Gourmet Master Co. Ltd. and Subsidiaries

Consolidated Financial Statements for the Six Months Ended June 30, 2015 and 2014 and Independent Auditors' Review Report



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INDEPENDENT AUDITORS' REVIEW REPORT

The Board of Directors and Stockholders Gourmet Master Co. Ltd.

We have reviewed the accompanying consolidated balance sheets of Gourmet Master Co. Ltd. (the "Company") and its subsidiaries as of June 30, 2015 and 2014 and the related consolidated statements of comprehensive income for the three months ended June 30, 2015 and 2014, six months ended June 30, 2015 and 2014, and changes in equity and cash flows for the six months ended June 30, 2015 and 2014. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to issue a report on these consolidated financial statements based on our reviews.

We conducted our reviews in accordance with Statement of Auditing Standards No. 36 "Review of Financial Statements" issued by the Auditing Standards Committee of the Accounting Research and Development Foundation of the Republic of China. A review consists principally of applying analytical procedures to financial data and of making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with auditing standards generally accepted in the Republic of China, the objective of which is the expression of an opinion regarding the consolidated financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our reviews, we are not aware of any material modifications that should be made to the consolidated financial statements referred to in the first paragraph for them to be in conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Accounting Standard 34 "Interim Financial Reporting" endorsed by the Financial Supervisory Commission of the Republic of China.

Deloitte & Touche

August 11, 2015

Notice to Readers

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

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

CONSOLIDATED BALANCE SHEETS (In Thousands of New Taiwan Dollars)

	June 30, 20 (Reviewed		December 31, (Audited)		June 30, 2014 (Reviewed)	
ASSETS	Amount	%	Amount	%	Amount	%
CURRENT ASSETS						
Cash and cash equivalents (Note 6)	\$ 3,202,264	30	\$ 2,480,103	25	\$ 2,346,520	27
Debt investments with no active market - current (Notes 8 and 29)	179,805	2	56,070	1	181,134	2
Notes receivable	73	-	218	-	668	-
Other receivables Trade receivables (Note 9)	64,066 203,318	2	76,950 238,551	2	43,478 239,229	3
Current tax assets	203,318 960	_	7,291	_	25,781	-
Inventories (Note 10)	436,636	4	533,994	5	480,610	5
Prepayments (Note 15)	330,449	3	361,089	4	395,165	5
Other current assets (Note 15)	13,212		12,616		11,588	
Total current assets	4,430,783	_41	3,766,882	38	3,724,173	_42
NONCURRENT ASSETS	21.50					
Held-to-maturity financial assets - noncurrent (Note 7) Debt investments with no active market - noncurrent (Notes 8 and 29)	31,687	-	-	-	-	-
Investments accounted for using equity method (Note 12)	61,593 63,082	1	58,710	- 1	126,693	2
Property, plant and equipment (Notes 13 and 29)	4,825,357	45	4,922,226	50	4,164,015	47
Investment properties (Notes 14 and 29)	174,499	2	-	-	-	-
Intangible assets	73,810	1	75,936	1	77,542	1
Deferred tax assets	114,190	1	81,596	1	63,396	1
Prepaid equipment (Note 15)	361,769	3	297,939	3	120,063	1
Refundable deposits (Note 15)	514,964	5	545,718	5	440,459	5
Other noncurrent assets (Note 15)	88,788	1	73,748	1	63,576	1
Total noncurrent assets	6,309,739	59	6,055,873	<u>62</u>	5,055,744	58
TOTAL	<u>\$ 10,740,522</u>	<u>100</u>	\$ 9,822,755	<u>100</u>	\$ 8,779,917	<u>100</u>
LIABILITIES AND EQUITY						
CURRENT LIABILITIES						
Notes payable	\$ 6,723	_	\$ -	_	\$ 28	_
Trade payables (Note 17)	822,497	8	994,015	10	751,575	8
Other payables (Note 18)	1,229,693	11	1,171,192	12	1,194,372	14
Current tax liabilities	80,014	1	83,823	1	80,886	1
Receipts in advance (Note 18)	638,292	6	641,974	7	492,829	6
Current portion of long-term borrowings (Notes 16 and 29)	42,325	-	934	-	10.451	-
Other current liabilities (Note 18)	23,908		15,594		18,451	<u> </u>
Total current liabilities	2,843,452	<u>26</u>	2,907,532	<u>30</u>	2,538,141	
NONCURRENT LIABILITIES						
Long-term borrowings (Notes 16 and 29)	935,163	9	14,846	-	-	-
Decommission, restoration and rehabilitation provisions (Note 18) Deferred tax liabilities	53,264	-	56,726 653	-	32,870	-
Guarantee deposits received (Note 18)	66,667	1	67,923	1	54,745	1
Total noncurrent liabilities	1,055,094	10	140,148	1	87,615	1
				21		
Total liabilities	3,898,546	<u>36</u>	3,047,680	31	2,625,756	_30
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Note 19)						
Share capital	1,411,200	<u>13</u>	1,411,200	<u>14</u>	1,411,200	<u>16</u>
Capital surplus Additional paid-in capital	2,681,126	25	2,681,126	27	2,681,126	_31
Retained earnings	2,081,120	<u>25</u>	2,081,120	27	2,081,120	
Reserve	476,860	5	424,109	4	424,109	5
Special reserve	38,098	-	38,098	1	38,098	1
Unappropriated earnings	1,925,707	<u>18</u>	1,772,876	<u>18</u>	1,437,150	<u>16</u>
Total retained earnings	<u>2,440,665</u>	<u>23</u> <u>2</u>	2,235,083	23	1,899,357	
Other equity	<u>267,280</u>		396,484	4	<u>117,866</u>	1
Total equity attributable to owners of the Company	6,800,271	63	6,723,893	68	6,109,549	70
NON-CONTROLLING INTERESTS	41,705	1	51,182	1	44,612	
Total equity	6,841,976	64	6,775,075	<u>69</u>	6,154,161	<u>70</u>
TOTAL	<u>\$ 10,740,522</u>	100	<u>\$ 9,822,755</u>	<u>100</u>	<u>\$ 8,779,917</u>	<u>100</u>

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

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (In Thousands of New Taiwan Dollars, Except Earnings Per Share) (Reviewed, Not Audited)

	For the Three Months Ended June 30			For the Six Months Ended June 30				
	2015	0/	2014	0./	2015		2014	0/
	Amount	%	Amount	%	Amount	%	Amount	%
OPERATING REVENUE (Notes 20 and 33)	\$ 4,743,880	100	\$ 4,123,428	100	\$ 9,519,576	100	\$ 8,342,216	100
OPERATING COSTS (Note 21)	(1,999,174)	(42)	(1,790,720)	(43)	_(4,044,292)	<u>(42</u>)	(3,597,820)	<u>(43</u>)
GROSS PROFIT	2,744,706	58	2,332,708	57	5,475,284	58	4,744,396	57
OPERATING EXPENSES (Note 21) Selling and marketing								
expenses General and administrative	(2,146,408)	(46)	(2,002,111)	(49)	(4,308,488)	(46)	(3,895,434)	(47)
expenses Research and development	(234,456)	(5)	(231,060)	(6)	(478,636)	(5)	(458,856)	(6)
expenses	(9,378)		(12,015)		(19,699)		(19,156)	
Total operating expenses	(2,390,242)	(51)	(2,245,186)	<u>(55</u>)	(4,806,823)	(51)	(4,373,446)	<u>(53</u>)
OPERATING INCOME	354,464	7	87,522	2	668,461	7	370,950	4
NONOPERATING INCOME AND EXPENSES Other income (Note 21) Other gains and losses	61,425	1	31,453	1	79,201	1	68,684	1
(Note 21)	(121,069)	(2)	(31,894)	(1)	(190,499)	(2)	(55,414)	(1)
Finance cost (Note 21) Share of the profit or loss of associates and joint ventures	724		(9,614)	<u>-</u>	(1,365) 4,394	<u>-</u>	(8,214)	
Total nonoperating income and expenses	(58,474)	(1)	(10,055)		(108,269)	(1)	5,056	
PROFIT BEFORE INCOME TAX	295,990	6	77,467	2	560,192	6	376,006	4
INCOME TAX EXPENSE (Note 22)	(102,071)	<u>(2)</u>	(64,476)	(2)	(174,138)	(2)	(177,254)	(2)
NET PROFIT FOR THE PERIOD	193,919	4	12,991		386,054	4	198,752	2
OTHER COMPREHENSIVE INCOME Items that will not be reclassified subsequently to profit or loss Exchange differences arising on translation to the presentation								
currency Items that may be reclassified subsequently to profit or loss: Exchange differences on translating foreign	(96,697)	(2)	(116,323)	(3)	(160,421)	(1)	(143,516)	(2)
operations Other comprehensive income for the	17,620		26,144	1	28,235		45,256	1
period, net of income tax	(79,077)	(2)	(90,179)	<u>(2</u>)	(132,186)	(1)	(98,260) (Con	(<u>l</u>) tinued)

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (In Thousands of New Taiwan Dollars, Except Earnings Per Share) (Reviewed, Not Audited)

	For the Three Months Ended June 30			For the Six Months Ended June 30				
	2015		2014		2015		2014	
	Amount	%	Amount	%	Amount	%	Amount	%
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	<u>\$ 114,842</u>	2	<u>\$ (77,188</u>)	<u>(2</u>)	<u>\$ 253,868</u>	3	<u>\$ 100,492</u>	1
NET PROFIT ATTRIBUTABLE TO: Owner of the Company Non-controlling interests	\$ 185,635 	4 4	\$ 8,597 4,394 \$ 12,991	- 	\$ 374,926 11,128 \$ 386,054	4 	\$ 191,423 7,329 \$ 198,752	2
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO: Owner of the Company Non-controlling interests	\$ 107,014 	2 	\$ (81,197) 4,009 \$ (77,188)	(2) 	\$ 245,722 8,146 \$ 253,868	3 3	\$ 91,052 9,440 \$ 100,492	1 1
EARNINGS PER SHARE (Note 23) Basic	<u>\$1.32</u>		<u>\$0.06</u>		<u>\$2.66</u>		<u>\$1.36</u>	

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

(Concluded)

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (In Thousands of New Taiwan Dollars) (Reviewed, Not Audited)

	Equity Attributable to the Owners of the Company									
					Retained Earnings	S	Other Equity Exchange Differences on Translating			
	Shares (Thousand)	Share Capital	Capital Surplus	Reserve	Special Reserve	Unappropriated Earnings	Foreign Operations	Total	Non-controlling Interests	Total Equity
BALANCE AT JANUARY 1, 2014	141,120	\$ 1,411,200	\$ 2,681,126	\$ 366,706	\$ 38,098	\$ 1,487,603	\$ 218,237	\$ 6,202,970	\$ 71,184	\$ 6,274,154
Appropriation of 2013 earning Reserve Cash dividends distributed by the Company		- -	- -	57,403 -	- -	(57,403) (183,456)	- -	(183,456)	- -	(183,456)
Cash dividends distributed by subsidiaries	-	-	-	-	-	-	-	-	(36,012)	(36,012)
Change in capital surplus from investments in associates accounted for by using equity method	-	-	-	-	-	(1,017)	-	(1,017)	-	(1,017)
Net profit for the six months ended June 30, 2014	-	-	-	-	-	191,423	-	191,423	7,329	198,752
Other comprehensive income (loss) for the six months ended June 30, 2014, net of income tax			_		_		(100,371)	(100,371)	2,111	(98,260)
Total comprehensive income for the six months ended June 30, 2014		-	_			191,423	(100,371)	91,052	9,440	100,492
BALANCE AT JUNE 30, 2014	141,120	<u>\$ 1,411,200</u>	<u>\$ 2,681,126</u>	<u>\$ 424,109</u>	\$ 38,098	<u>\$ 1,437,150</u>	<u>\$ 117,866</u>	\$ 6,109,549	<u>\$ 44,612</u>	<u>\$ 6,154,161</u>
BALANCE AT JANUARY 1, 2015	141,120	\$ 1,411,200	\$ 2,681,126	\$ 424,109	\$ 38,098	\$ 1,772,876	\$ 396,484	\$ 6,723,893	\$ 51,182	\$ 6,775,075
Appropriation of 2014 earning Reserve Cash dividends distributed by the Company	- -	- -	- -	52,751	- -	(52,751) (169,344)	- -	(169,344)	- -	- (169,344)
Cash dividends distributed by subsidiaries	-	-	-	-	-	-	-	-	(17,623)	(17,623)
Net profit for the six months ended June 30, 2015	-	-	-	-	-	374,926	-	374,926	11,128	386,054
Other comprehensive income (loss) for the six months ended June 30, 2015, net of income tax		_					(129,204)	(129,204)	(2,982)	(132,186)
Total comprehensive income for the six months ended June 30, 2015		=	-			374,926	(129,204)	245,722	8,146	253,868
BALANCE AT JUNE 30, 2015	141,120	<u>\$ 1,411,200</u>	<u>\$ 2,681,126</u>	<u>\$ 476,860</u>	\$ 38,098	\$ 1,925,707	<u>\$ 267,280</u>	\$ 6,800,271	<u>\$ 41,705</u>	<u>\$ 6,841,976</u>

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

CONSOLIDATED STATEMENTS OF CASH FLOWS

(In Thousands of New Taiwan Dollars) (Reviewed, Not Audited)

CASH FLOWS FROM OPERATING ACTIVITIES
Income before income tax \$ 560,192 \$ 376,006 Adjustments for: 528,352 426,505 Amortization expenses 12,776 10,479 Interest expense 1,365 -
Income before income tax \$ 560,192 \$ 376,006 Adjustments for: 528,352 426,505 Amortization expenses 12,776 10,479 Interest expense 1,365 -
Adjustments for: Depreciation expenses 528,352 Amortization expenses 12,776 Interest expense 1,365 -
Depreciation expenses 528,352 426,505 Amortization expenses 12,776 10,479 Interest expense 1,365 -
Amortization expenses 12,776 10,479 Interest expense 1,365 -
Interest expense 1,365 -
Interest income $(14,124)$ $(14,748)$
Share of loss of associates and joint ventures (4,394) 8,214
Loss on disposal of property, plant and equipment 97,292 35,191
Loss on disposal of intangible assets 149 110
Impairment loss of non-financial assets 1,426 1,072
Changes in operating assets and liabilities
Decrease in notes receivable 145 373
Decrease (increase) in trade receivables 35,483 (2,832)
Decrease in other receivables 15,675 14,206
Decrease (increase) in inventories 13,075 14,200 (26,410)
Decrease in prepayments 30,640 1,635
(Increase) decrease in other current assets (596) 1,019
Increase in other operating assets (15,040) (50,248)
Increase (decrease) in notes payable 6,723 (268)
Decrease in trade payables (171,518) (60,922)
Decrease (increase) in other payables (81,390) 55,989
(Decrease) increase in provisions (3,462) 3,637
Decrease in receipts in advance (3,682) (75,797)
Increase (decrease) in other current liabilities $8,314$ $(4,829)$
Cash generated from operations 1,099,285 698,382
Interest paid (1,365) - (205,402) (170,574)
Income taxes paid (205,482) (178,574)
Net cash generated from operating activities 892,438 519,808
CASH FLOWS FROM INVESTING ACTIVITIES
Purchase of debt investments with no active market (185,328)
Purchase of held-to-maturity financial assets (31,687)
Proceeds from sale of debt investments with no active market - 104,561
Proceeds from capital reduction of investment accounted for equity - 53,239
Payments for property, plant and equipment (672,922) (785,494)
Proceeds from disposal of property, plant and equipment 29,904 2,689
Increase in refundable deposits (21,825) (64,923)
Decrease in refundable deposits 41,460 34,108
Payments for intangible assets (12,241) (15,442)
(Continued)

CONSOLIDATED STATEMENTS OF CASH FLOWS

(In Thousands of New Taiwan Dollars) (Reviewed, Not Audited)

	For the Six Months Ended June 30		
	2015	2014	
Increase in prepaid equipment	\$ (215,577)	\$ -	
Decrease in prepaid equipment	-	55,598	
Interest received	11,333	17,517	
Net cash used in investing activities	(1,056,883)	(598,147)	
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from long-term borrowings	972,102	-	
Repayments of long-term borrowings	(4,380)	-	
Proceeds from guarantee deposits received	11,992	4,495	
Refund of guarantee deposits received	(12,208)	(36,604)	
Dividends paid to non-controlling interests	(17,623)	(36,012)	
Net cash generated from (used in) financing activities	949,883	(68,121)	
EFFECT OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES	(63,277)	(10,736)	
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	722,161	(157,196)	
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	2,480,103	2,503,716	
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	<u>\$ 3,202,264</u>	<u>\$ 2,346,520</u>	
The accompanying notes are an integral part of the consolidated financial st	atements.	(Concluded)	

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED JUNE 30, 2015 AND 2014 (In Thousands of New Taiwan Dollars, Unless Stated Otherwise) (Reviewed, Not Audited)

1. GENERAL INFORMATION

Gourmet Master Co. Ltd. (the "Company") was incorporated in the Cayman Islands in September 2008.

