UNITED MICROELECTRONICS CORP Form 6-K May 17, 2006

1934 Act Registration No. 1-15128

# **SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

# FORM 6-K

### **REPORT OF FOREIGN PRIVATE ISSUER**

### PURSUANT TO RULE 13a-16 OR 15d-16 OF

### THE SECURITIES EXCHANGE ACT OF 1934

Dated May 16, 2006

For the month of April 2006

# **United Microelectronics Corporation**

(Translation of Registrant s Name into English)

No. 3 Li Hsin Road II

**Science Park** 

Hsinchu, Taiwan, R.O.C.

(Address of Principal Executive Office)

(Indicate by check mark whether the registrant files or will file annual reports under cover of form 20-F or Form 40-F.)

Form 20-F V Form 40-F

(Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

Yes \_\_\_\_\_ No \_\_V\_\_

(If Yes is marked, indicated below the file number assigned to the registrant in connection with Rule 12g3-2(b): Not applicable)

### SIGNATURE

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

United Microelectronics Corporation

By /s/ Chitung Liu Chitung Liu Chief Financial Officer

Date: 5/16/2006

#### Exhibit

# ExhibitDescription99.1Announcement on April 18, 2006: To announce related materials on acquisition of machinery and equipment

- 99.2 Announcement on April 20, 2006: To announce related materials on disposal of MediaTek Incorporation securities
- 99.3 Announcement on April 21, 2006: To announce related materials on disposal of MediaTek Incorporation securities
- 99.4 Announcement on April 24, 2006: To announce related materials on disposal of MediaTek Incorporation securities
- 99.5 Announcement on April 24, 2006: The Change of Deputy Spokesperson
- 99.6 Announcement on April 26, 2006: UMC announced its unconsolidated operating results for the first quarter of 2006
- 99.7 Announcement on May 3, 2006: To announce related materials on disposal of MediaTek Incorporation securities
- 99.8 Announcement on May 5, 2006: To announce related materials on disposal of MediaTek Incorporation securities
- 99.9 Announcement on May 8, 2006: To announce related materials on disposal of MediaTek Incorporation securities
- 99.10 Announcement on May 9, 2006: To announce related materials on disposal of MediaTek Incorporation securities
- 99.11 Announcement on May 9, 2006: April Revenue
- 99.12 Announcement on May 11, 2006: To announce related materials on acquisition of machinery and equipment
- 99.13 Announcement on May 11, 2006: To announce related materials on acquisition of machinery and equipment
- 99.14 Announcement on May 11, 2006: To announce related materials on disposal of MediaTek Incorporation securities
- 99.15 Announcement on May 15, 2006: 1) the trading and pledge of UMC common shares by directors, supervisors, executive officers and 10% shareholders of UMC 2) the acquisition and disposition of assets by UMC
- 99.16 UNITED MICROELECTRONICS CORPORATION FINANCIAL STATEMENTS WITH REPORT OF INDEPENDENT AUDITORS FOR THE YEARS ENDED DECEMBER 31, 2005 AND 2004
- 99.17 UNITED MICROELECTRONICS CORPORATION AND SUBSIDIARIES CONSOLIDATED FINANCIAL STATEMENTS WITH REPORT OF INDEPENDENT AUDITORS FOR THE YEARS ENDED DECEMBER 31, 2005 AND 2004
- 99.18 UNITED MICROELECTRONICS CORPORATION FINANCIAL STATEMENTS WITH REVIEW REPORT OF INDEPENDENT ACCOUNTANTS FOR THE THREE-MONTH PERIODS ENDED MARCH 31, 2006 AND 2005

### Exhibit 99.1

### To announce related materials on acquisition of machinery and equipment

- 1. Name and nature of the subject matter (e.g.land located at Sublot XX, Lot XX, North District, Taichung City): Machinery and equipment
- 2. Date of the occurrence of the event: 2005/10/21~2006/04/18
- 3. Transaction volume (e.g.XX square meters, equivalent to XX p ing), unit price, total transaction price: Transaction volume: 18; average unit price: \$28,761,570 NTD; total transaction price: \$517,708,260 NTD
- 4. Counterparty to the trade and its relationship with the company (if the trading counterpart is a natural person and is not an actual related party of the Company, the name of the trading counterpart is not required to be disclosed): APPLIED MATERIALS ASIA PACIFIC LTD; non-related party transaction
- 5. Where the counterpart to the trade is an actual related party, a public announcement shall also include the reason for choosing the related party as trading counterpart and the identity of the previous owner (including its relationship with the company and the trading counterpart), price of transfer and the date of acquisition: Not applicable
- 6. Where a person who owned the property within the past five years has been an actual related person of the company, a public announcement shall also include the dates and prices of acquisition and disposal by the related person and the person s relationship to the company at those times: Not applicable
- 7. Anticipated loss or profit from the disposal (not applicable in cases of acquisition of assets) (where originally deferred, the status or recognition shall be stated and explained):Not applicable
- 8. Terms of delivery or payment (including payment period and monetary amount): 1)90% paid upon shipment;10% paid after acceptance 2)100% paid after acceptance
- 9. The manner of deciding on this transaction (such as tender invitation, price comparison, or price negotiation), the reference basis for the decision on price and the decision-making department: transaction: price negotiation; the reference basis for the decision on price: market price. The decision-making department: the Selection Meeting
- 10. Name of the professional appraisal institution and its appraisal amount: Not applicable
- 11. Reason for any significant discrepancy with the transaction amount, and opinion of the certifying CPA: Not applicable
- 12. Is the appraisal report price a limited price or specific price? Not applicable

- 13. Has an appraisal report not yet been obtained? Not applicable
- 14. Reason an appraisal report has not yet been obtained: Not applicable
- 15. Broker and broker s fee: Not applicable
- 16. Concrete purpose or use of the acquisition or disposition: to produce integrated circuits
- 17. Do the directors have any objection to the present transaction? no
- 18. Any other matters that need to be specified: none

Exhibit 99.2

- 1. Name of the securities: Common shares of MediaTek Incorporation
- 2. Trading date: 2006/01/05~2006/04/20
- 3. Trading volume, unit price, and total monetary amount of the transaction: trading volume: 1,355,000 shares; average unit price: \$374.30 NTD; total amount: \$507,174,500 NTD
- 4. Gain (or loss) (not applicable in case of acquisition of securities): \$491,757,608 NTD
- 5. Relationship with the underlying company of the trade: MediaTek Incorporation, none.
- Current cumulative volume, amount, and shareholding percentage of holdings of the security being traded (including the current trade) and status of any restriction of rights (e.g. pledges): cumulative volume: 51,761,272 shares; amount: 588,928,363 NTD; percentage of holdings: 5.99%; status of restriction of rights: no
- 7. Current ratio of long or short term securities investment (including the current trade) to the total assets and shareholder s equity as shown in the most recent financial statement and the operational capital as shown in the most recent financial statement: ratio of total assets: 16.47% ratio of shareholder s equity: 19.89%; the operational capital as shown in the most recent financial statement: \$80,697,588 thousand NTD
- 8. Concrete purpose/objective of the acquisition or disposal: financing operation
- 9. Do the directors have any objections to the present transaction? none
- 10. Any other matters that need to be specified: none

Exhibit 99.3

- 1. Name of the securities: Common shares of MediaTek Incorporation
- 2. Trading date: 2006/04/21
- 3. Trading volume, unit price, and total monetary amount of the transaction: trading volume: 1,639,000 shares; average unit price: \$378.12 NTD; total amount: \$619,737,000 NTD
- 4. Gain (or loss) (not applicable in case of acquisition of securities): \$601,088,819 NTD
- 5. Relationship with the underlying company of the trade: MediaTek Incorporation, none.
- Current cumulative volume, amount, and shareholding percentage of holdings of the security being traded (including the current trade) and status of any restriction of rights (e.g. pledges): cumulative volume: 50,122,272 shares; amount: 570,280,182 NTD; percentage of holdings: 5.80%; status of restriction of rights: no
- 7. Current ratio of long or short term securities investment (including the current trade) to the total assets and shareholder s equity as shown in the most recent financial statement and the operational capital as shown in the most recent financial statement: ratio of total assets: 16.27% ratio of shareholder s equity: 19.65%; the operational capital as shown in the most recent financial statement: \$80,697,588 thousand NTD
- 8. Concrete purpose/objective of the acquisition or disposal: financing operation
- 9. Do the directors have any objections to the present transaction? none
- 10. Any other matters that need to be specified: none

