) and the cash flows that expects to receive (forward-looking information). However, as the impact from the discounting of short-term receivables is not material, the credit loss is measured by the undiscounted cash flows. Where the actual future cash flows are lower than expected, a material impairment loss may arise. Please refer to Note 6 for more details.

C. Fair value of financial instruments

Where the fair value of financial assets and financial liabilities recognized in the balance sheet cannot be derived from active markets, they are determined using valuation techniques including the income approach (i.e. the discounted cash flows model) or market approach. Changes in assumptions used in the valuation model could affect the reported fair value of the financial instruments. Please refer to Note 12 for more details.

D. Income tax

Uncertainties exist with respect to the interpretation of complex tax regulations and the amount and timing of future taxable income. Given the wide range of international business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Group establishes provisions, based on reasonable estimates, for possible consequences of audits by the tax authorities of the respective counties in which it operates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective Group company's domicile.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Deferred tax assets are recognized for all carryforward of unused tax losses and unused tax credits and deductible temporary differences to the extent that it is probable that taxable profit will be available or there are sufficient taxable temporary differences against which the unused tax losses, unused tax credits or deductible temporary differences can be utilized. The amount of deferred tax assets determined to be recognized is based upon the likely timing and the level of future taxable profits and taxable temporary differences together with future tax planning strategies.

6. Contents of significant accounts

(1) Cash and cash equivalents

	As of December 31,	
	2019	2018
Cash on hand & petty cash	\$291	\$532
Checking and saving accounts	171,288	179,878
Total	<u>\$171,579</u>	<u>\$180,410</u>

(2) Accounts receivable and Accounts receivable-related parties

	As of December 31,	
	2019	2018
Accounts receivable	\$155,920	\$113,694
Less: allowance for sales returns and discounts	(2,856)	(566)
Loss allowance	(44,110)	(1,089)
Subtotal	<u>109,224</u>	<u>112,039</u>
Accounts receivable from related parties	11	5,304
Less: loss allowance	-	-
Subtotal	<u>11</u>	<u>5,304</u>
Total	<u>\$109,235</u>	<u>\$117,343</u>

Accounts receivable were not pledged.

Accounts receivable are generally on 30-90 day terms. The total carrying amount as of December 31, 2019 and 2018 are NT\$155,931 thousand and NT\$118,998 thousand, respectively. Please refer to Note 6 (17) for more details on loss allowance of accounts receivable for the years ended December 31, 2019 and 2018. Please refer to Note 12 for more details on credit risk management.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(3) Inventories, net

	As of December 31,	
	2019	2018
Work in progress	\$15	\$7
Finished goods	1,670	1,810
Total	\$1,685	\$1,817

The cost of inventories recognized in expenses amounted to NT\$3,930 thousand and NT\$3,172 thousand for the year ended December 31, 2019 and 2018, respectively, including the write-down of inventories of NT\$394 thousand and NT\$1,601 thousand, respectively.

No inventories were pledged.

(4) Prepayment

	As of December 31,	
	2019	2018
Prepaid outsourcing expense	\$41,391	\$121,809
Prepaid rent	-	2,307
Other prepayments	10,478	16,521
Total	\$51,869	\$140,637

(5) Financial assets at fair value through other comprehensive income, noncurrent

	As of December 31,	
	2019	2018
Equity instrument investments measured at fair value through other comprehensive income, noncurrent:		
Listed company stocks		
NEWRETAIL CO., LTD.	\$14,718	\$36,502
Emerging stocks		
SNSPLUS, INC.	5,351	5,484
Private company stocks		
AUER MEDIA & ENTERTAINMENT CORP.	27,822	137,247
TAIWAN SMART CARD CO.	3,848	5,480
DOUBLE EDGE ENTERTAINMENT CORP. (NOTE)	4,253	4,793
FUNFIA INC.	-	-
Total	\$55,992	\$189,506

Note : On April 25, 2018 the board of directors of DOUBLE EDGE ENTERTAINMENT CORP. resolved a capital reduction through cash repayment. The Group received cash repayment of NT\$14,380 thousand.

Financial assets at fair value through other comprehensive income were not pledged.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(6) Investments accounted for using the equity method

The following table lists the investments accounted for using the equity method of the Group:

Investees	As of December 31,			
	2019		2018	
	Carrying amount	Percentage of ownership (%)	Carrying amount	Percentage of ownership (%)
<u>Investments in associates:</u>				
Chia-e International Inc.	-	28.21%	10,729	28.21%
A.R.T. Games Co., Ltd.	2,906	49%	5,799	49%
SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD.	<u>625,708</u>	49%	<u>-</u>	-
	<u>\$628,614</u>		<u>\$16,528</u>	

Note: On April 25, 2019, the Company's board of directors approved the capital injection plan of SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD. (hereinafter referred to as SOFTSTAR BEIJING) SOFTSTAR BEIJING, a subsidiary of the Group, was seeking to increase its capital in order to introduce long-term partners. All of the shares were subscribed by CMGE TECHNOLOGY GROUP LIMITED (hereinafter referred to as CMGE), an overseas affiliate of China Mobile Group. The total amount of capital injection was RMB\$213,000 thousand. After the capital injection, CMGE holds 51% of total shares in SOFTSTAR BEIJING. The Company holds 49% of total shares in SOFTSTAR BEIJING through its subsidiary, SOFTSTAR INTERNATIONAL INC. On June 3, 2019 the Company has lost control of SOFTSTAR BEIJING, derecognizing SOFTSTAR BEIJING and its wholly owned subsidiary SOFTSTAR TECHNOLOGY (SHANGHAI) CO., LTD. in the consolidated report; instead, the investment is measured at fair value and recognized under investment accounted for using the equity method. Please refer to Note 6 (24) for the further explanation.

Information on the material associate of the Group:

Company name: SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD.

Nature of the relationship with the associate: SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD. is in the business of information processing services. The Group invested in SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD. for the purpose of business needs.

Principal place of business (country of incorporation): Mainland China

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Reconciliation of the associate's summarized financial information presented to the carrying amount of the Group's interest in the associate:

The summarized financial information of the associate is as follows:

	As of December 31, 2019
Current assets	\$1,018,977
Non-current assets	354,615
Current liabilities	(465,919)
Non-current liabilities	-
Equity	\$907,673
Proportion of the Group's ownership	49%
Subtotal	\$444,760
Intangible assets	159,918
Goodwill	21,030
Carrying amount of the investment	\$625,708
	June 3, 2019 through December 31, 2019
Operating revenue	\$79,491
Profit or loss from continuing operations	(107,808)
Other comprehensive income	-
Total comprehensive income	\$(107,808)

Note: The profit and loss only includes the amount after the loss of control on June 3, 2019.

In June and November 2018, the Group subscribed for the capital increase of 245,000 shares of A.R.T. Games Co., Ltd., totalling 245,000 shares and NT\$2,450 thousand and 490,000 shares, and NT\$4,900 thousand, respectively. The Group owns 49% of A.R.T. Games Co., Ltd. after the subscription.

The Group assesses the recoverable amounts of its investment in Chia-e International Inc., and recognized an impairment loss of NT\$9,426 thousand.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

The Group's investments in Chia-e International Inc. and A.R.T. Games Co., Ltd. are not individually material. The aggregate carrying amount of the Group's interests in Chia-e International Inc. and A.R.T. Games Co., Ltd. are NT\$2,906 thousand and NT\$6,528 thousand, as of December 31, 2019 and 2018, respectively. The aggregate financial information of the Group's investments in Chia-e International Inc. and A.R.T. Games Co., Ltd. are as follows:

	For the years ended	
	December 31	
	2019	2018
Profit or loss from continuing operations	\$(10,912)	\$(18,677)
Other comprehensive income (net of tax)	-	-
Total comprehensive loss	<u>\$(10,912)</u>	<u>\$(18,677)</u>

The Group recognized the investment income(loss) based on the financial information of the investees recognized in investments accounted for under the equity method. Such financial information are as follow:

	Investment gain/(loss)	
	For the years ended	
	December 31	
	2019	2018
Chia-e International Inc.	\$(1,303)	\$(2,623)
A.R.T. Games Co., Ltd.	(2,937)	(4,595)
SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD. (Note)	(62,733)	-
Total	<u>\$(66,973)</u>	<u>\$(7,218)</u>

Note: Investment gain included a NT\$9,906 thousand amortization between the book value and fair value of its intangible assets, which was recognized after losing control of SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD.

The aforementioned associates had no contingent liabilities or capital commitments as at December 31, 2019 and 2018. No investments accounted for using the equity method were pledged.

(7) Property, plant and equipment

	As of December 31,	
	2019	2018(Note)
Owner occupied property, plant and equipment	<u>\$12,070</u>	

Note: The Group adopted IFRS 16 since 1 January 2019. The Group elected not to restate prior periods in accordance with the transition provision in IFRS 16.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(A) Owner occupied property, plant and equipment (applicable under IFRS 16 requirements)

	Machinery and equipment	Office equipment	Leasehold improvements	Total
Cost:				
As of January 1, 2019	\$18,237	\$17,234	\$21,428	\$56,899
Additions	1,660	821	408	2,889
Disposals	(882)	(1,132)	-	(2,014)
Transfers	(206)	206	-	-
Exchange differences	161	24	81	266
Disposal of subsidiaries	(9,034)	(1,272)	(4,135)	(14,441)
As of December 31, 2019	<u>\$9,936</u>	<u>\$15,881</u>	<u>\$17,782</u>	<u>\$43,599</u>
Depreciation and impairment:				
As of January 1, 2019	\$9,639	\$12,048	\$11,789	\$33,476
Depreciation	2,331	2,350	3,800	8,481
Disposals	(809)	(1,096)	-	(1,905)
Transfers	(490)	490	-	-
Exchange differences	71	14	70	155
Disposal of subsidiaries	(4,299)	(822)	(3,557)	(8,678)
As of December 31, 2019	<u>\$6,443</u>	<u>\$12,984</u>	<u>\$12,102</u>	<u>\$31,529</u>
Net carrying amounts as of:				
December 31, 2019	<u>\$3,493</u>	<u>\$2,897</u>	<u>\$5,680</u>	<u>\$12,070</u>

(B) Property, plant and equipment lease out under operating lease (before IFRS 16 adoption)

	Machinery and equipment	Office equipment	Leasehold improvements	Total
Cost:				
As of January 1, 2018	\$16,782	\$24,230	\$28,180	\$69,192
Additions	4,533	1,791	288	6,612
Disposals	(2,066)	(9,645)	(6,956)	(18,667)
Transfers	(877)	877	-	-
Exchange differences	(135)	(19)	(84)	(238)
As of December 31, 2018	<u>\$18,237</u>	<u>\$17,234</u>	<u>\$21,428</u>	<u>\$56,899</u>
Depreciation and impairment:				
As of January 1, 2018	\$7,987	\$16,496	\$11,613	\$36,096
Depreciation	3,295	3,175	7,209	13,679
Disposals	(739)	(8,420)	(6,956)	(16,115)
Transfers	(812)	812	-	-
Exchange differences	(92)	(15)	(77)	(184)
As of December 31, 2018	<u>\$9,639</u>	<u>\$12,048</u>	<u>\$11,789</u>	<u>\$33,476</u>
Net carrying amounts as of:				
December 31, 2018	<u>\$8,598</u>	<u>\$5,186</u>	<u>\$9,639</u>	<u>\$23,423</u>

Property, plant and equipment were not pledged.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(8) Intangible assets

