Lungyen Life Service Corp.

2018 Annual General Meeting Minutes

Date and Time:	9:00, June 20 (Wed), 2018
Venue:	No.111, Dongshi St., Xizhi Dist., New Taipei City, Taiwan (the Auditorium of Lungyen's Headquarters)
Number of Attending Shares:	Attendance and Proxy total numbered 339,934,832 shares, representing 80.03 % of the company's outstanding shares
Attending Directors:	Liu, Wei-Lung, Ichiro Fujibayashi and representative of ORIX Asia Capital, Chao, Tristain
Attending Independent Directors:	Yeh, Su
Chairman:	Chairman Liu, Wei-Lung
Record:	Sung, Hsin-Ping

- I. Commence of the Meeting: Chairman Liu declared the meeting open as the total number of attending shares had reached statutory number.
- II. Chairman Remarks: Omitted here.
- III. Matters to Report
 - (1) Report on the apportionment of Directors' and employees' compensation of the year 2017 (Please refer to the Handbook for the 2018 Annual Meeting of Shareholders)
 - (2) Report on the operation result of the year 2017 (Please refer to Appendix)
 - (3) Report on the business report and financial statements audited by the Audit Committee (Please refer to Appendix)
 - (4) Report on the revision of the Company's "Rules and Procedure for Board of Directors Meetings" (Please refer to Appendix)

IV. Matters for Ratification

(1) Case 1

Summary: Ratification for business report and financial statements of the year 2017 is proposed for approval

- Remarks:
 1. For the Company's 2017 business report and financial report (including balance sheet, comprehensive income statement, changes in equity and cash flow statement), please refer to Appendix 4 (page 20~29) and Appendix 5 (page 30~39) of the Handbook
 - Above mentioned financial reports have been audited by KPMG's accountants, Mr. Zeng, Guo-Yang and Ms. Lai, Li-Zhen. (The complete version of the Company's financial report can be downloaded from Mops website: http://newmops.twse.com.tw)
- Resolution: Total attending shares at voting: 339,889,823 shares (including 81,433,492 shares via electronic voting)

Voting Results	% of Total Attending Shares
For: 308,816,743 shares (including 50,774,412shares via electronic voting)	90.85%
Against: 25,490 shares (including 25,490 shares via electronic voting)	0.00%
invalid: 0 shares (including 0 shares via electronic voting)	0.00%
Abstain and not voted: 31,047,590 shares (including 30,633,590 shares via electronic voting)	9.13%

(2) Case 2

- Summary: Ratification for profit apportionment of the year 2017 is proposed for approval
- Remarks: 1. The Company's net income for 2017 was NT\$1,843,999,285. After setting aside the legal reserve and other equity adjustments, the profit available for appropriation was NT\$1,658,930,518. With addition of beginning retained earnings, the unappropriated retained earnings as of December 31, 2017 were NT\$4,069,493,257. Considering the Company's future investment plan, it is proposed to distribute cash dividends of NT\$ 1,050,210,498 from current profit available for appropriation, which equals NT\$2.5 per share. For the Company's profit distribution table, please refer to Appendix 6 (Page 40) of the Handbook.
 - 2. Cash dividend is distributed prorated with the amount rounded up to the dollar. Also, it is adjusted by a decimal point from large to small and the account number from front to back in order to match up with the total cash dividends distributed.
 - 3. If the outstanding stock shares are affected and that have caused changes to shareholder's dividend ratio due to the Company's repurchasing treasury shares and cash capitalization before the Exdividend date, the board of directors is authorized in the shareholders' meeting to deal with the correction needed.
 - 4. For the distribution of cash dividend to shareholders, the Chairman is authorized to schedule the ex-dividend date as soon as it is resolved at the shareholders' meeting.
 - 5. Hereby apply for approval.
- Resolution: Total attending shares at voting: 339,889,823 shares (including 81,433,492 shares via electronic voting)

Voting Results	% of Total Attending Shares
For: 308,787,743 shares (including 50,745,412shares via electronic voting)	90.84%
Against: 54,490shares	0.00%

(including 54,490 shares via electronic voting)		
invalid: 0 shares	0.00%	
(including 0 shares via electronic voting)	0.0076	
Abstain and not voted: 31,047,590 shares	9.13%	
(including 30,633,590 shares via electronic voting)	9.13%	

V. Matters for Discussion (I)

Case 1

- Summary: Discussion of the revision of the Company's Articles of Incorporation is proposed for approval
- Remarks: 1. In order to implement the corporate governance policy and enhance competence and diversity of the Board of Directors, it is proposed to make amendment on the Company's Articles of Incorporation. For the Comparison table for the 'Articles of Incorporation" before and after revision, please refer to Appendix 7 (page 41~42) of the Handbook.
 - 2. Hereby apply for discussion.
- Resolutions: Total attending shares at voting: 339,934,823 shares (including 81,433,492 shares via electronic voting)

Voting Results	% of Total Attending Shares
For: 308,783,538 shares (including 50,741,207shares via electronic voting)	90.83%
Against: 53,495 shares (including 53,495 shares via electronic voting)	0.00%
invalid: 0 shares (including 0 shares via electronic voting)	0.00%
Abstain and not voted: 31,097,790 shares (including 30,638,790 shares via electronic voting)	9.14%

VI. Election

Case 1

- Summary: Election for 7 seats of the Company's 13th Board of Directors (including 3 seats of Independent Directors)
- Remarks:
 1. The Company's Articles of Incorporation provides that the number of total Directors (including Independent Directors) shall be 5~9. Tenure of the 12th Board of Director ended on June 19, 2018, thus it is proposed to elect 7 seats of the Company's 13th Board of Directors (including 3 seats of Independent Directors) in the Annual Meeting of Shareholders. Tenure for the Director-elect will be 3 year, which is from June 20, 2018 to June 19, 2021. Current Directors (including Independent Directors) will end their duty at the end of the Annual Meeting of Shareholders.
 - 2. The candidate nomination system is adopted for the Company's Director Election in accordance with Article 192-1 of the Company Act. Shareholders shall elect Directors

from the candidate list, which has been approved in the Company's 29th Board Meeting of the 12th Board of Directors on May 7, 2018. For candidates' biography and other information, please refer to Appendix 8 (page 43) of the Handbook.

3. Hereby apply for election.

Candidates of Director:

Candidate Type	Name	Shares Owned	Education and Work Experience	Institution the Candidate Represents For
Director	Liu, Wei-:Lung	63,000	Educational Background: Department of Law, National Taiwan University Work Experience: VP, Kuan Yuan Media VP, Sales and Marketing Division, Lungyen Life Service Co. Ltd. President, Lungyen Life Service Co. Ltd. Current Position: Chairman, Lungyen Life Service Co. Ltd. Director, Jin Huang Construction Co., Ltd.	WISH GIVER LIMITED
Director	Anthony Lee	63,000	Educational Background: BA, University of Toronto, Canada Work Experience: Co-Founder, Knowtions Research Inc, Current Position: CEO, Knowtions Research Inc. Director, Knowtions Research Inc,	WISH GIVER LIMITED
Director	Fujibayashi Ichiro	63,000	Educational Background: Program in Mechanical Engineering, Meisei University, Japan Current Position: CEO, Fuji Kogyo Co. Ltd, Japan Supervisor, Fujiflower Co. Ltd. Dorectpr, Lungding Co. CEO, Tur Bao Si Co. Ltd., Japan Chairman, Tur Bao Si Co. Ltd., Malaysia Chairman & President, Tur Bao Si Co. Ltd., China Managing Supervisor, Fuji Optical Corp., South Korea Supervisor, Hi-Mecha Corp., Japan	WISH GIVER LIMITED

ORIX Asia Director Capital Limited	21,000,000	Not applicable	ORIX Asia Capital Limited
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Candidate of Independent Director:

Candidate Type	Name	Shares Owned	Education and Work Experience	Institution the Candidate Represents For
Independent Director	Yeh, Su	Educational Background:PhD in Accounting, UCLAMS in Accounting, University of TexasBA in Economics, National TaiwanUniversityWork Experience:VP and CFO, Chunghwa TelecomSupervisor, Taiwan Cogeneration0Supervisor, HannStar DisplayIndependent Director, Phecda TechnologySupervisor, Elite Advanced LaserCurrent Position:Professor, Accounting Department,National Taiwan UniversityIndependent Director, AP MemoryTechnologyIndependent Director, Nova Technology		None
Independent Director	Wang, Huai	0	Educational Background: Master of Business Administration, NCCU Work Experience: Vice President, Champion Venture Vice President & Partner, KPMG Management Consulting Co. Ltd Chairman, New Century Technology Co. Supervisor, CHC Healthcare Holding Current Position: Secretary General, Taiwan Corporate Governance Association Supervisor, Supreme Technology Co. Supervisor, CDIB Bio Science Ventures I	None
Independent Director	Wang, Frank Chun- Chung	0	Educational Background: BA in Accounting and Mechanical Engineering, The Ohio State University Work Experience: Information Designer, Ohio Department of Development CFO, GM International COO, Titan Corporation Advisor, CIBC Supervisor and member of Remuneration Committee, Headway Technology Co. CPA of Indiana, USA	None

	Current Position:	
	CEO and Director Advancedtek	
	International Inc.	

Election Results:

Director Type	Account Number/ID	Account Name	Shares Received
Director	47223	Wish Giver Limited Representative: Liu, Wei-Lung	444,250,660 shares
Director	47223	Wish Giver Limited Representative: Anthony Lee	
Director	47223	Wish Giver Limited Representative: Fujibayashi Ichiro	279,958,421 shares
Director	44486	ORIX Asia Capital	278,012,737 shares
Independent Director	Y120XXX030	Yeh, Su	238,270,261 shares
Independent Director	F102XXX372	Wang, Hai	238,222,330 shares
Independent Director	AC00XXX659	Wang, Frank Chun-Chung	238,162,928 shares

VII. Matters for Discussion(II)

Case 1

Summary: Proposal for removal of non-compete clause for Directors

- Remarks: 1. Article 209 of the Company Act provides that a director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval.
 - 2. The Company's Director-elect may invest or operate other company of same or similar business scope and act as Director, thus it is proposed to remove non-compete clause for the candidate list of the 13th Directors in the Annual Meeting of Shareholders. Details of the removal of non-compete clause are listed below.

Condidata	Company Name and Position the
Candidate	Candidate Concurrently Serves at
WISH GIVER LIMITED	Director, Jin Huang Construction
Representative: Liu, Wei-:Lung	Co., Ltd.
WISH GIVER LIMITED	Knowtions Research Inc, Board of
Representative: Anthony Lee	Directors
WISH GIVER LIMITED	CEO, Fuji Kogyo Co. Ltd, Japan
Representative: Fujibayashi	Director, Lung Life Sciences Ltd.
Ichiro	CEO, Tur Bao Si Co. Ltd., Japan
	Representative: Liu, Wei-:Lung WISH GIVER LIMITED Representative: Anthony Lee WISH GIVER LIMITED Representative: Fujibayashi

3. Hereby apply for resolution.

		Chairman, Tur Bao Si Co. Ltd.,
		Malaysia
		Chairman & President, Tur Bao Si
		Co. Ltd., China
		Managing Supervisor, Fuji Optical
		Corp., South Korea
		Supervisor, Hi-Mecha Corp., JP
		Independent Director, AP Memory
Independen	Vab Su	Technology Corp.
t Director	Yeh, Su	Independent Director, Nova
		Technology Corp.
Independen	Wang Frank Chun Chung	Director, AdvancedTEK
t Director	Wang, Frank Chun-Chung	International Corp.

- VIII. Extempore motions: none
- IX. Adjournment (9:43 am, June 20, 2018)

2017 Business Report

The global economy has been rebounding since the second half of 2016 and kept expanding in 2017, implicating the business cycle has entered into the expansion period. Economic recovery of advanced countries boosted global investment, trading and industrial manufacture. Meanwhile, financial markets were getting hot as businesses and consumers regained confidence. Signs of recovery can be seen in many aspects: economic growth performed better than expected, GDP set a new high for recent years, Central Banks like FED and ECB were heading toward a dovish exit, uncertainty was largely reduced and risk preference in the market grew substantially.

US Economy performed very well in 2017 as private investment contributed most of the growth momentum. US dollar has been weak since the second quarter of 2017, which directly stepped up US exports. According to IHS Global Insight's recent forecast, US GDP growth rate for 2018 could achieve 2.7%, 0.5% higher than the previous year, which implicated the optimistic outlook would last for long. On the other hand, EU Economy showed a growing trend for the first three quarters of 2017, indicating the recovery continued. Benefiting from strong overseas demand for IC and machinery products, imports and exports increase 13.22% and 12.55% for 2017 in Taiwan, ending the negative growth trend for two consecutive years. As for the overall economic environment, GDP growth rate for 2018 was 2.86%, which increased 1.5% from the previous year. Forecast for the GDP growth rate for 2018 by Directorate General of Budget, Accounting and Statistics is 2.42%. The overall economy is thought to keep the recovery momentum.

Business performance for the year 2017 and the business plan for 2018 are hereby presented to the Company's shareholders as of follows:

1. Operating results for 2017

Both quantity and quality of the operating results for 2017 were improved remarkably. Revenue quality was enhanced by the policy of cutting expenses and increasing sales in chorus, which raised the gross margin and net margin from 61% and 30% of the previous year to 75% and 43% of 2017. For the revenue amount, total revenues set a new high for recent years thanks to the revenues recognition from construction completion of columbarium and cemetery products. The annual revenues for 2017 reached NT\$5.10 billion, which increased 47.7% from the previous year; net income attributed to owners of parents for 2017 was NT\$1.84 billion, which rose 88.6% from 2016.

As of December 31, 2017, the total consolidated asset was NT\$53.64 billion, increased by 5.2% compared to the previous year; the total liability was NT\$39.73 billion and debt ratio was 74.1%. The proceeds collected for the sales of funeral service, columbarium, and cemetery are booked as advance receipts for the amount of NT\$31.38 billion, and will be recognized as operating income once the funeral service is delivered or the permanent right of columbarium and cemetery is transferred to the client upon completion. The debt ratio was 37.5% if the company deducted the advance receipts and relative asset amounts.

2. Summary of business plan for 2018

- (1) Operations guidelines:
 - i. Carry out business plan to achieve business target
 - ii. Optimize capital allocation to improve financial performance
 - iii. Strengthen risk management to solidify business fundamentals
 - iv. Improve operations management to enhance corporate value
 - v. Fulfill corporate social responsibilities to polish corporate image

(2) Executive summary:

1. Carry out business plan to achieve business target

Exercise the merger effect of northern, central and southern cemetery; also, the cross integration of customers, channels, and commodities with unified liturgical service provided to effectively increase product penetration rate, to fulfill the primary goal of increasing market share, and to actively explore the Chinese market.

2. Optimize capital allocation to improve financial performance

Closely watch the capital market for appropriate opportunities to plan for suitable funding so as to elevate financial performance. Provide sound operational management procedures in accordance with the latest regulations so as to strengthen operational efficiency and activate the efficiency of assets through selling non-core investment use properties to fulfill the profits of long-term investment and invest more capitals in expanding core industry.

3. Strengthen risk management to solidify business fundamentals

Strengthen the functions of internal audit and internal control, substantiate corporate governance, review and modify the risk management regulations and update the internal control operating procedures in a timely manner in order to enhance risk management capability.

4. Improve operational management to enhance corporate value

Promote human resources exchanges and talents incubation plan within the Group to develop the cross-industry management talent needed, enhance manpower capital, and strengthen competitiveness. Utilize information technology for integrating workflow and service innovation to ensure competitive advantage. Exercise the bargaining power of procurement, effectively reduce operating costs and maintain the Group's long-term stability of profit growth.

5. Fulfill corporate social responsibility and optimize corporate image

Work with the Government to execute the policies, to convey business philosophy by combining it with public service, to exercise the synergy of business operations, to continuously feedback to the society, to serve the citizens, and to fulfill the satisfaction of customers, employees, and shareholders.