Exhibit 99.4

- 1. Name of the securities: Common shares of MediaTek Incorporation
- 2. Trading date: 2006/04/24
- 3. Trading volume, unit price, and total monetary amount of the transaction: trading volume: 1,000,000 shares; average unit price: \$391.85 NTD; total amount: \$391,848,000 NTD
- 4. Gain (or loss) (not applicable in case of acquisition of securities): \$ 380,470,220 NTD
- 5. Relationship with the underlying company of the trade: MediaTek Incorporation, none.
- Current cumulative volume, amount, and shareholding percentage of holdings of the security being traded (including the current trade) and status of any restriction of rights (e.g. pledges): cumulative volume: 49,122,272 shares; amount: 58,902,402 NTD; percentage of holdings: 5.69%; status of restriction of rights: no
- 7. Current ratio of long or short term securities investment (including the current trade) to the total assets and shareholder s equity as shown in the most recent financial statement and the operational capital as shown in the most recent financial statement: ratio of total assets: 16.27% ratio of shareholder s equity: 19.65%; the operational capital as shown in the most recent financial statement: \$80,697,588 thousand NTD
- 8. Concrete purpose/objective of the acquisition or disposal: financing operation
- 9. Do the directors have any objections to the present transaction? none
- 10. Any other matters that need to be specified: none

Exhibit 99.5

### The Change of Deputy Spokesperson

- 1. Change person (please enter: spokesperson, acting spokesperson, financial officer, accounting officer, research and development officer internal officer): acting spokesperson
- 2. Date of occurrence of the change: 2006/04/24

3. Name, title, and resume of the replaced person: Sheng-Yui Wang, The Director of Finance Division

The Director of Finance Division, UMC

4. Name, title, and resume of the replacement: Bowen Huang, Senior Manager

Senior Manager, UMC

- 5. Reason for the change: Job rotation
- 6. Effective date: 2006/04/24
- 7. Contact telephone number of the replacement: 886-2-27006999
- 8. Any other matters that need to be specified: none

Exhibit 99.6

### UMC announced its unconsolidated operating results for the first quarter of 2006

- 1. Date of occurrence of the event: 2006/04/26
- 2. Name of the company: United Microelectronics Corp.
- 3. Relationship to the company (listed company or affiliated company): Listed company
- 4. The shareholding ratios of mutual holding: N/A

### 5. Cause of occurrence:

United Microelectronics Corporation (NYSE: UMC; TSE: 2303) (UMC or the Company) today announced its unconsolidated operating results for the first quarter of 2006. Year-over-year revenue increased by 20.2% to NT\$24.38 billion from NT\$20.29 billion, and a 11.2% QoQ decrease from NT\$27.47 billion in 4Q05. The net income is NT\$12.29 billion, significantly increase 303.6% from NT\$3.04 billion in 4Q05. The EPS for the first quarter in 2006 was NT\$0.67.

Effected by the traditional seasonal factors, revenue and shipments in 1Q06 were decreased compared to last quarter. But the overall performance was close to our original expectations. Wafer shipments in the first quarter were 754 thousand 8-inch equivalent wafers. The utilization rate for the quarter was 79%. The blended average selling price (ASP) decreased by 2% during 1Q06 due to lower demand for leading-edge process technologies.

Demand in Q1 was very close to our original expectations, said UMC Chairman and CEO, Dr. Jackson Hu. In fact, it was even slightly better. Our performance in the quarter was at the upper range of our guidance, with revenue reaching NT\$24.4 billion and profitability beating our earlier projections.

Dr. Hu continued, For Q2, as a whole, we believe that demand will be in line with seasonal norms. Computer sector demand will be relatively weak due to seasonal inventory adjustments. At the same time, we have seen handset demand start to accelerate, which is about one to two months earlier than typical seasonal trends. Our understanding is that demand for entry-level handsets in developing markets such as India, Africa, Indonesia and China will see very high growth this year. Therefore, handset related components should be in strong demand. In particular, our production of 90nm and 0.13um wafers for existing customers as well as new customers that have recently entered volume production will increase significantly. In addition, it is worth noting that we will start volume production for a graphic chip customer during the quarter. Therefore, our visibility looking beyond to the 3rd quarter is good, and we are expecting double-digit revenue growth and a large improvement in profitability.

We are also seeing strong demand for 65nm technologies, and are progressing smoothly in the roll-out of this process. UMC led all foundries with the delivery of its first 65nm customer product back into June 2005. We are currently producing these 65nm chips at Fab 12A in

small volume quantities and expect to receive eleven product tape-outs from eight customers by the end of this summer. We believe UMC s success at 65nm will lead the Company to continued growth in the coming years.

- 6. Countermeasures: none
- 7. Any other matters that need to be specified: none

Exhibit 99.7

- 1. Name of the securities: Common shares of MediaTek Incorporation
- 2. Trading date: 2006/04/25~2006/05/03
- 3. Trading volume, unit price, and total monetary amount of the transaction: trading volume: 975,000 shares; average unit price:\$391.13 NTD; total amount: \$381,351,500 NTD
- 4. Gain (or loss) (not applicable in case of acquisition of securities): \$ 370,258,165 NTD
- 5. Relationship with the underlying company of the trade: MediaTek Incorporation, none.
- Current cumulative volume, amount, and shareholding percentage of holdings of the security being traded (including the current trade) and status of any restriction of rights (e.g. pledges): cumulative volume: 48,147,272 shares; amount: 547,809,067 NTD; percentage of holdings: 5.57%; status of restriction of rights: no
- 7. Current ratio of long or short term securities investment (including the current trade) to the total assets and shareholder s equity as shown in the most recent financial statement and the operational capital as shown in the most recent financial statement: ratio of total assets: 13.51% ratio of shareholder s equity: 16.69%; the operational capital as shown in the most recent financial statement: \$96,736,519 thousand NTD
- 8. Concrete purpose/objective of the acquisition or disposal: financing operation
- 9. Do the directors have any objections to the present transaction? none
- 10. Any other matters that need to be specified: none

Exhibit 99.8

- 1. Name of the securities: Common shares of MediaTek Incorporation
- 2. Trading date: 2006/05/04~2006/05/05
- 3. Trading volume, unit price, and total monetary amount of the transaction: trading volume: 1,590,000 shares; average unit price: \$384.50 NTD; total amount: \$611,347,500 NTD
- 4. Gain (or loss) (not applicable in case of acquisition of securities): \$ 593,256,830 NTD
- 5. Relationship with the underlying company of the trade: MediaTek Incorporation, none.
- Current cumulative volume, amount, and shareholding percentage of holdings of the security being traded (including the current trade) and status of any restriction of rights (e.g. pledges): cumulative volume: 46,557,272 shares; amount: 529,718,397 NTD; percentage of holdings: 5.39%
- 7. Current ratio of long or short term securities investment (including the current trade) to the total assets and shareholder s equity as shown in the most recent financial statement and the operational capital as shown in the most recent financial statement: ratio of total assets: 13.50% ratio of shareholder s equity: 16.68%; the operational capital as shown in the most recent financial statement: \$96,736,519 thousand NTD
- 8. Concrete purpose/objective of the acquisition or disposal: financing operation
- 9. Do the directors have any objections to the present transaction? none
- 10. Any other matters that need to be specified: none

Exhibit 99.9

- 1. Name of the securities: Common shares of MediaTek Incorporation
- 2. Trading date: 2006/05/08
- 3. Trading volume, unit price, and total monetary amount of the transaction: trading volume: 1,720,000 shares; average unit price: \$395.15 NTD; total amount: \$679,662,000 NTD
- 4. Gain (or loss) (not applicable in case of acquisition of securities): \$ 660,092,218 NTD
- 5. Relationship with the underlying company of the trade: MediaTek Incorporation, none.
- 6. Current cumulative volume, amount, and shareholding percentage of holdings of the security being traded (including the current trade) and status of any restriction of rights (e.g. pledges): cumulative volume: 44,837,272 shares; amount: 510,148,615 NTD; percentage of holdings: 5.19%; status of restriction of rights: no
- 7. Current ratio of long or short term securities investment (including the current trade) to the total assets and shareholder s equity as shown in the most recent financial statement and the operational capital as shown in the most recent financial statement: ratio of total assets: 13.49% ratio of shareholder s equity: 16.67%; the operational capital as shown in the most recent financial statement: \$96,736,519 thousand NTD
- 8. Concrete purpose/objective of the acquisition or disposal: financing operation
- 9. Do the directors have any objections to the present transaction? none
- 10. Any other matters that need to be specified: none