	Trademarks	Computer software	Game Royalty	Goodwill	Total
Cost:					
As of January 1, 2019	\$6,870	\$42,815	\$18,473	\$2,712	\$70,870
Addition-acquired separately	-	7,925	-	-	7,925
Deduction-derecognized	-	(11,128)	(4,243)	-	(15,371)
Exchange differences	-	214	-	-	214
Disposal of subsidiaries	-	(7,880)	(14,230)	-	(22,110)
As of December 31, 2019	<u>\$6,870</u>	<u>\$31,946</u>	<u>\$-</u>	<u>\$2,712</u>	<u>\$41,528</u>
As of January 1, 2018	\$6,870	\$48,102	\$17,540	\$2,712	\$75,224
Addition-acquired separately	-	5,772	933	-	6,705
Deduction-disposals	-	(774)	-	-	(774)
Deduction-derecognized	-	(10,116)	-	-	(10,116)
Exchange differences	-	(169)	-	-	(169)
As of December 31, 2018	<u>\$6,870</u>	<u>\$42,815</u>	<u>\$18,473</u>	<u>\$2,712</u>	<u>\$70,870</u>
Amortization and impairment:					
As of January 1, 2019	\$6,870	\$32,941	\$18,473	\$-	\$58,284
Amortization	-	9,076	-	-	9,076
Deduction-derecognized	-	(11,128)	(4,243)	-	(15,371)
Exchange differences	-	141	-	-	141
Disposal of subsidiaries	-	(4,784)	(14,230)	-	(19,014)
As of December 31, 2019	<u>\$6,870</u>	<u>\$26,246</u>	<u>\$-</u>	<u>\$-</u>	<u>\$33,116</u>
As of January 1, 2018	\$5,224	\$33,891	\$17,540	\$-	\$56,655
Amortization	1,646	9,916	570	-	12,132
Impairment losses	-	-	363	-	363
Deduction-disposals	-	(593)	-	-	(593)
Deduction-derecognized	-	(10,116)	-	-	(10,116)
Exchange differences	-	(157)	-	-	(157)
As of December 31, 2018	<u>\$6,870</u>	<u>\$32,941</u>	<u>\$18,473</u>	<u>\$-</u>	<u>\$58,284</u>
Net carrying amount as of:					
December 31, 2019	<u>\$-</u>	<u>\$5,700</u>	<u>\$-</u>	<u>\$2,712</u>	<u>\$8,412</u>
December 31, 2018	<u>\$-</u>	<u>\$9,874</u>	<u>\$-</u>	<u>\$2,712</u>	<u>\$12,586</u>

Amortization expense of intangible assets under the statement of comprehensive income:

	For the years ended December 31	
	2019	2018
Operating costs	<u>\$-</u>	<u>\$-</u>
Operating expenses	<u>\$9,076</u>	<u>\$12,132</u>

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(9) Short-term borrowings

	Interest Rate (%)	As of December 31,	
		2019	2018
Unsecured bank loans	2.30%	\$-	\$30,000
Secured bank loans	5.44%-5.66%	-	32,425
Total		\$-	\$62,425

The Group's unused short-term lines of credits amount to \$95,000 thousand and \$105,732 thousand as of December 31, 2019 and 2018, respectively.

Please refer to Note 8 for further details on saving accounts pledged as security for short-term borrowings.

(10) Other payables

	As of December 31,	
	2019	2018
Salary payable	\$41,904	\$56,770
Professional service fees payable	3,662	2,460
Insurance payable	2,455	1,936
Advertising payable	345	8
Other accrued expenses	22,882	25,984
Total	\$71,248	\$87,158

(11) Other current liabilities

	As of December 31,	
	2019	2018
Security deposits (Note)	\$-	\$47,606
Other	1,314	1,242
Total	\$1,314	\$48,848

Note : Security deposits related to CMGE security deposits for SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD. capital increase. This was derecognized when the group lost its control in June 2019.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(12) Long-term borrowings

Details of long-term loans are as follows:

Lenders	As of December 31, 2019	Interest Rate (%)	Maturity date and terms of repayment
Taiwan Business Bank secured loan	\$9,000	2.2%	Repayable quarterly from March 16, 2017 to March 16, 2022. Interest paid monthly.
Taiwan Business Bank secured loan	18,334	2.2%	Repayable monthly from October 23, 2018 to October 23, 2021. Interest paid monthly.
Bank of Kaohsiung secured loan	13,479	2.2%	Repayable monthly from December 19, 2018 to December 19, 2021. Interest paid monthly.
Taichung Commercial Bank secured loan	21,000	2.3%	Repaid NT2,000 thousand quarterly from April 1, 2019 to April 1, 2022. Interest paid monthly.
Bank of Panhsin secured loan	14,263	2.3%	Repayable monthly from May 29, 2019 to May 29, 2021. Interest paid monthly.
Hua Nan Bank secured loan	13,333	2.3%	Repayable monthly from August 5, 2019 to August 5, 2022. Interest paid monthly.
Chang Hwa Bank secured loan	18,333	2.26%	Repayable quarterly from September 20, 2019 to September 20, 2022. Interest paid monthly.
Subtotal	<u>107,742</u>		
Less: current portion	<u>(50,350)</u>		
Total	<u>\$57,392</u>		

Lenders	As of December 31, 2018	Interest Rate (%)	Maturity date and terms of repayment
Hua Nan Bank secured loan	\$1,250	2.5%	Repayable monthly from February 20, 2017 to February 20, 2019. Interest paid monthly.
Taiwan Business Bank secured loan	13,000	2.2%	Repayable quarterly from March 16, 2017 to March 16, 2022. Interest paid monthly.
Chang Hwa Bank secured loan	10,000	2.26%	Repayable quarterly from April 13, 2017 to April 13, 2020. Interest paid monthly.
Taiwan Cooperative Bank secured loan	12,019	2.28%	Repayable monthly from May 25, 2017 to May 25, 2020. Interest paid monthly.
Taiwan Business Bank secured loan	28,333	2.2%	Repayable monthly from October 23, 2018 to October 23, 2021. Interest paid monthly.
Bank of Kaohsiung secured loan	20,000	2.2%	Repayable monthly from December 19, 2018 to December 19, 2021. Interest paid monthly.
Subtotal	<u>84,602</u>		
Less: current portion	<u>(36,881)</u>		
Total	<u>\$47,721</u>		

Please refer to Note 8 for further details on pledged long-term borrowings.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(13) Post-employment benefits

Defined contribution plan

The Company and its domestic subsidiaries adopts a defined contribution plan in accordance with the Labor Pension Act of the R.O.C. Under the Labor Pension Act, and the Company and its domestic subsidiaries will make monthly contributions of no less than 6% of the employee's monthly wages to the employees' individual pension accounts. The Company and its domestic subsidiaries have made monthly contributions of 6% of each individual employee's salaries or wages to employees' pension accounts.

Subsidiaries located in the People's Republic of China will contribute social welfare benefits based on a certain percentage of employees' salaries or wages to the employees' individual pension accounts. For the years ended December 31, 2019 and 2018, the percentage was 20%~22%. The social welfare benefit for each employee is arranged by the government. The Group has no further obligations except for monthly contributions.

Pension benefits for employees of overseas subsidiaries and branches are provided in accordance with the local regulations.

Expenses under the defined contribution plan for the years ended December 31, 2019 and 2018 are NT\$17,500 thousand and NT\$29,982 thousand, respectively.

Defined benefits plan

The Company and its domestic subsidiaries adopt a defined benefit plan in accordance with the Labor Standards Act of the R.O.C. The pension benefits are disbursed based on the units of service years and the average salaries in the last month of the service year. Two units per year are awarded for the first 15 years of services while one unit per year is awarded after the completion of the 15th year. The total units shall not exceed 45 units. Under the Labor standards Act, The Company and its domestic subsidiaries contribute an amount equivalent to 2% of the employees' total salaries and wages on a monthly basis to the pension fund deposited at the Bank of Taiwan in the name of the administered pension fund committee. At the end of each year, if the balance in the designated labor pension reserve funds is inadequate to cover the benefit estimated to be paid in the following year, the Company and its domestic subsidiaries will make up the difference in one appropriation before the end of March in the following year.

The Ministry of Labor is in charge of establishing and implementing the fund utilization plan in accordance with the regulations for revenues, expenditures, safeguard and utilization of the labor retirement fund. The pension fund is invested in-house or under mandate, based on a passive-aggressive investment strategy for long-term profitability. The Ministry of Labor establishes checks and risk management mechanism based on the assessment of risk factors including market risk, credit risk and liquidity risk, in order to maintain adequate manager flexibility to achieve targeted return without over-exposure of risk. With regard to utilization of the pension fund, the minimum earnings in the annual distributions on the final financial statement shall not be less than the earnings attainable from the amounts accrued from two-year time deposits with the interest rates offered by local banks. Treasury funds can be used to cover the deficits after the approval of the competent authority. As the Company does not participate in the operation and management of the pension fund, no disclosure on the fair value of the plan assets categorized in different classes could be made in accordance with paragraph 142 of IAS 19. The Group expects to contribute NT\$449 thousand to its defined benefit plan during the 12 months after December 31, 2019.

The average-weighted duration of the defined benefits plan obligation as at December 31, 2019 and 2018, are 12 years and 13 years.

Pension costs recognized in profit or loss for the years ended December 31, 2019 and 2018:

	For the years ended December 31,	
	2019	2018
Current period service costs	\$376	\$361
Interest income or expense	212	223
Total	\$588	\$584

Reconciliation of present value of the pension obligation under defined benefit pension plans and fair value of the plan assets are as follows:

	As of		
	December 31, 2019	December 31, 2018	January 1, 2018
Present value of the pension obligation under defined benefit pension plans	\$37,189	\$38,906	\$36,312
Fair value of plan assets	(16,203)	(17,678)	(17,727)
Net defined benefit liabilities, noncurrent	\$20,986	\$21,228	\$18,585

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Reconciliation of liability (asset) of the defined benefit plan are as follows:

	Defined benefit obligation	Fair value of plan assets	Net defined benefit liability /(asset)
As of January 1, 2018	\$36,312	\$(17,727)	\$18,585
Current period service costs	361	-	361
Net interest expense (income)	436	(213)	223
Subtotal	797	(213)	584
Remeasurements of the net defined benefit liability (asset):			
Actuarial gains and losses arising from changes in financial assumptions	957	-	957
Experience adjustments	2,366	(738)	1,628
Subtotal	3,323	(738)	2,585
Payments from the plan	(1,526)	1,526	-
Contributions by employer	-	(526)	(526)
As of December 31, 2018	38,906	(17,678)	21,228
Current period service costs	376	-	376
Net interest expense (income)	389	(177)	212
Subtotal	765	(177)	588
Remeasurements of the net defined benefit liability (asset):			
Actuarial gains and losses arising from changes in financial assumptions	1,289	-	1,289
Experience adjustments	(951)	(666)	(1,617)
Subtotal	338	(666)	(328)
Payments from the plan	(2,820)	2,820	-
Contributions by employer	-	(502)	(502)
As of December 31, 2019	\$37,189	\$(16,203)	\$20,986

The following significant actuarial assumptions are used to determine the present value of the defined benefit obligation:

	As of December 31,	
	2019	2018
Discount rate	0.70%	1.00%
Expected rate of salary increases	2.00%	2.00%

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

A sensitivity analysis for significant assumption as of December 31, 2019 and 2018 is, as shown below:

	2019		2018	
	Increase in defined benefit obligation	Decrease in defined benefit obligation	Increase in defined benefit obligation	Decrease in defined benefit obligation
Discount rate increase by 0.25%	\$-	\$(1,078)	\$-	\$(1,191)
Discount rate decrease by 0.25%	1,118	-	1,237	-
Future salary increase by 0.25%	1,007	-	1,124	-
Future salary decrease by 0.25%	-	(978)	-	\$(1,090)

The sensitivity analyses above are based on a change in a significant assumption (for example: change in discount rate or future salary), keeping all other assumptions constant. The sensitivity analyses may not be representative of an actual change in the defined benefit obligation as it is unlikely that changes in assumptions would occur in isolation of one another.

There was no change in the methods and assumptions used in preparing the sensitivity analyses compared to the previous period.

(14) Equities

(A) Common stock

The Company's authorized capital was NT\$1,000,000 thousand and issued capital was NT\$492,945 thousand and NT\$477,945 thousand as of December 31, 2019 and 2018, respectively, each at a par value of NT\$10. Each share has one voting right and a right to receive dividends.