(3) Estimated production and sales in 2018 (including subsidiaries)

Unit: SET

Product Name	Targeted Sales Unit
Columbarium	7,153
Cemetery	152
Preneed Funeral	13,878
Total	21,183

3. The Company's development strategy

In 2018, we shall focus on planning new columbarium and cemetery products, actively launching various products in terms of different areas and different prices, bundling with columbarium and preneed funeral contract, so as to satisfy various demands from consumer segments. Under the philosophy of integrated funeral services of the entire country, we shall further effectively augment the benefits of Lungyen brand logo and further expand market shares in the funeral service industry.

Penetration of pre-need funeral products still remains at a very low level in Taiwan, leaving much room in the market to expand. Also, population ageing and low fertility continuously encourage the whole funeral market to grow up. We shall continually promote funeral industry reform and create market segmentation, so as to achieve sales continual growth by providing new demands. Meanwhile, we shall be continually strengthen internal control and demand in upgrade quality of services so that the hardware commodities and software services will be continually upgraded.

Other than our efforts on the already well developed business lines and markets in Taiwan, we shall, under the well-designed programs, expand our services toward China. With Long Young Life, the joint-venture platform with Sino-Ocean Group, we started transplanting experience and professionalism of the funeral services into the China market. In addition the Wenzou project, of which land and permit for cemetery development and operation have already been obtained, Long Young will continue developing other desirable projects to expand our business territory.

As always, Lungyen shall render high quality and elaborate thoughtful services. In the efforts of marketing pre-need contracts and tower units, we shall spearhead the entire markets as the leading brand name toward more brilliant tomorrow.

4. Impact of external competitive environment, regulatory environment and the macro business environment

The national competent authority has gradually established comprehensive management of funeral services and published funeral-related laws and regulations for the protection of consumers. The action may have had the funeral industry sounder and more regulated and will help establish a higher operating threshold that will keep the inferior operators away. Under these circumstances, the long-lasting legitimate business operations of Lungyen will be well protected.

The funeral business is for daily necessities; therefore, the sales are not subject to the influence of the economy. In perspective, we will continue to uphold the business philosophy of professionalism, integrity and compassion to strengthen operating performance, solid operating foundation,

generate outstanding business performance, create greater shareholders' equity, contribute to the prosperity of society and set the record again for national economic development.

Thanks to our shareholders for the support over the years and we do look forward to the continuing guidance and encouragement in the future. Thank you!

Chairman: Liu, Wei-Lung President: Liu, Wei-Lung Chief Accountant: Chan, Shu-Juan

2017 Audit Committee's Review Report

The Board of Directors has prepared the Company's 2017 Business Report, Financial Statements, and proposal for profit apportionment, of which the individual and consolidated financial report have been audited by CPA Tseng, Guo-Yang and CPA Lai, Li-Zen of KPMG. An audit report for above financial statement has been issued as well.

The business report, individual and consolidated financial statements, and proposal for profit apportionment mentioned above have been audited and concluded to comply with related Company Act by the Audit Committee. Hereby we submit this report according to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Law.

То

Lungyen Life Service Corp. 2018 Annual Meeting of Shareholders

Independent Director: Yeh, Shu

Independent Director: Chang, Show-Lian

Independent Director: Hong, Guo-Chao

March 27, 2018

Comparison Table for the

"Rules and Procedures of Board of Directors Meetings"

Article	After The Revision	Before The Revision	Remarks
4	The designated unit responsible for the	The designated unit responsible for the	Revised in
	Board Meetings of the Company shall be	Board Meetings of the Company shall be	accordance with
	the <i>Board Secretary</i> .	the <i>Finance Section</i> .	the Company's
	The unit responsible for board meeting	The unit responsible for board meeting	organization
	shall draft items and prepare sufficient	shall draft items and prepare sufficient	change
	meeting materials, and shall deliver	meeting materials, and shall deliver them	
	them together with the notice of the	together with the notice of the Meeting.	
	Meeting.	A Director who is of the opinion that the	
	A Director who is of the opinion that the	meeting material provided are insufficient	
	meeting material provided are	may request their supplementation by the	
	insufficient may request their	unit responsible for Board Meetings. If a	
	supplementation by the unit responsible	Directors is of the opinion that materials	
	for Board Meetings. If a Directors is of	concerning any proposal are insufficient,	
	the opinion that materials concerning	the deliberation of such proposal may be	
	any proposal are insufficient, the	postponed by a resolution of the Board of	
	deliberation of such proposal may be	Directors.	
	postponed by a resolution of the Board		
	of Directors.		
12	The matters listed below as they relate to	The matters listed below as they relate to	Revised in
	the Company shall be raised for	the Company shall be raised for discussion	accordance with
	discussion at a Board Meeting:	at a Board Meeting:	current laws and
	1. The Company's business plan;	9. The Company's business plan;	regulations
	2. Annual and semi-annual financial	10. Annual and semi-annual financial	
	reports, with the exception of	reports, with the exception of semi-	
	semi-annual financial reports that are not required under relevant	annual financial reports that are not required under relevant laws and	
	laws and regulations to be audited	regulations to be audited and	
	and attested by a certified public	attested by a certified public	
	accountant (CPA);	accountant (CPA);	
	3. Adoption or amendment of an	11. Adoption or amendment of an	
	internal control system pursuant to	internal control system pursuant to	
	Article 14-1 of the Securities and	Article 14-1 of the Securities and	
	Exchange Act <u>and assessment of</u>	Exchange Act;	
	the validity of the internal control	12. Adoption or amendment, pursuant	
	<u>system;</u>	to Article 36-1 of the Securities and	
	4. Adoption or amendment, pursuant	Exchange Act, of any handling	
	to Article 36-1 of the Securities and	procedures for material financial or	
	Exchange Act, of any handling	business transactions, such as the	
	procedures for material financial or	acquisition or disposal of assets,	

Before and After Revision

business transactions, such as the acquisition or disposal of assets, derivatives trading, loans of funds to others, and endorsements or guarantees for others;

- The offering, issuance, or private placement of equity-type securities;
- The appointment or discharge of a financial, accounting, or internal audit officer;
- 7. A donation to a related party or a major donation to a non-related party, provided that a publicinterest donation of disaster relief that is made for a major natural disaster may be submitted to the following Board of Directors meeting for retroactive recognition;
- Any matter that, under Article 14-3 of the Securities and Exchange Act or any other law, regulation, or bylaw, must be approved by resolution at a shareholders meeting or board meeting, or any material matter as may be prescribed by the competent authority.

"related The term party" in subparagraph 7 of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "major donation to a non-related party" means an individual donation, or cumulative donations within a 1-year period to a single recipient, at an amount of NT\$100 million or more, or at an amount equal to or greater than 1 percent of net operating revenue or 5 percent of paidin capital as stated in the CPA-attested financial report of the most recent year (In the case of a foreign issuer whose shares have no par value or a par value other than NT\$10, 2.5 percent of shareholders' equity shall be substituted

derivatives trading, loans of funds to others, and endorsements or guarantees for others;

- 13. The offering, issuance, or private placement of equity-type securities;
- 14. The appointment or discharge of a financial, accounting, or internal audit officer;
- 15. A donation to a related party or a major donation to a non-related party, provided that a public-interest donation of disaster relief that is made for a major natural disaster may be submitted to the following Board of Directors meeting for retroactive recognition;
- 16. Any matter that, under Article 14-3 of the Securities and Exchange Act or any other law, regulation, or bylaw, must be approved by resolution at a shareholders meeting or board meeting, or any material matter as may be prescribed by the competent authority.

The term "related party" in subparagraph 7 of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "major donation to a non-related party" means an individual donation, or cumulative donations within a 1-year period to a single recipient, at an amount of NT\$100 million or more, or at an amount equal to or greater than 1 percent of net operating revenue or 5 percent of paid-in capital as stated in the CPAattested financial report of the most recent year (In the case of a foreign issuer whose shares have no par value or a par value other than NT\$10, 2.5 percent of shareholders' equity shall be substituted for the calculation of the amount equal to 5 percent of paid-in capital required under this paragraph).