Exhibit 99.10

- 1. Name of the securities: Common shares of MediaTek Incorporation
- 2. Trading date: 2006/05/09
- 3. Trading volume, unit price, and total monetary amount of the transaction: trading volume: 1,634,000 shares; average unit price: \$412.73 NTD; total amount: \$674,403,000 NTD
- 4. Gain (or loss) (not applicable in case of acquisition of securities): \$ 655,811,708 NTD
- 5. Relationship with the underlying company of the trade: MediaTek Incorporation, none.
- Current cumulative volume, amount, and shareholding percentage of holdings of the security being traded (including the current trade) and status of any restriction of rights (e.g. pledges): cumulative volume: 43,203,272 shares; amount: 491,557,323 NTD; percentage of holdings: 5.00%; status of restriction of rights: no
- 7. Current ratio of long or short term securities investment (including the current trade) to the total assets and shareholder s equity as shown in the most recent financial statement and the operational capital as shown in the most recent financial statement: ratio of total assets: 13.49% ratio of shareholder s equity: 16.67%; the operational capital as shown in the most recent financial statement: \$96,736,519 thousand NTD
- 8. Concrete purpose/objective of the acquisition or disposal: financing operation
- 9. Do the directors have any objections to the present transaction? none
- 10. Any other matters that need to be specified: none

### Exhibit 99.11

### **United Microelectronics Corporation**

### May 9, 2006

This is to report the changes or status of 1) Sales volume 2) Funds lent to other parties 3) Endorsements and guarantees 4) Financial derivative transactions for the period of April 2005

### 1) Sales volume (NT\$ Thousand)

Period	Items	2006	2005	Changes	%
April	Invoice amount	8,036,247	5,859,663	2,176,584	37.15%
2006	Invoice amount	29,994,089	25,792,259	4,201,830	16.29%
April	Net sales	8,463,302	6,366,921	2,096,381	32.93%
2006	Net sales	32,847,468	26,652,641	6,194,827	23.24%

### 2) Funds lent to other parties (NT\$ Thousand)

Balance as of period end	This Month	Last Month	Limit of lending
UMC	0	0	39,690,468
UMC s subsidiaries	22,052	22,438	565,680

### 3) Endorsements and guarantees (NT\$ Thousand)

		Balance as	
	Change in	of period	Limit of
	This Month	end	endorsements
UMC	30,160	2,894,320	79,380,936
UMC s subsidiaries	0	0	7,631,821
UMC endorses for subsidiaries		0	0
UMC s subsidiaries endorse for UMC		0	0
UMC endorses for PRC companies		0	0
UMC s subsidiaries endorse for PRC companies		0	0

### 4) Financial derivatives transactions

### a Hedging purpose : NT\$ thousand

Financial instruments	Forwards	Interests SWAP
Deposit Paid	0	0
Royalty Income (Paid)	0	0

Unwritten-off Trading Contracts	0	15,000,000
Net Profit from Fair Value	0	(793,803)
Written-off Trading Contracts	0	
Realized profit (loss)	0	

### b Trading purpose : NT\$ thousand

### **Credit-linked**

Financial instruments Deposit Paid	Deposits 0
Unwritten-off Trading Contracts	4,103,036
Net Profit from Market Value	-711,108
Written-off Trading Contracts	0
Realized profit (loss)	0

### Exhibit 99.12

### To announce related materials on acquisition of machinery and equipment

- 1. Name and nature of the subject matter (e.g.land located at Sublot XX, Lot XX, North District, Taichung City): Machinery and equipment
- 2. Date of the occurrence of the event: 2005/06/22~2006/05/10
- 3. Transaction volume (e.g.XX square meters, equivalent to XX p ing), unit price, total transaction price: Transaction volume: 5; average unit price: \$105,929,950 NTD; total transaction price: \$529,649,750 NTD
- 4. Counterparty to the trade and its relationship with the company (if the trading counterpart is a natural person and is not an actual related party of the Company, the name of the trading counterpart is not required to be disclosed): AXCELIS TECHNOLOGIES, INC.; non-related party transaction
- 5. Where the counterpart to the trade is an actual related party, a public announcement shall also include the reason for choosing the related party as trading counterpart and the identity of the previous owner (including its relationship with the company and the trading counterpart), price of transfer and the date of acquisition: Not applicable
- 6. Where a person who owned the property within the past five years has been an actual related person of the company, a public announcement shall also include the dates and prices of acquisition and disposal by the related person and the person s relationship to the company at those times: Not applicable
- 7. Anticipated loss or profit from the disposal (not applicable in cases of acquisition of assets) (where originally deferred, the status or recognition shall be stated and explained):Not applicable
- 8. Terms of delivery or payment (including payment period and monetary amount): 1)90% paid upon shipment;10% paid after acceptance 2)100% paid after acceptance
- 9. The manner of deciding on this transaction (such as tender invitation, price comparison, or price negotiation), the reference basis for the decision on price and the decision-making department: transaction: price negotiation; the reference basis for the decision on price: market price. The decision-making department: the Selection Meeting
- 10. Name of the professional appraisal institution and its appraisal amount: Not applicable
- 11. Reason for any significant discrepancy with the transaction amount, and opinion of the certifying CPA: Not applicable
- 12. Is the appraisal report price a limited price or specific price? Not applicable

- 13. Has an appraisal report not yet been obtained? Not applicable
- 14. Reason an appraisal report has not yet been obtained: Not applicable
- 15. Broker and broker s fee: Not applicable
- 16. Concrete purpose or use of the acquisition or disposition: to produce integrated circuits
- 17. Do the directors have any objection to the present transaction? no
- 18. Any other matters that need to be specified: none

### Exhibit 99.13

### To announce related materials on acquisition of machinery and equipment

- 1. Name and nature of the subject matter (e.g.land located at Sublot XX, Lot XX, North District, Taichung City): Machinery and equipment
- 2. Date of the occurrence of the event: 2006/03/23~2006/05/10
- 3. Transaction volume (e.g.XX square meters, equivalent to XX p ing), unit price, total transaction price: Transaction volume: 13; average unit price: \$52,069,017 NTD; total transaction price: \$676,897,224 NTD
- 4. Counterparty to the trade and its relationship with the company (if the trading counterpart is a natural person and is not an actual related party of the Company, the name of the trading counterpart is not required to be disclosed): TOKYO ELECTRON LIMITED; non-related party transaction
- 5. Where the counterpart to the trade is an actual related party, a public announcement shall also include the reason for choosing the related party as trading counterpart and the identity of the previous owner (including its relationship with the company and the trading counterpart), price of transfer and the date of acquisition: Not applicable
- 6. Where a person who owned the property within the past five years has been an actual related person of the company, a public announcement shall also include the dates and prices of acquisition and disposal by the related person and the person s relationship to the company at those times: Not applicable
- 7. Anticipated loss or profit from the disposal (not applicable in cases of acquisition of assets) (where originally deferred, the status or recognition shall be stated and explained):Not applicable
- 8. Terms of delivery or payment (including payment period and monetary amount): 1)90% paid upon shipment;10% paid after acceptance 2)100% paid after acceptance
- 9. The manner of deciding on this transaction (such as tender invitation, price comparison, or price negotiation), the reference basis for the decision on price and the decision-making department: transaction: price negotiation; the reference basis for the decision on price: market price. The decision-making department: the Selection Meeting
- 10. Name of the professional appraisal institution and its appraisal amount: Not applicable
- 11. Reason for any significant discrepancy with the transaction amount, and opinion of the certifying CPA: Not applicable
- 12. Is the appraisal report price a limited price or specific price? Not applicable

- 13. Has an appraisal report not yet been obtained? Not applicable
- 14. Reason an appraisal report has not yet been obtained: Not applicable
- 15. Broker and broker s fee: Not applicable
- 16. Concrete purpose or use of the acquisition or disposition: to produce integrated circuits
- 17. Do the directors have any objection to the present transaction? no
- 18. Any other matters that need to be specified: none

### Exhibit 99.14

- 1. Name of the securities: Common shares of MediaTek Incorporation
- 2. Trading date: 2006/05/10~2006/05/11
- 3. Trading volume, unit price, and total monetary amount of the transaction: trading volume: 1,436,000 shares; average unit price: \$416.27 NTD; total amount: \$597,765,500 NTD
- 4. Gain (or loss) (not applicable in case of acquisition of securities): \$ 581,313,230 NTD
- 5. Relationship with the underlying company of the trade: MediaTek Incorporation, none.
- Current cumulative volume, amount, and shareholding percentage of holdings of the security being traded (including the current trade) and status of any restriction of rights (e.g. pledges): cumulative volume: 41,757,272 shares; amount: 475,105,053 NTD; percentage of holdings: 4.83%; status of restriction of rights: no
- 7. Current ratio of long or short term securities investment (including the current trade) to the total assets and shareholder s equity as shown in the most recent financial statement and the operational capital as shown in the most recent financial statement: ratio of total assets: 13.48% ratio of shareholder s equity: 16.66%; the operational capital as shown in the most recent financial statement: \$96,736,519 thousand NTD
- 8. Concrete purpose/objective of the acquisition or disposal: financing operation
- 9. Do the directors have any objections to the present transaction? none
- 10. Any other matters that need to be specified: none

Exhibit 99.15

### **United Microelectronics Corporation**

For the month of April, 2006

This is to report 1) the trading of directors, supervisors, executive officers and 10% shareholders of United Microelectronics Corporation (UMC) (NYSE: UMC) 2) the pledge and clear of pledge of UMC common shares by directors, supervisors, executive officers and 10% shareholders of UMC 3) the acquisition assets by UMC 4) the disposition of assets by UMC for the month of April, 2006.