The Company and its subsidiaries (collectively, the "Group") mainly engages in the production and wholesale of bakery products, retail of beverages, wholesale of bakery machinery, and the business of multiple shops and alliance shops.

The Company's shares have been listed on the Taiwan Stock Exchange ("TSE") since November 22, 2010.

The functional currency of the Company is Renminbi. For greater comparability and consistency of financial reporting, the consolidated financial statements are presented in New Taiwan dollars since the Company's stocks are listed on the Taiwan Stock Exchange.

2. APPROVAL OF FINANCIAL STATEMENTS

The consolidated financial statements were approved by the Company's board of directors on August 11, 2015.

3. APPLICATION OF NEW AND REVISED STANDARDS, AMENDMENTS AND INTERPRETATIONS

a. Initial application of the amendments to the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the 2013 version of the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), Interpretations of IFRS (IFRIC), and Interpretations of IAS (SIC) endorsed by the FSC

Rule No. 1030029342 and Rule No. 1030010325 issued by the FSC on April 3, 2014, stipulated that the Group should apply the 2013 version of IFRS, IAS, IFRIC and SIC (collectively, the "IFRSs") endorsed by the FSC and the related amendments to the Regulations Governing the Preparation of Financial Reports by Securities Issuers starting January 1, 2015.

Except for the following, whenever applied, the initial application of the amendments to the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the 2013 IFRSs version would not have any material impact on the Group's accounting policies:

1) IFRS 12 "Disclosure of Interests in Other Entities"

IFRS 12 is a new disclosure standard and is applicable to entities that have interests in subsidiaries, joint arrangements, associates and/or unconsolidated structured entities. In general, the disclosure requirements in IFRS 12 are more extensive than in the current standards.

2) IFRS 13 "Fair Value Measurement"

IFRS 13 establishes a single source of guidance for fair value measurements. It defines fair value, establishes a framework for measuring fair value, and requires disclosures about fair value measurements. The disclosure requirements in IFRS 13 are more extensive than those required by the current standards. For example, quantitative and qualitative disclosures based on the three-level fair value hierarchy currently required for financial instruments only will be extended by IFRS 13 to cover all assets and liabilities within its scope.

The fair value measurements under IFRS 13 will be applied prospectively from January 1, 2015. Refer to Note 27 for related disclosures.

3) Amendments to IAS 1 "Presentation of Items of Other Comprehensive Income"

The amendments to IAS 1 requires items of other comprehensive income to be grouped into those items that (1) will not be reclassified subsequently to profit or loss; and (2) may be reclassified subsequently to profit or loss. Income taxes on related items of other comprehensive income are grouped on the same basis. Under current IAS 1, there were no such requirements.

The Group retrospectively applied the above amendments starting in 2015. Items not expected to be reclassified to profit or loss are the exchange differences on translating the presentation currency. Items expected to be reclassified to profit or loss is the exchange differences on translating foreign operations. However, the application of the above amendments will not have any impact on the net profit for the period, other comprehensive income for the period (net of income tax), and total comprehensive income for the period.

b. New IFRSs in issue but not yet endorsed by the FSC

The Group has not applied the following New IFRSs issued by the IASB but not yet endorsed by the FSC. As of the date the consolidated financial statements were authorized for issue, the FSC has not announced their effective dates.

New IFRSs	Effective Date Announced by IASB (Note 1)
Annual Improvements to IFRSs 2010-2012 Cycle	July 1, 2014 (Note 2)
Annual Improvements to IFRSs 2011-2013 Cycle	July 1, 2014
Annual Improvements to IFRSs 2012-2014 Cycle	January 1, 2016 (Note 4)
IFRS 9 "Financial Instruments"	January 1, 2018
Amendments to IFRS 9 and IFRS 7 "Mandatory Effective Date of IFRS 9 and Transition Disclosures"	January 1, 2018
Amendments to IFRS 10 and IAS 28 "Sale or Contribution of Assets between an Investor and its Associate or Joint Venture"	January 1, 2016 (Note 3)
Amendments to IFRS 10, IFRS 12 and IAS 28 "Investment Entities: Applying the Consolidation Exception"	January 1, 2016
Amendment to IFRS 11 "Accounting for Acquisitions of Interests in Joint Operations"	January 1, 2016
IFRS 15 "Revenue from Contracts with Customers"	January 1, 2017
Amendment to IAS 1 "Disclosure Initiative"	January 1, 2016
Amendments to IAS 16 and IAS 38 "Clarification of Acceptable Methods of Depreciation and Amortization"	January 1, 2016
Amendments to IAS 16 and IAS 41 "Agriculture: Bearer Plants"	January 1, 2016
Amendment to IAS 19 "Defined Benefit Plans: Employee Contributions"	July 1, 2014
	(Continued)

(Continued)

(Concluded)

New IFRSs

Amendment to IAS 36 "Impairment of Assets: Recoverable Amount January 1, 2014 Disclosures for Non-financial Assets"

Amendment to IAS 39 "Novation of Derivatives and Continuation of January 1, 2014

Hedge Accounting"
IFRIC 21 "Levies"

January 1, 2014

Note 1: Unless stated otherwise, the above New IFRSs are effective for annual periods beginning on or after their respective effective dates.

- Note 2: The amendment to IFRS 2 applies to share-based payment transactions with grant date on or after July 1, 2014; the amendment to IFRS 3 applies to business combinations with acquisition date on or after July 1, 2014; the amendment to IFRS 13 is effective immediately; the remaining amendments are effective for annual periods beginning on or after July 1, 2014.
- Note 3: Prospectively applicable to transactions occurring in annual periods beginning on or after January 1, 2016.
- Note 4: The amendment to IFRS 5 is applied prospectively to changes in a method of disposal that occur in annual periods beginning on or after January 1, 2016; the remaining amendments are effective for annual periods beginning on or after January 1, 2016.

The initial application of the above New IFRSs, whenever applied, would not have any material impact on the Group's accounting policies, except for the following:

1) IFRS 9 "Financial Instruments"

Recognition and measurement of financial assets

With regards to financial assets, all recognized financial assets that are within the scope of IAS 39 "Financial Instruments: Recognition and Measurement" are subsequently measured at amortized cost or fair value. Under IFRS 9, the requirement for the classification of financial assets is stated below.

For the Group's debt instruments that have contractual cash flows that are solely payments of principal and interest on the principal amount outstanding, their classification and measurement are as follows:

- a) For debt instruments, if they are held within a business model whose objective is to collect the contractual cash flows, the financial assets are measured at amortized cost and are assessed for impairment continuously with impairment loss recognized in profit or loss, if any. Interest revenue is recognized in profit or loss by using the effective interest method;
- b) For debt instruments, if they are held within a business model whose objective is achieved by both the collecting of contractual cash flows and the selling of financial assets, the financial assets are measured at fair value through other comprehensive income (FVTOCI) and are assessed for impairment. Interest revenue is recognized in profit or loss by using the effective interest method, and other gain or loss shall be recognized in other comprehensive income, except for impairment gains or losses and foreign exchange gains and losses. When the debt instruments are derecognized or reclassified, the cumulative gain or loss previously recognized in other comprehensive income is reclassified from equity to profit or loss.

Except for above, all other financial assets are measured at fair value through profit or loss. However, the Group may make an irrevocable election to present subsequent changes in the fair value of an equity investment (that is not held for trading) in other comprehensive income, with only dividend income generally recognized in profit or loss. No subsequent impairment assessment is required, and the cumulative gain or loss previously recognized in other comprehensive income cannot be reclassified from equity to profit or loss.

The impairment of financial assets

IFRS 9 requires that impairment loss on financial assets is recognized by using the "Expected Credit Losses Model". The credit loss allowance is required for financial assets measured at amortized cost, financial assets mandatorily measured at FVTOCI, lease receivables, contract assets arising from IFRS 15 "Revenue from Contracts with Customers", certain written loan commitments and financial guarantee contracts. A loss allowance for the 12-month expected credit losses is required for a financial asset if its credit risk has not increased significantly since initial recognition. A loss allowance for full lifetime expected credit losses is required for a financial asset if its credit risk has increased significantly since initial recognition and is not low. However, a loss allowance for full lifetime expected credit losses is required for trade receivables that do not constitute a financing transaction.

For purchased or originated credit-impaired financial assets, the Group takes into account the expected credit losses on initial recognition in calculating the credit-adjusted effective interest rate. Subsequently, any changes in expected losses are recognized as a loss allowance with a corresponding gain or loss recognized in profit or loss.

2) Amendment to IAS 36 "Recoverable Amount Disclosures for Non-financial Assets"

In issuing IFRS 13 "Fair Value Measurement", the IASB made consequential amendment to the disclosure requirements in IAS 36 "Impairment of Assets", introducing a requirement to disclose in every reporting period the recoverable amount of an asset or each cash-generating unit. The amendment clarifies that such disclosure of recoverable amounts is required only when an impairment loss has been recognized or reversed during the period. Furthermore, the Group is required to disclose the discount rate used in measurements of the recoverable amount based on fair value less costs of disposal measured using a present value technique.

3) Annual Improvements to IFRSs: 2010-2012 Cycle

Several standards including IFRS 2 "Share-based Payment", IFRS 3 "Business Combinations" and IFRS 8 "Operating Segments" were amended in this annual improvement.

IFRS 13 was amended to clarify that the issuance of IFRS 13 did not remove the ability to measure short-term receivables and payables with no stated interest rate at their invoice amounts without discounting, if the effect of not discounting is immaterial.

4) Annual Improvements to IFRSs: 2011-2013 Cycle

Several standards, including IFRS 3, IFRS 13 and IAS 40 "Investment Property", were amended in this annual improvement.

The scope in IFRS 13 of the portfolio exception for measuring the fair value of a group of financial assets and financial liabilities on a net basis was amended to clarify that it includes all contracts that are within the scope of, and accounted for in accordance with, IAS 39 or IFRS 9, even if those contracts do not meet the definitions of financial assets or financial liabilities within IAS 32.

5) Amendments to IAS 16 and IAS 38 "Clarification of Acceptable Methods of Depreciation and Amortization"

The entity should use appropriate depreciation and amortization method to reflect the pattern in which the future economic benefits of the property, plant and equipment and intangible asset are expected to be consumed by the entity.

The amended IAS 16 "Property, Plant and Equipment" requires that a depreciation method that is based on revenue that is generated by an activity that includes the use of an asset is not appropriate. The amended standard does not provide any exception from this requirement.

The amended IAS 38 "Intangible Assets" requires that there is a rebuttable presumption that an amortization method that is based on revenue that is generated by an activity that includes the use of an intangible asset is not appropriate. This presumption can be overcome only in the following limited circumstances:

- a) In which the intangible asset is expressed as a measure of revenue (for example, the contract that specifies the entity's use of the intangible asset will expire upon achievement of a revenue threshold); or
- b) When it can be demonstrated that revenue and the consumption of the economic benefits of the intangible asset are highly correlated.

An entity should apply the aforementioned amendments prospectively for annual periods beginning on or after the effective date.

6) IFRS 15 "Revenue from Contracts with Customers"

IFRS 15 establishes principles for recognizing revenue that apply to all contracts with customers, and will supersedes IAS 18 "Revenue", IAS 11 "Construction Contracts" and a number of revenue-related interpretations from January 1, 2017.

When applying IFRS 15, an entity shall recognize revenue by applying the following steps:

- Identify the contract with the customer;
- Identify the performance obligations in the contract;
- Determine the transaction price;
- Allocate the transaction price to the performance obligations in the contracts; and
- Recognize revenue when the entity satisfies a performance obligation.

When IFRS 15 is effective, an entity may elect to apply this Standard either retrospectively to each prior reporting period presented or retrospectively with the cumulative effect of initially applying this Standard recognized at the date of initial application.

7) Annual Improvements to IFRSs: 2012-2014 Cycle

Several standards, including IFRS 5 "Non-current assets held for sale and discontinued operations", IFRS 7, IAS 19 and IAS 34, were amended in this annual improvement.

IAS 34 was amended to clarify that other disclosure information required by IAS 34 should be included in interim financial statements. If the Group includes the information in other statements (such as management commentary or risk report) issued at the same time, it is not required to repeat the disclosure in the interim financial statements. However, it is required to include a cross-reference from the interim financial statements to that issued statements that is available to users on the same terms and at the same time as the interim financial statements.

8) Amendment to IAS 1 "Disclosure Initiative"

The amendment clarifies that the consolidated financial statements should be prepared for the purpose of disclosing material information. To improve the understandability of its consolidated financial statements, the Group should disaggregate the disclosure of material items into their different natures or functions, and disaggregate material information from immaterial information.

The amendment further clarifies that the Group should consider the understandability and comparability of its consolidated financial statements to determine a systematic order in presenting its footnotes.

Except for the above impact, as of the date the consolidated financial statements were authorized for issue, the Group is continuously assessing the possible impact that the application of other standards and interpretations will have on the Group's financial position and financial performance, and will disclose the relevant impact when the assessment is completed.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICY

a. Statement of compliance

The consolidated financial statements have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and IAS 34 "Interim Financial Reporting" as endorsed by the FSC. Disclosure information included in the consolidated financial statements is less than those required in a complete set of annual financial statements.

b. Basis of consolidation

See Note 11 and Tables 7 and 8 for the detailed information of subsidiaries (including the percentage of ownership and main business).

c. Others

The same accounting policies of these consolidated financial statements have been followed as were applied in the preparation of the Group's consolidated financial statements for the year ended December 31, 2014, except for those described below.