On April 30, 2015, the shareholders' meeting of the Company approved the issuance no more than 10,000 thousand shares of common stock through private placement issuance. The subscription price of the private placement common stock was NT\$84.61 per share, totaling 2,000 thousand shares. The private placement date was March 25, 2016. The capital increase by cash is for the purpose of enriching working capital and repaying bank loans. The Company received NT\$169,220 thousand through private placement issuance and has completed registration for change. Apart from the fact that private placement common stock are subject to the Securities and Exchange Act's restrictions of transfer and must reapply for public offering after three years for public transaction, the remaining rights and obligations are the same as other issued common stock.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

On November 1, 2018, the provisional shareholders' meeting of the Company approved the issuance of an additional 1,500 thousand shares of restricted employee stock and the grant price is 0. The rights and obligations of the issuance of ordinary shares are the same as those of other issued ordinary shares, except for the transfer rights in which employees must first reach the vested conditions. The new share issuance has been declared effective by the Financial Supervisory Commission on November 21, 2018, and was issued on January 5, 2019 as the based date for capital increase. The registration was completed.

For the years ended December 31, 2019 and 2018, the Company redeemed and cancelled 0 thousand shares and 37 thousand shares of issued restricted stocks for employees, respectively.

On June 10, 2019, the shareholders' meeting of the Company approved the issuance of common stock through private placement issuance. The total number of shares issued by private placement issuance is no more than 10 million shares, and the per value of each share is NT\$10. It is expected to be issued three times within one year from the Annual Meeting of Shareholders date of resolution.

(B) Capital surplus

	As of December 31,	
	2019	2018
Additional Paid-in Capital	\$77,492	\$20,492
Increase (decrease) through changes in ownership interests in subsidiaries	-	1,205
Restricted employee stock	85,500	157,500
Total	<u>\$162,992</u>	<u>\$179,197</u>

According to the Company Act, the capital reserve shall not be used except for offset the deficit of the company. When a company incurs no loss, it may distribute the capital surplus generated from the excess of the issuance price over the per value of capital and donations. The distribution could be made in cash or in the form of dividend shares to its shareholders in proportion to the number of shares.

(C) Retained earnings and dividend policies

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

- (a) Payment of all taxes and dues;
- (b) Offset prior years' operation losses;
- (c) Set aside 10% of the remaining amount after deducting items (a) and (b) as legal reserve;
- (d) Set aside or reverse special reserve in accordance with law and regulations; and
- (e) The distribution of the remaining portion, if any, will be recommended by the Board of Directors and resolved in the shareholders' meeting.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

The company's dividend distribution adopts conservative principle. Paying stock dividend is preferred. If there is a surplus, it will be distributed to shareholders as cash dividends, but the ratio of cash dividend distribution is expected to be lower than 50% of the total dividend distribution.

According to the Company Act, the Company is required to set aside an amount from its earnings to legal reserve unless such legal reserve reaches the total authorized capital. The legal reserve can be used to make good the deficit of the Company. When the Company incurs no loss, it may distribute the portion of legal reserve which exceeds 25% of the paid-in capital by issuing new shares or by cash in proportion to the number of shares being held by each of the shareholders.

In accordance with Order No. Financial-Supervisory-Securities-Corporate-1010012865 and “Applicable question and answer for the provision of special reserves after the adoption of International Financial Reporting Standards (IFRSs)”, the Group sets aside and reverses special reserves.

Details of the 2018 earnings distribution and dividends per share as approved by the shareholder’s meeting on June 10, 2019 is as follows:

	Appropriation of earnings	Dividend per share (NTD)
	2018	2018
Legal reserve	\$12,657	\$-
Special reserve	113,909	-

Please refer to Note 6(19) for details on employees’ compensation and remuneration to directors and supervisors.

(D) Non-controlling interests

	For the years ended December 31,	
	2019	2018
Beginning balance	\$116	\$1,185
Loss attributable to non-controlling interests	(2,222)	(2,396)
Disposal of a subsidiary	(19)	-
Acquisition of new shares in a subsidiary not in proportionate to ownership interest	2,168	1,327
Ending balance	\$43	\$116

(15) Share-based payment plans

Certain employees of the Group are entitled to share-based payment as part of their remunerations. The group grants the equity instruments to the employees in return for the services they provide. These plans are accounted for as equity-settled share-based payment transactions.

(A) The Group issued restricted employee stock in 2015. The share-based payment agreement is as follows:

Type of grant	Date of grant	Total numbers of options granted (unit)	Contract period	Vesting Conditions
Restricted employee stock plan (Note 1)	August 11, 2015	600,000	3 years	Achievement of performance conditions (Note 2)

Note 1: The restricted employee stock issued by the Group are not transferable during the contract period, but they do not restrict voting rights and included in the distribution of dividends. Employees who leave during the vested period are required to return the shares, but the dividends obtained is not required to return.

Note 2: A portion of the restricted employee stock will be vested at the end of each year if the employee's performance reaches the target set by the company. The maximum share vested will be 40%, 30% and 30% in each of the three years.

For the year ended December 31, 2018, the Company redeemed and cancelled 37 thousand shares of issued restricted stocks for employees, without compensation in accordance with the issuance regulations. The capital reserve of NT\$2,150 thousand that arose was also reversed. The aforementioned restricted employee stocks have been fully vested in 2018.

(B) The Group applied for an additional issuance of restricted employee stock in 2018 and issued on January 5, 2019 of NT\$15,000 thousand, totaling 1,500 thousand shares, and the share price was NT\$105 per share. The share-based payment agreement is as follows:

Type of grant	Date of grant	Total numbers of options granted (unit)	Contract period	Vesting Conditions
Restricted employee stock plan (Note 1)	December 5, 2019	1,500,000	28 months	Achievement of performance conditions (Note 2)

Note 1: The restricted employee stock issued by the Group are not transferable during the contract period, but they do not restrict voting rights and included in the distribution of dividends. Employees who leave during the vested period are required to return the shares without the need to return the dividends obtained.

Note 2: A portion of the restricted employee stock will be vested at the end of four months, sixteen months and twenty-eight months if the employee's performance reaches the target set by the company. The maximum share vested will be 40%, 30% and 30% in each of the three periods.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(C) The expenses recognized for employee services received for the years ended December 31, 2019 and 2018, are shown in the following table:

	For the years ended December 31,	
	2019	2018
Total expense arising from equity-settled share-based payment transactions	\$118,688	\$(2,629)

(16) Operating revenue

	For the years ended December 31,	
	2019	2018
Revenue from contracts with customers		
Sale of goods	\$5,289	\$26,083
Rendering of service	559,183	827,422
Other operating revenue	3,999	7,546
Less: sales returns and allowances	(2,653)	(5,313)
Total	\$565,818	\$855,738

Analysis of revenue from contracts with customers during the year ended December 31, 2019 is as follows:

(A) Disaggregation of revenue

For the year ended December 31, 2019

	Operating Department	Research and Development Department	Total
Sale of goods	\$2,636	\$-	\$2,636
Rendering of services	169,545	393,637	563,182
Total	\$172,181	\$393,637	\$565,818
Timing of revenue recognition:			
At a point in time	\$8,040	\$106,326	\$114,366
Over time	164,136	287,316	451,452
Total	\$172,176	\$393,642	\$565,818

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

For the year ended December 31, 2018

	Operating Department	Research and Development Department	Total
Sale of goods	\$(2,528)	\$23,298	\$20,770
Rendering of services	119,628	715,340	834,968
Total	<u>\$117,100</u>	<u>\$738,638</u>	<u>\$855,738</u>
Timing of revenue recognition:			
At a point in time	\$(1,217)	\$288,628	\$287,411
Over time	118,317	450,010	568,327
Total	<u>\$117,100</u>	<u>\$738,638</u>	<u>\$855,738</u>

(B) Contract balances

Net contract assets (liabilities) are as follows:

	Ending balance	Beginning balance	Difference	%
Contract assets, current	\$72,418	\$112,692	\$(40,274)	(36)%
Contract assets, noncurrent	3,999	101,286	(97,287)	(96)%
Contract liabilities, current	(47,690)	(91,483)	43,793	(48)%
Contract liabilities, noncurrent	-	(115,963)	115,967	(100)%
Net contract assets (liabilities)	<u>\$28,727</u>	<u>\$6,528</u>	<u>\$22,199</u>	

Contract assets decreased by NT\$137,561 thousand from December 31, 2018 to December 31, 2019, mainly due to the loss of control of SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD. on June 3, 2019, where the Group derecognized its NT\$96,147 thousand contract assets. In addition, a NT\$56,242 thousand contract assets from film and television licensing in 2018 will be expired within one year, it is reclassified to contract assets, current. The remaining amount is reclassified to account receivables which has a right to an amount of consideration that is unconditional.

Contract liabilities decreased by NT\$159,760 thousand from December 31, 2018 to December 31, 2019, mainly due to the lost of control of SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD. on June 3, 2019, where the Group derecognized its NT\$171,153 thousand contract liabilities. The remaining amount is due to advance payment of mobile games contract received in 2019, which is expected to be recognized as revenue when the mobile games launch in the following years.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(C) Transaction price allocated to unsatisfied performance obligations

The Group's transaction price allocated to unsatisfied performance obligations amounted to NT\$47,690 thousand as of December 31, 2019. Management expects that the transaction price allocated to unsatisfied performance obligations will be recognized as revenue within one year.

The Group's transaction price allocated to unsatisfied performance obligations amounted to NT\$207,450 thousand as of December 31, 2018. Management expects that the transaction price allocated to unsatisfied performance obligations will be recognized as revenue in 1 to 3 years.

(D) Assets recognized from costs to fulfill a contract

As of December 31, 2019 and 2018, the incremental cost of fulfilling a game licensing contract (mainly for game development costs) was recognized as costs to fulfill a contract of NT\$0 thousand and NT\$98,043 thousand, respectively. The cost expected to be recovered is recognized as the incremental cost of obtaining the contract, and is expected to be amortized simultaneously when the game royalty revenue is recognized.

(17) Expected credit losses/ (gains)

	For the years ended	
	December 31,	
	2019	2018
Operating expenses – Expected credit losses/(gains)		
Contract assets	\$12,228	\$6,973
Accounts receivable	48,776	3,061
Total	<u>\$61,004</u>	<u>\$10,034</u>

The credit risk of the Group's financial assets measured at amortized cost are assessed as low (same as the assessment result in the beginning of the period). Besides, the Group only transacts with good credit financial institutions, such as banks. Therefore, the loss allowance is measured at an amount equal to 12-month expected credit losses at a loss ratio of 0%.

The Group measures the loss allowance of its contract assets and trade receivables (including notes receivable and accounts receivable) at an amount equal to lifetime expected credit losses. The assessment of the Group's loss allowance are as follows:

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(A) the gross carrying amount of contract assets are NT\$76,417 thousand and NT\$213,978 thousand as at December 31, 2019 and 2018, respectively. The loss allowance amounts to NT\$0 where an expected credit loss ratio of 0% is used.

(B) the Group groups its trade receivables by counterparties' credit rating, geographical region and industry sector, and its loss allowance is measured by using a provision matrix. The details are as follow:

As of December 31, 2019

Group 1

	Not yet due	Overdue				Total
	(Note)	<=30 days	31-120 days	121-365 days	>=365 days	
Gross carrying amount	\$52,649	\$1,976	\$1,351	\$1,191	\$138	\$57,305
Loss ratio	-%	0.24%	5.19%	63.12%	100%	
Lifetime expected credit losses	-	(5)	(70)	(752)	(138)	(965)
Subtotal	\$52,649	\$1,971	\$1,281	\$439	\$-	\$56,340

Group 2

	Not yet due	Overdue				Total
	(Note)	<=30 days	31-120 days	121-365 days	>=365 days	
Gross carrying amount	\$38,407	\$-	\$3,275	\$19,975	\$36,166	\$97,823
Loss ratio	-%	-%	23.05%	31.16%	100%	
Lifetime expected credit losses	-	-	(755)	(6,224)	(36,166)	(43,145)
Subtotal	\$38,407	\$-	\$2,520	\$13,751	\$-	\$54,678
Total						\$111,018

As of December 31, 2018

	Not yet due	Overdue				Total
	(Note)	<=30 days	31-120 days	121-365 days	>=365 days	
Gross carrying amount	\$112,812	\$256	\$2,624	\$3,722	\$249	\$119,663
Loss ratio	-%	1.56%	3.05%	20.31%	100%	
Lifetime expected credit losses	-	(4)	(80)	(756)	(249)	(1,089)
Total	\$112,812	\$252	\$2,544	\$2,966	\$-	\$118,574

Note: The Group's notes receivable are not overdue.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

The movement in the provision for impairment of contract assets and accounts receivable during the December 31, 2019 and 2018 are as follows:

	Contract Assets	Accounts Receivable
As of January 1, 2019	\$-	\$1,089
Addition/(reversal) for the current period	12,228	48,776
Write off	(12,228)	(5,755)
As of December 31, 2019	<u>\$-</u>	<u>\$44,110</u>
As of January 1, 2018 (in accordance with IAS 39)	\$-	\$941
Transition adjustment to retained earnings	-	-
Beginning balance (in accordance with IFRS 9)	-	941
Addition/(reversal) for the current period	6,973	3,061
Write off	(6,973)	(2,913)
As of December 31, 2018	<u>\$-</u>	<u>\$1,089</u>

Please refer to Note 12 for further details on credit risk.