1) The trading of directors, supervisors, executive officers and 10% shareholders

		Number of shares held as of	Number of shares held as of	
Title	Name	March 31, 2006	April 30, 2006	Changes
Note: Shares transferred to children.				

2) The pledge and clear of pledge of UMC common shares by directors, supervisors, executive officers and 10% shareholders :

		Number of shares	Number of shares Number of shares	
		pledge as of	pledge as of	
Title	Name	March 31, 2006	April 30, 2006	Changes

### 3) The acquisition assets (NT\$ Thousand)

Description of assets	April	2006
Semiconductor Manufacturing Equipment	1,556,141	6,638,478
Fixed assets	86,711	93,232

### 4) The disposition of assets (NT\$ Thousand)

Description of assets	April	2006
Semiconductor Manufacturing Equipment	1,725	74,573
Fixed assets	0	0

### Exhibit 99.16

### UNITED MICROELECTRONICS CORPORATION

### FINANCIAL STATEMENTS

### WITH REPORT OF INDEPENDENT AUDITORS

### FOR THE YEARS ENDED

### **DECEMBER 31, 2005 AND 2004**

Address: No. 3 Li-Hsin Road II, Hsinchu Science Park, Hsinchu City, Taiwan, R.O.C.

Telephone: 886-3-578-2258

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

### **REPORT OF INDEPENDENT AUDITORS**

### English Translation of a Report Originally Issued in Chinese

To the Board of Directors and Shareholders of

### United Microelectronics Corporation

We have audited the accompanying balance sheets of United Microelectronics Corporation as of December 31, 2005 and 2004, and the related statements of income, changes in stockholders equity and cash flows for the years ended December 31, 2005 and 2004. These financial statements are the responsibility of the Company s management. Our responsibility is to express an opinion on these financial statements based on our audits. As described in Note 4(7) to the financial statements, certain long-term investments were accounted for under the equity method based on the 2005 and 2004 financial statements of the investees, which were audited by other auditors. Our opinion insofar as it relates to the investment income amounting to NT\$821 million and NT\$631 million for the years ended December 31, 2005 and 2004, respectively, and the related long-term investment balances of NT\$5,898 million and NT\$5,380 million as of December 31, 2005 and 2004, respectively, is based solely on the reports of the other auditors.

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

In our opinion, based on our audits and the reports of other auditors, the financial statements referred to above present fairly, in all material respects, the financial position of United Microelectronics Corporation as of December 31, 2005 and 2004, and the results of its operations and its cash flows for the years ended December 31, 2005 and 2004, in conformity with the Guidelines Governing the Preparation of Financial Reports by Securities Issuers and accounting principles generally accepted in the Republic of China.

As described in Note 3 to the financial statements, effective from January 1, 2005, United Microelectronics Corporation has adopted the R.O.C. Statement of Financial Accounting Standards No.35 Accounting for Asset Impairment to account for the impairment of its assets.

We have also audited the consolidated financial statements of United Microelectronics Corporation as of and for the years ended December 31, 2005 and 2004, and have expressed an unqualified opinion with explanatory paragraph on such financial statements.

February 17, 2006

Taipei, Taiwan

Republic of China

### Notice to Readers

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

### English Translation of Financial Statements Originally Issued in Chinese

### UNITED MICROELECTRONICS CORPORATION

### BALANCE SHEETS

### December 31, 2005 and 2004

### (Expressed in Thousands of New Taiwan Dollars)

	<b>N</b> .	As of December 31,	
Assets	Notes	2005	2004
Current assets	2 4(1)	¢ 06 506 622	¢ 92.247.220
Cash and cash equivalents	2, 4(1)	\$ 96,596,623	\$ 83,347,329
Marketable securities, net	2, 4(2)	4,883,121	3,058,579
Notes receivable	4(3)	193	1,771
Notes receivable - related parties	5	62,136	39,034
Accounts receivable, net	2, 4(4)	4,774,618	3,208,457
Accounts receivable - related parties, net	2, 5	7,522,953	7,446,462
Other receivables	2, 5	708,552	506,195
Other financial assets, current	2, 4(5), 10	0.040.050	453,845
Inventories, net	2, 4(6)	9,963,253	8,543,462
Prepaid expenses		421,787	244,230
Deferred income tax assets, current	2, 4(19)	3,334,510	3,524,289
Total current assets		128,267,746	110,373,653
Funds and long-term investments	2, 4(7), 4(10)		
Long-term investments accounted for under the equity method		27,311,723	64,251,399
Long-term investments accounted for under the cost method		7,778,751	7,316,603
Total funds and long-term investments		35,090,474	71,568,002
Other financial assets, noncurrent	2, 4(5), 10	977,856	1,303,644
Property, plant and equipment	2, 4(8), 5, 6, 7		
Land		1,132,576	1,132,576
Buildings		16,287,803	13,133,658
Machinery and equipment		366,982,250	301,773,287
Transportation equipment		88,413	79,610
Furniture and fixtures		2,199,773	1,976,487
Leased assets		, ,	47,783
Total cost		386,690,815	318,143,401
Less : Accumulated depreciation		(252,474,004)	(202,373,050)
Add : Construction in progress and prepayments		15,592,805	21,584,900
Property, plant and equipment, net		149,809,616	137,355,251
Intangible assets			
Goodwill	2, 4(21)	3,745,122	1,214,956
Technological know-how	2	359,556	
Total intangible assets		4,104,678	1,214,956

Other assets			
Deferred charges	2	1,963,950	1,860,419
Deferred income tax assets, noncurrent	2, 4(19)	4,001,394	3,811,615
Other assets - others	2, 4(9), 4(10)	2,005,523	2,075,951
Total other assets		7,970,867	7,747,985
Total assets		\$ 326,221,237	\$ 329,563,491

Liabilities and Stockholders Equity         Current liabilities         Short-term loans       4(11)         Accounts payable       4(11)         Accounts payable       5         Income tax payable - related parties       5         Income tax payable       2         Accrued expenses       2         Payable on equipment       0         Other payables       10         Current portion of long-term interest-bearing liabilities       2, 4(12)         Other current liabilities       7	Notes 2005 \$ 4,100,708 60,389 7,596,727 5,277,863 95,668 0,6 10,250,000 922,607 28,303,962	2004 \$ 1,904,400 3,642,421 800,805 60,389 8,185,618 4,704,299 2,820,003 1,159,096
Short-term loans4(11)Accounts payable4Accounts payable - related parties5Income tax payable2Accrued expenses2Payable on equipment10Other payables10Current portion of long-term interest-bearing liabilities2, 4(12)Other current liabilities7	4,100,708 60,389 7,596,727 5,277,863 95,668 9, 6 10,250,000 922,607	3,642,421 800,805 60,389 8,185,618 4,704,299 2,820,003 1,159,096
Accounts payable5Accounts payable - related parties5Income tax payable2Accrued expenses2Payable on equipment10Other payables10Current portion of long-term interest-bearing liabilities2, 4(12)Other current liabilities7	4,100,708 60,389 7,596,727 5,277,863 95,668 9, 6 10,250,000 922,607	3,642,421 800,805 60,389 8,185,618 4,704,299 2,820,003 1,159,096
Accounts payable - related parties5Income tax payable2Accrued expenses2Payable on equipment10Other payables10Current portion of long-term interest-bearing liabilities2, 4(12)Other current liabilities7	60,389 7,596,727 5,277,863 95,668 9, 6 10,250,000 922,607	800,805 60,389 8,185,618 4,704,299 2,820,003 1,159,096
Income tax payable2Accrued expenses2Payable on equipment10Other payables10Current portion of long-term interest-bearing liabilities2, 4(12)Other current liabilities7	7,596,727 5,277,863 95,668 9, 6 10,250,000 922,607	60,389 8,185,618 4,704,299 2,820,003 1,159,096
Accrued expensesPayable on equipmentOther payables10Current portion of long-term interest-bearing liabilities2, 4(12)Other current liabilities7	7,596,727 5,277,863 95,668 9, 6 10,250,000 922,607	8,185,618 4,704,299 2,820,003 1,159,096
Payable on equipment10Other payables10Current portion of long-term interest-bearing liabilities2, 4(12)Other current liabilities7	5,277,863 95,668 9, 6 10,250,000 922,607	4,704,299 2,820,003 1,159,096
Other payables10Current portion of long-term interest-bearing liabilities2, 4(12)Other current liabilities7	95,668 ), 6 10,250,000 922,607	2,820,003 1,159,096
Current portion of long-term interest-bearing liabilities2, 4(12)Other current liabilities7	), 6 10,250,000 922,607	1,159,096
Other current liabilities 7	922,607	1,159,096
Total current liabilities	28,303,962	
		23,277,031
Long-term interest-bearing liabilities		
Bonds payable 2, 4(12)	36,009,055	33,607,029
Total long-term interest-bearing liabilities	36,009,055	33,607,029
Other liabilities		
Accrued pension liabilities 2, 4(13)	) 3,003,778	2,690,511
Deposits-in	20,827	21,891
Deferred credits - intercompany profits 2	9,806	3,584,275
Other liabilities - others	590,256	
Total other liabilities	3,624,667	6,296,677
Total liabilities	67,937,684	63,180,737
<b>Capital</b> 2, 4(14)	), 4(15), 4(21)	
Common stock	197,947,033	177,919,819
Capital collected in advance	36,600	4,040
	), 4(15), 4(21)	,
Premiums	64,600,076	64,126,182
Change in equities of long-term investments	20,781,523	20,807,013
Retained earnings 4(17)		
Legal reserve	15,996,839	12,812,501
Special reserve	1,744,171	90,871
Unappropriated earnings	8,831,782	29,498,329
Adjusting items in stockholders equity 2		
Unrealized loss on long-term investments	(9,527,362)	(9,871,086
Cumulative translation adjustment	(241,153)	
Treasury stock   2, 4(16)		(27,685,463)
Total stockholders equity		