The term "within a 1-year period" in the preceding paragraph means a period of 1 year calculated retroactively from the date

	for the calculation of the amount equal to 5 percent of paid-in capital required under this paragraph). The term "within a 1-year period" in the preceding paragraph means a period of 1 year calculated retroactively from the date on which the current Board of Directors Meeting is convened. Amounts already submitted to and passed by a resolution of the Board are exempted from inclusion in the calculation. With respect to a matter that, under Article 14-3 of the Securities and Exchange Act, must be approved by resolution at a Board Meeting, any and all Independent Directors of the Company shall attend the Meeting in person or appoint another Independent Director to attend the Meeting as proxy. If an Independent Director objects to or expresses reservations about such a matter, it shall be recorded in the Board Meeting minutes; if an Independent Director intends to express an objection or reservation but is unable to attend the Meeting in person, then unless there is a	on which the current Board of Directors Meeting is convened. Amounts already submitted to and passed by a resolution of the Board are exempted from inclusion in the calculation. With respect to a matter that, under Article 14-3 of the Securities and Exchange Act, must be approved by resolution at a Board Meeting, any and all Independent Directors of the Company shall attend the Meeting in person or appoint another Independent Director to attend the Meeting as proxy. If an Independent Director objects to or expresses reservations about such a matter, it shall be recorded in the Board Meeting minutes; if an Independent Director intends to express an objection or reservation but is unable to attend the Meeting in person, then unless there is a legitimate reason to do otherwise, that Director shall issue a written opinion in advance, which shall be recorded in the Board Meeting minutes.	
18	These Rules and Procedures shall be adopted by the approval of the Board of Directors Meeting and shall be reported to the Shareholders Meeting. The 1 st amendment was on January 1, 2007 The 2 nd amendment was on	These Rules and Procedures shall be adopted by the approval of the Board of Directors Meeting and shall be reported to the Shareholders Meeting. The 1 st amendment was on January 1, 2007 The 2 nd amendment was on	Added new amendment records
	March 31, 2011 The 3 rd amendment was on March 19, 2012 The 4 th amendment was on March 14, 2013 The 5 th amendment was on November 7, 2017 The 6 th amendment was on May 7, 2018	March 31, 2011 The 3 rd amendment was on March 19, 2012 The 4 th amendment was on March 14, 2013	

2017 Independent Auditor's Audit Report

and

Consolidated Financial Statements

INDEPENDENT AUDITORS' REPORT

To Board of Directors and Shareholders Lungyen Life Service Corp.

Opinion

We have audited the accompanying consolidated financial statements of Lungyen Life Service Corporation and Subsidiaries (the "Company"), which comprise the consolidated balance sheets as of December 31, 2017 and 2016, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as of December 31, 2017 and 2016, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2017. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provided a separate opinion on these matter. Key audit matters for the Company's consolidated financial statements for the year ended December 31, 2017 are stated as follows:

1. Revenues Recognition

Accounting policies regarding revenues recognition can be found Notes 4 (17) Revenues Recognition; explanation for revenues recognition can be found in Notes 6 (18) Revenues.

Explanation for key audit matters:

The Company sells columbarium and cemetery products and provides funeral services, prepayments for products and services are paid by cash or installments. Timing of revenues recognition is judged by management team.

Besides, as being a listed company, the Company may be affected by external investors and debtors' expectation and internal performance pressure to inflate revenues, which may bring risks to revenues recognition. Therefore, examination on revenues recognition is one of our key audit matters when auditing the Company's consolidated financial reports.

Adaptive auditing processes:

- Examine whether revenues were recognized based on the Company's internal control process;
- Conduct the selective examination of sales orders, contracts and collection records to clarify whether revenues were recognized at a proper timing.
- 2. Goodwill and Goodwill Impairment

Accounting policies regarding goodwill and goodwill impairment can be found in Notes 4 (15) Intangible Assets; estimation and uncertainty of assumption of goodwill and goodwill impairment can be found in Notes 5 (1); explanation of goodwill and goodwill impairment can be found in Notes 6 (8) of the consolidated financial report.

Explanation of key auditing matters:

The Company's goodwill and trademark were resulted from corporate acquisition; receivable amounts related to goodwill and trademark were estimated based on managers' subjective judgment thus including high uncertainty, which may result in material risks of inaccurate expression. For this reason, examination on goodwill and goodwill impairment is one of our key audit matters when auditing the Company's consolidated financial reports.

Adaptive auditing processes:

- Examine whether the cash generating unit and impairment test process recognized by managers were comprehensive and correct.
- Access the rationality of evaluation method adopted by managers to evaluate receivable amounts; access the accuracy of past forecast made by managers; examine calculating and accounting records of receivable amounts of cash unit evaluated by managers; access parameters used to estimate cash flow forecast and receivable amounts (eg. sales growth rate); and examine weighted average cost of capital and parameters thereon used in the impairment tests.

Other Matter

We also audited the unconsolidated financial report of Lungyen Life Service Corp. as of and for the years ended December 31, 2017 and 2016 on which we have issued an unmodified opinion.

Responsibilities of Management and Those Charge with Governance of the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial

statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the IFRS, IAS, IFRIC and SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance (including members of the Audit Committee) are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- 1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- 2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- 3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit

evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- 5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- 6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2017 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determined that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

KPMG

сра: Zeng, Guo-Yang Laí. Lí-Zeng

Approval issued by the competent securities authority: FSC VI. Tzi No. 0940129108 March 27, 2018

Lungyen Life Service (Consolidated B

December 31,

(All Amounts Expressed in Thousands of New

		12.31.2017		12.31.2016	
	Assets	Amount	%	<u>Amount</u>	%
	Current assets:				
1100	Cash and cash equivalents (Note 6 (1))	\$ 169,781	-	199,621	-
1110	Financial assets at fair value through profit or loss – current (Note 6 (2), (22) & 8)	1,457,535	3	907,233	2
1150	Notes receivable, net	16,577	-	9,712	-
1170	Accounts receivable, net (Note 7)	1,009,425	2	531,124	1
1320	Inventories (Note 6 (3), 8 & 9)	14,768,349	28	14,425,211	28
1410	Prepayments (Note 7 & 9)	9,548,767	18	8,670,520	17
1476	Other financial assets – current (Note 6 (9), 7, 8 & 9)	2,374,528	4	2,070,622	4
1479	Other current assets (Note 7 & 9)	3,497		5,055	
		29,348,459	55	26,819,098	_52
	Non-current assets:				
1524	Available-for-sale financial assets – non-current (Note 6 (2), (22) & 8)	8,585,120	16	8,679,735	17
1527	Held to maturity financial assets – non-current (Note 6 (2) & (22))	614,832	1	307,915	-
1542	Financial assets carried at cost – non-current (Note 6 (2))	18,992	-	18,992	-
1550	Investment under equity method (Note 6 (4) & (5))	425,480	1	450,296	1
1600	Property, plant and equipment (Note 6 (6), 7& 8)	5,844,965	11	5,866,648	12
1760	Investment property, net (Note 6 (7) & 8)	6,486,105	12	6,534,031	13
1780	Intangible assets (Note 6 (8) & 7)	764,631	1	775,226	2
1840	Deferred income tax assets (Note 6 (15))	805,900	2	801,963	2
1980	Other financial assets – non-current	45,761	-	25,159	-
1990	Other non-current assets - others	697,334	1	697,365	1
		24,289,120	45	24,157,330	48

\$ <u>53,637,579</u>	<u>100</u>	50,976,428	<u>100</u>

Total Assets

Lungyen Life Service Corp. and Subsidiaries Consolidated Statements of Comprehensive Income

January 1 to December 31, 2017 and 2016

(All Amounts Expressed in Thousands of New Taiwan Dollars, Except for Earnings Per Share)