Income tax expense is the sum of the tax currently payable and deferred tax. Interim period income taxes are assessed on an annual basis and calculated by applying to an interim period's pre-tax income the tax rate that would be applicable to expected total annual earnings.

The measurement of deferred tax liabilities and assets 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.

5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The same critical accounting judgments and key sources of estimation uncertainty of consolidated financial statements have been followed in these consolidated financial statements as were applied in the preparation of the consolidated financial statements for the year ended December 31, 2014.

6. CASH AND CASH EQUIVALENTS

	June 30, 2015	December 31, 2014	June 30, 2014
Cash on hand Checking accounts and demand deposits Cash equivalent(investments with original maturities less than three months) Time deposits	\$ 129,775 1,894,197	\$ 115,765 1,116,362	\$ 85,780 1,707,471
	1,178,292	1,247,976	553,269
	<u>\$ 3,202,264</u>	\$ 2,480,103	<u>\$ 2,346,520</u>

7. HELD-TO-MATURITY FINANCIAL ASSETS

	December 31,				
	June 30, 2015	2014	June 30, 2014		
Non-current					
Bank debentures - China Development Bank	<u>\$ 31,687</u>	<u>\$</u> _	<u>\$</u>		

In May 2015, the Group bought 10-year bank debentures issued by China Development Bank with a coupon rate of 4.25% and an effective interest rate of 4.17%, and a maturity date of December 2, 2024, at US\$1,006 thousand. (Par value of US\$1,000 thousand).

8. DEBT INVESTMENTS WITH NO ACTIVE MARKET

	June 30, 2015	December 31, 2014	June 30, 2014
Current			
Time deposits with original maturity more than 3 months Restricted bank deposits	\$ 137,534 42,271	\$ 5,150 50,920	\$ -
	<u>\$ 179,805</u>	<u>\$ 56,070</u>	<u>\$ 181,134</u>
Non-current			
Restricted bank deposits	<u>\$ 61,593</u>	<u>\$</u>	<u>\$</u>

Refer to Note 29 for information relating to bond investments with no active market pledged as security.

9. TRADE RECEIVABLES

	December 31,			
	June 30, 2015	2014	June 30, 2014	
Trade receivables Less: Allowance for impairment loss	\$ 213,766 (10,448)	\$ 249,249 (10,698)	\$ 239,229	
	<u>\$ 203,318</u>	<u>\$ 238,551</u>	<u>\$ 239,229</u>	

The average credit period on sales of goods was between 30 days and 60 days. In determining the recoverability of a trade receivable, the Group considered any change in the credit quality of the trade receivable since the date credit was initially granted to the end of the reporting period. The Group recognized an allowance for impairment loss of 100% against all receivables over 60 days because historical experience had been that receivables that are past due beyond 60 days were not recoverable.

For the trade receivables balances that were past due at the end of the reporting period, the Group did not recognize an allowance for impairment loss, because there was not a significant change in credit quality and the amounts were still considered recoverable. The Group did not hold any collateral or other credit enhancements for these balances.

The aging of receivables was as follows:

		December 31,	
	June 30, 2015	2014	June 30, 2014
Less than 60 days	\$ 170,906	\$ 176,641	\$ 154,976
61-90 days	1,489	8,378	6,550
91-180 days	2,204	3,936	14,548
181-360 days	5,070	31,351	27,778
Over 361 days	34,097	28,943	35,377
	<u>\$ 213,766</u>	<u>\$ 249,249</u>	<u>\$ 239,229</u>

The above aging schedule was based on the invoice date.

The aging of receivables that were past due but not impaired was as follow:

	June 30, 2015	December 31, 2014	June 30, 2014
Less than 90 days	\$ 1,489	\$ 8,378	\$ 6,550
91 days to 180 days	2,204	3,936	14,548
181 days to 361 days	5,070	31,351	27,778
Over 361 days	23,649	18,245	35,378
	<u>\$ 32,412</u>	<u>\$ 61,910</u>	<u>\$ 84,254</u>

The above aging schedule was based on the invoice date.

Within the receivables that were past due but not impaired, the receivables of outlets in shopping malls were collected by the mall first, which means the procedures and timing for the billing of the Company were longer. The experience showed that the receivables were collectable, so there was no impairment loss recognized.

The movements of the allowance for doubtful trade receivables were as follows:

	Individually Assessed for Impairment	Collectively Assessed for Impairment	Total
Balance at January 1, 2014 Add: Impairment losses recognized on receivables	\$ -	\$ -	\$ -
Foreign exchange translation gains and losses	<u>-</u>	<u>-</u>	-
Balance at June 30, 2014	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Balance at January 1, 2015 Add: Impairment losses recognized on	\$ 10,698	\$ -	\$ 10,698
receivables Foreign exchange translation gains and losses	(250)		(250)
Balance at June 30, 2015	<u>\$ 10,448</u>	<u>\$ -</u>	<u>\$ 10,448</u>

10. INVENTORIES

	December 31,			
	June 30, 2015	2014	June 30, 2014	
Finished goods	\$ 30,644	\$ 29,500	\$ 30,255	
Work in process	4,963	2,999	3,748	
Raw materials and supplies	308,238	409,322	360,958	
Merchandise	92,791	92,173	85,649	
	<u>\$ 436,636</u>	\$ 533,994	<u>\$ 480,610</u>	

As of June 30, 2015 and 2014, the allowance for inventory devaluation was \$6,770 thousand and \$3,832 thousand, respectively.

The cost of inventories recognized as cost of goods sold for the three months ended and the six months ended June 30, 2015 and 2014 included inventory write-down of \$788 thousand, \$0 thousand, \$1,426 thousand and \$1,072 thousand, respectively.

The obsolescence of inventories recognized as cost of goods sold for the three months ended and the six months ended June 30, 2015 and 2014 was \$78,601 thousand, \$74,267 thousand, \$158,537 thousand and \$143,189 thousand, respectively.

11. SUBSIDIARIES

Subsidiary Included in Consolidated Financial Statements

			% of Ownership			
			·	December 31	,	
Investor	Investee	Main Businesses	June 30, 2015	2014	June 30, 2014	Note
Gourmet Master Co. Ltd.	85 Degree Co., Ltd.	Investment	100	100	100	
	Prime Scope Trading Limited	Investment	100	100	100	
	Perfect 85 Degrees C, Inc.	Manufacturing of baking fund and sale	100	100	100	
					(Con	tinued)

				% of Ownership December 31,		
Investor	Investee	Main Businesses	June 30, 2015	2014	June 30, 2014	Note
	85 Degrees Café International Pty Ltd.	Grocery and drink retailing	51	51	51	
	Lucky Bakery Limited	Investment	100	100	100	
	WinPin 85 Investments, Inc.	Grocery and drink retailing	-	100	100	c.
Perfect 85 Degrees C, Inc.	WinPin 85 Investments, LLC Golden 85 Investments, LLC	Grocery and drink retailing Grocery and drink retailing	100 65	65	65	c.
85 Degree Co., Ltd.	Comestibles Master Co., Ltd.	Grocery and drink retailing	100	100	100	
Comestibles Master Co., Ltd.	Mei Wei Master Co., Ltd.	Grocery and drink retailing	100	100	100	a.
Mei Wei Master Co., Ltd.	Fang Song Comestibles Ltd. Mei Wei Fu Xing Ltd.	Grocery and drink retailing Grocery and drink retailing	100 60	60	60	d.
Lucky Bakery Limited	Profit Sky International Limited	Investment	100	100	-	b.
Profit Sky International	WinCase Limited	Grocery and drink retailing	100	100	-	b.
Limited	Worldinn Limited	Manufacturing of baking fund and sale	100	100	-	b.
Prime Scope Trading Limited	Shanghai Gourmet Master Food & Beverage Ltd.	Grocery and drink retailing	100	100	100	
	He-Shia Food & Beverage Ltd.	Grocery and drink retailing	100	100	100	
	Sheng-Pin (Hangzhou) Food Ltd.	Manufacturing of baking food and sale	100	100	100	
	He-Shia (Nanjing) Food & Beverage Ltd.	Grocery and drink retailing	100	100	100	
	Beijing 85 Food & Beverage Ltd.	Grocery and drink retailing	27	100	100	
	Zhejiang 85 Food & Beverage Ltd.	Grocery and drink retailing	100 100	100 100	100 100	
	Sheng-Pin (Beijing) Food Ltd.	Manufacturing of baking food and sale	100	100	100	
	Fuzhou 85 Food & Beverage Ltd.	Grocery and drink retailing	100	100	100	
	Sheng-Pin (Jiangsu) Food Ltd.	Manufacturing of baking food and sale	100	100	100	
	Sheng-Pin (Xiamen) Food Ltd.	Manufacturing of baking food and sale	100	100	100	
	Sheng-Pin (Qingdao) Food Ltd.	Manufacturing of baking food and sale	100	100	100	
	Xiamen 85 Food & Beverage Ltd.	Grocery and drink retailing	100	100	100	
	Shenyang 85 Food & Beverage Ltd. Sheng-Pin (Shenyang) Food Ltd.	Grocery and drink retailing Manufacturing of baking food and sale	100 100	100 100	100 100	
	85 Degree (Qingdao) Food & Beverage Management Ltd.	Grocery and drink retailing	100	100	100	
	85 Degree (Jiangsu) Food Ltd.	Manufacturing of baking food and sale	25	25	68	
Shanghai Gourmet	Sheng-Pin (Shanghai) Food Ltd.	Manufacturing of baking	100	100	100 100	
Master Food &		food and sale				
Beverage Ltd.	Mai-Jia (Shanghai) Food Ltd.	Manufacturing of baking food and sale	100	100	100	
	Shanghai Howco Jing Way Food & Beverage Ltd.	Grocery and drink retailing	100	100	100	
	Shenzheng 85 Food & Beverage Ltd.	Grocery and drink retailing	85	85	85	
	Chengdu 85 Food & Beverage Ltd.	Grocery and drink retailing	100	100	100	
	Sheng-Pin (Wuhan) Food Ltd.	Manufacturing of baking food and sale	100	100	100	
	Wuhan Jing Way Food & Beverage Ltd.	Grocery and drink retailing	57	57	100	
	Jianxi Jing Way Food & Beverage Ltd.	Grocery and drink retailing	100	100	100	
	Jin Wei Industrial (Shanghai) Ltd. Guangzhou 85 Degree Food & Beverage	Grocery sale Grocery and drink retailing	100 100	100 100	100 100	
	Management Ltd. 85 Degree (Jiangsu) Food Ltd.	Manufacturing of baking	75	75	32	
	Mai-Jia (Chengdu) Food Ltd.	food and sale Manufacturing of baking	100	100	100	
		food and sale				
	Jia Ding Jing Way Food & Beverage Ltd.	Grocery and drink retailing	100	100	-	
He-Shia Food Beverage Ltd.	Wuhan Jing Way Food & Beverage Ltd. Beijing 85 Food & Beverage Ltd.	Grocery and drink retailing Grocery and drink retailing	43 73	43	-	
Shenzheng 85 Food & Beverage Ltd.	Sheng-Pin (Shenzheng) Food Ltd.	Manufacturing of baking food and sale	100	100	100	
85 Degree (Qingdao) Food & Beverage	Qingdao Jie Wei Food & Beverage Management Ltd.	Grocery and drink retailing	100	100	100	
Management Ltd.					(Con	cluded

(Concluded)

- a. In order to improve the efficiency of the management and operation of the factories and stores, Comestibles Master Co., Ltd. has transferred the management and operation of most stores to Mei Wei Master Co., Ltd. since May 2014.
- b. In November 2014, the Group acquired 50% ownership interest in Profit Sky International Limited. As a result, the Group gained control over Profit Sky International Limited and its subsidiaries. Therefore, Profit Sky International Limited and its subsidiaries have been included in the consolidated financial statements since December 2014.
- c. In order to simplify the investment structure of the Group, WinPin 85 Investments, Inc. has been changed to be held by Perfect 85 Degree C, Inc., and the Company type of WinPin85 Investments, Inc. has been changed to LLC since January 2015.
- d. Fang Song Comstibles Ltd. was established in Taiwan in April 2015.

12. INVESTMENTS ACCOUNTED FOR USING EQUITY METHOD

	June 30, 2015	December 31, 2014	June 30, 2014		
Investment in associate Investment in joint venture	\$ 63,082	\$ 58,710	\$ 58,410 68,283		
	<u>\$ 63,082</u>	<u>\$ 58,710</u>	\$ 126,693		
a. Investment in associate					
	June 30, 2015	December 31, 2014	June 30, 2014		
Material associate					
The Hot Pot Food and Beverage Management Co., Ltd.	<u>\$ 63,082</u>	<u>\$ 58,710</u>	<u>\$ 58,410</u>		
	Proportion of Ownership and Voting Rights				
Name of Associate	June 30, 2015	December 31, 2014	June 30, 2014		
The Hot Pot Food and Beverage Management Co., Ltd.	23%	23%	31%		

Refer to Table 7 "Information on Investees" for the nature of activities, principal place of business and country of incorporation of the associate.

Investments accounted for by the equity method and the share of profit or loss and other comprehensive income of those investments were calculated based on the financial statements that have not been reviewed. Management believes there is no material impact on the equity method accounting or the calculation of the share of profit or loss and other comprehensive income, from the financial statements that have not been reviewed.

b. Investment in joint venture

	June 30, 2015	December 31, 2014	June 30, 2014
Material joint venture			
Profit Sky International Limited	<u>\$</u>	<u>\$ -</u>	\$ 68,283
	Proportion of	Ownership and	Voting Rights
		December 31,	
Name of Associate	June 30, 2015	2014	June 30, 2014
Profit Sky International Limited	_	_	50%

Refer to Table 7 "Information on Investees" for the nature of activities, principal place of business and country of incorporation of the joint venture.

In November 2014, the Group acquired 50% interest in Profit Sky International Limited. As a result, the Group can control Profit Sky International Limited and its subsidiaries. And, Profit Sky International Limited and its subsidiaries have been included in the consolidated financial statements since December 2014.

Investments accounted for by the equity method and the share of profit or loss and other comprehensive income of those investments were calculated based on the financial statements that have not been reviewed. Management believes there is no material impact on the equity method accounting or the calculation of the share of profit or loss and other comprehensive income, from the financial statements that have not been reviewed.