### Total liabilities and stockholders equity

\$ 326,221,237 \$ 329,563,491

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

### English Translation of Financial Statements Originally Issued in Chinese

### UNITED MICROELECTRONICS CORPORATION

### STATEMENTS OF INCOME

### For the years ended December 31, 2005 and 2004

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

	Notes	For the year end 2005	ed December 31, 2004
Operating revenues	2, 5		
Sales revenues		\$ 90,780,340	\$115,165,087
Less : Sales returns and discounts		(1,840,345)	(1,170,521)
Net sales		88,939,995	113,994,566
Other operating revenues		1,835,444	3,317,274
Net operating revenues		90,775,439	117,311,840
Operating costs	4(18)		
Cost of goods sold	5	(78,836,403)	(79,249,792)
Other operating costs		(777,750)	(2,193,389)
Operating costs		(79,614,153)	(81,443,181)
Gross profit		11,161,286	35,868,659
Unrealized intercompany profit	2	(120,153)	(154,417)
Realized intercompany profit	2	154,417	106,702
Gross profit-net		11,195,550	35,820,944
Operating expenses	4(18), 5		
Sales and marketing expenses		(2,280,674)	(2,197,181)
General and administrative expenses		(3,225,165)	(2,644,595)
Research and development expenses		(8,358,430)	(6,524,176)
Subtotal		(13,864,269)	(11,365,952)
Operating (loss) income		(2,668,719)	24,454,992
Non-operating income			
Interest revenue		945,610	871,598
Dividend income		922,562	1,041,415
Gain on disposal of property, plant and equipment	2	62,884	137,267
Gain on sales of investments	2, 4(12)	10,096,375	12,513,933
Exchange gain, net	2,10	252,303	
Gain on recovery of market value of inventory	2	919,884	
Other income		671,924	331,238
Subtotal		13,871,542	14,895,451

### Non-operating expenses

Interest expense	4(8)	(918,173)	(1,179,145)
Investment loss accounted for under the equity method, net	2, 3, 4(7), 4(10)	(2,677,263)	(2,509,287)
Other investment loss	2		(84,968)
Loss on disposal of property, plant and equipment	2	(81,544)	(224,049)
Exchange loss, net	2, 10		(1,081,949)
Loss on decline in market value and obsolescence of inventories	2		(844,906)
Financial expenses		(258,110)	(371,751)
Impairment loss	2, 3, 4(10)	(160,191)	
Other losses	2, 4(12)	(80,012)	(1,177,098)
Subtotal		(4,175,293)	(7,473,153)
Income before income tax		7,027,530	31,877,290
Income tax expense	2, 4(19)	(838)	(33,909)
	_, (_, )	(000)	(00,000)
Net income		\$ 7,026,692	\$ 31,843,381
Net income		\$ 7,020,092	\$ 51,045,561
Earnings per share-basic (NTD)	2, 4(20)		
Income before income tax		\$ 0.38	\$ 1.70
Net income		\$ 0.38	\$ 1.70
Earnings per share-diluted (NTD)	2, 4(20)		
Income before income tax	_, (_*)	\$ 0.38	\$ 1.68
		+	+
Net income		\$ 0.38	\$ 1.67
Net income		ф 0.38	φ 1.07
Pro forma information on earnings as if subsidiaries investment in the Company			
is not treated as treasury stock	2, 4(20)		
Net income		\$ 7,026,692	\$ 31,843,381
Earnings per share-basic (NTD)		\$ 0.36	\$ 1.64
Earnings per share-diluted (NTD)		\$ 0.36	\$ 1.62
Darnings per share anuted (101D)		φ 0.50	ψ 1.02

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

3

### English Translation of Financial Statements Originally Issued in Chinese

### UNITED MICROELECTRONICS CORPORATION

### STATEMENTS OF CHANGES IN STOCKHOLDERS EQUITY

For the years ended December 31, 2005 and 2004

(Expressed in Thousands of New Taiwan Dollars)

		Capita Caj	al pital Collecte	d	]	Retained Ea	arnin	gs	Unrealiz 0		s Cumulative		
	Notes	Common Stock	in AdvanceCa	pital Reserve	Legal Reserve	Special Res		Unappropria Earnings			Translation Adjustment	Treasury Stock	Total
Balance as of				•		•		Ũ			U		
January 1,													
2004	4(14)	\$ 161,407,435	\$\$	8 80,074,184	\$ 11,410,475	5 \$ 1,346,9	994	\$ 14,036,82	22 \$ (9,53	37,237)	\$ 913,877	\$ (27,410,626)	\$ 232,241,924
Appropriation													
of 2003 retained													
earnings	4(17)												
Legal reserve	4(17)				1,402,026	5		(1,402,02	26)				
Special					1,402,020	5		(1,402,0	20)				
reserve						(1,256,1	123)	1,256,12	23				
Stock						(1,200,1		1,200,11					
dividends		12,224,284						(12,224,23	84)				
Directors and													
supervisors													
remuneration								(12,6	18)				(12,618)
Employees													
bonus		1,111,273						(1,111,2	73)				
Transfer of													
capital reserve													
to common stock	4(17)	661,298		(661,298)									
Stock issued	4(17)	001,298		(001,298)									
for merger	2, 4(21)	3,571,429		6,100,571									9,672,000
Purchase of	_, .()	-,-,-,,		.,,									,,,
treasury stock	2, 4(16)											(5,198,020)	(5,198,020)
Cancellation													
of treasury													
stock	2, 4(16)	(1,497,280)		(538,107)				(2,887,7	96)			4,923,183	
Net income in									~ -				
2004								31,843,3	81				31,843,381
Adjustment of capital reserve													
accounted for													
under the													
equity method	2			(385,128)									(385,128)
Changes in				(,,									(
unrealized loss													
on long-term													
investments of													
investees	2								(33	33,849)			(333,849)
Exercise of													
employee	0.4(1.5)	441 200	4.0.40	2 4 2 0 7 2									700 000
stock options	2, 4(15)	441,380	4,040	342,973									788,393
Changes in cumulative													
translation													
adjustment	2										(2,233,329)		(2,233,329)
aujustition	-										(2,200,02))		(2,235,527)