		2017			2016	
			Amount	%	Amount	%
4000	Operating revenue (Note 6 (13), (18) & 7)	\$	5,104,378	100	3,463,382	100
5000	Operating cost (Note 6 (13) & 7)		1,293,599	25	1,362,123	39
5900	Operating gross profit (loss)		3,810,779	75	2,101,259	61
	Operating expenses (Note 6 (14) & 7):					
6100	Selling expenses		965,280	19	652,664	19
6200	Administration expenses		620,414	12	599,121	17
6000	Total operating expenses		1,585,694	31	1,251,785	36
6500	Other income and expenses (Note 6(20))		-		82,751	2
6900	Operating income (loss)		2,225,085	44	932,225	27
	Non-operating income and expenses (Note 6 (21)):					
7010	Other income		398,736	8	351,579	10
7020	Other gains and losses		(85,410)	(2)	6,694	-
7050	Financial costs (Note 6 (3))		(81,040)	(2)	(87,778)	(3)
7060	Share of profit (loss) of associates and joint ventures accounted for using					
	equity method (Note 6 (4))		(11,190)		803	
			221,096	4	271,298	7
7900	Operating income before tax		2,446,181	48	1,203,523	34
7950	Less: Income tax expense (Note 6 (15))		264,148	5	135,613	4
8200	Net income		2,182,033	43	1,067,910	30
8300	Other comprehensive income:					
8310	Items that may not be subsequently reclassified to profit or loss:					
8311	Revaluation of defined benefit plans		(669)	-	(971)	-
836	Items that may be subsequently reclassified to profit or loss:					
8361	Exchange differences on translation of foreign statements		(2,157)	-	(5,365)	-
8362	Unrealized losses on available-for-sale financial assets		60,431	1	806,638	23
8370	Share of other comprehensive profit (loss) of associates and joint	_	(368)		(1,168)	
	ventures accounted for using equity method- items that may be					
	reclassified to profit or loss					
	Total items that may be subsequently reclassified to profit or loss		57,906	1	800,105	23
	Other comprehensive income, net		57,237	1	799,134	23
8500	Total comprehensive income	\$	2,239,270	44	1,867,044	53
	Net income, attributable to:					
8610	Owners of parent	\$	1,843,999	36	977,840	27
8620	Non-controlling interest		338,034	7	90,070	3
		\$	2,182,033	43	1,067,910	30
	Total comprehensive income, attributable to:					
8710		\$	1,904,588	37	1,775,891	51
8720	Owners of parent	Ψ				
	Non-controlling interest	Ψ	334,682	7	91,153	2
	-	\$		<u>7</u> 44		<u>2</u> <u>53</u>
	-	\$	334,682		91,153	
9710	Non-controlling interest	\$\$	334,682		91,153	

Lungyen Life Service Corp. and Subsidiaries Consolidated Statements of Changes in Equity For Year of 2017 and 2016

(All Amounts Expressed in Thousands of New Taiwan Dollars)

					Equity attrik	outable to ow	ners of parent					
							Ot	her equity interest				
				Retained	Earnings			Unrealized gains (losses)				
	Common stock	Capital surplus	Legal reserve	Special reserve	Unappro priated earnings	Total	Exchange differences on foreign translation	on available- for-sale financial assets	Total	Total equity attributable to owners of parent	Non- controlling interest	Total equity
Balance – January 1, 2016	\$ 3,990,842	1,413,044	888,881	14,458	2,329,600	3,232,939	(4,767)	(396,898)	(401,665)	8,235,160	1,084,399	9,319,559
Net profit	-	-	-	-	977,840	977,840	-	-	-	977,840	90,070	1,067,910
Other comprehensive income					(971)	(971)	(6,533)	805,555	799,022	798,051	1,083	799,134
Total comprehensive income					976,869	976,869	(6,533)	805,555	799,022	1,775,891	91,153	1,867,044
Legal reserve	-	-	108,936	-	(108,936)	-	-	-	-	-	-	-
Special reserve	-	-	-	387,207	(387,207)	-	-	-	-	-	-	-
Shareholders' bonus - cash, NT\$0.5 per	-	-	-	-	(199,542)	(199,542)	-	-	-	(199,542)	-	(199,542)
share												
Acquisition or disposal of shares in subsidiaries difference between the	-	7,068	-	-	-	-	-	-	-	7,068	(267,127)	(260,059)
price and the book value												
Increase/decrease in non-controlling interest											345,974	345,974
Balance – September 30, 2016	3,990,842	1,420,112	997,817	401,665	2,610,784	4,010,266	(11,300)	408,657	397,357	9,818,577	1,254,399	11,072,976
Net profit	-	-	-	-	1,843,999	1,843,999	-	-	-	1,843,999	338,034	2,182,033
Other comprehensive income					(669)	(669)	(2,525)	63,783	61,258	60,589	(3,352)	57,237
Total comprehensive income					1,843,330	1,843,330	(2,525)	63,783	61,258	1,904,588	334,682	2,239,270
Legal reserve	-	-	97,784	-	(97,784)	-	-	-	-	-	-	-
Reversal of special reserve	-	-	-	(401,665)	401,665	-	-	-	-	-	-	-
Cash dividends – NT\$1.2 per share	-	-	-	-	(504,101)	(504,101)	-	-	-	(504,101)	-	(504,101)
Recognition of equity from issuance of convertible bond	-	9,961	-	-	-	-	-	-	-	9,961	-	9,961
Capital increasing	210,000	1,094,100	-	-	-	-	-	-	-	1,304,100	-	1,304,100
Changes in subsidiaries' equity	-	(4,219)	-	-	-	-	-	-	-	(4,219)	4,219	-
Increase/decrease in non-controlling interest											(216,003)	(216,003)
Balance – September 30, 2017	<u>\$ 4,200,842</u>	2,519,954	1,095,601	<u> </u>	4,253,894	5,349,495	(13,825)	472,440	458,615	12,528,906	1,377,297	13,906,203

Lungyen Life Service Corp. and Subsidiaries Consolidated Statements of Cash Flows For Year of 2017 and 2016

(All Amounts Expressed in Thousands of New Taiwan Dollars)

		2017	2016	
n flows from operating activities:	.	• • • • • • • • •		
	\$	2,446,181	1,203,52	
Adjustments:				
Adjustments to reconcile profit (loss):		144,500	150.01	
Depreciation expense		144,589	172,81	
Amortization expense		16,039	16,44	
Allowance for doubtful accounts		19,643	11,66	
Net loss (gain) on financial assets or liabilities at fair value through profit or loss		(25,910)	(58,110	
Interest expense		81,040	87,77	
Interest income		(115,984)	(106,69	
Dividend income		(184,701)	(136,96	
Share of profit (loss) of associates and joint ventures accounted for using equity method (Note 6(4))		11,190	(80	
Loss (gain) on disposal and scrap of property, plant and equipment		(179)	19	
Property, plant and equipment expenses		-	34	
Impairment loss on financial assets carried at costs		-	5,14	
Disposal of investment gains (losses)		(27,814)	(47,90	
Exchange loss on disposal of financial assets		88,602	69,5	
Total adjustments to reconcile profit (loss)		6,515	13,4	
Changes in operating assets and liabilities:		0,515	10,1	
Net changes in operating assets				
Financial assets held for trading		(524,392)	286,98	
Financial assets held for trading		(6,865)	13,30	
Notes receivable and account receivable, net		(497,884)	(49,68	
Inventories				
		(343,138)	(885,70	
Biological assets		- (750 624)	16,42	
Prepayments		(759,634)	(225,25	
Other financial assets - current		13,044	65,54	
Other current assets		1,507	(69	
Total net changes in operating assets		(2,117,362)	(779,10	
Net changes in operating liabilities:		10.0=0		
Accounts payable		19,978	1,55	
Other payable		189,663	(37,08	
Advance receipts		553,636	2,119,11	
Other current liabilities		(3,379)	2,64	
Net defined benefit liabilities		536	52	
Total net changes in operating liabilities		760,434	2,086,75	
Total net changes in operating assets and liabilities		(1,356,928)	1,307,65	
Total adjustments		(1,350,413)	1,321,10	
Cash inflow (outflow) generated from operations		1,095,768	2,524,63	
Interest received		109,852	99,34	
Dividend received		187,000	136,79	
Interest paid		(37,899)	(84,93	
Income taxes refund		-	49,39	
Income taxes (paid)		(112,891)	(306,097	
Net cash flows from (used in) operating activities		1,241,830	2,419,14	