13. PROPERTY, PLANT AND EQUIPMENT

	Land	Buildings	Machinery and Equipment	Leasehold Improvements	Transportation Equipment	Office Equipment	Other Equipment	Construction in Progress	Total
Cost									
Balance at January 1, 2014 Additions Disposals Reclassified Effect of foreign currency exchange	\$ 420,211 - - -	\$ 660,046 2,640 -	\$ 2,038,066 188,380 (94,347) 53,152	\$ 1,921,773 190,836 (109,503) 103,561	\$ 53,411 5,037 (6,680)	\$ 452,426 48,915 (21,818) (38,301)	\$ 153,315 23,734 (53,862) 2,477	\$ 148,095 346,328 - (120,889)	\$ 5,847,343 805,870 (286,210)
differences	(1,642)	(12,371)	(41,248)	(41,217)	(710)	(9,218)	(907)	(6,526)	(113,839)
Balance at June 30, 2014	<u>\$ 418,569</u>	<u>\$ 650,315</u>	<u>\$ 2,144,003</u>	<u>\$ 2,065,450</u>	<u>\$ 51,058</u>	<u>\$ 432,004</u>	<u>\$ 124,757</u>	<u>\$ 367,008</u>	<u>\$ 6,253,164</u>
Accumulated depreciation and impairment									
Balance at January 1, 2014 Depreciation expense Disposals Reclassified Effect of foreign	\$ - - - -	\$ 63,086 17,960 -	\$ 764,567 172,160 (87,602) 23,226	\$ 754,836 171,330 (88,426)	\$ 27,021 5,092 (5,559)	\$ 234,296 48,694 (15,354) (24,296)	\$ 104,147 11,269 (51,389) 1,070	\$ - - - -	\$ 1,947,953 426,505 (248,330)
currency exchange differences		(915)	(14,744)	(16,195)	(346)	(4,549)	(230)	<u>-</u>	(36,979)
Balance at June 30, 2014	<u>\$</u>	<u>\$ 80,131</u>	<u>\$ 857,607</u>	<u>\$ 821,545</u>	<u>\$ 26,208</u>	<u>\$ 238,791</u>	<u>\$ 64,867</u>	<u>\$</u>	<u>\$ 2,089,149</u>
Carrying amounts at January 1, 2014 Carrying amounts at	<u>\$ 420,211</u>	\$ 596,960	<u>\$ 1,273,499</u>	<u>\$ 1,166,937</u>	<u>\$ 26,390</u>	<u>\$ 218,130</u>	<u>\$ 49,168</u>	<u>\$ 148,095</u>	<u>\$ 3,899,390</u>
June 30, 2014	\$ 418,569	<u>\$ 570,184</u>	<u>\$ 1,286,396</u>	\$ 1,243,905	\$ 24,850	<u>\$ 193,213</u>	\$ 59,890	\$ 367,008 (C	\$ 4,164,015 ontinued)

	Land	Buildings	Machinery and Equipment	Leasehold Improvements	Transportation Equipment	Office Equipment	Other Equipment	Construction in Progress	Total
Cost									
Balance at January 1, 2015 Additions Disposals Reclassified Transferred to	\$ 526,638 - -	\$ 766,870 405 (2,057)	\$ 2,453,486 125,776 (66,584) 583	\$ 2,511,621 307,964 (163,158) 30,211	\$ 52,158 4,907 (2,616)	\$ 533,539 60,012 (11,770) (170)	\$ 226,092 15,622 (23,451) 2,813	\$ 442,698 317,330 (3,494) (33,437)	\$ 7,513,102 832,016 (273,130)
investment properties Effect of foreign	(101,505)	(74,486)	-	-	-	-	-	-	(175,991)
currency exchange differences	(3,183)	(14,115)	(50,657)	(60,377)	(1,064)	(12,597)	(2,086)	(12,263)	(156,342)
Balance at June 30, 2015	<u>\$ 421,950</u>	<u>\$ 676,617</u>	\$ 2,462,604	<u>\$ 2,626,261</u>	<u>\$ 53,385</u>	<u>\$ 569,014</u>	<u>\$ 218,990</u>	<u>\$ 710,834</u>	<u>\$ 7,739,655</u>
Accumulated depreciation and impairment									
Balance at January 1, 2015 Depreciation expense Disposals Reclassified Transferred to investment	\$ - - - -	\$ 100,892 19,187 (2,057)	\$ 1,040,730 199,199 (50,395) (195)	\$ 1,031,079 219,474 (73,352)	\$ 29,075 4,821 (914)	\$ 293,231 65,859 (9,319) (12)	\$ 95,869 19,812 (9,897) 207	\$ - - - -	\$ 2,590,876 528,352 (145,934)
properties Effect of foreign	-	(1,492)	-	-	-	-	-	-	(1,492)
currency exchange differences		(1,521)	(22,195)	(25,312)	(589)	(7,073)	(814)		(57,504)
Balance at June 30, 2015	<u>\$ -</u>	<u>\$ 115,009</u>	<u>\$ 1,167,144</u>	<u>\$ 1,151,889</u>	\$ 32,393	\$ 342,686	\$ 105,177	<u>\$</u>	\$ 2,914,298
Carrying amounts at January 1, 2015 Carrying amounts at	\$ 526,638	<u>\$ 665,978</u>	<u>\$ 1,412,756</u>	<u>\$ 1,480,542</u>	<u>\$ 23,083</u>	\$ 240,308	<u>\$ 130,223</u>	\$ 442,698	\$ 4,922,226
June 30, 2015	<u>\$ 421,950</u>	\$ 561,608	<u>\$ 1,295,460</u>	<u>\$ 1,474,372</u>	\$ 20,992	<u>\$ 226,328</u>	<u>\$ 113,813</u>	\$ 710,834 (Co	\$ 4,825,357 oncluded)

The above items of property, plant and equipment were depreciated on a straight-line basis over the estimated useful life of the asset:

Building	
Main buildings	20-39 years
Power system engineering	11 years
Furnishing	3-20 years
Machinery and equipment	1-20 years
Leasehold improvements	1-41 years
Transportation equipment	1-15 years
Office equipment	1-11 years
Other equipment	1-11 years

Property, plant and equipment pledged as collateral for bank borrowings were set out in Note 29.

14. INVESTMENT PROPERTIES

	Completed Investment Property
Cost	
Balance at January 1, 2015 Transferred from property, plant and equipment	\$ -
Balance at June 30, 2015	<u>\$ 175,991</u> (Continued)

Accumulated depreciation and impairment	Completed Investment Property
Balance at January 1, 2015 Transferred from property, plant and equipment	\$ - (1,492)
Balance at June 30, 2015	<u>\$ (1,492)</u>
Carrying amounts at June 30, 2015	<u>\$ 174,499</u> (Concluded)

The investment properties were depreciated using the straight-line method over their estimated useful lives as follows:

Main buildings 49 years

The management of the Group had used the valuation model that market participants would use in determining the fair value. The valuation was arrived at by reference to market evidence of transaction prices for similar properties. The appraisal of fair value was as follows.

June 30, 2015

\$\frac{\$185,907}{}\$

The investment properties pledged as collateral for bank borrowing were set out in Note 29.

15. OTHER ASSETS

		December 31,	
	June 30, 2015	2014	June 30, 2014
Current	,		,
Prepaid rental	\$ 217,137	\$ 205,603	\$ 225,163
Prepayments	36,872	69,333	68,944
Offset against business tax payable	25,232	47,329	55,783
Other prepayments	51,208	38,824	45,275
Others	13,212	12,616	11,588
	<u>\$ 343,661</u>	<u>\$ 373,705</u>	\$ 406,753
Noncurrent			
Prepaid equipment	\$ 361,769	\$ 297,939	\$ 120,063
Refundable deposits	514,964	545,718	440,459
Long-term prepayments for lease	67,554	63,616	60,741
Others	<u>21,234</u>	10,132	2,835
	<u>\$ 965,521</u>	<u>\$ 917,405</u>	<u>\$ 624,098</u>

- a. Prepaid rental is due to store lease arrangement.
- b. Prepaid equipment is due to purchasing new equipment for factory.

- c. Refundable deposits are for rental of stores and factories.
- d. Long-term prepayments for lease are land use right in China.

16. BORROWINGS

Long-term Borrowings

	June 30, 2015	December 31, 2014	June 30, 2014
Secured borrowings (Note 27)			
Bank loans Less: Current portion	\$ 977,488 (42,325)	\$ 15,780 (934)	\$ - -
Long-term borrowings	<u>\$ 935,163</u>	<u>\$ 14,846</u>	<u>\$</u>

Long-term borrowings were as follows:

	Borrowing Content	June 30, 2015	December 31, 2014	June 30, 2014
Borrowings at floating rate:				
NT secured bank loan	Maturity date: January 28, 2020 Repayment term: Repayable in quarterly installments from January 2015	\$ 83,600	\$ -	\$ -
	Maturity date: January 28, 2018 Repayment program: Repayable in quarterly installments from January, 2016	88,000	-	-
US secured bank loan	Maturity date: December 16, 2019 Repayment term: Repayable in quarterly installments from December 2015	15,412	15,780	-
	Maturity date: January 14, 2018 Repayment term: Due for repayment	456,044	-	-
	Maturity date: January 12, 2018 Repayment term: Due for repayment	334,432	-	-
Less: Current portion		(42,325)	(934)	
		<u>\$ 935,163</u>	<u>\$ 14,846</u>	<u>\$</u>

The range of weighted average effective interest rate on bank loans was 1.35%-1.80% and 1.70% per annum as of June 30, 2015 and December 31, 2014, respectively.

17. TRADE PAYABLES

The average credit period on purchases of certain goods was 45 days. The Group has financial risk management policies in place to ensure that all payables are paid within the pre-agreed credit terms.

18. OTHER LIABILITIES

<u>Current</u>	June 30, 2015	December 31, 2014	June 30, 2014
Other payables Payable for equipment suppliers Payable for salaries and bonus Utilities Insurance Rent payable Payable for dividends Others (shipping expense and repairing expense, etc.)	\$ 122,215 390,767 95,538 52,278 60,512 169,344 339,039 \$ 1,229,693	\$ 151,142 460,869 91,127 58,194 38,308 - 371,552 \$ 1,171,192	\$ 142,463 361,914 92,674 48,221 45,852 183,456 319,792 \$ 1,194,372
Other liabilities Receipts in advance Advance construction receipts Others	\$ 585,176 53,116 23,908 \$ 662,200	\$ 641,974 - - - - - - - - - - - - - - - - - - -	\$ 492,829
Noncurrent Decommission restoration and rehabilitation provision Guarantee deposits received	\$ 53,264 66,667	\$ 56,726 67,923	\$ 32,870 54,745
	<u>\$ 119,931</u>	<u>\$ 124,649</u>	<u>\$ 87,615</u>

Receipts in advance are mainly gift vouchers which have been issued but not have been redeemed yet.

19. EQUITY

a. Share capital

Ordinary shares

	June 30, 2015	December 31, 2014	June 30, 2014
Number of shares authorized (in thousands) Shares authorized Number of shares issued and fully paid (in	<u>850,000</u>	850,000	<u>850,000</u>
	<u>\$ 8,500,000</u>	8 8,500,000	<u>\$ 8,500,000</u>
thousands)	<u>141,120</u>	<u>141,120</u>	141,120
Shares issued	<u>\$ 1,411,200</u>	<u>\$ 1,411,200</u>	\$ 1,411,200

b. Capital surplus

The capital surplus from shares issued in excess of par (including additional paid-in capital from issuance of common shares) may be used to offset a deficit; in addition, when the Company has no deficit, such capital surplus may be distributed as cash dividends or transferred to capital (limited to a certain percentage of the Company's capital surplus and once a year).

The capital surplus from long-term investments, employee stock options and conversion options may not be used for any purpose.

c. Retained earnings and dividend policy

The Company's Articles of Incorporation provide that reserve should be set aside at 10% of annual net income less any accumulated losses. In addition, a special reserve should be appropriated as needed. The remainder of the income should be appropriated in the following order:

- a. 3% or less as bonus to employees (including subsidiaries' employees);
- b. 1% or less as remuneration to directors and supervisors; and
- c. The earnings appropriated should not be less than 30% of the after-tax earnings. And the cash dividends should not be less than 10% of the sum of cash dividends and stock dividends.

In accordance with the amendments to the Company Act in May 2015, the recipients of dividends and bonuses are limited to shareholders and do not include employees. Because the Company is incorporated in Cayman Islands, the Company Act of the Republic of China is not applicable to the Company. The Company is uncertain about making proposals for consequential amendments to the Company's Articles of Incorporation in the 2016 annual shareholders' meeting. For information about the accrual basis of the employee remuneration and remuneration to directors and supervisors for the six months ended June 30, 2015 and 2014, and the actual appropriations for the years ended December 31, 2014 and 2013, please refer to Note 21 employee benefits expense.

Under Rule No. 1010012865 and Rule No. 1010047490 issued by the FSC and the directive titled "Questions and Answers for Special Reserves Appropriated Following Adoption of IFRSs", the Company should appropriate or reverse to a special reserve. Any special reserve appropriated may be reversed to the extent that the net debit balance reverses and thereafter distributed.

The appropriations of earnings for 2014 and 2013 have been approved in the shareholders' meeting on June 9, 2015 and June 6, 2014, respectively, were as follows:

	Appropriatio	n of Earnings		s Per Share (T\$)
		For the Year Ended December 31		Year Ended nber 31
	2014	2013	2014	2013
Reserve Cash dividends	\$ 52,751 169,344	\$ 57,403 183,456	\$ - 1.2	\$ - 1.3

20. REVENUE

		For the Three Months Ended June 30		Ionths Ended e 30
	2015	2014	2015	2014
Revenue from the sale of goods	<u>\$ 4,743,880</u>	<u>\$ 4,123,428</u>	\$ 9,519,576	<u>\$ 8,342,216</u>
21. NET PROFIT				
a. Other income				
		Months Ended		Ionths Ended e 30
	2015	2014	2015	2014
Interest income Income from government	\$ 8,577	\$ 10,198	\$ 14,124	\$ 14,748
grants Others	17,702 35,146	2,527 18,728	17,702 47,375	23,313 30,623
	<u>\$ 61,425</u>	<u>\$ 31,453</u>	<u>\$ 79,201</u>	<u>\$ 68,684</u>
b. Other gains and losses				
		Months Ended		Ionths Ended e 30
	2015	2014	2015	2014
Net foreign exchange losses Loss on disposal of property,	\$ (3,999)	\$ (4,014)	\$ (2,879)	\$ (301)
plant and equipment Others	(55,172) (61,898)	(17,163) (10,717)	(97,292) (90,328)	(35,191) (19,922)
	<u>\$ (121,069</u>)	<u>\$ (31,894)</u>	<u>\$ (190,499</u>)	<u>\$ (55,414)</u>
c. Finance costs				
		Months Ended		Ionths Ended e 30
	2015	2014	2015	2014
Interest on bank loans Less: Amounts included in	\$ 3,722	\$ -	\$ 5,533	\$ -
the cost of qualifying assets	<u>(4,168</u>)		<u>(4,168</u>)	

<u>\$ (446)</u>

<u>\$ 1,365</u>

<u>\$ -</u>

Information about capitalized interest was as follows:

		For the Three Months Ended June 30		For the Six Months Ended June 30		
		2015	2014	2015	2014	
	Capitalized interest Capitalization rate	\$ 4,168 1.26%-1.44%	\$ - -	\$ 4,168 1.15%-1.44%	\$ - -	
d.	Depreciation and amortization					
		For the Three I		For the Six M		
		2015	2014	2015	2014	
	Property, plant and equipment Intangible assets	\$ 260,369 6,680	\$ 214,501 5,414	\$ 528,352 12,776	\$ 426,505 	
		<u>\$ 267,049</u>	<u>\$ 219,915</u>	<u>\$ 541,128</u>	<u>\$ 436,984</u>	
	An analysis of depreciation by function					
	Operating costs Operating expenses	\$ 42,447 <u>217,922</u>	\$ 38,291 176,210	\$ 84,863 443,489	\$ 78,789 <u>347,716</u>	
		\$ 260,369	<u>\$ 214,501</u>	\$ 528,352	<u>\$ 426,505</u>	
	An analysis of amortization by function Selling and marketing expenses	\$ 2,134	\$ 616	\$ 2,455	\$ 1,375	
	General and administrative	4,546				
	expenses		4,798	10,321	9,104	
		<u>\$ 6,680</u>	<u>\$ 5,414</u>	<u>\$ 12,776</u>	<u>\$ 10,479</u>	
e.	Employee benefits expense					
		For the Three I		For the Six M Jun		
		2015	2014	2015	2014	
	Post-employment benefits Defined contribution plans Other employee benefits	\$ 10,361 	\$ 9,463 	\$ 21,794 	\$ 19,026 	
		<u>\$ 1,204,472</u>	<u>\$ 1,117,845</u>	<u>\$ 2,458,321</u>	\$ 2,215,927	
	An analysis of employee benefits expense by function Operating costs Operating expenses	\$ 166,080 1,038,392 \$ 1,204,472	\$ 127,317 990,528 \$ 1,117,845	\$ 333,479 2,124,842 \$ 2,458,321	\$ 245,134 1,970,793 \$ 2,215,927	

For the six months ended June 30, 2015 and 2014, the bonus to employees and the remuneration to directors and supervisors was \$0 thousand.