(18) Operating leases

A. Group as a lessee (applicable to the disclosure requirement under IFRS 16)

The Group leases various properties, including real estate (land and buildings), machinery and equipment, transportation equipment, office equipment and other equipment. The lease terms range from 1 to 2 years.

The Group's leases impact to the financial position, financial performance and cash flows are as follow:

(A) Amounts recognized in the balance sheet

(a) Right-of-use assets

The carrying amount of right-of-use assets

	As of December 31,	
	2019	2018 (Note)
Buildings	<u>\$37,891</u>	

Note: The Group adopted IFRS 16 since 1 January 2019. The Group elected not to restate prior periods in accordance with the transition provision in IFRS 16.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(b) Lease liabilities

	As of December 31,	
	2019	2018 (Note)
Lease liabilities	<u>\$37,889</u>	
Current	\$25,430	
Non-current	\$12,459	

Please refer to Note 6 (20)(C) for the interest on lease liabilities recognized during the year ended December 31, 2019 and refer to Note 12 (5) Liquidity Risk Management for the maturity analysis for lease liabilities as of December 31, 2019.

Note: The Group adopted IFRS 16 since 1 January 2019. The Group elected not to restate prior periods in accordance with the transition provision in IFRS 16.

(B) Amounts recognized in the statement of profit or loss

Depreciation expense of right-of-use assets

	For the year ended December 31,	
	2019	2018 (Note)
Buildings	<u>\$28,413</u>	

Note: The Group adopted IFRS 16 since 1 January 2019. The Group elected not to restate prior periods in accordance with the transition provision in IFRS 16.

(C) Income and costs relating to leasing activities

	For the year ended December 31,	
	2019	2018 (Note)
The expenses relating to short-term leases	\$4,032	
The expenses relating to leases of low-value assets (Not including the expenses relating to short-term leases of low-value assets)		327

Note: The Group adopted IFRS 16 since 1 January 2019. The Group elected not to restate prior periods in accordance with the transition provision in IFRS 16.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(D) Cash outflow relating to leasing activities

During the year ended December 31, 2019, the Group's total cash outflows for leases amounting to NT\$33,718 thousand.

B. Operating lease commitments - Group as a lessee (applicable to the disclosure requirement in IAS 17)

The Group has entered into commercial leases on property and equipment such as offices. These leases have an average life of one to five years with no renewal option included in the contracts. There are no restrictions placed upon the Group by entering into these leases.

Future minimum rentals payable under non-cancellable operating leases as of December 31, 2019 and 2018 are as follows:

	As of December 31,	
	2019 (Note)	2018
Not later than one year		\$42,927
Later than one year and not later than five years		44,660
Later than five years		-
Total		\$87,587

Operating lease expenses recognized are as follows:

	For the years ended December 31,	
	2019 (Note)	2018
Minimum lease payments		\$42,383

Note: The Group adopted IFRS 16 since 1 January 2019. The Group elected not to restate prior periods in accordance with the transition provision in IFRS 16.

(19) Summary statement of employee benefits, depreciation and amortization expense by function during the years ended December 31, 2019 and 2018:

	For the years ended December 31,					
	2019			2018		
	Operating costs	Operating expenses	Total amount	Operating costs	Operating expenses	Total amount
Employee benefits expense						
Salaries	\$-	\$328,835	\$328,835	\$-	\$267,835	\$267,835
Labor and health insurance	-	19,110	19,110	-	25,884	25,884
Pension	-	18,089	18,089	-	30,566	30,566
Other employee benefits expense	-	15,764	15,764	-	24,526	24,526
Depreciation	-	36,894	36,894	-	13,679	13,679
Amortization	-	9,076	9,076	-	12,132	12,132

According to the Articles of Incorporation, no less than 3% of profit of the current year is distributable as employees' compensation and no higher than 3% of profit of the current year is distributable as remuneration to directors and supervisors. However, the company's accumulated losses shall have been covered. The Company may, by a resolution adopted by a majority vote at a meeting of Board of Directors attended by two-thirds of the total number of directors, have the profit distributable as employees' compensation in the form of shares or in cash; and in addition thereto a report of such distribution is submitted to the shareholders' meeting. Information on the Board of Directors' resolution regarding the employees' compensation and remuneration to directors and supervisors can be obtained from the "Market Observation Post System" on the website of the TWSE.

Based on the profit for the year ended December 31, 2019, the Company estimated the amounts of the employees' compensation and remuneration to directors and supervisors for the year ended December 31, 2019 to be 5% of profit of the current year and 1% of profit of the current year, respectively, recognized as employee benefits expense. As such, employees' compensation and remuneration to directors and supervisors for the year ended December 31, 2019 amount to NT\$16,970 thousand and NT\$3,394 thousand, respectively. On March 5, 2020, the Board of Directors meeting resolved to distribute NT\$16,970 thousand and NT\$3,394 thousand in cash as employees' compensation and remuneration to directors and supervisors of 2019, respectively.

Actual distribution of employees' compensation and remuneration to directors and supervisors of 2018 amount to NT\$6,580 thousand and NT\$1,316 thousand, respectively, whereas the estimated amount accrued in the financial statements for the year ended 31 December 2018 were NT\$6,484 and NT\$1,297, respectively. Differences between the estimated amount and the actual distribution of the employee compensation and remuneration to directors and supervisors for the year ended 31 December 2018 are recognized in profit or loss of the subsequent year in 2019.

(20) Non-operating income and expenses

(A) Other income

	For the years ended December 31,	
	2019	2018
Interest income		
Financial assets measured at amortized cost	\$1,114	\$615
Dividend income	-	1,131
Other income	6,758	7,399
Total	<u>\$7,872</u>	<u>\$9,145</u>

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(B) Other gains and losses

	For the years ended December 31,	
	2019	2018
Losses on disposal of property, plant and equipment	\$(18)	\$(119)
Losses on disposal of intangible assets	-	(36)
Gains (losses) on disposal of investments	641,077	(5)
Foreign exchange losses, net	(8,788)	(1,231)
Impairment loss from non-financial assets	(9,426)	(363)
Other	(4,648)	(6,393)
Total	\$618,197	\$(8,147)

(C) Finance costs

	For the years ended December 31,	
	2019	2018
Interest on borrowings from bank	\$4,440	\$1,674
Interest on lease liabilities	1,209	(Note)
Total	\$5,649	\$1,674

Note: The Group adopted IFRS 16 since 1 January 2019. The Group elected not to restate prior periods in accordance with the transition provision in IFRS 16.

(21) Components of other comprehensive loss

For the year ended December 31, 2019:

	Arising during the period	Reclassification adjustments during the period	Other comprehensive loss, before tax	Income tax relating to components of other comprehensive loss	Other comprehensive loss, net of tax
Not to be reclassified to profit or loss in subsequent periods:					
Remeasurements of defined benefit plans	\$328	\$-	\$328	\$-	\$328
Unrealized gains or losses from financial assets at fair value through other comprehensive loss	(133,514)	-	(133,514)	-	(133,514)
Items that may be reclassified subsequently to profit or loss:					
Exchange differences resulting from translating the financial statements of a foreign operation	9,154	-	9,154	-	9,154
Total of other comprehensive loss	\$(124,032)	\$-	\$(124,032)	\$-	\$(124,032)

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

For the year ended December 31, 2018:

	Arising during the period	Reclassification adjustments during the period	Other comprehensive loss, before tax	Income tax relating to components of other comprehensive loss	Other comprehensive loss, net of tax
Not to be reclassified to profit or loss in subsequent periods:					
Remeasurements of defined benefit plans	\$(2,585)	\$-	\$(2,585)	\$-	\$(2,585)
Unrealized gains or losses from financial assets at fair value through other comprehensive loss	(88,089)	-	(88,089)	-	(88,089)
Items that may be reclassified subsequently to profit or loss:					
Exchange differences resulting from translating the financial statements of a foreign operation	(433)	-	(433)	-	(433)
Total of other comprehensive loss	\$(91,107)	\$-	\$(91,107)	\$-	\$(91,107)

(22) Income tax

Based on the amendments to the Income Tax Act announced on February 7, 2018, the Company's applicable corporate income tax rate for the year ended December 31, 2018 has increased from 17% to 20%. The corporate income surtax on undistributed retained earnings has decreased from 10% to 5%.

The major components of income tax expense for 2019 and 2018 are as follows:

Income tax expense recognized in profit or loss

	For the years ended December 31,	
	2019	2018
Current income tax expense:		
Current income tax charge	\$41,165	\$58,851
Adjustments in respect of current income tax of prior periods	-	(2,239)
Deferred tax expense (income):		
Deferred tax expense (income) relating to origination and reversal of temporary differences	(29,115)	(3,477)
Total income tax expense	\$12,050	\$53,135

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Reconciliation between tax expense and the product of accounting profit multiplied by applicable tax rates is as follows:

	For the years ended	
	December 31,	
	2019	2018
Accounting profit before tax from continuing operations	\$335,867	\$138,562
Tax at the domestic rates (20% for 2019 and 20% for 2018) applicable to profits in the country concerned	\$67,173	\$27,712
Tax effect of revenues exempt from taxation	5,531	(226)
Tax effect of non-deductible expenses from taxation	582	-
Tax effect of deferred tax assets/liabilities	(84,831)	(28,263)
Adjustments in respect of current income tax of prior periods	-	(2,239)
Overseas withholding tax	23,595	56,151
Total income tax expense recognized in profit or loss	\$12,050	\$53,135

Deferred tax assets (liabilities) relate to the following:

For the year ended December 31, 2019

	Beginning balance as of January 1, 2019	Recognized in profit or loss	Ending balance as of December 31, 2019
Temporary differences			
Unrealized bad debt expense	\$142	\$8,285	\$8,427
Unrealized foreign exchange losses	365	865	1,230
Unrealized foreign exchange gains	-	(707)	(707)
Unrealized margin in sales return	(11)	11	-
Defined benefit liability, non-current	3,574	17	3,591
Others	(593)	(77)	(670)
Unused tax losses	-	20,721	20,721
Deferred tax income/ (expense)		\$29,115	
Net deferred tax assets/(liabilities)	\$3,477		\$32,592
Reflected in balance sheet as follows:			
Deferred tax assets	\$4,081		\$33,969
Deferred tax liabilities	\$604		\$1,377

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

For the year ended December 31, 2018

	Beginning balance as of January 1, 2018	Recognized in profit or loss	Ending balance as of December 31, 2018
Temporary differences			
Unrealized bad debt expense	\$-	\$142	\$142
Unrealized foreign exchange losses	-	365	365
Unrealized margin in sales return	-	(11)	(11)
Defined benefit liability, non-current	-	3,574	3,574
Others	-	(593)	(593)
Deferred tax income/ (expense)		<u>\$3,477</u>	
Net deferred tax assets/(liabilities)	<u>\$-</u>		<u>\$3,477</u>
Reflected in balance sheet as follows:			
Deferred tax assets	<u>\$-</u>		<u>\$4,081</u>
Deferred tax liabilities			<u>\$604</u>

The information of the unused tax losses is as follows:

Year	Tax losses for the period	Unused tax losses		Expiration year
		As of December 31,		
		2019	2018	
2014	\$15,029	\$1,544	\$1,544	2024
2019	207,203	207,203	-	2029
		<u>\$208,747</u>	<u>\$1,544</u>	

The information of the unused tax losses for Taiwan subsidiaries is as follows:

Year	Tax losses for the period	Unused tax losses		Expiration year
		As of December 31,		
		2019	2018	
2014	\$13,795	\$13,795	\$13,795	2024
2015	20,603	20,089	20,089	2025
2016	129,772	80,936	80,936	2026
2017	50,061	50,061	50,061	2027
2018	78,239	78,239	78,239	2028
2019	26,998	26,998	-	2029
		<u>\$270,118</u>	<u>\$243,120</u>	

Unrecognized deferred tax assets

As of December 31, 2019 and 2018, deferred tax assets have not been recognized in respect of unused tax losses and deductible temporary differences amounting to NT\$71,856 thousand and NT\$102,637 thousand, respectively, as the future taxable profit may not be available.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

The assessment of income tax returns

As at December 31, 2019, the assessment of the income tax returns of the Company and its subsidiaries is as follows:

	<u>The assessment of income tax returns</u>
The Company	Assessed and approved up to 2017
Subsidiary- LOFTSTAR INTERACTIVE ENTERTAINMENT INC.	Assessed and approved up to 2018
SUBSIDIARY- PERFECTEN CORPORATION	Assessed and approved up to 2018
SUBSIDIARY- SOFTSTAR AGENCY CO., LTD.	Assessed and approved up to 2018
SUBSIDIARY- MARSWARE ENTERTAINMENT INC.	Assessed and approved up to 2018
SUBSIDIARY- KOBE CO., LTD.	Assessed and approved up to 2018
SUBSIDIARY-GAMEBASE DIGITAL MEDIA CORPORATION	Assessed and approved up to 2018
SUBSIDIARY- SOFTSTAR CREATIVE INC.	Assessed and approved up to 2018
SUBSIDIARY- FAIRY PALM INC.	Assessed and approved up to 2017

(23) Earnings per share

Basic earnings per share amounts are calculated by dividing net profit for the year attributable to ordinary equity holders of the parent entity by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings per share amounts are calculated by dividing the net profit attributable to ordinary equity holders of the parent entity by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares.

	For the years ended December 31,	
	2019	2018
(A) Basic earnings per share		
Net income attributable to ordinary equity holders of the Company (in thousand NT\$)	\$326,039	\$87,823
Weighted average number of ordinary shares outstanding for basic earnings per share (in thousands)	48,189	47,708
Basic earnings per share (NT\$)	\$6.77	\$1.84

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

	For the years ended	
	December 31,	
	2019	2018
(B) Diluted earnings per share		
Net income attributable to ordinary equity holders of the Company after dilution (in thousand NT\$)	\$326,039	\$87,823
Weighted average number of ordinary shares outstanding for basic earnings per share (in thousands)	48,189	47,708
Effect of dilution:		
Restricted employee stock	647	10
Employee compensation-stock (in thousands)	186	-
Weighted average number of ordinary shares outstanding after dilution (in thousands)	49,022	47,718
Diluted earnings per share (NT\$)	\$6.65	\$1.84

There have been no other transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of completion of the financial statements.

(24) Changes in ownership interests in subsidiaries

Loss control of a subsidiary

On April 25, 2019, the Company's board of directors approved the capital injection plan of SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD. (hereinafter referred to as SOFTSTAR BEIJING) SOFTSTAR BEIJING, a subsidiary of the Group, was seeking to increase its capital in order to introduce long-term partners. All of the shares were subscribed by CMGE TECHNOLOGY GROUP LIMITED (hereinafter referred to as CMGE), an overseas affiliate of China Mobile Group. The total amount of capital injection was RMB\$213,000 thousand. After the capital injection, CMGE holds 51% of total shares in SOFTSTAR BEIJING. The Company holds 49% of total shares in SOFTSTAR BEIJING through its subsidiary, SOFTSTAR INTERNATIONAL INC. On June 3, 2019 the Company has lost control of SOFTSTAR BEIJING, derecognizing SOFTSTAR BEIJING and its wholly owned subsidiary SOFTSTAR TECHNOLOGY (SHANGHAI) CO., LTD. in the consolidated report; instead, the investment is measured at fair value and recognized under investment accounted for using the equity method. The carrying amount of assets and liabilities of SOFTSTAR BEIJING as of June 3, 2019 are as follows:

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

	Carrying amount
Cash and cash equivalents	\$583,737
Contract assets, current	26,091
Notes and accounts receivable	13,229
Other receivables	6,835
Current income tax assets	182
Prepayment	35,590
Costs to fulfill a contract	160,496
Contract assets, noncurrent	95,601
Property, plant and equipment	5,763
Intangible assets	3,096
Right-of-use assets	9,914
Refundable deposits	1,965
Short-term borrowings	(93,131)
Other payables	(41,116)
Contract liabilities	(201,025)
Other current liabilities	(550,164)
Lease liabilities	(10,174)
Total net assets	46,889
Net assets attributable to non-controlling interests	-
Net assets recognized on the disposal date	\$46,889
Gain on disposal of a subsidiary	
Fair Value of remaining investments	\$688,441
Less: Carrying amount of net assets recognized on the disposal date	(46,889)
Gains on disposal of investments	\$641,552

7. Related party transactions

Information of the related parties that had transactions with the Group during the financial reporting period is as follows:

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Name and nature of relationship of the related parties

Name of the related parties	Nature of relationship of the related parties
NEWRETAIL CO., LTD.	The chairman of the Company and the key management personnel of this company are second-degree relatives
TOKYO FASHION CO., LTD.	The chairman of the Company and the director of this company are second-degree relatives
NEWLOGISTICS CO., LTD.	The chairman of the Company and the director of this company are second-degree relatives
E-NET CO., LTD. (Note 1)	The chairman of the Company and the director of this company are second-degree relatives
The Playground Investment Limited, Taiwan Branch (Note 2)	The key management personnel of the Company is the chairman of this company
FUNFIA INC.	The key management personnel of the subsidiary of the Company is the chairman of this company
Bakesi Wine Group Co., Ltd.	The chairman of the Company is the chairman of this company
DOUBLE EDGE ENTERTAINMENT CORP.	The Company is the director of this company
A.R.T. Games Co., Ltd.	Associate
SOFTSAT TECHNOLOGY (SHANGHAI) CO., LTD. (Note 3)	Associate
SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD. (Note 3)	Associate

Note 1: NEWCROSS CO., LTD. changed its name to E-NET CO., LTD. in August 2019.

Note 2: Due to changes in shareholder structure, The Playground Investment Limited, Taiwan Branch was no longer a related party of the Group in February 2019.

Note 3: The Group lost control of SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD. on June 3, 2019, and recognized the remaining 49% of the shares of SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD. as investment accounted for using the equity method. SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD. and its 100% owned subsidiary SOFTSAT TECHNOLOGY (SHANGHAI) CO., LTD. became the associates of the Group from the date of losing control.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Significant transactions with the related parties

(1) Sales

	For the years ended	
	December 31,	
	2019	2018
Rendering of services		
Other related parties	\$875	\$18,977

The sales price to the above related parties was determined through mutual agreement. The collection period from sales to the related party customers are 30~60 days, which is the same with third party customers.

(2) Operating expenses

	For the years ended	
	December 31,	
	2019	2018
Other related parties		
FUNFIA INC.	\$3,927	\$2,405
TOKYO FASHION CO., LTD.	-	1,022
DOUBLE EDGE ENTERTATIONENT CORP.	1,782	-
Others	633	382
Total	\$6,342	\$3,809

(3) Other notes receivable-related parties

	As of December 31,	
	2019	2018
	Other related parties	
TOKYO FASHION CO., LTD.	\$387	\$-
E-NET CO., LTD.	2,736	-
Total	\$3,123	\$-

(4) Accounts receivable-related parties

	As of December 31,	
	2019	2018
	Other related parties	\$11

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(5) Other receivables-related parties

	As of December 31,	
	2019	2018
Other related parties		
TOKYO FASHION CO., LTD.	\$381	\$94
E-NET CO., LTD.	683	87
NEW RETAIL CO., LTD.	239	-
Others	37	-
Total	<u>\$1,340</u>	<u>\$181</u>

(6) Prepayment-related parties

	As of December 31,	
	2019	2018
Associate		
A.R.T Games Co., Ltd.	\$1,905	\$1,905
Other related parties		
FUNFIN INC.	-	4,046
Total	<u>\$1,905</u>	<u>\$5,951</u>

Prepayment-related parties relates to game outsourcing costs.

(7) Accounts payable-related parties

	As of December 31,	
	2019	2018
Associates		
SOTSTAR TECHNOLOGY (SHANGHAI) CO., LTD.	\$5,388	\$-
SDFTSTAR TECHNOLOGY (BEIJING) CO., LTD.	31,032	-
Other related parties	17	756
Total	<u>\$36,437</u>	<u>\$756</u>

(8) Other payables-related parties

	As of December 31,	
	2019	2018
Other related parties		
NEWLOGISTICS CO., LTD.	\$67	\$33

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(9) Lease-related parties

(A) Right-of-use assets

	As of December 31,	
	2019	2018 (Note)
Other related parties	\$461	

Note: The Group adopted IFRS 16 since 1 January 2019. The Group elected not to restate prior periods in accordance with the transition provision in IFRS 16.

(B) Lease liabilities

	As of December 31,	
	2019	2018 (Note)
Other related parties	\$466	

Note: The Group adopted IFRS 16 since 1 January 2019. The Group elected not to restate prior periods in accordance with the transition provision in IFRS 16.

(C) Interest expenses

	For the years ended December 31,	
	2019	2018
Other related parties	\$14	\$-

(10) Key management personnel compensation

	For the years ended December 31,	
	2019	2018
Short-term employee benefits	\$36,046	\$31,478
Post-employment benefits	604	634
Termination benefits	364	-
Other long-term benefits	775	754
Share-based payment	43,994	-
Total	\$81,783	\$32,866

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

8. Assets pledged as security

The following table lists assets of the Group pledged as security:

Items	Carrying amount		Secured liabilities
	December 31, 2019	December 31, 2018	
Other financial assets, current-demand deposits	\$-	14,726	Short - term borrowings
Other financial assets current-time deposits	-	25,137	Short - term borrowings
Other financial assets current-demand deposits	21	3,778	Current portion of long-term borrowings
Other financial assets, noncurrent-demand deposits	30,000	23,000	Long - term borrowings
Total	<u>\$30,021</u>	<u>\$66,641</u>	

9. Commitments and contingencies

None.

10. Loss due to major disasters

None.

11. Significant subsequent events

On March 5, 2020, the company's board of directors decided to issue ordinary shares to increase its capital through private placement. The total number of issuance is no more than 10 million shares, and the per value of each share is NT\$10.

The actual fundraising situation shall be issued three times within one year from the date of resolution of this private placement by the shareholders' meeting of the company.

The board of directors will propose the private placement in the shareholders meeting and request the authority to process the private placement in three stages based on the actual funding within one year from the date of the resolution.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

12. Others

(1) Categories of financial instruments

<u>Financial assets</u>	<u>As of December 31,</u>	
	<u>2019</u>	<u>2018</u>
Financial assets at fair value through other comprehensive income	\$55,992	\$189,506
Financial assets measured at amortized cost (Note 1)	326,286	380,686
Total	<u>\$382,278</u>	<u>\$570,192</u>
<u>Financial liabilities</u>	<u>As of December 31,</u>	
	<u>2019</u>	<u>2018</u>
Financial liabilities at amortized cost:		
Short-term borrowings	\$-	\$62,425
Accounts payable	199,141	156,717
Long-term borrowings (including current portion)	107,742	84,602
Lease liabilities	37,889	(Note 2)
Guarantee deposits received (in other current liabilities)	-	47,605
Total	<u>\$344,772</u>	<u>\$351,349</u>

Note:

- 1) Including cash and cash equivalents (except for cash on hand), notes receivable, other notes receivables-related parties, accounts receivable, accounts receivable-related parties, other receivables, other receivables-related parties, other financial assets, current, refundable deposits, and other financial assets, noncurrent.
- 2) The Group adopted IFRS 16 since January 1, 2019. The Group elected not to restate prior periods in accordance with the transition provision in IFRS 16.

(2) Financial risk management objectives and policies

The Group's principal financial risk management objective is to manage the market risk, credit risk and liquidity risk related to its operating activities. The Group identifies measures and manages the aforementioned risks based on the Group's policy and risk appetite.