Lungyen Life Service Corp. and Subsidiaries

Consolidated Statements of Cash Flows

For Year of 2017 and 2016

(All Amounts Expressed in Thousands of New Taiwan Dollars)

		2017	2016	
Cash flows from (used in) investing activities:				
Acquisition of available-for-sale financial assets	\$	(1,124,127)	(2,804,968)	
Proceeds from disposal of available-for-sale financial assets		1,218,123	1,226,136	
Acquisition of hold to maturity financial assets		(309,640)	(308,491)	
Acquisition of financial assets carried at costs		-	(9,900)	
Payment from capital reduction of the financial assets carried at costs		-	2,856	
Acquisition of investment using equity method		-	(13,008)	
Payment from capital reduction of investee under equity method		11,135	-	
Acquisition of property, plant and equipment		(75,765)	(250,233)	
Disposal of property, plant and equipment		997 256		
Acquisition of intangible assets		(5,444)	(26,991)	
Acquisition of investing real estate		-	(480)	
Decrease (increase) in other financial assets - current		(317,515)	33,950	
Decrease (increase) in other financial assets - non current		(20,612)	2,127	
Cash outflow due loss of control of subsidiaries		-	(134,867)	
Decrease (increase) in other non-current assets		15	(39,473)	
Net cash flows from (used in) investing activities	(622.	833)	(2,323,086)	
Cash flow from (used in) financing activities:				
Increase in short-term loans		8,804,100	7,663,400	
Decrease in short-term loans		(13,155,000)	(7,729,000)	
Issuance of corporate bond		3,113,000	-	
Payback of long-term debt		-	(172,700)	
Increase (decrease) in guarantee deposits received		8,129	(14,804)	
Payment for cash dividends		(504,101)	(199,542)	
Capital Increase		1,304,100	-	
Change in non-controlling interests		(216,003)	345,974	
Net cash flows from (used in) financing activities		(645,775)	106,672)	
Effects of foreign exchange rates changes on cash and cash equivalents		(3,062)	(2,480)	
Net increase (decrease) in cash and cash equivalents		(29,840)	(13,098)	
Cash and cash equivalents at beginning of period		199,621	212,719	
Cash and cash equivalents at end of period	<u>\$</u>	169,781	199,621	

2017 Independent Auditor's Audit Report

and

Individual Financial Statements

INDEPENDENT AUDITORS' REPORT

To Board of Directors and Shareholders

Lungyen Life Service Corp.

We have audited the financial statements of Lungyen Life Service Corporation, which comprise the balance sheets as of December 31, 2017 and 2016, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying individual financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2017 and 2016, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended December 31, 2017. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provided a separate opinion on these matter. Key audit matters for the Company's financial statements for the year ended December 31, 2017 are stated as follows:

3. Revenues Recognition

Accounting policies regarding revenues recognition can be found Notes 4 (16) Revenues Recognition; explanation for revenues recognition can be found in Notes 6 (15) Revenues.

Explanation for key audit matters:

The Company sells columbarium and cemetery products and provides funeral services, prepayments for products and services are paid by cash or installments. Timing of revenues recognition is judged by management team.

Besides, as being a listed company, the Company may be affected by external investors and debtors' expectation and internal performance pressure to inflate revenues, which may bring risks to revenues recognition. Therefore, examination on revenues recognition is one of our key audit matters when auditing the Company's individual financial reports.

Adaptive auditing processes:

- Examine whether revenues were recognized based on the Company's internal control process;
- Conduct the selective examination of sales orders, contracts and collection records to clarify whether revenues were recognized at a proper timing.
- 4. Goodwill and Goodwill Impairment

Accounting policies regarding goodwill and goodwill impairment can be found in Notes 4 (13) Intangible Assets; estimation and uncertainty of assumption of goodwill and goodwill impairment can be found in Notes 5 (2); explanation of goodwill and goodwill impairment can be found in Notes 6 (7) of the consolidated financial report.

Explanation of key auditing matters:

The Company's goodwill and trademark were resulted from corporate acquisition; receivable amounts related to goodwill and trademark were estimated based on managers' subjective judgment thus including high uncertainty, which may result in material risks of inaccurate expression. For this reason, examination on goodwill and goodwill impairment is one of our key audit matters when auditing the Company's financial reports.

Adaptive auditing processes:

- Examine whether the cash generating unit and impairment test process recognized by managers were comprehensive and correct.
- Access the rationality of evaluation method adopted by managers to evaluate receivable amounts; access the accuracy of past forecast made by managers; examine calculating and accounting records of receivable amounts of cash unit evaluated by managers; access parameters used to estimate cash flow forecast and receivable amounts (eg. sales growth rate); and examine weighted average cost of capital and parameters thereon used in the impairment tests.

Management's Responsibility for the Individual Financial Statements

Management is responsible for the preparation and fair presentation of the individual financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers to enable the preparation of individual financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the individual financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to

liquidate the Company or to cease operation, or has no realistic alternative but to do so.

Those charged with governance (including members of the Audit Committee) are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- 7. Identify and assess the risks of material misstatement of the individual financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- 8. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- 9. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 10. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the individual financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- 11. Evaluate the overall presentation, structure and content of the individual financial statements, including the disclosures, and whether the individual financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

12. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on theindividual financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2017 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determined that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

KPMG

сра: Zeng, Guo-Yang

Laí. Lí-Zeng

Approval issued by the competent securities authority: FSC VI. Tzi No. 0940129108 March 27, 2018

Lungyen Life Service Corp. and Subsidiaries Individual Balance Sheets

December 31, 2017 and 2016

(All Amounts Expressed in Thousands of New Taiwan Dollars, Except for Earnings Per Share)

		12.31.2017		12.31.2016			
	Assets	Amount	%	<u>Amount</u>	%		Liabilities and Equity
	Current assets:						Current liabilities:
1100	Cash and cash equivalents (Note 6 (1) & (18))	\$ 60,066	-	92,129	-	2100	Short-term loan (Note 6 (8) & (18))
1110	Financial assets at fair value through profit or loss – current (Note 6 (2), (18) & 8)	1,178,602	2	861,972	2	2170	Payable accounts (Note 6 (18))
1150	Notes receivable, net (Note 6 (18))	16,077	-	9,712	-	2180	Payable accounts – related parties (Note 6 (18) & 7)
1170	Accounts receivable, net (Note 6 (18))	555,505	1	488,491	1	2200	Other payable accounts (Note 6 (18) & 7)
1320	Inventories (Note 6 (3), 8)	11,776,407	23	11,520,116	23	2230	Current income tax liabilities (Note 6 (12))
1410	Prepayments (Note 7 & 9)	8,839,371	17	8,610,171	17	2310	Advance receipts (Note 9)
1476	Other financial assets – current (Note 6 (18), 7 & 9)	2,255,362	5	1,749,562	4	2399	Other current liabilities - others
1479	Other current assets	1,877		3,080			
		24,683,267	48	23,335,233	47		Non-current liabilities:
	Non-current assets:					2530	Corporate bond payable (Note 6 (9) & (18) & 7)
1524	Available-for-sale financial assets – non-current (Note 6 (2), (18) & 8)	8,508,339	17	8,576,790	17	2570	Deferred income tax liabilities (Note 6 (12))
1527	Held to maturity financial assets – non-current (Note 6 (2) & (18))	614,832	1	307,915	1	2640	Net defined benefit liability – non-current (Note 6 (11))
1543	Financial assets carried at cost – non-current (Note 6 (2))	17,207	-	17,207	-	2670	Other non-current liabilities - others
1550	Investment under equity method (Note 6 (4))	3,590,587	7	2,509,383	5		
1600	Property, plant and equipment (Note 6 (5) & 8)	5,711,010	12	5,736,127	12		Total liabilities
1760	Investment property, net (Note 6 (6) & 8)	6,479,270	12	6,527,196	13		
1780	Intangible assets (Note 6 (8) & 7)	764,631	1	775,079	2		Equity
1840	Deferred income tax assets (Note 6 (12))	777,751	1	799,686	2	3100	Capital stock – common stock (Note 6 (13))
1980	Other financial assets – non-current	44,298	-	22,964	-	3200	Capital surplus (Note 6 (13))
1990	Other non-current assets - others	696,962	1	696,962	1		Retained earnings:
		27,204,887	52	25,969,309	53	3310	Legal reserve (Note 6 (13))
						3320	Special reserve (Note 6 (13))
						3350	Unappropriated retained earnings (Note 6 (13))
						3410	Other equity interest:
						3625	Exchange differences from the translation of foreign institution's financial statements (Note 6(13)) Unrealized gain or loss of the available-for-sale financial assets (Note 6(13)) Total equity
	Total Assets	<u>\$ </u>	<u> 100 </u>	49,304,542	<u> 100 </u>		Total liabilities and equity