Material differences between such estimated amounts and the amounts proposed by the board of directors on or before the annual consolidated financial statements are authorized for issue are adjusted in the year the bonus and remuneration were recognized. If there is a change in the proposed amounts after the annual consolidated financial statements are authorized for issue, the differences are recorded as a change in accounting estimate.

There was no bonus to employees and remuneration to directors and supervisors for 2014 and 2013. And they have been approved in the shareholders' meeting on June 9, 2015 and June 6, 2014, respectively.

There was no difference between the amounts of the bonus to employees and the remuneration to directors and supervisors approved in the shareholders' meetings on June 9, 2015, and June 6, 2014, and the amounts recognized in the financial statements for the years ended December 31, 2014 and 2013.

Information on the bonus to employees, directors and supervisors proposed by the Company's board of directors is available on the Market Observation Post System website of the Taiwan Stock Exchange.

22. INCOME TAX

a. Income tax recognized in profit or loss

The major components of tax expense were as follows:

	For the Three Months Ended June 30		For the Six Months Ended June 30	
	2015	2014	2015	2014
Current tax				
In respect of the current				
period	\$ 139,954	\$ 68,805	\$ 208,499	\$ 176,093
Adjustments for prior period	1,004	(1,455)	1,004	(1,455)
	140,958	67,350	209,503	174,638
Deferred tax				
In respect of the current				
period	(38,887)	(2,874)	(35,365)	2,616
Income tax expense recognized	ф. 10 2 0 7 1	ф <i>СА 47</i> .6	e 174 120	Ф 177 2 54
in profit or loss	<u>\$ 102,071</u>	<u>\$ 64,476</u>	<u>\$ 174,138</u>	<u>\$ 177,254</u>

b. Income tax assessment

The income tax returns through 2012, 2013 and 2013 of Comestibles Master Co., Ltd., Mei Wei Master Co., Ltd. and Mei Wei Fu Xing, except for the Company which is tax-free, have been assessed by the tax authorities in R.O.C. The other companies have been examined their tax returns by according to local law.

23. EARNINGS PER SHARE

Unit: NT\$ Per Share

	For the Three Months Ended June 30		For the Six Months Ended June 30	
	2015	2014	2015	2014
Basic earnings per share From continuing operations	<u>\$ 1.32</u>	<u>\$ 0.06</u>	<u>\$ 2.66</u>	<u>\$ 1.36</u>

The earnings and weighted average number of ordinary shares outstanding in the computation of earnings per share were as follows:

Net Profit for the Period

	For the Three Months Ended June 30		For the Six Months Ended June 30	
	2015	2014	2015	2014
Earnings used in computation of basic earnings per share	<u>\$ 185,635</u>	<u>\$ 8,597</u>	<u>\$ 374,926</u>	<u>\$ 191,423</u>

Weighted Average Number of Ordinary Shares Outstanding (In Thousand Shares)

	For the Three Months Ended June 30		For the Six Months Ended June 30	
	2015	2014	2015	2014
Weighted average number of ordinary shares used in computation of basic earnings	141 120	141 120	141 120	141 120
per share	<u> 141,120</u>	<u>141,120</u>	<u>141,120</u>	<u>141,120</u>

24. GOVERNMENT GRANTS

The amounts of project subsidies and incentives received for the three months and the six months ended June 30, 2015 and 2014 were \$17,702 thousand, \$2,527 thousand, \$17,702 thousand and \$23,313 thousand, respectively. The government grants were recognized in non-operating income and expenses - other income in the consolidated statements of comprehensive income.

25. NON-CASH TRANSACTIONS

For the six months ended June 30, 2015 and 2014, the Group entered into the following non-cash investing activities which were not reflected in the consolidated statement of cash flows:

- a. The Group acquired property, plant and equipment with an aggregate fair value of \$832,016 thousand, of which amount \$188,021 thousand was reclassified from prepaid equipment and paid other payables in the amount of \$28,927 thousand. Net cash used in acquiring property, plant and equipment was \$672,922 thousand in the six months ended June 30, 2015. (Please refer to Note 13).
- b. The Group acquired property, plant and equipment with an aggregate fair value of \$805,870 thousand, \$20,376 thousand was recognized as other payables. Net cash used in acquiring property, plant and equipment was \$785,494 thousand in the six months ended June 30, 2014. (Please refer to Note 13).

c. The cash dividends approved the shareholders' meetings were not yet distributed as of June 30, 2015 and 2014, respectively. (Please refer to Notes 18 and 19).

26. OPERATING LEASE ARRANGEMENTS

Operating leases relate to leases of store and plant with lease terms between 1 and 10 years. All operating lease contracts over 5 years contain clauses for 1 to 5 years market rental reviews. The Group does not have a bargain purchase option to acquire the leased property and plant at the expiration of the lease periods.

The future minimum lease payments of non-cancellable operating lease commitments were as follows:

		December 31,	
	June 30, 2015	2014	June 30, 2014
Not later than 1 year	\$ 1,875,171	\$ 1,845,335	\$ 1,520,609
Later than 1 year and not later than 5 years	4,318,904	4,463,857	3,458,794
Later than 5 years	752,746	998,484	620,228
	<u>\$ 6,946,821</u>	<u>\$ 7,307,676</u>	\$ 5,599,631

27. FINANCIAL INSTRUMENTS

a. Fair value of financial instruments not carried at fair value

The management considers that carrying amounts of financial assets and financial liabilities were recognized in the consolidated financial statements as approximate amounts of their fair values.

b. Categories of financial instruments

	June 30, 2015	December 31, 2014	June 30, 2014
Financial assets			
Loans and receivables (Note 1) Held-to maturity investments (Note 3)	\$ 3,711,119 31,687	\$ 2,851,892	\$ 2,811,029
Financial liabilities			
Amortized cost (Note 2)	2,645,635	1,720,118	1,584,061

- Note 1: The balances included loans and receivables measured at amortized cost, which comprise cash and cash equivalents, debt investments with no active market, notes receivable, trade and other receivables
- Note 2: The balances included financial liabilities measured at amortized cost, which comprise, notes payable, trade and other payables, and long-term borrowings.
- Note 3: The balances included bank debentures investments.

c. Financial risk management objectives and policies

The Group's major financial instruments included equity, debt investments, trade receivables, trade payables and borrowings. The Group's Corporate Treasury function provides services to the business, coordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Group through internal risk reports which analyze exposures by degree and magnitude of risks. These risks include market risk (including currency risk and interest rate risk), credit risk and liquidity risk.

1) Market risk

The Group's activities exposed it primarily to the financial risks of changes in foreign currency exchange rates (see (a) below) and interest rates (see (b) below).

a) Foreign currency risk

The Group had foreign currency deposits and borrowings, which exposed the Group to foreign currency risk.

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities (including those eliminated on consolidation) at the end of the reporting period are set out in Note 31.

Sensitivity analysis

The Group was mainly exposed to the U.S. dollars.

The following table details the Group's sensitivity to a 1% increase and decrease in Renminbi (the functional currency) against the relevant foreign currencies. The sensitivity analysis included only outstanding foreign currency denominated monetary items and adjusts their translation at the end of the reporting period for a 1% change in foreign currency rates. A positive number below indicates an increase in pre-tax profit associated with Renminbi weaken 1% against the relevant currency. For a 1% strengthening of Renminbi against the relevant currency, there would be an equal and opposite impact on pre-tax profit and the balances below would be negative.

U.S. Dollar	rs Impact
For the Six M	onths Ended
June	e 30
2015	2014
\$ (1,193)	\$ 3,267*

* This was mainly attributable to the exposure outstanding on U.S. dollars receivables and cash in bank, which were not hedged at the end of the reporting period.

b) Interest rate risk

The Group was exposed to interest rate risk because entities in the Group borrowed funds at floating interest rates.

The carrying amount of the Group's financial liabilities with exposure to interest rates at the end of the reporting period were as follows.

		December 31,	
	June 30, 2015	2014	June 30, 2014
Cash flow interest rate risk	¢ 077.400	¢ 15.700	¢
Financial liabilities	\$ 977,488	\$ 15,780	\$ -

Sensitivity analysis

The sensitivity analyses below were determined based on the Group's exposure to interest rates for non-derivative instruments at the end of the reporting period. For floating rate liabilities, the analysis was prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 1% basis point increase or decrease was used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 1% basis points higher/lower and all other variables were held constant, the Group's pre-tax profit for the six months ended June 30, 2015 and 2014 would decrease/increase by \$4,887 thousand and \$0 thousand, respectively, which was mainly attributable to the Group's variable-rate bank borrowings.

The Group's sensitivity to interest rates increased during the current period mainly due to the increase in variable rate debt instruments.

2) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. As at the end of the reporting period, the Group's maximum exposure to credit risk which will cause a financial loss to the Group due to failure of counterparties to discharge an obligation and financial guarantees provided by the Group could arise from the carrying amount of the respective recognized financial assets as stated in the balance sheets.

Most of the Group's counterparties were franchisees traded for a long-term, and the Group monitored trade receivables from franchisees continuously. So impairment loss recognized on trade receivables was not significant. Trade receivables was consisted of a large number of customers and spread across diverse industries between geographical locations. The Group assessed no the concentration of credit risk was observed.

The concentration of credit risk with counterparties did not exceed 10 percent of gross monetary assets at any time during the six months ended 2015 and 2014.

Because counterparties of liquidity were the banks monitored by regulators in the People's Republic of China and Republic of China, the credit risk was limited.

3) Liquidity risk

The Group manages liquidity risk by monitoring and maintaining a level of cash and cash equivalents deemed adequate to finance the Group's operations and mitigate the effects of fluctuations in cash flows. In addition, management monitors the utilization of bank borrowings and ensures compliance with loan covenants.

The Group relies on bank borrowings as a significant source of liquidity. As of June 30, 2015, December 31, 2014 and June 30, 2014, the Group had available unutilized bank loan facilities set out in below.

	June 30, 2015	December 31, 2014	June 30, 2014
Unsecured bank loan facility: Amount used Amount unused	\$ - -	\$ - -	\$ - -
	<u>\$</u>	<u>\$</u>	<u>\$</u>
Secured bank loan facility: Amount used Amount unused	\$ 977,488 823,424	\$ 15,780 634,220	\$ - -
	<u>\$ 1,800,912</u>	<u>\$ 650,000</u>	<u>\$ -</u>

28. TRANSACTIONS WITH RELATED PARTIES

Balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation and are not disclosed in this note. Besides as disclosed elsewhere in other notes, details of transactions between the Group and other related parties are disclosed below:

a. Sales of goods

	Related Parties	For the Three Months Ended June 30			For t	he Six M Jun		Ended	
Account Items	Categories	20	15	2	2014	20	15	2	2014
Sales of goods	Joint ventures Associates	\$	- -	\$	1,196 9	\$	- -	\$	6,868 44
		\$	<u> </u>	\$	1,205	\$	<u> </u>	\$	6,912

There is no significant difference between sales to related parties and sales to other customers.

b. Purchases of goods

		Months Ended e 30	For the Six Months Ended June 30	
Related Parties Categories	2015	2014	2015	2014
Related party	<u>\$ 18,756</u>	<u>\$ 24,469</u>	<u>\$ 42,157</u>	<u>\$ 53,667</u>

The purchases price is 65% of the sale price, and paid 30 days date of purchases.

c. Receivables from related parties (excluding loans to related parties)

Line Items	Related Party Categories	June 30, 2015	December 31, 2014	June 30, 2014
Trade receivables	Joint ventures Associates	\$ - -	\$ - <u>37</u>	\$ 1,000 <u>25</u>
		<u>\$ -</u>	<u>\$ 37</u>	<u>\$ 1,025</u>
Other receivables	Joint ventures Associates	\$ - 455	\$ - <u>745</u>	\$ 970 530
		<u>\$ 455</u>	<u>\$ 745</u>	<u>\$ 1,500</u>

The outstanding trade receivables from related parties are unsecured. For the six months ended June 30, 2015 and 2014, no impairment loss was recognized for trade receivables from related parties.

d. Other transactions with related parties

The Group performed technical services for joint ventures and associates. For the three months and the six months ended June 30, 2015 and 2014, other income amounted to \$646 thousand, \$1,921 thousand, \$1,730 thousand and \$3,867 thousand, respectively.

e. Compensation of key management personnel

	_	Months Ended e 30	For the Six Months Ended June 30	
	2015	2014	2015	2014
Short-term employee benefits	<u>\$ 2,829</u>	<u>\$ 5,650</u>	<u>\$ 8,348</u>	<u>\$ 11,559</u>

The remuneration of directors and key executives was determined by the remuneration committee having regard to the performance of individuals and market trends.