Palance as of											
Balance as of December 31,											
2004	4(14)	177,919,819	4,040	84,933,195	12,812,501	90,871	29,498,329	(9,871,086)	(1,319,452)	(27,685,463)	266,382,754
Appropriation	T(17)	177,919,019	7,070	04,755,175	12,012,001	70,071	27,470,527	(),071,000)	(1,517,452)	(27,005,405)	200,302,754
of 2004											
retained											
	4(17)										
earnings	4(17)				3,184,338		(2 104 220)				
Legal reserve					5,164,556		(3,184,338)				
Special						1 (52 200	(1 (52 200)				
reserve						1,653,300	(1,653,300)				
Cash							(1 = 50 = 20)				(1 = 50 = 20 ()
dividends							(1,758,736)				(1,758,736)
Stock											
dividends		17,587,364					(17,587,364)				
Directors and											
supervisors											
remuneration							(27,006)				(27,006)
Employees											
bonus		1,972,855					(1,972,855)				
Purchase of											
treasury stock	2, 4(16)									(16,378,692)	(16,378,692)
Cancellation											
of treasury											
stock	2, 4(16)	(491,140)		(177,419)			(1,509,640)			2,178,199	
Net income in											
2005							7,026,692				7,026,692
Adjustment of											
capital reserve											
accounted for											
under the											
equity method	2			(28,491)							(28,491)
Changes in											
unrealized loss											
on long-term											
investments of											
investees	2							343,724			343,724
Exercise of	2							515,721			515,721
employee											
stock options	2, 4(15)	954,095	36,600	654,314							1,645,009
Common	2, 4(15)	JJ <del>4</del> ,0JJ	50,000	054,514							1,043,007
stock											
transferred											
from capital											
collected in											
advance	2	4,040	(4.040)								
	2	4,040	(4,040)								
Changes in											
cumulative											
translation	2								1 079 200		1.079.200
adjustment	2								1,078,299		1,078,299
Balance as of											
December 31,											
2005		\$ 197,947,033	\$ 36,600	\$ 85,381,599	\$ 15,996,839	\$ 1,744,171	\$ 8,831,782	\$ (9,527,362)	\$ (241,153)	\$ (41,885,956)	\$ 258,283,553

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

4

### English Translation of Financial Statements Originally Issued in Chinese

### UNITED MICROELECTRONICS CORPORATION

### STATEMENTS OF CASH FLOWS

For the years ended December 31, 2005 and 2004

(Expressed in Thousands of New Taiwan Dollars)

	For the year end 2005	ed December 31, 2004
Cash flows from operating activities:		
Net income	\$ 7,026,692	\$ 31,843,381
Adjustments to reconcile net income to net cash provided by (used in) operating activities:		
Depreciation	46,129,225	38,595,954
Amortization	2,387,679	1,181,379
Bad debt expenses (reversal)	(151,042)	107,404
Loss (gain) on decline (recovery) in market value and obsolescence of inventories	(919,884)	844,906
Cash dividends received under the equity method	724,510	439,514
Investment loss accounted for under the equity method	2,677,263	2,509,287
Other investment loss		84,968
Write-off of deferred charges		269,325
Transfer of property, plant and equipment to losses and expenses	9,370	2,059
Impairment loss	160,191	
Gain on sales of investments	(10,096,375)	(12,513,933)
Loss on disposal of property, plant and equipment	18,660	86,782
Exchange loss (gain) on long-term liabilities	65,827	(295,100)
Amortization of bond premiums	,	(10,050)
Loss on reacquisition of bonds		59
Amortization of deferred income	(89,762)	
Changes in assets and liabilities:		
Notes receivable and accounts receivable	(658,907)	3,129,517
Other receivables	(128,727)	32,434
Inventories	104,968	(1,326,015)
Prepaid expenses	(108,025)	488,734
Other financial assets	169,799	54,374
Accounts payable	(1,087,713)	(17,577)
Income tax payable	(2,001,120)	10,696
Accrued expenses	(547,542)	3,198,386
Other current liabilities	(57,471)	134,847
Compensation interest payable	(21,112)	(126,111)
Capacity deposits	(193,249)	(143,127)
Accrued pension liabilities	313,267	432,879
Other liabilities - others	263,017	,,
	200,017	
Net cash provided by operating activities	46,011,771	69,014,972
Cash flows from investing activities:		
Increase in marketable securities, net	(1,764,839)	(1,418,762)
Cash proceeds from merger	943,862	70,383
Decrease in other financial assets, net	705,468	1,503,980
Acquisition of long-term investments	(7,055,801)	(11,427,179)
Proceeds from sales of long-term investments	11,152,735	6,028,428
Proceeds from capital reduction settlement and liquidation of long-term investments	13,346,789	3,320,120
Acquisition of property, plant and equipment	(18,586,587)	(48,503,388)
Proceeds from disposal of property, plant and equipment	129,468	283,803
receives non-disposal of property, plant and equipment	127,700	205,005

Increase in deferred charges Decrease (increase) in other assets - others Increase in other receivables	(1,356,305) (161,341) (5,137,760)	(978,741) 1,065,478
Net cash used in investing activities	(7,784,311)	(53,375,998)

### English Translation of Financial Statements Originally Issued in Chinese

### UNITED MICROELECTRONICS CORPORATION

### STATEMENTS OF CASH FLOWS

For the years ended December 31, 2005 and 2004

(Expressed in Thousands of New Taiwan Dollars)

	For the year end 2005	ed December 31, 2004
(continued)		
Cash flows from financing activities:		
Increase (decrease) in short-term loans, net	\$ (1,904,400)	\$ 1,504,400
Repayment of long-term loans	(16,153,714)	(5,866,537
Redemption of bonds	(2,820,004)	(16,336,941
Reacquisition of bonds	(2,020,001)	(41,392
Issuance of bonds	12,478,603	(11,572
Remuneration paid to directors and supervisors	(27,006)	(12,618
Increase (decrease) in deposits-in, net	(1,254)	5,513
Cash dividends	(1,758,736)	5,515
Purchase of treasury stock	(16,378,692)	(5,198,020
Exercise of employee stock options	1,642,008	788,393
Net cash used in financing activities	(24,923,195)	(25,157,202
Currency exchange	(54,971)	
Net increase (decrease) in cash and cash equivalents	13,249,294	(9,518,228
Cash and cash equivalents at beginning of year	83,347,329	92,865,557
Cash and cash equivalents at end of year	\$ 96,596,623	\$ 83,347,329
Supplemental disclosures of cash flow information:		
Cash paid for interest	\$ 1,334,219	\$ 1,877,234
Cash paid for (received from) income tax return	\$ (163,469)	\$ 67,683
Investing activities partially paid by cash:		
Acquisition of property, plant and equipment	\$ 17,586,514	\$ 49,065,072
Add: Payable at beginning of year	4,704,299	4,057,940
Payable transferred in from the Branch	1,573,637	84.675
Less: Payable at end of year	(5,277,863)	(4,704,299
Cash paid for acquiring property, plant and equipment	\$ 18,586,587	\$ 48,503,388
Investing and financing activities not affecting cash flows:		
Principal amount of exchangeable bonds exchanged by bondholders	\$	\$ 11,614,141
Book value of reference shares delivered for exchange		(3,898,638
Elimination of related balance sheet accounts		90,983
Recognition of gain on sales of investments	\$	\$ 7,806,486

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

#### UNITED MICROELECTRONICS CORPORATION

#### NOTES TO FINANCIAL STATEMENTS

#### December 31, 2005 and 2004

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

#### 1. HISTORY AND ORGANIZATION

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

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

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

#### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Summary of significant accounting policies is as follows:

#### Use of Estimates

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

#### Foreign Currency Transactions

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

#### Translation of Foreign Currency Financial Statements

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

#### Cash Equivalents

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

#### Marketable Securities

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

#### Allowance for Doubtful Accounts

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

#### **Inventories**

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

#### Long-term Investments

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

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

Investment income or loss from investments in both listed and unlisted investees is accounted for under the equity method provided that the Company owns at least 20% of the outstanding voting rights of the investees or has significant influence on operating decisions of the investees. The difference of the acquisition cost and the underlying equity in the investee s net assets is amortized over 5 years.

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

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

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

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

Investees in which the Company, directly or indirectly, holds more than 50% of voting rights or controls more than half of the members of board of directors, by whom the investee is controlled, are consolidated into the Company s financial statement in accordance with the R.O.C. SFAS No.7.

#### Property, Plant and Equipment

Property, plant and equipment are stated at cost. Interest incurred on loans used to finance the construction of property, plant and equipment is capitalized and depreciated accordingly.

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

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

#### Intangible Assets

Goodwill arising from the merger is amortized using the straight-line method over 15 years. As a result of the reorganization of UMCi Ltd., goodwill arising from the reorganization is amortized over 5 years. Technological know-how is stated at cost and amortized over its estimated economic life using the straight-line method.

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

#### Deferred Charges

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

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

#### Convertible and Exchangeable Bonds

The issuance costs of convertible and exchangeable bonds are classified as deferred charges and amortized over the life of the bonds.

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

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

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

#### Pension Plan

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

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

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

#### Employee Stock Option Plan

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

#### Treasury Stock

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

#### Revenue Recognition

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

#### Capital Expenditure versus Operating Expenditure

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

#### Income Tax

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

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

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

#### Earnings per Share

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

#### **Derivative Financial Instruments**

The interest rate swap agreements entered into for hedging purposes are accounted for on a net accrual basis in accordance with the contractual interest rate as an adjustment to the interest income or expense of the hedged items.