	12.31.2017		12.31.2016	
	Amount	%	Amount	%
\$		5	7,135,000	14
	350,135	1	308,595	1
	38,223	-	39,223	-
	537,363	1	403,764	1
	177,515	-	75,227	-
	32,181,387	63	31,386,209	64
_	31,786		30,800	
_	36,108,409	70	39,378,818	80
	3,139,651	6	-	-
	18,994	-	24,287	-
	31,263	-	30,058	-
_	60,931		52,802	
_	3,250,839	6	107,147	
_	39,359,248	76	39,485,965	80
	4,200,842	8	3,990,842	8
	2,519,954	5	1,420,112	3
	1,095,601	2	997,817	2
	-	-	401,665	1
-	4,253,894	8	2,610,784	5
-	5,349,495	10	4,010,266	8
	(13,825)	-	(11,300)	-
	13,906,203	_27	11,072,976	22
<u>\$</u>	51,888,154	10 100 4 9	0 <u>,3050,5276,42800</u>	<u>100</u>

Lungyen Life Service Corp. and Subsidiaries Individual Statements of Comprehensive Income

January 1 to December 31, 2017 and 2016

(All Amounts Expressed in Thousands of New Taiwan Dollars, Except for Earnings Per Share)

			2017		2016	
		1	Amount	%	Amount	%
4000	Operating revenue (Note 6 (13), (18) & 7)	\$	3,831,552	100	3,033,180	100
5000	Operating cost (Note 6 (13) & 7)		1,176,602	31	1,175,112	39
5900	Operating gross profit (loss)		2,654,950	69	1,858,068	61
	Operating expenses (Note 6 (14) & 7):					
6100	Selling expenses		721,424	19	584,543	19
6200	Administration expenses		483,881	13	483,894	16
6000	Total operating expenses		1,205,305	32	1,068,437	35
6500	Other income and expenses (Note 6(20))		1,449,645	37	789,631	26
6900	Operating income (loss)					
	Non-operating income and expenses (Note 6 (21)):		414,058	11	381,875	13
7010	Other income		(90,582)	(2)	3,927	-
7020	Other gains and losses		(80,703)	(2)	(84,910)	(3)
7050	Financial costs (Note 6 (3))		358,995	9	9,449	
7070	Share of profit (loss) of subsidiaries associates and joint ventures accounted for using equity method (Note 6 (4))		601,768	16	310,341	10
			2,051,413	53	1,099,972	36
7900	Operating income before tax		207,414	5	122,132	4
7950	Less: Income tax expense (Note 6 (15))		1,843,999	48	977,840	32
	Net income	\$	3,831,552	100	3,033,180	100
8300	Other comprehensive income:					
8310	Items that may not be subsequently reclassified to profit or					
	loss:					
8311	Revaluation of defined benefit plans		(669)	-	(971)	-
8360	Items that may be subsequently reclassified to profit or loss:					
8361	Exchange differences on translation of foreign statements		(4,848)	-	(4,097)	-
8362	Unrealized losses on available-for-sale financial assets		67,783	2	804,262	27
8380	Share of other comprehensive profit (loss) of subsidiaries, associates and joint ventures accounted for using equity method- items that may be reclassified to profit or loss		(1,677)	<u> </u>	(1,143)	<u> </u>
	Total items that may be subsequently reclassified to profit or loss		61,258	2	799,022	27
	Other comprehensive income, net		60,589	2	798,051	27
8300	Total comprehensive income	\$	1,904,588	50	1,775,891	59
	Net income, attributable to:					
	Earnings per share (Note 6(17))					
9750	Basic earnings per share (NTD)	¢		4.44		2 45
	Dasic earnings per share (NTD)	Þ		7.77		2.45

Lungyen Life Service Corp. and Subs Individual Statements of Changes in For Year of 2017 and 2016

(All Amounts Expressed in Thousands of New Taiwar

Equity attributable to owners of pare

	Common stock		Retained Earnings				
			Legal reserve	Special reserve	Unappro priated earnings	Total	Exchange differences foreign translatior
Balance – January 1, 2016	\$3,990,842	1,413,044	888,881	14,458	2,329,600	3,232,939	(4,76
Net profit	-	-	-	-	977,840	977,840	-
Other comprehensive income	<u>-</u>				(971)	(971)	(6,53
Total comprehensive income					976,869	976,869	(6,53
Earnings appropriation:							
Legal reserve	-	-	108,936	-	(108,936)	-	-
Special reserve	-	-	-	387,207	(387,207)	-	-
Shareholders' bonus - cash, NT\$0.5 per share	-	-	-	-	(199,542)	(199,542)	-
Changes in subsidiaries' equity	<u> </u>	7,068	<u> </u>	<u> </u>		-	
Balance – September 30, 2016	3,990,842	1,420,112	997,817	401,665	2,610,784	4,010,266	(11,30
Net profit	-	-	-	-	1,843,999	1,843,999	-
Other comprehensive income					(669)	(669)	(2,5
Total comprehensive income					1,843,330	1,843,330	(2,5
Earnings appropriation:							
Legal reserve	-	-	97,784	-	(97,784)	-	-
Reversal of special reserve	-	-	-	(401,665)	401,665	-	-
Cash dividends - NT\$1.2 per share	-	-	-	-	(504,101)	(504,101)	-
Other changes in capital reserve							
Recognition of equity from issuance of convertible bond	-	9,961	-	-	-	-	-
Capital increasing	210,000	1,094,100	-	-	-	-	-
Changes in subsidiaries' equity		(4,219)				-	
Balance – September 30, 2017	\$4,200,842	2.519.954	1.095.601	-	4.253.894	5.349.495	(13.8

Lungyen Life Service Corp. and Subsidiaries Individual Statements of Cash Flows

For Year of 2017 and 2016

(All Amounts Expressed in Thousands of New Taiwan Dollars)