29. ASSETS PLEDGED AS COLLATERAL OR FOR SECURITY

The following assets were provided as collaterals for bank borrowings and other contracts:

		December 31,	
	June 30, 2015	2014	June 30, 2014
Property, plant and equipment			
Land	\$ 293,761	\$ 293,761	\$ 202,305
Buildings	22,197	69,835	13,234
Bond investments with no active market			
Restiricted bank deposits	103,864	50,920	181,134
Investment properties	62,595	_	
	<u>\$ 482,417</u>	<u>\$ 414,516</u>	<u>\$ 396,673</u>

30. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNIZED COMMITMENTS

In addition to those disclosed in other notes, significant commitments and contingencies of the Group as of June 30, 2015, December 31, 2014 and June 30, 2014 were as follows:

Significant Commitments

- a. As of June 30, 2015, December 31, 2014 and June 30, 2014, unused letters of credit for purchases of raw materials and machinery and equipment amounted to approximately US\$5,970 thousand, US\$4,000 thousand and US\$2,000 thousand, respectively.
- b. Unrecognized commitments are as follows:

	June 30, 2015	December 31, 2014	June 30, 2014
Acquisition of property, plant and equipment	<u>\$ 416,067</u>	\$ 671,290	\$ 373,626

31. SIGNIFICANT ASSETS AND LIABILITIES DENOMINATED IN FOREIGN CURRENCIES

The following information was aggregated by the foreign currencies other than functional currencies of the group entities and the exchange rates between foreign currencies and respective functional currencies were disclosed. The significant assets and liabilities denominated in foreign currencies were as follows:

June 30, 2015

	Foreign Currencies	Exchange Rate	Carrying Amount
Financial assets			
Monetary items USD USD HKD NTD	\$ 14,430 10,744 3,013 142,599	6.1136 (USD:RMB) 30.4029 (USD:NTD) 3.9800 (HKD:RMB) 0.2011 (HKD:RMB)	\$ 438,716 326,662 11,992 142,599
Financial liabilities			
Monetary items USD	29,099	6.1136 (USD:RMB)	884,696
<u>December 31, 2014</u>			
	Foreign Currencies	Exchange Rate	Carrying Amount
<u>Financial assets</u>			
Monetary items USD USD	\$ 1,233 9,411	6.1190 (USD:RMB) 31.1579 (USD:NTD)	\$ 38,432 293,248

June 30, 2014

	Foreign Currencies	Exchange Rate	Carrying Amount
Financial assets			
Monetary items USD	\$ 1,596	6.1528 (USD:RMB)	\$ 47,236
USD	9,411	29.6011 (USD:NTD)	279,488

The Group is mainly exposed to USD. The following information was aggregated by the functional currencies of the group entities, and the exchange rates between respective functional currencies and the presentation currency were disclosed. The significant (realized and unrealized) foreign exchange gains (losses) were as follows:

	For the three Months Ended June 30					
	2015	5	2014			
Foreign Currencies	Exchange Rate	Net Foreign Exchange Gain (Loss)	Exchange Rate	Net Foreign Exchange Gain (Loss)		
USD	30.649 (USD:NTD)	\$ (478)	30.151 (USD:NTD)	\$ (275)		
NTD	1 (NTD:NTD)	(6,659)	1 (NTD:NTD)	(5,388)		
RMB	5.002 (RMB:NTD)	3,117	4.910 (RMB:NTD)	1,553		
HKD	4.004 (HKD:NTD)	(15)	3.926 (HKD:NTD)	(46)		
AUD	25.626 (AUD:NTD)	36	27.856 (AUD:NTD)	142		
		<u>\$ (3,999)</u>		<u>\$ (4,014)</u>		

	For the Six Months Ended June 30					
	2015		2014			
Foreign Currencies	Exchange Rate	Net Foreign Exchange Gain (Loss)	Exchange Rate	Net Foreign Exchange Gain (Loss)		
USD	30.649 (USD:NTD)	\$ (648)	30.151 (USD:NTD)	\$ 11		
NTD	1 (NTD:NTD)	(7,822)	1 (NTD:NTD)	(2,348)		
RMB	5.002 (RMB:NTD)	5,679	4.910 (RMB:NTD)	1,797		
HKD	4.004 (HKD:NTD)	63	3.926 (HKD:NTD)	(32)		
AUD	25.626 (AUD:NTD)	(151)	27.856 (AUD:NTD)	271		
		<u>\$ (2,879)</u>		<u>\$ (301)</u>		

32. SEPARATELY DISCLOSED ITEMS

- a. Information about significant transactions and investees:
 - 1) Financings provided to others. (Table 1)
 - 2) Endorsements/guarantees provided. (Table 2)
 - 3) Marketable securities held (excluding investment in subsidiaries, associates and joint controlled entities). (Table 3)

- 4) Marketable securities acquired and disposed of at costs or prices of at least NT\$300 million or 20% of the paid-in capital. (None)
- 5) Acquisition of individual real estate at costs of at least NT\$300 million or 20% of the paid-in capital. (None)
- 6) Disposal of individual real estate at prices of at least NT\$300 million or 20% of the paid-in capital. (None)
- 7) Total purchases from or sales to related parties amounting to at least NT\$100 million or 20% of the paid-in capital. (Table 4)
- 8) Receivables from related parties amounting to at least NT\$100 million or 20% of the paid-in capital. (Table 5)
- 9) Trading in derivative instruments. (None)
- 10) Intercompany relationships and significant intercompany transactions. (Table 6)
- 11) Information on investees. (Table 7)
- b. Information on investments in mainland China
 - 1) Information on any investee company in mainland China, showing the name, principal business activities, paid-in capital, method of investment, inward and outward remittance of funds, ownership percentage, net income of investees, investment income or loss, carrying amount of the investment at the end of the period, repatriations of investment income, and limit on the amount of investment in the Mainland China area. (Table 8)
 - 2) Any of the following significant transactions with investee companies in mainland China, either directly or indirectly through a third party, and their prices, payment terms, and unrealized gains or losses: (None)
 - a) The amount and percentage of purchases and the balance and percentage of the related payables at the end of the period.
 - b) The amount and percentage of sales and the balance and percentage of the related receivables at the end of the period.
 - c) The amount of property transactions and the amount of the resultant gains or losses.
 - d) The balance of negotiable instrument endorsements or guarantees or pledges of collateral at the end of the period and the purposes.
 - e) The highest balance, the end of period balance, the interest rate range, and total current period interest with respect to financing of funds.
 - f) Other transactions that have a material effect on the profit or loss for the period or on the financial position, such as the rendering or receiving of services.

33. SEGMENT INFORMATION

Information reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided. The Group's principal geographical areas are China, Taiwan and the United Stated (USA).

a. Revenue from major products and services

The following is an analysis of the Group's revenue from continuing operations categorized by major products and services:

	For the Three I June		For the Six M Jun	Ionths Ended e 30
	2015	2014	2015	2014
Beverages Cake Bread Other	\$ 1,493,732 1,540,276 1,694,488 	\$ 1,128,756 1,386,849 1,596,717 11,106	\$ 2,928,039 3,214,105 3,355,169 22,263	\$ 2,222,919 2,915,374 3,184,368 19,555
	<u>\$ 4,743,880</u>	\$ 4,123,428	<u>\$ 9,519,576</u>	\$ 8,342,216

b. Geographical information

The Group's revenue from continuing operations from external customers by location of operations are detailed below:

	Revenue fro Custo	
	For the Six M Jun	
	2015	2014
China	\$ 6,741,103	\$ 5,900,568
Taiwan	1,542,087	1,522,540
USA	1,045,901	844,171
Others	<u>190,485</u>	74,937
	<u>\$ 9,519,576</u>	<u>\$ 8,342,216</u>

c. Significant customer information

The consolidated company has no client that its revenue is over 10% of the income statement for the six months ended June 30, 2015 and 2014.

FINANCING PROVIDED TO OTHERS FOR THE SIX MONTHS ENDED JUNE 30, 2015 (In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

					Highant		Antoni			D	D for	Allowance for	Colla	ateral	Financing	A	T
No.	Lender	Borrower	Financial Statement Account	Related Parties	Highest Balance for the Period	Ending Balance	Actual Borrowing Amount	Interest Rate	Nature of Financing	Business Transaction Amounts	Reasons for Short-term Financing	Impairment Loss	Item	Value	Limit for Each Borrower	Aggregate Financing Limits	Note
1		Sheng-Pin (Wuhan)	Other receivable -	Yes	\$ 49,730	\$ 49,730	\$ 49,730	3.75	For short-term	\$ -	Working	\$ -	-	\$ -	\$ 680,027	\$ 1,360,054	Note
	Food & Beverage Ltd.	Food Ltd.	related parties		(RMB 10,000)	(RMB 10,000)	(RMB 10,000)		financing		capital loan						
		Sheng-Pin (Shanghai)	Other receivable -	Yes	74,595	74,595	74,595	3.75	For short-term	-	Working	-	-	-	680,027	1,360,054	Note
		Food Ltd. 85 Degree (Jiangsu)	related parties Other receivable -	Yes	(RMB 15,000) 99,460	(RMB 15,000) 99,460	(RMB 15,000)	3.75	financing For short-term		capital loan Working				680,027	1,360,054	Note
		Food Ltd.	related parties	ies	(RMB 20,000)	(RMB 20,000)	-	3.73	financing	-	capital loan	-	-	-	080,027	1,300,034	Note
2	He-Shia Food & Beverage	Beijing 85 Food &	Other receivable -	Yes	124,325	-	-	3.75	For short-term	-	Working	-	-	-	680,027	1,360,054	Note
	Ltd.	Beverage Ltd.	related parties		(RMB 25,000)				financing		capital loan						
		Zhejiang 85 Food &	Other receivable -	Yes	99,460	-	-	3.75	For short-term	-	Working	-	-	-	680,027	1,360,054	Note
		Beverage Ltd.	related parties		(RMB 20,000)	74.505	74.505	2.75	financing		capital loan					1260051	
		Shenyang 85 Food &	Other receivable -	Yes	74,595 (RMB 15,000)	74,595 (RMB 15,000)	74,595 (RMB 15,000)	3.75	For short-term	-	Working	-	-	-	680,027	1,360,054	Note
		Beverage Ltd. Sheng-Pin (Beijing)	related parties Other receivable -	Yes	74,595	74,595	74,595	3.75	financing For short-term		capital loan				680,027	1,360,054	Note
		Food Ltd.	related parties	i es	(RMB 15,000)	(RMB 15,000)	(RMB 15,000)	3.73	financing	_	Working capital loan	-	-	-	080,027	1,300,034	Note
3	He-Shia (Nanjing) Food	Sheng-Pin (Xiamen)	Other receivable -	Yes	99,460	49,730	49,730	3.75	For short-term	-	Working	-	-	-	680,027	1,360,054	Note
	& Beverage Ltd.	Food Ltd.	related parties		(RMB 20,000)	(RMB 10,000)	(RMB 10,000)		financing		capital loan						
		Shenzheng 85 Food &		Yes	99,460	99,460	99,460	3.75	For short-term	-	Working	-	-	-	680,027	1,360,054	Note
		Beverage Ltd.	related parties		(RMB 20,000)	(RMB 20,000)	(RMB 20,000)		financing		capital loan						
4	Comestibles Master Co.,	Mei Wei Master Co.,	Other receivable -	Yes	50,000	50,000	50,000	3.75	For short-term	-	Working	-	-	-	680,027	1,360,054	Note
	Ltd.	Ltd.	related parties						financing		capital loan						
		Mei Wei Master Co.,	Other receivable -	Yes	50,000	50,000	50,000	3.75	For short-term	-	Working	-	-	-	680,027	1,360,054	Note
		Ltd.	related parties	**	54.725			2.75	financing		capital loan				600 0 27	1 260 054	27.
		Perfect 85 Degrees C, Inc.	other receivable - related parties	Yes	54,725 (US\$ 1,800)	-	-	3.75	For short-term financing	-	Working capital loan	-	-	-	680,027	1,360,054	Note
		WinPin 85	Other receivable -	Yes	54,725		_	3.75	For short-term		Working				680,027	1,360,054	Note
		Investments, LLC	related parties	1 03	(US\$ 1,800)	_		3.73	financing	_	capital loan	· 1	-	_	080,027	1,300,034	Note
		Wincase Limited	Other receivable -	Yes	11,940	11,940	11,940	5.25	For short-term	_	Working	_	_	_	680,027	1,360,054	Note
			related parties		(HK\$ 3,000)	(HK\$ 3,000)	(HK\$ 3,000)		financing		capital loan				,	, ,	
		85 Degree Co., Ltd.	Other receivable -	Yes	50,000	50,000	50,000	3.75	For short-term	-	Working	-	-	-	680,027	1,360,054	Note
			related parties						financing		capital loan						
		Perfect 85 Degrees C,	Other receivable -	Yes	167,216	167,216	167,216	3.75	For short-term	-	Working	-	-	-	680,027	1,360,054	Note
		Inc.	related parties		(US\$ 5,500)	(US\$ 5,500)	(US\$ 5,500)		financing		capital loan						
5	Profit Sky International	Wincase Limited	Other receivable -	Yes	7,164	7,164	7,164	5.25	For short-term	-	Working	- 1	-	-	680,027	1,360,054	Note
	Limited		related parties		(HK\$ 1,800)	(HK\$ 1,800)	(HK\$ 1,800)		financing		capital loan						

Note: According to Gourmet Master Co. Ltd. financing provided procedure the limit of amount is calculated as follow:

 $6,800,271 \times 40\% = 2,720,108$ (in thousands).

a. The total amount for lending for a short-term period shall not exceed forty percent (40%) of the net worth of Gourmet Master Co. Ltd., which was reviewed by CPA. While subsidiaries whose voting shares are 100% owned directly or indirectly, by Gourmet Master Co. Ltd. are not subject to the above restrictions.

b. The total amount for lending to a company for a short-term period shall not exceed twenty percent (20%) of the net worth of Gourmet Master Co. Ltd., and the amount shall not exceed the amount of transaction.

 $6,800,271 \times 20\% = 1,360,054$ (in thousands).

- c. The total amount for lending to a company for funding for a short-term period shall not exceed \$6,800,271 (in thousands) x 20% = \$1,360,054 (in thousands) of the net worth of Gourmet Master Co. Ltd. The total amount for lending to a company for funding for a short-term period shall not exceed \$6,800,271 (in thousands) x 10% = \$680,027 (in thousands) of the net worth of Gourmet Master Co. Ltd.
- d. Transaction above is already written off in consolidated financial statements.

(Concluded)

ENDORSEMENTS/GUARANTEES PROVIDED FOR THE SIX MONTHS ENDED JUNE 30, 2015

(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

		Endorsee/Gu	arantee						Ratio of				Endorsement/	
No. (Note 1)	Endorser/Guarantor	Name	Relationship (Note 2)	Limits on Endorsement/ Guarantee Given on Behalf of Each Party (Note 3)	Maximum Amount Endorsed/Guar anteed During the Period	Outstanding Endorsement/ Guarantee at the End of the Period	Actual Borrowing Amount	Amount Endorsed/ Guaranteed by Collaterals	Accumulated Endorsement/ Guarantee to Net Equity in Latest Financial Statements (%)	Aggregate Endorsement/ Guarantee Limit (Note 3)	Endorsement/ Guarantee Given by Parent on Behalf of Subsidiaries	Endorsement/ Guarantee Given by Subsidiaries on Behalf of Parent	Guarantee Given on Rehalf of	Note
0	Gourmet Master Co. Ltd.	85 Degree (Jiangsu) Food Ltd.	c	\$ 1,360,054		\$ 1,155,310 (US\$ 38,000)	\$ 790,475 (US\$ 26,000)	\$ -	16.99	\$ 3,400,135	Yes	No	Yes	
1	He-Shia Food & Beverage Ltd.	Shanghai Gourmet Master Food & Beverage Ltd.	С	1,360,054	248,650 (RMB 50,000)	248,650 (RMB 50,000)	198,920 (RMB 40,000)	-	3.66	3,400,135	No	No	Yes	
2	Comestibles Master Co., Ltd.	Gourmet Master Co. Ltd. WinPin 85 Investment, LLC	d c	1,360,054 1,360,054	121,612 (US\$ 4,000) 182,417 (US\$ 6,000)	121,612 (US\$ 4,000) 182,417 (US\$ 6,000)	(US\$ 15,201 (US\$ 500)	164,066	1.79 2.68	3,400,135 3,400,135	No No	Yes No	No No	

Note 1: Number should be noted in number column.