Foreign exchange forward contracts are held to hedge the exchange rate risk arising from net assets or liabilities denominated in foreign currency. These forward contracts are translated and recorded using the spot rate at the inception of the contracts, and the discount or premium of the forward contracts is amortized over their lifespan. The difference between the spot rate at the inception of a forward contract and the spot rate at the balance sheet date is reflected in the statement of income. The receivables and payables of the foreign exchange forward contracts are offset and the resulting balances are recorded as either assets or liabilities. Exchange gains or losses from the settlement of forward contracts are included in the current period s earnings.

#### Merger

The Company merged with SiSMC and recognized the sum of the difference between the acquisition costs, which are the market price of equity stocks issued and other related costs, and the fair value of the identifiable net assets acquired as goodwill in compliance with the R.O.C. SFAS No. 25 Enterprise Mergers Accounting of Purchase Method . The fair value of identifiable net assets and goodwill deducted from the par value of the equity stocks issued and other related costs are recognized as capital reserve.

#### Asset Impairment

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

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

In addition, a goodwill-allocated CGU or group of CGUs is tested for impairment each year, regardless of whether impairment is indicated. If an impairment test reveals that the carrying amount (including goodwill) of CGU or group of CGUs is greater than its recoverable amount, there is an impairment loss. In allocating impairment losses, the portion of goodwill allocated is to be written down first. After goodwill has been written off, the remaining impairment loss, if any, is to be shared among other assets pro rata to their carrying amount.

The write-down in goodwill cannot be reversed under any circumstance in the subsequent periods.

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

#### 3. ACCOUNTING CHANGE

The Company had adopted the R.O.C. SFAS No. 35, Accounting for Asset Impairment to account for the impairment of its assets for its financial statements started on and after January 1, 2005. No retroactive adjustment is required under the standard. Such a change in accounting principles resulted in a NT\$483 million decrease on the Company s net income, and a decrease of NT\$0.03 on earnings per share and total assets had decreased by NT\$483 million as of December 31, 2005.

#### 4. CONTENTS OF SIGNIFICANT ACCOUNTS

# (1) CASH AND CASH EQUIVALENTS

	As of December 31, 2005 2004	
Cash:		
Cash on hand	\$ 1,697	\$ 1,401
Checking and savings accounts	5,196,055	420,333
Time deposits	83,180,150	75,011,070
Subtotal	88,377,902	75,432,804
Cash equivalents:		
Government bonds acquired under repurchase agreements	8,218,721	7,914,525
Total	\$ 96,596,623	\$ 83,347,329

#### (2) MARKETABLE SECURITIES, NET

	As of Dec	As of December 31,	
	2005	2004	
Convertible bonds	\$ 1,218,688	\$ 1,756,248	
Listed equity securities	3,664,433	1,302,331	
Total	\$ 4,883,121	\$ 3,058,579	

# (3) NOTES RECEIVABLE

	As of De	cember 31,
	2005	2004
Notes receivable	\$ 193	\$ 1,771

#### (4) ACCOUNTS RECEIVABLE, NET

	As of Dece	As of December 31,		
	2005	2004		
Accounts receivable	\$ 4,950,122	\$ 3,605,964		
Less: Allowance for sales returns and discounts	(121,930)	(314,087)		
Less: Allowance for doubtful accounts	(53,574)	(83,420)		
Net	\$ 4,774,618	\$ 3,208,457		

# (5) OTHER FINANCIAL ASSETS, CURRENT

As of December 31,

	2005	2004
Credit-linked deposits and repackage bonds	\$ 977,856	\$ 1,683,324
Interest rate swaps		35,532
Forward contracts		38,633
Total	977,856	1,757,489
Less: Non-current portion	(977,856)	(1,303,644)
Net	\$	\$ 453,845

Please refer to Note 10 for disclosures on risks of other financial assets.

# (6) INVENTORIES, NET

As of December 31,	
2005	2004
\$ 266,949	\$ 202,272
1,708,187	1,922,374
7,561,310	6,216,769
995,654	1,395,450
10,532,100	9,736,865
(568,847)	(1,193,403)
\$ 9,963,253	\$ 8,543,462
	2005 \$ 266,949 1,708,187 7,561,310 995,654 10,532,100 (568,847)

a. The insurance coverage for inventories was sufficient as of December 31, 2005 and 2004, respectively.

b. Inventories were not pledged. (7) <u>LONG-TERM INVESTMENTS</u>

a. Details of long-term investments are as follows: (Equity securities refer to common shares unless otherwise stated)

	As of December 31,				
	20	05	2004		
		Percentage of		Percentage of	
		Ownership or		Ownership or	
Investee Company	Amount	Voting Rights	Amount	Voting Rights	
Investments accounted for under the equity method:					
UMC Group (USA)	\$ 753,519	100.00	\$ 720,500	100.00	
United Microelectronics (Europe) B.V.	279,834	100.00	284,568	100.00	
UMC Capital Corp.	2,051,350	100.00	1,310,493	100.00	
United Microelectronics Corp. (Samoa)	14,179	100.00	5,854	100.00	
UMCi Ltd. (Note A)	9,484	100.00	26,582,778	100.00	
TLC Capital Co., Ltd.	2,991,258	100.00			
Fortune Venture Capital Corp. (Note B)	4,200,105	99.99	2,354,878	99.99	
Hsun Chieh Investment Co., Ltd. (Hsun Chieh) (Note C)	(3,169,837)	99.97	10,296,356	99.97	
United Microdisplay Optronics Corp.	318,151	86.72	441,618	83.48	
Pacific Venture Capital Co., Ltd.	296,218	49.99	304,810	49.99	
UMC Japan	6,341,144	48.95	8,842,456	47.42	
Toppan Photomasks Taiwan Ltd. (formerly DuPont Photomasks Taiwan					
Ltd.)	1,063,671	45.35	1,058,515	45.35	

	As of December 31, 2005 2004			
	20	05 Percentage of	20	104 Percentage of
		Ownership or		Ownership or
Investee Company	Amount	Voting Rights	Amount	Voting Rights
Investments accounted for under the equity method:	Amount	Voting Kights	Amount	voting Kights
Unitech Capital Inc.	\$ 638,946	42.00	\$ 730,930	42.00
Holtek Semiconductor Inc.	818,681	24.81	731,442	25.23
ITE Tech. Inc.	329,704	21.01	281,313	23.23
Unimicron Technology Corp.	4,015,626	20.43	3,465,809	21.43
Faraday Technology Corp. (Note D)	864,928	18.50	794,298	18.38
Silicon Integrated Systems Corp. (Note D)	3,921,878	16.59	4,226,303	16.16
XGI Technology Inc. (Note E)	82,807	16.53	1,220,303	10.10
Thintek Optronics Corp. (Note E)	20,136	14.26		
AMIC Technology Corp. (Note E)	60,520	11.20	79,395	11.83
Novatek Microelectronics Corp. (Note D)	1,409,421	11.00	1,615,328	18.30
United Foundry Service, Inc. (Note F)	1,109,121	11.7 1	103,881	10.00
United Fu Shen Chen Technology Corp. (formerly Applied Component			105,001	100.00
Technology Corp.) (Note G)			19,874	16.44
Technology corp.) (Note G)			17,074	10.44
Subtotal	27,311,723		64,251,399	
Investments accounted for under the cost method or the lower of cost or				
market value method:				
United Fu Shen Chen Technology Corp. (formerly Applied Component				
Technology Corp.) (Note G)	40,000	16.60		
United Industrial Gases Co., Ltd.	146,250	7.95	146,250	8.11
Epitech Technology Corp. (Note H)	497,294	7.53	,	
MediaTek Inc.	613,447	6.24	969.048	10.06
Industrial Bank of Taiwan Corp.	1,139,196	4.95	1,139,196	4.95
Subtron Technology Co., Ltd.	172,800	4.92	172,800	4.93
Chipbond Technology Corp. (Note I)	235,893	4.48		
Billionton Systems Inc.	30,948	2.67	30,948	2.77
AU Optronics Corp. (Note J)	959,082	1.33	959,082	1.44
Mega Financial Holding Company	3,108,656	0.84	3,108,656	0.84
Premier Image Technology Corp.	27,964	0.60	27,964	0.59
Pacific Technology Partners, L.P. (Note K)	343,321		336,099	
Pacific United Technology, L.P. (Note K)	163,900		126,560	
Taiwan High Speed Rail Corp. (Note L)	300,000		300,000	
	,		,	
Subtotal	7,778,751		7,316,603	
Total	\$ 35,090,474		\$ 71,568,002	