		2017	2016
h flows from operating activities:	¢	2.051.412	1 000 072
Profit (loss) before tax Adjustments:	\$	2,051,413	1,099,972
Adjustments to reconcile profit (loss):			
Depreciation expense		137,508	141,200
Amortization expense		15,892	15,418
Allowance for doubtful accounts		3,898	
Net loss (gain) on financial assets or liabilities at fair value through profit or		(25,329)	(57,759)
loss		(25,529)	(37,739)
Interest expense		80,703	84,910
Interest income		(103,315)	(102,931)
Dividend income		(179,472)	(136,612)
Share of profit (loss) of associates and joint ventures accounted for using equity	7	(358,995)	(130,012)
method (Note 6(4))	Y	(550,775)	(),++))
Loss (gain) on disposal and scrap of property, plant and equipment		(179)	181
Property, plant and equipment expenses		(17)	342
Impairment loss on financial assets carried at costs		_	5,140
Disposal of investment gains (losses)		(21,031)	(47,903)
Exchange loss on disposal of financial assets		88,603	69,553
Total adjustments to reconcile profit (loss)		(361,717)	(37,910)
Changes in operating assets and liabilities:		(501,717)	(37,910)
Net changes in operating assets:			
Financial assets held for trading		(291,301)	250,540
Notes receivable and account receivable, net		(77,217)	(45,937)
Inventories		(256,291)	(544,681)
Prepayments Other financial assets - current		(115,005)	(155,605) 41,971
Other current assets		(14,180) 1,203	(738)
		(752,791)	(454,450)
Total net changes in operating assets Net changes in operating liabilities:		(752,791)	(434,430)
		41 540	(25.249)
Accounts payable		41,540	(25,348)
Accounts payable – related parties		(1,000)	(34,444)
Other payable		18,640	13,946
Advance receipts		795,178	1,852,258
Other current liabilities		986 526	17,221
Net defined benefit liabilities		536	526
Total net changes in operating liabilities		855,880	1,824,159
Total net changes in operating assets and liabilities		103,089	1,369,709
Total adjustments		(258,628)	1,331,799
Cash inflow (outflow) generated from operations		1,792,785	2,431,771
Interest received		97,183	95,588
Dividend received		179,648	269,501
Interest paid		(37,562)	(82,063)
Income taxes refund		-	49,398
Income taxes (paid)		(88,484)	(295,440)
Net cash flows from (used in) operating activities		1,943,570	2,468,755

Lungyen Life Service Corp. and Subsidiaries Individual Statements of Cash Flows

For Year of 2017 and 2016

(All Amounts Expressed in Thousands of New Taiwan Dollars)

	2017	2016
Cash flows from (used in) investing activities:		
Acquisition of available-for-sale financial assets	(1,115,574)	(2,704,400)
Proceeds from disposal of available-for-sale financial assets	1,183,975	1,226,136
Acquisition of hold to maturity financial assets	(309,640)	(308,491)
Acquisition of financial assets carried at costs	-	(9,900)
Payment from capital reduction of the financial assets carried at costs	-	2,856
Acquisition of investment using equity method	(732,955)	(450,629)
Acquisition of property, plant and equipment	(65,283)	(199,409)
Disposal of property, plant and equipment	997	249
Acquisition of intangible assets	(5,444)	(22,975)
Acquisition of investing real estate	-	(480)
Decrease (increase) in other financial assets - current	(488,503)	358,575
Decrease (increase) in other financial assets - non current	(21,334)	839
Decrease (increase) in other non-current assets	<u> </u>	(39,071)
Net cash flows from (used in) investing activities	(1,553,761)	(2,146,700)
Cash flow from (used in) financing activities:		
Increase in short-term loans	8,794,000	7,577,000
Decrease in short-term loans	(13,137,000)	(7,669,000)
Issuance of corporate bond	3,113,000	-
Increase (decrease) in guarantee deposits received	8,129	(14,804)
Payment for cash dividends	(504,101)	(199,542)
Capital Increase	1,304,100	
Net cash flows from (used in) financing activities	(421,872)	(306,346)
Net increase (decrease) in cash and cash equivalents	(32,063)	15,709
Cash and cash equivalents at beginning of period	92,129	76,420
Cash and cash equivalents at end of period	<u>\$ 60,066</u>	92,129

Lungyen Life Service Corp.

2017 Appropriation of Earnings

In NT\$

Item	Amount
Balance – January 1, 2017	2,410,562,739
Add(deduct):	
Current net income	1,843,999,285
Current change of defined benefit plan actuarial gains and losses	(668,838)
Legal reserve (10% of total earnings)	(184,399,929)
Earnings available for appropriation for 2017	4,069,493,257
Appropriation:	
Cash dividends - 100% (estimate to be NT\$2.5 per share)	(504,101,039)
Balance – December 31, 2017	3,019,282,759

Chairman: Liu, Wei-Lung

President: Liu, Wei-Lung

Chief Accountant: Chan, Shu-Juan

Comparison Table for the "Article of Incorporation"

Article	After Revision	Before Revision	Remarks
16	The Company shall have <u>11</u> Directors who are competent individuals elected in the shareholders' meeting. The term of office for Directors shall be three year, and all Directors shall be eligible for re-election. The registered shares held by Directors	The Company shall have <u>5 to 9</u> Directors who are competent individuals elected in the shareholders' meeting. The term of office for Directors shall be three year, and all Directors shall be eligible for re- election. The registered shares held by	Revised in view of the Company's business scale and the diversity of the
	are processed in accordance with the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies."	Directors are processed in accordance with the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies."	Director s
16-1	For the number of Directors of the Company referred to above, the <u>3 to 5</u> Independent Directors are elected from the nominees who are nominated by the shareholders from the list of candidates in accordance with Article 192.1 of the Company Act. The election of Independent Directors and Directors shall be held together; provided, however, the number of Independent Directors and Directors elected shall be calculated separately. The professional qualifications, restrictions on shareholdings and concurrent positions held, method of nomination and election of Independent Directors shall be handled in accordance with Securities and Exchange Act and relevant regulations.	For the number of Directors of the Company referred to above, the <u>3</u> Independent Directors are elected from the nominees who are nominated by the shareholders from the list of candidates in accordance with Article 192.1 of the Company Act. The election of Independent Directors and Directors shall be held together; provided, however, the number of Independent Directors and Directors elected shall be calculated separately. The professional qualifications, restrictions on shareholdings and concurrent positions held, method of nomination and election of Independent Directors shall be handled in accordance with Securities and Exchange Act and relevant regulations.	Revised to enhance the Company's corporate governance
31	These Articles of Incorporation were made on February 27, 1987 and amended on: The 1 st amendment: March 20, 1987. The 2 nd amendment: January 18, 1991. The 3 rd amendment: September 2, 1992. The 4 th amendment: December 31, 1993. The 5 th amendment: March 1, 1995. The 6 th amendment: July 15, 1996.	These Articles of Incorporation were made on February 27, 1987 and amended on: The 1 st amendment: March 20, 1987. The 2 nd amendment: January 18, 1991. The 3 rd amendment: September 2, 1992. The 4 th amendment: December 31, 1993. The 5 th amendment: March 1, 1995. The 6 th amendment: July 15, 1996.	New amendment records added

Before and After Revision

The 7 th amendment: March 19, 1997.	The 7 th amendment: March 19, 1997.	
The 8 th amendment: April 26, 1997.	The 8 th amendment: April 26, 1997.	
The 9 th amendment: October 24, 1997.	The 9 th amendment: October 24, 1997.	
The 10 th amendment: May 18, 1998.	The 10 th amendment: May 18, 1998.	
The 11 th amendment: December 4, 1998.	The 11 th amendment: December 4, 1998.	
The 12 th amendment: May 6, 1999.	The 12 th amendment: May 6, 1999.	
The 13 th amendment: June 22, 2001.	The 13 th amendment: June 22, 2001.	
The 14 th amendment: June 30, 2002.	The 14 th amendment: June 30, 2002.	
The 15 th amendment: February 8, 2006.	The 15 th amendment: February 8, 2006.	
The 16 th amendment: February 8, 2006.	The 16 th amendment: February 8, 2006.	
The 17 th amendment: June 15, 2007.	The 17 th amendment: June 15, 2007.	
The 18 th amendment: August 1, 2008.	The 18 th amendment: August 1, 2008.	
The 19 th amendment: June 10, 2009.	The 19 th amendment: June 10, 2009.	
The 20 th amendment: October 29, 2009.	The 20 th amendment: October 29, 2009.	
The 21 st amendment: October 12, 2010.	The 21 st amendment: October 12, 2010.	
The 22 nd amendment: June 28, 2011.	The 22 nd amendment: June 28, 2011.	
The 23 rd amendment: June 6, 2012.	The 23 rd amendment: June 6, 2012.	
The 24 th amendment: June 17, 2014.	The 24 th amendment: June 17, 2014.	
The 25 th amendment: June 18, 2016.	The 25 th amendment: June 18, 2016.	
The 26 th amendment: June 17, 2016	The 26 th amendment: June 17, 2016.	
The 27 th amendment: June 20, 2018		