- a. Number 0 represents issuer.
- b. Start from number 1 represents the order of the investee.

Note 2: Relationship information of endorser and endorsee should be noted.

- a. Trading partner.
- b. Majority owned subsidiary.
- c. The Company and subsidiary owns over fifty percent (50%) ownership of the investee company.
- d. A subsidiary jointly owned over fifty percent (50%) by the Company and the Company's directly-owned subsidiary.
- e. Guaranteed by the Company according to the construction contract.
- f. An investee company. The guarantees were provided based on the Company's proportionate share in the investee company.

Note 3: The limit of amount is calculated as follows:

- a. The total amount of guarantee shall not exceed fifty percent (50%) of net worth Gourmet Master Co. Ltd. $$6,800,271 \times 50\% = $3,400,135$ (in thousands).
- b. The total amount of the guarantee provided by Gourmet Master Co. Ltd. to any individual entity shall not exceed twenty percent (20%) of net worth of Gourmet Master Co. Ltd. \$6,800,271 × 20% = \$1,360,054 (in thousands).

MARKETABLE SECURITIES HELD

JUNE 30, 2015

(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

		Relationship with the						
Holding Company Name	Type and Name of Marketable Securities	Holding Company	Financial Statement Account	Shares	Carrying Amount	Percentage of Ownership	Fair Value	Note
· · · · · · · · · · · · · · · · · · ·	Bank debentures China Development Bank	NA	Hold-to-maturity financial assets	1	\$ 31,687	-	\$ 31,687	

TOTAL PURCHASES FROM OR SALES TO RELATED PARTIES AMOUNTING TO AT LEAST NT\$100 MILLION OR 20% OF THE PAID-IN CAPITAL FOR THE SIX MONTHS ENDED JUNE 30, 2015

(In Thousands of New Taiwan Dollars)

				Transa	ction Detail		Abnormal Transa	ction	Notes/Accou	nts Payable or Receiv	vable	
Buyer	Related Party	Relationship	Purchases/ Sales	Amount	% to Total	Payment Term	Unit Price	Payment Term	Account	Ending Balance	% to Total	Note
Comestibles Master Co., Ltd.	Mei Wei Master Co., Ltd.	Affiliated company	Sales	\$ 234,032	18	25 days	Based on the Group's transfer pricing policy	-	Trade receivables	\$ 35,429	19	Note
Jin Wei Industrial (Shanghai) Ltd.	Shanghai Gourmet Master Food & Beverage Ltd.	Parent company	Sales	567,929	23	60 days	Based on the Group's transfer pricing policy	-	Trade receivables	106,745	24	Note
	He-Shia Food & Beverage Ltd.	Affiliated company	Sales	234,747	9	60 days	Based on the Group's transfer pricing policy	-	Trade receivables	39,272	9	Note
	Beijing 85 Food & Beverage Ltd.	Affiliated company	Sales	196,214	8	60 days	Based on the Group's transfer pricing policy	-	Trade receivables	17,023	4	Note
	He-Shia (Nanjing) Food & Beverage Ltd.	Affiliated company	Sales	512,809	21	60 days	Based on the Group's transfer pricing policy	-	Trade receivables	90,703	20	Note
		Affiliated company	Sales	131,374	5	60 days	Based on the Group's transfer pricing policy	-	Trade receivables	25,972	6	Note
	Fuzhou 85 Food & Beverage	Affiliated company	Sales	172,516	7	60 days	Based on the Group's transfer pricing policy	-	Trade receivables	34,433	8	Note
	Xiamen 85 Food & Beverage Ltd.	Affiliated company	Sales	123,521	5	60 days	Based on the Group's transfer pricing policy	-	Trade receivables	28,346	6	Note
	Shenzheng 85 Food & Beverage Ltd.	Affiliated company	Sales	155,548	6	60 days	Based on the Group's transfer pricing policy	-	Trade receivables	31,802	7	Note
Sheng-Pin (Shanghai) Food Ltd.	Jin Wei Industrial (Shanghai) Ltd.	Affiliated company	Sales	264,781	98	60 days	Based on the Group's transfer pricing policy	-	Trade receivables	47,805	98	Note
Sheng-Pin (Hangzhou) Food Ltd.	Jin Wei Industrial (Shanghai) Ltd.	Affiliated company	Sales	221,651	100	60 days	Based on the Group's transfer pricing policy	-	Trade receivables	38,774	100	Note
Sheng-Pin (Jiangsu) Food Ltd.	Jin Wei Industrial (Shanghai) Ltd.	Affiliated company	Sales	222,953	100	60 days	Based on the Group's transfer pricing policy	-	Trade receivables	29,601	100	Note
Sheng-Pin (Xiamen) Food Ltd	. Jin Wei Industrial (Shanghai) Ltd.	Affiliated company	Sales	159,194	100	60 days	Based on the Group's transfer pricing policy	-	Trade receivables	29,054	100	Note
Sheng-Pin (Beijing) Food Ltd.	Jin Wei Industrial (Shanghai) Ltd.	Affiliated company	Sales	109,543	100	60 days	Based on the Group's transfer pricing policy	-	Trade receivables	19,359	100	Note
Perfect 85 Degrees C, Inc.	WinPin 85 Investments, LLC	Parent company	Sales	361,615	82	30 days	Based on the Group's transfer pricing policy	-	Trade receivables	48,645	94	Note

Note: Transaction above is already written off in consolidated financial statements.

RECEIVABLES FROM RELATED PARTIES AMOUNTING TO AT LEAST NT\$100 MILLION OR 20% OF THE PAID-IN CAPITAL JUNE 30, 2015

(In Thousands of New Taiwan Dollars)

					Ove	rdue	Amounts Received	Allowance for
Company Name	Related Party	Relationship	Ending Balance	Turnover Rate	Amount	Actions Taken	in Subsequent Period	Impairment Loss
Comestibles Master Co., Ltd.	Perfect 85 Degrees C, Inc. Mei Wei Master Co., Ltd.	Affiliated company Parent company	\$ 167,216 100,000	(Note) (Note)	\$ - -	- -	\$ - -	\$ - -
Jin Wei Industrial (Shanghai) Ltd.	Shanghai Gourmet Master Food & Beverage Ltd.	Parent company	106,745	21.16	-	-	106,745	-
He-Shia Food & Beverage Ltd.	Shanghai Gourmet Master Food & Beverage Ltd.	Affiliated company	371,871	(Note)	-	-	-	-
	Beijing 85 Food & Beverage Ltd.	Affiliated company	189,804	(Note)	-	-	-	-
	Chengdu 85 Food & Beverage Ltd.	Affiliated company	106,183	(Note)	-	-	-	-
	Zhejiang 85 Food & Beverage Ltd.	Affiliated company	112,539	(Note)	-	-	-	-
Worldinn Limited	Wincase Limited	Affiliated company	120,252	(Note)	-	-	-	-

Note: The ending balance is primarily consisted of other receivables, which is not applicable for the calculation of turnover ratio.

INTERCOMPANY RELATIONSHIPS AND SIGNIFICANT TRANSACTIONS FOR THE SIX MONTHS ENDED JUNE 30, 2015

(In Thousands of New Taiwan Dollars)

No.			Dolotionship	Intercompany Transactions								
(Note 1)	Investee Company	Counterparty	Relationship (Note 2)	Financial Statement Account	Amount	Payment Terms	% to Total Sales or Assets (Note 3)					
1	Comestibles Master Co., Ltd.	Perfect 85 Degrees C, Inc.	с	Other receivables	\$ 167,216	Financings provided, annual interest rate 3.75%	2					
		Mei Wei Master Co., Ltd.	c	Other receivables	100,000	Financings provided, annual interest rate 3.75%	1					
		85 Degrees Co., Ltd.	С	Other receivables	50,000	Financings provided, annual interest rate 3.75%	-					
2	Mei Wei Master Co., Ltd.	Comestibles Master Co., Ltd.	c	Purchases	234,032	25 days	2					
_		Comestibles Master Co., Ltd.	c	Trade payables	35,429	25 days	-					
3	Shanghai Gourmet Master Food & Beverage Ltd.	Sheng-Pin (Shanghai) Food Ltd.	c	Other receivables	74,595	Financings provided, annual interest rate 3.75%	1					
		Sheng-Pin (Wuhan) Food Ltd.	c	Other receivables	49,730	Financings provided, annual interest rate 3.75%	-					
		Jin Wei Industrial (Shanghai) Ltd.	c	Purchases	567,929	60 days	6					
		Jin Wei Industrial (Shanghai) Ltd.	c	Trade payables	106,745	60 days	1					
		Sheng-Pin (Shenzheng) Food Ltd.	c	Other receivables	99,480	_	1					
		Mai-Jia (Chengdu) Food Ltd.	c	Other receivables	49,760	_	-					
		Sheng-Pin (Shenyang) Food Ltd.	c	Other receivables	49,735	_	-					
		85 Degree (Jiangsu) Food Ltd.	c	Other receivables	99,614	-	1					
4	He-Shia Food & Beverage Ltd.	Shanghai Gourmet Master Food & Beverage Ltd.	С	Other receivables	371,871	-	3					
		Beijing 85 Food & Beverage Ltd.	c	Other receivables	189,804	-	2					
		Shenyang 85 Food & Beverage Ltd.	c	Other receivables	72,208	-	1					
		Shenyang 85 Food & Beverage Ltd.	С	Other receivables	74,595	Financings provided, annual interest rate 3.75%	1					
		Sheng-Pin (Beijing) Food Ltd.	С	Other receivables	74,595	Financings provided, annual interest rate 3.75%	1					
		Jin Wei Industrial (Shanghai) Ltd.	c	Purchases	234,747	60 days	2					
		Jin Wei Industrial (Shanghai) Ltd.	c	Trade payables	39,272	60 days	-					
		Guangzhou 85 Degree Food & Beverage Management Ltd.	c	Other receivables	60,541	-	1					
		Chengdu 85 Food & Beverage Ltd.	c	Other receivables	106,183	-	1					
		Zhejiang 85 Food & Beverage Ltd.	c	Other receivables	112,539	-	1					
5	Beijing 85 Food & Beverage Ltd.	Jin Wei Industrial (Shanghai) Ltd.	c	Purchases	196,214	60 days	2					

No.		Countarnarty	Relationship	Intercompany Transactions								
(Note 1)	Investee Company	Counterparty	(Note 2)	Financial Statement Account	Amount	Payment Terms	% to Total Sales or Assets (Note 3)					
6	He-Shia (Nanjing) Food & Beverage Ltd.	Jin Wei Industrial (Shanghai) Ltd.	c	Purchases	\$ 512,809	60 days	5					
		Jin Wei Industrial (Shanghai) Ltd.	c	Trade payables	90,703	60 days	1					
		Sheng-Pin (Xiamen) Food Ltd.	c	Other receivables	49,730	Financings provided, annual interest rate 3.75%	-					
		Shenzheng 85 Food Beverage Ltd.	c	Other receivables	99,460	Financings provided, annual interest rate 3.75%	1					
7	Wuhan Jing Way Food & Beverage Ltd.	Jin Wei Industrial (Shanghai) Ltd.	c	Purchases	64,119	60 days	1					
		Sheng-Pin (Wuhan) Food Ltd.	c	Other receivables	46,343	-	-					
8	Zhejiang 85 Food & Beverage Ltd.	Jin Wei Industrial (Shanghai) Ltd.	С	Purchases	131,374	60 days	1					
9	Fuzhou 85 Food & Beverage Ltd.	Jin Wei Industrial (Shanghai) Ltd.	c	Purchases	172,516	60 days	2					
		Jin Wei Industrial (Shanghai) Ltd.	c	Trade payables	34,433	60 days	-					
		Shenzheng 85 Food & Beverage Ltd.	С	Other receivables	50,043	-	-					
10	Xiamen 85 Food & Beverage Ltd.	Jin Wei Industrial (Shanghai) Ltd.	c	Purchases	123,521	60 days	1					
		Fuzhou 85 Food & Beverage Ltd.	c	Other receivables	72,278	-	1					
11	Shenzheng 85 Food & Beverage Ltd.	Jin Wei Industrial (Shanghai) Ltd.	c	Purchases	155,548	60 days	2					
		Jin Wei Industrial (Shanghai) Ltd.	c	Trade payables	31,802	60 days	-					
12	Chengdu 85 Food & Beverage Ltd.	Jin Wei Industrial (Shanghai) Ltd.	С	Purchases	96,006	60 days	1					
13	Jin Wei Industrial (Shanghai) Ltd.	Sheng-Pin (Shanghai) Food Ltd.	c	Purchases	264,781	60 days	3					
		Sheng-Pin (Shanghai) Food Ltd.	c	Trade payables	47,805	60 days	-					
		Sheng-Pin (Hangzhou) Food Ltd.	c	Purchases	221,651	60 days	2					
		Sheng-Pin (Hangzhou) Food Ltd.	c	Trade payables	38,774	60 days	-					
		Sheng-Pin (Jiangsu) Food Ltd.	c	Purchases	222,953	60 days	2					
		Mai-Jia (Shanghai) Food Ltd.	c	Purchases	59,802	60 days	1					
		Mai-Jia (Chengdu) Food Ltd.	c	Purchases	65,241	60 days	1					
		Sheng-Pin (Xiamen) Food Ltd.	c	Purchases	159,194	60 days	2					
		Sheng-Pin (Shenzheng) Food Ltd.	C	Purchases	88,013	60 days	1					
		Sheng-Pin (Beijing) Food Ltd.	C	Purchases	109,543	60 days	1					
		Sheng-Pin (Wuhan) Food Ltd.	c	Purchases	51,113	60 days	1					
14	Sheng-Pin (Hangzhou) Food Ltd.	Zhejiang 85 Food & Beverage Ltd.	С	Other receivables	34,811	-	-					
15	WinPin 85 Investments, LLC	Perfect 85 Degrees C, Inc.	c	Purchases	361,615	30 days	4					
		Perfect 85 Degrees C, Inc.	c	Trade payables	48,645	30 days	· -					
		Perfect 85 Degrees C, Inc.	c	Selling and marketing expense - others	42,756	-	-					
16	Golden 85 Investments, LLC	Perfect 85 Degrees C, Inc.	c	Purchases	81,488	30 days	1					
17	Perfect 85 Degrees C, Inc.	Comestibles Master Co., Ltd.	c	Purchases	46,840	30 days	-					
		Comestibles Master Co., Ltd.	c	Trade payables	41,713	30 days	_					

Na			Dalatianakin	Intercompany Transactions								
No. (Note 1)	Investee Company	Counterparty	Relationship (Note 2)	Financial Statement Account	Amount	Payment Terms	% to Total Sales or Assets (Note 3)					
18		Profit Sky International Limited Worldinn Limited	c c	Other receivables Purchases	\$ 88,666 52,225	30 days	1 1					
19	Worldinn Limited	Wincase Limited	С	Other receivables	120,252	-	1					
20	Profit Sky International Limited	Worldinn Limited	С	Other receivables	85,335	-	1					

Note 1: Intercompany relationships and significant intercompany transactions information should be noted in number column.