- Note A: During 2004, the Company acquired an additional 24.95% of interest in UMCi Ltd., totaling 227,938 thousand shares amounting to NT\$10,762 million. Based on the resolution of the board of directors meeting on August 26, 2004, UMCi had transferred its businesses, operations, and assets to the Branch since April 1, 2005.
- Note B: The cost is recorded as NT\$4,372 million and NT\$2,527 million as of December 31, 2005 and 2004, respectively. After deducting the subsidiary s holding of the Company s stock (treated as treasury stock) of NT\$172 million in both years, the residual book values totalled NT\$4,200 million and NT\$2,355 million as of December 31, 2005 and 2004, respectively.
- Note C: The cost is recorded as NT\$16,968 million and NT\$30,434 million as of December 31, 2005 and 2004, respectively. After deducting the subsidiary s holding of the Company s stock (treated as treasury stock) of NT\$20,137 million in both years, the residual of book values totalled NT\$(3,170) million and NT\$10,296 million as of December 31, 2005 and 2004, respectively.
- Note D: The equity method was applied for investees in, which the Company held the highest percentage of the outstanding voting rights and had significant influences on operating decisions.
- Note E: The equity method was applied for investees, in which the total ownership held by the Company and its subsidiaries is over 20%.
- Note F: United Foundry Service, Inc. was liquidated in April 2005. All businesses, operations, and assets of the company were transferred to UMC Group (USA).
- Note G: In the third quarter of 2004 the Company recognized a permanent loss of NT\$85 million as the decline in market value was deemed irrecoverable. Since January 1, 2005, the Company was no longer a majority stockholder of United Fu Shen Chen Technology Corp. Thus the cost method was appropriately applied instead of the equity method.
- Note H: As of August 1, 2005, the Company s former investee, Epitech Technology Corp. (accounted for under the cost method) merged into South Epitaxy Co., Ltd. and was retained as Epitech Technology Corp. One share of the former investee, Epitech Technology Corp. was exchanged for 1.36 shares of Epitech Technology Corp. As the Company held less than 20% voting rights and had no significant influences, the cost method was applied.
- Note I: As of September 1, 2005 the Company s former investee, Aptos (Taiwan) Corp. (accounted for under the equity method), merged into Chipbond Technology Corp. Three shares of Aptos (Taiwan) Corp. were exchanged for 1 share of Chipbond Technology Corp. As the Company held less than 20% voting rights and had no significant influences, the cost method was applied.
- Note J: As of December 2005 and 2004, the Company held 77,625 thousand and 71,215 thousand AU Optronics Corp. shares; among the shares held by the Company, 73,566 thousand and 66,109 thousand shares were utilized as reference shares for the Company s zero coupon exchangeable bonds, for year 2005 and 2004, respectively.

- Note K: The amount represented the investment in limited partnership without voting rights. As the Company was not able to exercise significant influences, the investments were accounted for under the cost method.
- Note L: The amount represented investment of 30 million in preferred shares. As the Company did not possess voting rights or significant influence, the cost method was applied.
  - b. Total loss arising from investments accounted for under the equity method, which were based on the audited financial statements of the investees, were NT\$2,677 million and NT\$2,509 million for the years ended December 31, 2005 and 2004, respectively. Among which, investment income amounting to NT\$821 million and NT\$631 million from the respective long-term investment balances of NT\$5,898 million and NT\$5,380 million as of December 31, 2005 and 2004, respectively, were determined based on the investees financial statements audited by other auditors.
  - c. The long-term investments were not pledged.
  - d. Effective from January 1, 2005, the Company has adopted the revised R.O.C. Statement of Financial Accounting Standards No.7 Consolidation of Financial Statements , to account for equity investments above 50%, directly or indirectly, or for investment holdings of less than 50% but has significant influence on the operation of the investees, in the consolidation report for the year ended December 31, 2005. The consolidated subsidiaries are as follows: UMC Group (USA), United Microelectronics (Europe) B.V., UMC Capital Corp., United Microelectronics Corp. (Samoa), United Foundry Service, Inc. (the liquidation process was completed in April 2005), TLC Capital Co., Ltd., UMCi Ltd., Fortune Venture Capital Corp., Hsun Chieh Investment Co., Ltd., United Microdisplay Optronics Corp., Thintek Optronics Corp., UMC Japan, Silicon Integrated Systems Corp. (ceased to possess control on June 27, 2005), XGI Technology Inc. (ceased to possess control on June 27, 2005), UMC Capital Corp.), ECP VITA Ltd. (investee 100% owned by UMC Capital Corp.), Silicon Integrated Systems Corp. Hong Kong (ceased to possess control on June 27, 2005), Silicon Integrated Systems Corp. USA (ceased to possess control on June 27, 2005), Investar CPU Venture Capital Fund, Inc. LDC (liquidation process was completed during the first quarter of 2005), XGi Technology Inc. (Cayman) (ceased to possess control on June 27, 2005), and XGI Technology Inc. (USA) (ceased to possess control on June 27, 2005).

e. In year 2004, the total assets and operating revenues of each following subsidiary including Fortune Venture Capital Corp., Unitruth Investment Corp. (100% owned subsidiary of Hsun Chieh), UMC Capital Corp., United Microelectronics Corp. (Samoa), and United Foundry Service, Inc. are each less than 10% of the total non-consolidated assets and operating revenues of the Company. The total combined assets or operating revenues for the above mentioned subsidiaries account for less than 30% of the Company s total non-consolidated assets or revenues. Therefore, the above mentioned subsidiaries are not included in the consolidated financial statements.

#### (8) PROPERTY, PLANT AND EQUIPMENT

	As of December 31, 2005 Accumulated		
	Cost	Depreciation	<b>Book Value</b>
Land	\$ 1,132,576	\$	\$ 1,132,576
Buildings	16,287,803	(4,668,161)	11,619,642
Machinery and equipment	366,982,250	(246,233,155)	120,749,095
Transportation equipment	88,413	(62,501)	25,912
Furniture and fixtures	2,199,773	(1,510,187)	689,586
Construction in progress and prepayments	15,592,805		15,592,805
Total	\$402,283,620	\$ (252,474,004)	\$ 149,809,616

#### As of December 31, 2004 Accumulated

1 21 2005

6 D

	Cost	Depreciation	<b>Book Value</b>
Land	\$ 1,132,576	\$	\$ 1,132,576
Buildings	13,133,658	(3,849,418)	9,284,240
Machinery and equipment	301,773,287	(197,186,064)	104,587,223
Transportation equipment	79,610	(52,336)	27,274
Furniture and fixtures	1,976,487	(1,237,449)	739,038
Leased assets	47,783	(47,783)	
Construction in progress and prepayments	21,584,900		21,584,900
Total	\$ 339,728,301	\$ (202,373,050)	\$ 137,355,251

a. Total interest expense before capitalization amounted to NT\$1,133 million and NT\$1,402 million for the years ended December 31, 2005 and 2004, respectively.

Details of capitalized interest are as follows:

	For the year ended			
	December 31,			
		2005		2004
Machinery and equipment	\$	210,689	\$	218,554
Other property, plant and equipment		4,397		3,926
Total interest capitalized	\$	215,086	\$	222,480
Interest rates applied	2.8	6%~4.20%	2.3	0%~3.38%

b. The insurance coverage for property, plant and equipment was sufficient as of December 31, 2005 and 2004, respectively.

# c. Please refer to Note 6 for property, plant and equipment pledged as collateral. (9) <u>OTHER ASSETS-OTHERS</u>

	As of Dec	ember 31,
	2005	2004
Leased assets	\$ 1,366,695	\$ 1,382,090
Deposits-out	579,710	571,701
Others	59,118	122,160
Total	\$ 2,005,523	\$ 2,075,951

(a) The insurance coverage for leased assets was sufficient as of December 31, 2005 and 2004, respectively.

(b) Please refer to Note 6 for deposits-out pledged as collateral. (10) <u>ASSET IMPAIRMENT</u>

Pursuant to the R.O.C. SFAS No. 35, Accounting for Asset Impairment, which became effective on January 1, 2005, the Company had recognized impairment loss of NT\$482.6 million for the year ended December 31, 2005. Details of impairment losses are as follows:

	For the year ended	
	Dec	cember 31, 2005
Investment loss accounted for under the equity method:		
Impairment recognized in proportion to percentage of ownership in equity investees	\$	322,408
Impairment loss:		
Long-term investments accounted for under the equity method		100,191
Other assets		60,000

Subtotal	160,191
Total	\$ 482,599

#### (11) SHORT-TERM LOANS

	As of	As of December 31,	
	2005	2004	
Unsecured bank loans	\$	\$ 1,904,400	
Interest rates		2.52%~2.77%	

Please refer to Note 6, in connection with the short-term loans.

The Company s unused short-term lines of credits amounted to NT\$8,026 million and NT\$6,487 million as of December 31, 2005 and 2004, respectively.

# (12) BONDS PAYABLE

	As of December 31,		
	2005	2004	
Secured domestic bonds payable	\$	\$ 570,003	
Unsecured domestic bonds payable	30,500,000	32,750,000	
Convertible bonds payable	12,540,432		
Exchangeable bonds payable	3,218,623		