The Group has established appropriate policies, procedures and internal controls for financial risk management. Before entering into significant transactions, due approval process by the Board of Directors and Audit Committee must be carried out based on related protocols and internal control procedures. The Group complies with its financial risk management policies at all times.

(3) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of the changes in market prices. Market prices comprise currency risk, interest rate risk and other price risk (such as equity risk).

In practice, it is rarely the case that a single risk variable will change independently from other risk variable, there is usually interdependencies between risk variables. However the sensitivity analysis disclosed below does not take into account the interdependencies between risk variables.

Foreign currency risk

The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense are denominated in a different currency from the Group's functional currency) and the Group's net investments in foreign subsidiaries.

The Group has certain foreign currency receivables to be denominated in the same foreign currency with certain foreign currency payables, therefore natural hedge is received. Hedge accounting is not applied as they did not qualify for hedge accounting criteria. Furthermore, as net investments in foreign subsidiaries are for strategic purposes, they are not hedged by the Group.

The foreign currency sensitivity analysis of the possible change in foreign exchange rates on the Group's profit is performed on significant monetary items denominated in foreign currencies as at the end of the reporting period. The Group's foreign currency risk is mainly related to the volatility in the exchange rates for foreign currency A and foreign currency B. The information of the sensitivity analyses as follows:

(A) When NTD strengthens/weakens against USD by 1%, the profit or loss for the years ended December 31, 2019 and 2018 is decreased/increased by NT\$196 thousand and NT\$75 thousand, respectively.

(B) When NTD strengthens/weakens against RMB by 1%, the profit or loss for the years ended December 31, 2019 and 2018 is decreased/ increased by NT\$1,921 thousand and NT\$1,528 thousand, respectively.

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's loans and receivables at variable interest rates, bank borrowings with fixed interest rates and variable interest rates.

The Group manages its interest rate risk by having a balanced portfolio of fixed and variable loans and borrowings and entering into interest rate swaps. Hedge accounting does not apply to these swaps as they do not qualify for it.

The interest rate sensitivity analysis is performed on items exposed to interest rate risk as at the end of the reporting period, including borrowings with variable interest rates. At the reporting date, a change of 10 basis points of interest rate in a reporting period could cause the profit for the years ended December 31, 2018 to decrease/increase by NT\$324 thousand.

Equity price risk

The fair value of the Group's listed and unlisted equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Group's listed and unlisted equity securities are classified under financial asset at fair value through other comprehensive income (available-for-sale financial assets in 2018). The Group manages the equity price risk through diversification and placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Group's senior management on a regular basis. The Group's Board of Directors reviews and approves all equity investment decisions.

As of December 31 2019 and 2018, an increase/decrease of 10% in the price of the listed companies stocks classified as equity instruments investments measured at fair value through other comprehensive income could have an impact of NT\$2,007 thousand and NT\$4,199 on the equity attributable to the Group for the years ended December 31, 2019 and 2018, respectively.

Please refer to Note 12.8 for sensitivity analysis information of other equity instruments whose fair value measurement is categorized under Level 3.

(4) Credit risk management

Credit risk is the risk that a counterparty will not meet its obligations under a contract, leading to a financial loss. The Group is exposed to credit risk from operating activities (primarily for accounts receivables and notes receivables) and from its financing activities, including bank deposits and other financial instruments.

Credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to credit risk management. Credit limits are established for all counter parties based on their financial position, rating from credit rating agencies, historical experience, prevailing economic condition and the Group's internal rating criteria etc. Certain counter parties' credit risk will also be managed by taking credit enhancing procedures, such as requesting for prepayment.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

As of December 31, 2019, and December 31, 2018, accounts receivable and contract assets from top ten customers represent 42.69% and 78.92% of the total accounts receivables of the Group, respectively. The credit concentration risk of other accounts receivable is relatively insignificant.

Credit risk from balances with banks, fixed income securities and other financial instruments is managed by the Group's treasury in accordance with the Group's policy. The Group only transacts with counterparties approved by the internal control procedures, which are banks and financial institutions, companies and government entities with good credit rating. Consequently, there is no significant credit risk for these counter parties.

(5) Liquidity risk management

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of cash and cash equivalents and bank borrowings. The table below summarizes the maturity profile of the Group's financial liabilities based on the contractual undiscounted payments and contractual maturity. The payment amount includes the contractual interest. The undiscounted payment relating to borrowings with variable interest rates is extrapolated based on the estimated interest rate yield curve as of the end of the reporting period.

Non-derivative financial liabilities

	Less than 1 year	2 to 3 years	4 to 5 years	> 5 years	Total
As of December 31, 2019					
Short-term borrowings (including estimated interest)	\$-	\$-	\$-	\$-	\$-
Accounts payable (including other payables)	199,141	-	-	-	199,141
Long-term borrowings (including estimated interest)	51,485	58,687	-	-	110,172
Lease liabilities (Note)	28,673	12,588	-	-	41,261
As of December 31, 2018					
Short-term borrowings (including estimated interest)	\$66,668	\$-	\$-	\$-	\$66,668
Accounts payable (including other payables)	156,717	-	-	-	156,717
Long-term borrowings (including estimated interest)	37,743	47,717	1,022	-	86,482

Note: Including cash flows resulted from short-term leases or leases of low-value assets.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(6) Reconciliation of liabilities arising from financing activities

Reconciliation of liabilities for the year ended December 31, 2019:

	Short-term borrowings	Guarantee deposits received (recognized in other current liabilities)	Long-term borrowings (including current portion)	Lease liabilities	Total liabilities from financing activities
As of January 31, 2019	\$62,425	\$47,605	\$84,602	\$75,115	\$269,747
Cash flows	30,706	502,558	23,140	(29,359)	527,045
Disposal of subsidiaries	(93,131)	(550,163)	-	(10,174)	(653,468)
Non-cash changes	-	-	-	2,307	2,307
As of December 31, 2019	\$-	\$-	\$107,742	\$37,889	\$145,631

Reconciliation of liabilities for the year ended December 31, 2018:

	Short-term borrowings	Guarantee deposits received (recognized in other current liabilities)	Long-term borrowings (including current portion)	Total liabilities from financing activities
As of January 31, 2018	\$-	\$-	\$62,688	\$62,688
Cash flows	62,425	47,605	21,914	131,944
As of December 31, 2018	\$62,425	\$47,605	\$84,602	\$194,632

(7) Fair values of financial instruments

(A) The methods and assumptions applied in determining the fair value of financial instruments:

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following methods and assumptions were used by the Group to measure or disclose the fair values of financial assets and financial liabilities:

(a) The carrying amount of cash and cash equivalents, accounts receivables, refundable deposits, accounts payable and other current liabilities approximate their fair value due to their short maturities.

- (b) For financial assets and liabilities traded in an active market with standard terms and conditions, their fair value is determined based on market quotation price (including listed equity securities, beneficiary certificates, bonds and futures etc.) at the reporting date.
- (c) Fair value of equity instruments without market quotations (including private placement of listed equity securities, unquoted public company and private company equity securities) are estimated using the market method or income approach valuation techniques. The market method valuation is based on parameters such as prices based on market transactions of equity instruments of identical or comparable entities and other relevant information (for example, inputs such as discount for lack of marketability, P/E ratio of similar entities and Price-Book ratio of similar entities). The income method is based on the estimated recoverable amount of the present value of similar financial assets that are expected to be received from cash dividends or disposals of investments.
- (d) Fair value of debt instruments without market quotations, bank loans, bonds payable and other non-current liabilities are determined based on the counterparty prices or valuation method. The valuation method uses DCF method as a basis, and the assumptions such as the interest rate and discount rate are primarily based on relevant information of similar instrument (such as yield curves published by the GreTai Securities Market, average prices for Fixed Rate Commercial Paper published by Reuters and credit risk, etc.)
- (e) The fair value of derivatives which are not options and without market quotations, is determined based on the counterparty prices or discounted cash flow analysis using interest rate yield curve for the contract period. Fair value of option-based derivative financial instruments is obtained using on the counterparty prices or appropriate option pricing model (for example, Black-Scholes model) or other valuation method (for example, Monte Carlo Simulation).

(B) Fair value of financial instruments measured at amortized cost

The carrying amount of the Group's financial assets and financial liabilities measured at amortized cost is approximate their fair value.

(C) Fair value measurement hierarchy for financial instruments

Please refer to Note 12(8) for fair value measurement hierarchy for financial instruments of the Group.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(8) Fair value measurement hierarchy

(A) Fair value measurement hierarchy

All asset and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, based on the lowest level input that is significant to the fair value measurement as a whole. Level 1, 2 and 3 inputs are described as follows:

Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities that the entity can access at the measurement date

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 – Unobservable inputs for the asset or liability

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorization at the end of each reporting period.

(B) Fair value measurement hierarchy of the Group's assets and liabilities

The Group does not have assets that are measured at fair value on a non-recurring basis. Fair value measurement hierarchy of the Group's assets and liabilities measured at fair value on a recurring basis is as follows:

As of December 31, 2019

	Level 1	Level 2	Level 3	Total
Financial assets:				
Financial assets at fair value through other comprehensive income				
Equity instrument measured at fair value through other comprehensive income	\$5,351	\$14,718	\$35,923	\$55,992

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

As of December 31, 2018

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Financial assets:				
Financial assets at fair value through other comprehensive income				
Equity instrument measured at fair value through other comprehensive income	<u>\$5,484</u>	<u>\$36,502</u>	<u>\$147,521</u>	<u>\$189,506</u>

Transfers between Level 1 and Level 2 during the period

During the years ending December 31, 2019 and 2018, there were no transfers between Level 1 and Level 2 fair value measurements.

Reconciliation for fair value measurements in Level 3 of the fair value hierarchy for movements during the period is as follows:

	<u>Assets</u>
	<u>Measured at fair value through other comprehensive income</u>
	<u>Stocks</u>
Beginning balances as of January 1, 2019	\$147,520
Total gains and losses recognized for the year ended December 31, 2019	
Amount recognized in OCI (presented in "Unrealized gains (losses) from financial asset at fair value through other comprehensive income)	(111,597)
Ending balances as of December 31, 2019	<u>\$35,923</u>
	<u>Assets</u>
	<u>Measured at fair value through other comprehensive income</u>
	<u>Stocks</u>
Beginning balances as of January 1, 2018	\$186,703
Total gains and losses recognized for the year ended December 31, 2018	
Amount recognized in OCI (presented in "Unrealized gains (losses) from financial asset at fair value through other comprehensive income)	(24,803)
Capital reduction and return of stock for the year ended December 31, 2018	(14,380)
Ending balances as of December 31, 2018	<u>\$147,520</u>

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Information on significant unobservable inputs to valuation

Description of significant unobservable inputs to valuation of recurring fair value measurements categorized within Level 3 of the fair value hierarchy is as follows:

As of December 31, 2019

	<u>Valuation techniques</u>	<u>Significant unobservable inputs</u>	<u>Quantitative information</u>	<u>Relationship between inputs and fair value</u>	<u>Sensitivity of the input to fair value</u>
Financial assets:					
Financial assets at fair value through other comprehensive income					
Stocks	Income approach	Discount for lack of marketability	16%	The higher the discount for lack of marketability, the lower the fair value of the stocks	10% increase (decrease) in the discount for lack of marketability would result in (decrease) increase in the Group's equity by NT\$3,592 thousand

As of December 31, 2018

	<u>Valuation techniques</u>	<u>Significant unobservable inputs</u>	<u>Quantitative information</u>	<u>Relationship between inputs and fair value</u>	<u>Sensitivity of the input to fair value</u>
Financial assets:					
Financial assets at fair value through other comprehensive income					
Stocks	Income approach	Discount for lack of marketability	16%	The higher the discount for lack of marketability, the lower the fair value of the stocks	10% increase (decrease) in the discount for lack of marketability would result in (decrease) increase in the Group's equity by NT\$14,752 thousand

Valuation process used for fair value measurements categorized within Level 3 of the fair value hierarchy

The Group's Finance Department is responsible for validating the fair value measurements and ensuring that the results of the valuation are in line with market conditions, based on independent and reliable inputs which are consistent with other information, and represent exercisable prices. The Department analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Group's accounting policies at each reporting date.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

(9) Significant assets and liabilities denominated in foreign currencies

Information regarding the significant assets and liabilities denominated in foreign currencies is listed below:

(Expressed in thousands)

	December 31, 2019		
	Foreign currencies	Foreign exchange rate	NTD
<u>Financial assets</u>			
Monetary items:			
USD	\$1,854	29.99	\$55,597
RMB	53,781	4.31	231,800
 <u>Financial liabilities</u>			
Monetary items:			
USD	1,202	29.98	36,037
RMB	9,200	4.31	39,652
	December 31, 2018		
	Foreign currencies	Foreign exchange rate	NTD
<u>Financial assets</u>			
Monetary items:			
USD	\$244	30.80	\$7,516
NTD	34,170	4.47	152,808

The above information is disclosed based on the carrying amount of foreign currency (after conversion of functional currency).