- a. Number 0 represents parent company.
- b. Number 1 to 20 represents subsidiaries.
- Note 2: a. Represents the transactions from parent company to subsidiary.
 - b. Represents the transactions from subsidiary to parent company.
 - c. Represents the transactions between subsidiaries.

Note 3: The asset accounts and liability accounts amounts are calculated as percentage of consolidated total assets. The income accounts amounts are calculated as percentage of consolidated total gross sales.

(Concluded)

INFORMATION OF INVESTEES FOR THE SIX MONTHS ENDED JUNE 30, 2015 (In Thousands of New Taiwan Dollars, Unless Specified Otherwise)

				Orig	inal Inves	stment A	Amount	A	As of June 30, 201	5	Net Income	Share of Profit	
Investor Company	Investee Company	Location	Main Businesses and Products	June 3	30, 2015		mber 31, 2014	Shares	%	Carrying Amount	(Loss) of the Investee	(Loss)	Note
Gourmet Master Co. Ltd.	85 Degree Co., Ltd. Prime Scope Trading Limited	Malaysia Hong Kong	Investment Investment	1,	553,447 ,421,123 46,743)		553,447 1,421,123 46,743)	12,899,078 46,742,963	100 100	\$ 1,277,929 4,756,300	\$ 56,088 268,727	\$ 56,088 268,727	Note 1
	Perfect 85 Degrees C, Inc.	USA	Manufacturing of baking food and sale		229,620 7,553))	229,620 7,553)	5,301,000	100	682,781	72,404	72,404	Note 1
	85 Degrees Café International Pty. Ltd.	Australia	Grocery and drink retailing	(AUD	42,278	(AUD	42,278	1,785,000	51	25,695	(8,656)	(4,415)	Notes 1 and 2
	Lucky Bakery Limited	Samoa	Investment		167,216 5,500))	167,216	5,500,000	100	113,799	1,678	1,678	Notes 1 and 2
Perfect 85 Degrees C, Inc.	Golden 85 Investments, LLC	USA	Grocery and drink retailing	(US\$	59,937 1,971)	(US\$	59,937 1,971)	-	65	20,518	26,718	17,366	Notes 1 and 2
	Winpin 85 Investments, LLC	USA	Grocery and drink retailing		267,546 8,800)		-	-	100	351,113	38,910	38,910	Notes 1 and 4
Lucky Bakery Limited	Profit Sky International Limited	Hong Kong	Investment		165,568 41,600)	(HK\$	165,568 41,600)	-	100	109,236	1,709	1,709	Notes 1 and 2
Profit Sky International Limited	Wincase Limited	Hong Kong	Grocery and drink retailing	(HK\$	111,440 28,000)	(HK\$	111,440 28,000)	-	100	55,013	2,930	2,930	Notes 1 and 2
	Worldinn Limited	Hong Kong	Manufacturing of baking food and sale		119,400 30,000)	(HK\$	119,400	-	100	50,502	(1,313)	(1,313)	Notes 1 and 2
85 Degree Co., Ltd.	Comestibles Master Co., Ltd.	Taichung City, Taiwan (R.O.C.)	Grocery and drink retailing		553,447		553,447	95,908,727	100	1,322,015	77,822	77,822	
Comestibles Master Co., Ltd.	Mei Wei Master Co., Ltd.	Taichung City, Taiwan (R.O.C.)	Grocery and drink retailing		220,606		220,606	22,060,600	100	60,683	(65,379)	(65,379)	
	The Hot Pot Food and Beverage Management Co., Ltd.	Taichung City, Taiwan (R.O.C.)	Food and beverage; Grocery and drink retailing		57,841		57,841	5,784,050	23	63,082	19,273	4,394	Note 2
	Fang Song Comestibles Ltd.	Taichung City, Taiwan (R.O.C.)	Grocery and drink retailing		10,000		-	-	100	10,000	-	-	Note 2
Mei Wei Master Co., Ltd.	Mei Wei Fu Xing Ltd.	Taichung City, Taiwan (R.O.C.)	Grocery and drink retailing		1,800		1,800	-	60	1,959	(295)	(177)	Note 2

Note 1: The exchange rate was US\$1=NT\$30.403; RMB1=NT\$4.973; AUD1=NT\$23.685; HK\$1=NT\$3.980 as of June 30, 2015.

Note 2: The carrying amount was based on the net assets of investee, which was not reviewed as of June 30, 2015.

Note 3: For information of investment in Mainland China, please refer to Table 8.

Note 4: In order to simplify the investment structure of the Group, WinPin 85 Investments, Inc. has been held by Perfect 85 Degree C, Inc. of the Group, and it has changed the Company type to LLC since January 2015.

INFORMATION ON INVESTMENT IN MAINLAND CHINA FOR THE SIX MONTHS ENDED JUNE 30, 2015

(In Thousands of New Taiwan Dollars, Unless Specified Otherwise)

		Total Amount of		Accumulated	Remittanc	e of Funds	Accumulated					Accumulated	
Investee Company	Main Businesses and Products	Paid-in Capital (RMB in Thousands) (Note)	Method of Investment	Outflow of Investment from Taiwan as of January 1, 2015	Outward	Inward	Outward Remittance for Investment from Taiwan as of June 30, 2015	Net Income (Loss) of the Investee	% Ownership of Direct or Indirect Investment	Investment Gain (Loss)	Carrying Amount as of June 30, 2015	Repatriation of Investment Income as of June 30, 2015	Note
Prime Scope Trading Limited													
	Grocery and drink	\$ 302,843	Direct investment	\$ -	\$ -	\$ -	\$ -	\$ 15,974	100	\$ 15,974	\$ 1,374,575	\$ -	Note 1
Food & Beverage Ltd.	retailing	(US\$ 9,961)											
He-Shia Food & Beverage	Grocery and drink	74,620	Direct investment	-	-	-	-	36,051	100	36,051	1,617,930	-	Note 1
Ltd.	retailing	(US\$ 2,454)											
Sheng-Pin (Hangzhou)	Manufacturing of baking	60,806	Direct investment	-	-	-	-	15,899	100	17,215	184,710	-	Notes 1 and 2
Food Ltd. He-Shia (Nanjing) Food &	food and sale Grocery and drink	(US\$ 2,000) 60,806	Direct investment					56,839	100	56,839	639,797		Notes 1 and 2
Beverage Ltd.	retailing	(US\$ 2,000)	Direct investment	-	-	-	-	30,839	100	30,839	039,797	-	Notes I and 2
Beijing 85 Food &	Grocery and drink	60,806	Direct investment	_	_	_	_	(8,209)	27	(2,178)	20,165	_	Notes 1 and 2
Beverage Ltd.	retailing	(US\$ 2,000)	Bireet investment					(0,20)	27	(2,170)	20,103		1 totes 1 una 2
Zhejiang 85 Food &	Grocery and drink	60,806	Direct investment	_	_	-	_	16,247	100	16,247	(2,883)	-	Notes 1 and 2
Beverage Ltd.	retailing	(US\$ 2,000)								,			
Sheng-Pin (Beijing) Food	Manufacturing of baking	121,612	Direct investment	-	-	-	-	2,345	100	2,226	40,701	-	Notes 1 and 2
Ltd.	food and sale	(US\$ 4,000)											
Fuzhou 85 Food &	Grocery and drink	15,201	Direct investment	-	-	-	-	59,271	100	59,271	229,601	-	Notes 1 and 2
Beverage Ltd.	retailing	(US\$ 500)	D:					6.602	100	6.640	150.052		
Sheng-Pin (Jiangsu) Food	Manufacturing of baking		Direct investment	-	-	-	-	6,602	100	6,643	158,853	-	Notes 1 and 2
Ltd. Sheng-Pin (Xiamen) Food	food and sale Manufacturing of baking	(US\$ 4,500)	Direct investment					15 104	100	14 500	40,809		Notes 1 and 2
Ltd.	food and sale	60,806 (US\$ 2,000)	Direct investment	-	-	-	-	15,194	100	14,509	40,809	-	Notes 1 and 2
Sheng-Pin (Qingdao) Food		76,007	Direct investment	_	_	_	_	(1,251)	100	(1,251)	26,191	_	Notes 1 and 2
Ltd.	food and sale	(US\$ 2,500)	Bireet investment					(1,231)	100	(1,231)	20,171		1 totes 1 una 2
Xiamen 85 Food &	Grocery and drink	30,403	Direct investment	_	_	-	_	81,268	100	81,268	175,156	-	Notes 1 and 2
Beverage Ltd.	retailing	(US\$ 1,000)								,	,		
Shenyang 85 Food &	Grocery and drink	30,403	Direct investment	-	-	-	-	(30,487)	100	(30,487)	(75,871)	-	Notes 1 and 2
Beverage Ltd.	retailing	(US\$ 1,000)											
Sheng-Pin (Shenyang)	Manufacturing of baking	121,612	Direct investment	-	-	-	-	(6,982)	100	(6,982)	69,970	-	Notes 1 and 2
Food Ltd.	food and sale	(US\$ 4,000)						2 420	100	2.420	04.050		
	Grocery and drink	60,806	Direct investment	-	-	-	-	3,439	100	3,439	91,352	-	Notes 1 and 2
& Beverage Management Ltd.	retailing	(US\$ 2,000)											
85 Degree (Jiangsu) Food	Manufacturing of baking	152,015	Direct investment	_	_	_	_	(290)	25	(74)	159,834	_	Note 1
Ltd.	food and sale	(US\$ 5,000)	Direct investment		_			(270)	23	(/+)	137,034		Note 1
Eta.	100d dild sale	(050 5,000)											
Shanghai Gourmet Master													
Food & Beverage Ltd.													
Sheng-Pin (Shanghai)	Manufacturing of baking		Direct investment	-	-	-	-	1,626	100	(28)	120,478	-	Note 1
Food Ltd.	food and sale	(RMB 18,000)	n						100				
Mai-Jia (Shanghai) Food	Manufacturing of baking		Direct investment	-	-	-	-	10,020	100	15,026	77,355	-	Notes 1 and 2
Ltd.	food and sale	(RMB 7,100)	Direct investors					1 15/	100	1 15/	07 201		Notes 1 or 12
Shanghai Howco Jing Way Food & Beverage Ltd.	retailing	74,595 (RMB 15,000)	Direct investment	_	-	-	_	1,156	100	1,156	97,301	-	Notes 1 and 2
Shenzheng 85 Food &	Grocery and drink	56,487	Direct investment	_	_	_	_	41,010	85	34,858	26,432	_	Notes 1 and 2
Beverage Ltd.	retailing	(RMB 11,359)	Direct investment	_	_	-		71,010	0.5	J 1 ,030	20,732	-	1 TORES 1 and 2
Chengdu 85 Food &	Grocery and drink		Direct investment	_	_	-	_	(3,143)	100	(3,143)	(17,757)	_	Notes 1 and 2
Beverage Ltd.	retailing	(RMB 6,590)						(-, -)		(-, -)	(, , , , ,		
	-												

Investee Company	Main Businesses and Products	Total Amount of Paid-in Capital (RMB in Thousands)	Method of Investment	Accumulated Outflow of Investment from Taiwan as of January 1, 2015	Remittanc Outward	e of Funds Inward	Accumulated Outward Remittance for Investment from Taiwan as of	Net Income (Loss) of the Investee	% Ownership of Direct or Indirect Investment	Investment Gain (Loss)	Carrying Amount as of June 30, 2015	Accumulated Repatriation of Investment Income as of June 30, 2015	Note
		(Note)		January 1, 2015			June 30, 2015					June 30, 2015	
	Manufacturing of baking		Direct investment	\$ -	\$ -	\$ -	\$ -	\$ (2,735)	100	\$ (3,317)	\$ (46,349)	\$ -	Notes 1 and 2
Ltd. Wuhan Jing Way Food &	food and sale Grocery and drink	(RMB 6,000) 129,298	Direct investment	_	-	-	_	(8,058)	57	(4,554)	66,328	_	Notes 1 and 2
Beverage Ltd.	retailing	(RMB 26,000)											
Jianxi Jing Way Food & Beverage Ltd.	Grocery and drink retailing	29,838 (RMB 6,000)	Direct investment	-	-	-	-	(3,304)	100	(3,304)	11,039	-	Notes 1 and 2
Jin Wei Industrial	Grocery sale	9,946	Direct investment	-	-	-	-	33,822	100	29,132	72,041	-	Note 1
(Shanghai) Ltd. Guangzhou 85 Degree	Grocery and drink	(RMB 2,000) 29,838	Direct investment	_	_	_	_	(18,434)	100	(18,434)	(16,753)	_	Notes 1 and 2
Food & Beverage	retailing	(RMB 6,000)	Birect investment					(10,131)	100	(10,131)	(10,733)		rotes i una 2
Management Ltd. Mai-Jia (Chengdu) Food	Manufacturing of baking	123,082	Direct investment	_	_	_	_	1,575	100	873	92,165	_	Notes 1 and 2
Ltd.	food and sale	(RMB 24,750)			_								
85 Degree (Jiangsu) Food Ltd.	Manufacturing of baking food and sale	461,047 (RMB 92,710)	Direct investment	-	-	-	-	(290)	75	(216)	474,624	-	Note 1
Jia Ding Jing Way Food &	Grocery and drink	4,973	Direct investment	-	-	-	-	1,741	100	1,741	9,444	-	Notes 1 and 2
Beverage Ltd.	retailing	(RMB 1,000)											
Shenzheng 85 Food &													
Beverage Ltd. Sheng-Pin (Shenzheng)	Manufacturing of baking	32,325	Direct investment	_	_	_	_	5,542	100	5,323	(19,703)	_	Notes 1 and 2
Food Ltd.	food and sale	(RMB 6,500)	Birect in vestiment					3,512	100	5,525	(15,705)		rotes runa 2
85 Degree (Qingdao) Food &													
Beverage Management													
Ltd. Qingdao Jie Wei Food &	Grocery and drink	7,460	Direct investment	_	-	_	_	302	100	302	8,649	_	Notes 1 and 2
Beverage Management	retailing	(RMB 1,500)											
Ltd.													
He-Shia Food & Beverage													
Ltd. Wuhan Jing Way Food &	Grocery and drink	99,460	Direct investment	_	-	-	_	(8,058)	43	(3,504)	51,021	-	Notes 1 and 2
Beverage Ltd.	retailing	(RMB 20,000)											
Beijing 85 Food & Beverage Ltd.	Grocery and drink retailing	186,637 (RMB 37,530)	Direct investment	-	-	-	-	(8,209)	73	(6,031)	55,852	-	Notes 1 and 2
Ü	Č												

Accumulated Outward Remittance for Investment in Mainland China as of June 30, 2015	Investment Amounts Authorized by Investment Commission, MOEA	Upper Limit on the Amount of Investment Stipulated by Investment Commission, MOEA
NA	NA	NA

Note 1: The exchange rate was US\$1=NT\$30.403, RMB1=NT\$4.973 as of June 30, 2015.

Note 2: The carrying amount was based on the net assets of investee, which was not reviewed as of June 30, 2015.

(Concluded)