The Group has a variety of functional currencies, therefore the monetary impact on financial assets and liabilities impact for each individual currency cannot be disclosed. For the year ended December 31, 2019 and 2018, foreign exchange losses were NT\$8,788 thousand and NT\$1,231 thousand, respectively.

(10) Capital management

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value. The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust dividend payment to shareholders, return capital to shareholders or issue new shares.

13. Additional disclosure

(1) Information at significant transactions

- (A) Financing provided to other: Please refer to Attachment 1.
- (B) Endorsement/Guarantee provided to others: Please refer to Attachment 2.
- (C) Securities held (excluding subsidiaries, associates and joint venture): Please refer to Attachment 3.
- (D) Individual securities acquired or disposed of with accumulated amount exceeding the lower of NT\$300 million and 20 percent of the capital stock: None.
- (E) Acquisition of individual real estate with amount exceeding the lower of NT\$300 million and 20 percent of the capital stock: None.
- (F) Disposal of individual real estate with amount exceeding the lower of NT\$300 million and 20 percent of the capital stock: None.
- (G) Related party transactions for purchases and sales amounts exceeding the lower of NT\$100 million and 20 percent of the capital stock: None.
- (H) Receivables from related parties with amounts exceeding the lower of NT\$100 million and 20 percent of capital stock: None.
- (I) Financial instruments and derivative transactions: None.
- (J) Business relationship between the parent and the subsidiaries and between each subsidiary, and the circumstances and amounts of any significant transactions: Please refer to Attachment 4.

(2) Information on investees

Names, locations, and other information (excluding investment in Mainland China): Please refer to Attachment 5.

(3) Information on investments in mainland China

- (A) Basic information: Please refer to Attachment 6.
- (B) Directly or indirectly significant transactions through third regions with the investees in Mainland China: Please refer to Attachment 4.

14. Segment information

For management purposes, the Group is organized into business units based on their products and services and has two reportable operating segments as follows:

- (1) Taiwan: this segment is mainly responsible for researching, licensing, and sales of products.
- (2) Mainland China: this segment is mainly responsible for researching, licensing, and sales of products in Mainland China.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

The main operating segments of the Group in Mainland China are SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD. and SOFTSTAR TECHNOLOGY (SHANGHAI) CO., LTD., and the group has lost direct or indirect control of the two companies on June 3, 2019. Please refer to Note 6 (24) for details on the loss of control of the subsidiary. Therefore, from the date of losing the control of SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD., the Group's operating segments only include operating department and research and development and licensing segment in Taiwan.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss and is measured based on accounting policies consistent with those in the consolidated financial statements. However, income taxes are managed on a group basis and are not allocated to operating segments.

Transfer prices between operating segment are on an arm's length basis in a manner similar to transactions with third parties.

(1) The following table presents segment profit and loss of the Group' operating segments:

(Expressed in thousands)

For the year ended December 31, 2019

	Taiwan		China		Adjustment and elimination	Total
	Operating Department	Research and development and licensing segment	Research and development and licensing segment			
Revenue						
External customer	\$172,180	\$323,590	\$70,048		\$-	\$565,818
Inter-segment	12,186	54,209	83,652		(150,047)	-
Total revenue	\$184,366	\$377,799	\$153,700		\$(150,047)	\$565,818
Segment (loss) profit	\$32,054	\$(306,150)	\$56,516		\$-	\$(217,580)

(Expressed in thousands)

For the year ended December 31, 2018

	Taiwan		China		Adjustment and elimination	Total
	Operating Department	Research and development and licensing segment	Research and development and licensing segment			
Revenue						
External customer	\$117,100	\$460,103	\$278,535		\$-	\$855,738
Inter-segment	6,978	89,992	-		(96,970)	-
Total revenue	\$124,078	\$550,095	\$278,535		\$(96,970)	\$855,738
Segment (loss) profit	\$(28,432)	\$157,628	\$17,260		\$-	\$146,456

Inter-segment revenue is eliminated on consolidation and recorded under the "adjustment and elimination" column, all other adjustments and eliminations are disclosed below.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

The following table presents segment assets of the Group's operating segments as at December 31, 2019 and 2018:

Operating segment assets

	Taiwan	Mainland China	Reportable operating segments	Adjustment and elimination	Consolidated
December 31, 2019	\$1,238,941	(Note)	\$1,238,941	\$-	\$1,238,941
December 31, 2018	\$850,902	\$375,728	\$1,226,630	\$(143,471)	\$1,083,159

Operating segment liabilities

	Taiwan	Mainland China	Reportable operating segments	Adjustment and elimination	Consolidated
December 31, 2019	\$434,001	(Note)	\$434,001	\$-	\$434,001
December 31, 2018	\$336,806	\$315,527	\$652,333	\$(55,660)	\$596,673

Note: After losing control of its subsidiaries, the Group's operating segments only have operating department and research and research and licensing segment in Taiwan.

Other reconciliations of reportable segments

	For the years ended December 31,	
	2019	2018
Total profit or loss for reportable segments	\$(217,580)	\$146,456
Other profit or loss	553,447	(7,894)
Profit before tax from continuing operations	\$335,867	\$138,562

(3) Geographical information

Revenue from external customers:

	For the years ended December 31,	
	2019	2018
Taiwan	\$83,673	\$142,658
Mainland China	333,892	713,080
Other	148,253	-
Total	\$565,818	\$855,738

The revenue information above is based on the location of the customer.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Non-current assets:

	As of December 31,	
	2019	2018
Taiwan	\$194,534	\$335,123
Mainland China	625,708	145,176
Total	<u>\$820,242</u>	<u>\$480,299</u>

(4) Information about major customers

	For the years ended December 31,	
	2019	2018
Customer A	\$76,592	\$48,162
Customer B	73,245	-
Customer C	55,197	83,134
Customer D	44,054	-
Customer E	43,969	-

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)
(Expressed in Thousands of New Taiwan Dollars unless Otherwise Stated)

ATTACHMENT 1: Financing provided to others for the year ended December 31, 2019

No. (Note 1)	Name of financing provider	Name of counterparty	Account	Related party	Maximum balance for the period (Note 5)	Ending balance (Note 6)	Actual amount provided	Interest rate	Nature of financing activity (Note 2)	Amount of sales to (purchase from) counterparty	Reason for financing	Loss Allowance	Assets pledged		Limit of financing amount for individual counterparty (Note 4 and 7)	Limit of total financing amount (Note 4 and 7)	Note
													Item	Value			
1	SOFTSTAR INTERNATIONAL INC.	SOFTSTAR TECHNOLOGY (SHANGHAI) CO., LTD.	Other receivables-related parties	Y	19,487	-	-	1.75%	2	-	Operating	-	None	-	59,960	89,940	Note 8
1	SOFTSTAR INTERNATIONAL INC.	SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD.	Other receivables-related parties	Y	29,980	-	-	1.75%	2	-	Operating	-	None	-	59,960	89,940	Note 9

Note 1: The parent company is coded "0" and the subsidiaries are coded consecutively beginning from "1" in the order presented in the table above.

Note 2: If the nature of the financing provided is for business transactions fill in "1", those who have short-term financing funds necessity fill in "2".

Note 3: The financing amount shall not exceed the transaction amount between the lender and the counterparty for companies with transactions and shall not exceed 40% net worth of the Company.

Individual financial amount not exceed the transaction amount between the lender and the counterparty for companies with transactions.

The term "business transaction amount" refers to the highest amount of purchase or sales in the latest year or the current year between the two parties; the short-term financing amount and the total amount are limited to 40% of the company's net value;

The individual financing amount is limited to 30% of the company's net value.

Note 4: It is converted according to the exchange rate on the balance sheet date of December 31, 2019.

Note 5: The maximum financing amount for the year.

Note 6: If public companies propose financing provided to others to the Board of Directors under the Guidelines for Lending of Capital, Endorsements and Guarantees by Public Companies, they should still state ending balances approved by the Board of Directors to disclose the risk taken. When the capital is repaid, the amount of repayment should be disclosed to reflect the adjusted risk. If public companies authorize the director to revoke credit under certain limit approved by the Board of Directors, limit approved by the Board of Directors should still be stated. Even though capital is repaid, limit approved by the Board of Directors should still be stated since the company may lend again.

Note 7: Softstar International Inc. may provide financing up to any of the following companies : (a) a company in which the Company directly or indirectly held 100% of its shares or (b) companies that the Group transact with.

The individual financing amount to any of the aforementioned companies shall not exceed US\$2,000 thousand and the total financing amount shall not exceed US\$3,000 thousand.

Note 8: The financing amount authorized to Softstar Technology (Shanghai) Co., Ltd. has never been used during the authorized period and expired on March 31, 2019.

Note 9: The financing amount used by Softstar Technology (Beijing) Co., Ltd. was fully collected in July 2019, and on August 13, 2019, the Board of Directors passed the resolution to withdraw the financing amount to Softstar Technology (Beijing) Co., Ltd.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)
(Expressed in Thousands of New Taiwan Dollars unless Otherwise Stated)

ATTACHMENT 2: Endorsement/Guarantee provided to others for the year ended December 31, 2019

No. (Note 1)	Name of endorsers	Endorsee		Endorsement limit for a single entity (Note 3)	Maximum balance for the period (Note 4)	Ending balance (Note 5, 8 and 9)	Actual amount provided (Note 6)	Amount of collateral guarantee/ endorsement	Percentage of accumulated guarantee amount to net assets value from the latest financial statement	Limit of total guarantee/endorsement amount (Note 3)	Guarantee provided by Parent Company (Note 7)	Guarantee provided by a Subsidiary (Note 7)	Guarantee provided to Subsidiaries in Mainland China (Note 7)
		Name of endorseees	Relationship (Note 2)										
0	SOFTSTAR ENTERTAINMENT INC.	SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD.	1	\$804,897	\$213,780	\$-	\$-	\$-	-%	\$804,897	N	N	Y
0	SOFTSTAR ENTERTAINMENT INC.	SOFTSTAR TECHNOLOGY (SHANGHAI) CO., LTD.	1	804,897	54,000	-	-	-	-	804,897	N	N	Y

Note 1: The parent company and its subsidiaries are coded as follows:

- (1) The parent company is coded "0".
- (2) The subsidiaries are coded consecutively beginning from "1" in the order presented in the table above.

Note 2: Relationship between the endorser/guarantor and the party being endorsed/guaranteed is classified into the following seven categories:

- (1) Having business relationship.
- (2) The endorser/guarantor parent company owns directly more than 50% voting shares of the endorsed/guaranteed subsidiary.
- (3) The endorser/guarantor parent company and its subsidiaries jointly own more than 50% voting shares of the endorsed/guaranteed company.
- (4) The endorsed/guaranteed parent company directly or indirectly owns more than 90% voting shares of the endorser/guarantor subsidiary.
- (5) Mutual guarantee of the trade as required by the construction contract.
- (6) Due to joint venture, each shareholder provides endorsements/guarantees to the endorsed/guaranteed company in proportion to its ownership.
- (7) Companies in the same industry provide among themselves joint and several security for a performance guarantee of a sales contract for pre-construction homes pursuant to the Consumer Protection Act for each other.

Note 3: According to the endorsement guarantee procedures, the endorsement guarantee limit is as follows:

- (1) Accumulated external endorsement guarantee is limited to 100% of the company's net value.
- (2) The endorsement guarantee limit for a single enterprise is limited to 100% of the company's net value. However, for a single overseas affiliated company, it is not limited to 100% of the net value. If the endorsement guarantee is due to business relationship, the total amount shall not exceed the total transactions with the company of the most recent year.
(The higher amount of goods purchased or sold between the two parties).
- (3) The aforementioned net value of the Company shall be subject to the most recent financial statements audited or reviewed by an accountant.

Note 4: The maximum endorsements/guarantees amount for the year.

Note 5: All endorsements/guarantees that have been approved by bank shall be included in ending balance.

Note 6: Please fill in the actual amount provided by the endorsers.

Note 7: Parent company endorsed/guaranteed for the subsidiaries, subsidiaries endorsed/guaranteed for the parent company, or endorsement/guarantee for entities in Mainland China shall fill in "Y".

Note 8: The endorsements and guarantees to Softstar Technology (Shanghai) Co., Ltd. was not used within the authorized period.

Note 9: On August 13, 2019, the Board of Directors passed the resolution to withdraw the endorsements and guarantees to Softstar Technology (Beijing) Co., Ltd.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
 SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
 NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)
 (Expressed in Thousands of New Taiwan Dollars unless Otherwise Stated)

ATTACHMENT 3: Securities held as of December 31, 2019

Names of companies held	Type of securities (Note 1)	Name of securities (Note 1)	Relationship with the Company (Note 2)	Financial statement account	December 31, 2019				Note (Note 4)
					Shares (in thousand)	Carrying amount (Note 3)	Percentage of ownership (%)	Fair value	
SOFTSTAR ENTERTAINMENT INC.	Stock	AUER MEDIA & ENTERTAINMENT CORP.	-	Financial assets at fair value through other comprehensive income, non-current	2,696	\$27,822	19.48%	\$27,822	N
SOFTSTAR ENTERTAINMENT INC.	Stock	TAIWAN SMART CARD CO.	-	Financial assets at fair value through other comprehensive income, non-current	2,552	3,848	15.95%	3,848	N
SOFTSTAR ENTERTAINMENT INC.	Stock	DOUBLE EDGE ENTERTAINMENT CORP.	-	Financial assets at fair value through other comprehensive income, non-current	479	4,253	17.43%	4,253	N
SOFTSTAR ENTERTAINMENT INC.	Stock	FUNFIA INC.	Other related party	Financial assets at fair value through other comprehensive income, non-current	600	-	11.51%	-	N
SOFTSTAR ENTERTAINMENT INC.	Emerging stock	SNSPLUS, INC.	-	Financial assets at fair value through other comprehensive income, non-current	1,331	5,351	2.34%	5,351	N
Kobe Co., Ltd.	Listed stock	NEWRETAIL CO., LTD.	Other related party	Financial assets at fair value through other comprehensive income, non-current	5,001	14,718	4.24%	14,718	N
						\$55,992			

Note 1: Securities on the list refer to securities such as stocks, bonds, beneficiary certificates and securities derived from those items included in IFRS 9 "Financial Instruments".

Note 2: Fields do not have to be filled in if the security issuer is not a related party.

Note 3: Securities which were acquired by using fair value method, please fill in amount based on calculating after adjustment from fair value minus accumulated impairment; fill in the rest amount based on original acquired cost or after amortization minus accumulated impairment.

Note 4: Listed securities due to guarantees, pledged loans, or others who are restricted by agreement shall specify in the remarks column the number of guarantees or the number of shares borrowed, the amount of the guarantee or the amount of the loan, and restrictions on use.

English Translation of Consolidated Financial Statements Originally Issued in Chinese

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

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

Attachment 4: Significant intercompany transactions between consolidated entities

No. (Note 1)	Company	Counterparty	Relationship (Note 2)	Business Transactions			
				Account	Amount	Term	As a percentage of consolidated revenues (Note 3)
0	SOFTSTAR ENTERTAINMENT INC.	LOFTSTAR INTERACTIVE ENTERTAINMENT INC.	1	Sales Revenue	\$53,847	Negotiated by both parties	9.52%
0	SOFTSTAR ENTERTAINMENT INC.	LOFTSTAR INTERACTIVE ENTERTAINMENT INC.	1	Accounts Receivable	28,728	Negotiated by both parties	2.32%

Note 1: Information about related party transactions should be stated. The numbers of each company are illustrated as follows:

1. 0 is for the parent company.
2. Each subsidiary is numbered from 1.

Note 2: Transactions are categorized into three types as follows: (There is no need to repeat the disclosure of the same transaction between the parent company and each subsidiary.

For example, if the parent company has disclosed the transaction with the subsidiary, the subsidiary does not need to disclose it; if transactions between subsidiaries has been disclosed by one company, the other company does not need to disclose the transaction.

1. Parent company and subsidiary.
2. Subsidiary and Parent company.
3. Subsidiary and subsidiary.

Note 3: Transaction amount is stated as a percentage of total revenues. Percentages of assets or liabilities accounts are calculated as ending balance divided by consolidated assets, and percentages of profit or loss accounts are calculated as accumulated amount for the year divided by consolidated revenues.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
SOFSTAR ENTERTAINMENT INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)
(Expressed in Thousands of New Taiwan Dollars unless Otherwise Stated)

ATTACHMENT 5: Names, locations and related information of investee companies (Not including investment in Mainland China)

Investor company	Investee company	Location	Main business and products	Original investment amount		Investment as of December 31, 2019			Net income (loss) of investee (Note 1)	Investment income (loss) recognized (Note 1)	Note
				Ending balance	Beginning balance	Number of shares (in thousand)	Percentage of ownership (%)	Book value			
SOFSTAR ENTERTAINMENT INC.	SOFSTAR INTERNATIONAL INC.	Cayman Islands	Investment holding	\$163,387	\$200,899	5,059	100%	\$632,029	\$600,452	\$600,452	Subsidiary
SOFSTAR ENTERTAINMENT INC.	LOFTSTAR INTERACTIVE ENTERTAINMENT INC.	Taiwan	Software wholesale and information software services	95,000	95,000	2,850	100%	2,724	10,756	10,756	Subsidiary
SOFSTAR ENTERTAINMENT INC.	Softstar Agency Co., Ltd.	Taiwan	Performing arts	10,000	10,000	-	100%	(2,540)	(2,027)	(2,027)	Subsidiary
SOFSTAR ENTERTAINMENT INC.	Marsware Entertainment Inc.	Taiwan	Network software development and technical services	30,000	30,000	3,000	100%	(3,002)	2	2	Subsidiary
SOFSTAR ENTERTAINMENT INC.	Fairy Palm Inc.	Taiwan	Software publishing and information software services	-	102	-	51%	-	(89)	1	Subsidiary
SOFSTAR ENTERTAINMENT INC.	SOFSTAR CREATIVE INC.	Taiwan	Network software development and technical services	47,000	47,000	4,700	100%	1,716	(113)	(113)	Subsidiary
SOFSTAR ENTERTAINMENT INC.	Kobe Co., Ltd.	Taiwan	General investment	98,792	98,792	-	100%	15,072	(65)	(65)	Subsidiary
SOFSTAR ENTERTAINMENT INC.	Gamebase Digital Media Corporation	Taiwan	Software publishing and information software services	50,000	25,000	5,100	92.73%	3,266	(24,799)	(22,622)	Subsidiary
SOFSTAR ENTERTAINMENT INC.	A.R.T. Games Co., Ltd.	Taiwan	Network software development and technical services	12,250	12,250	1,225	49%	2,906	(5,906)	(2,937)	Investments accounted for using the equity method
SOFSTAR ENTERTAINMENT INC.	Chia-e International Inc.	Taiwan	Investment holding	20,000	20,000	814	28.21%	-	(5,006)	(1,303)	Investments accounted for using the equity method
SOFSTAR INTERNATIONAL INC.	MAURITIUS WEBSTAR INC.	Mauritius	Investment holding	47,302	47,302	158	100%	11	(564)	(564)	Second-tier subsidiary
SOFSTAR INTERNATIONAL INC.	SOFSTAR GLOBAL INC.	Mauritius	Investment holding	162,277	162,277	5,327	100%	(7,043)	(753)	(753)	Second-tier subsidiary
SOFSTAR INTERNATIONAL INC.	SOFSTAR ANIMATION LIMITED	Samoa	Investment holding	29,888	51,829	980	100%	6,260	(6,170)	(6,170)	Second-tier subsidiary
LOFTSTAR INTERACTIVE ENTERTAINMENT INC.	Perfecten Corporation	Taiwan	Network software development and technical services	50,000	50,000	5,000	100%	2,616	152	152	Second-tier subsidiary

Note 1: If the listed company set up the overseas investment company and consolidated financial statements are primary financial statements under local regulations, information about overseas investees can be disclosed only to the extent of the overseas investment company.

Note 2: If not qualified for the situation stated in Note 1, the above table should be made under rules as follows:

- (1) Information about the Company's investments should be filled in the "Investee", "Location", "Main business", "Original investment" and "Investment as of December 31, 2019" columns. The relationship between the investee and the Company should be filled in the "Note" column.
- (2) The net income for the year of each investee should be filled in the "Net income (loss) of investee" column.
- (3) Only the investment income (loss) of subsidiaries or investees accounted for using the equity method recognized by the Company should be filled in the "Investment income (loss) recognized" column. The investment income (loss) recognized should include investment income (loss) recognized by the investee.

SOFTSTAR ENTERTAINMENT INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

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

ATTACHMENT 6: Investment in Mainland China

1. The following table presents names, main businesses and products, total amount of paid-in capital, method of investment, accumulated outflow of investment from Taiwan, investment income recognized, carrying amount, and accumulated inward remittance of earnings on investment of investees in Mainland China

Investee Company	Main business and products	Total amount of paid-in capital	Method of investment (Note 1)	Accumulated outflow of investment from Taiwan as at January 1, 2019	Investment flows		Accumulated outflow of investment from Taiwan as of December 31, 2019	Net income (loss) of investee Company	Percentage of ownership	Investment income (loss) recognized (Note 2)	Carrying value as of December 31, 2019	Accumulated inward remittance of earnings as of December 31, 2019	Note (Note 2(2))
					Outflow	Inflow							
SOFTSTAR TECHNOLOGY (BEIJING) CO., LTD.	Information processing service	\$32,856	2	\$32,856	\$-	\$-	\$32,856	\$87,998	49%	\$51,834	\$625,708	\$-	B
SOFTSTAR TECHNOLOGY (SHANGHAI) CO., LTD.	Information processing service	134,694	2	22,294	-	-	22,294	(160,577)	49%	(96,292)	(114,715)	-	B
SOFTSTAR MOBILE INFORMATION TECHNOLOGY (SHANGHAI) CO., LTD.	Development of computer hardware and network technology	31,846	2	31,846	-	-	31,846	(259)	100%	(259)	(7,043)	-	B
JOYPARK WEBSTAR (BEIJING) TECHNOLOGY CO., LTD.	Network software development and technical services	65,263	2	65,263	-	-	65,263	-	100%	-	-	-	B(Note 4)

2. Investment quota for Mainland China:

Accumulated investment in Mainland China as of December 31, 2019	Investment amounts authorized by Investment Commission, MOEA	Upper limit on investment in accordance with Ministry of Economic Affairs regulations (Note 5)
\$152,259	\$285,526	\$482,964

Note 1: The method for engaging in investment in Mainland China include the following :

- (1) Direct investment in Mainland China with capital increase through companies registered in third region.
- (2) Indirectly investment in Mainland China through companies registered in a third region (Please specify the name of company in third region)
- (3) Other method.

Note 2: The investment income (loss) recognized in current period :

- (1) It should be noted if it is in preparation which there is no investment profit or loss.
- (2) The investment income (loss) were determined based on the following basis:
 - A. The financial statement was audited by an international certified public accounting firm in cooperation with an R.O.C. accounting firm.
 - B. The financial statement was audited by the auditors of the parent company.
 - C. Others.

Note 3: The amount is stated in New Taiwan Dollars.

Note 4: JOYPARK WEBSTAR (BEIJING) TECHNOLOGY CO., LTD. has completed cancellation of registration on March 26, 2019.

Note 5: The upper limit of investment amount in Mainland China is the higher of 60% of the net value or 60% of consolidated net value.