Edgar Filing: CHIPMOS TECHNOLOGIES BERMUDA LTD - Form 6-K

CHIPMOS TECHNOLOGIES BERMUDA LTD Form 6-K April 30, 2003 Table of Contents

# 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

For the month of April, 2003

# ChipMOS TECHNOLOGIES (Bermuda) LTD.

(Translation of Registrant s Name Into English)

No. 1, R&D Road 1

**Science-Based Industrial Park** 

Hsinchu, Taiwan

Republic of China

(Address of Principal Executive Offices)

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

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Form 20-F <u>ü</u> 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 <u>ü</u>
(If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82)

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#### **SIGNATURES**

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.

ChipMOS TECHNOLOGIES (Bermuda) LTD.

(Registrant)

Date: April 30, 2003 By /S/ S.J. Cheng

Name: S. J. Cheng

Title: Deputy Chairman & Chief

**Executive Officer** 

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#### **EXHIBITS**

#### **Exhibit Number**

- 1.1 <u>Selected Unaudited Consolidated Financial Data of ChipMOS TECHNOLOGIES (Bermuda) LTD. as of December 31, 2002.</u>
- 1.2 <u>Selected Unaudited Consolidated Financial Data of ChipMOS TECHNOLOGIES (Bermuda) LTD. for the three months ended and as of March 31, 2003.</u>

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Exhibit 1.1

# ${\bf Chip MOS\ TECHNOLOGIES\ (Bermuda)\ LTD.\ AND\ SUBSIDIARIES}$

#### **Selected Unaudited Consolidated Financial Data**

(In Thousands, Except Earnings Per Share and Par Value Data)

	Twelve Month Dec. 31, 2	
	NT\$	US\$
Consolidated Statement of Income Data:		
ROC GAAP:		
Net revenues	6,525,935	188,917
Gross profit	(185,771)	(5,378)
Net income	(223,066)	(6,457)
Earnings per share	(3.79)	(0.11)
	As of Dec. 31,	, 2002
	NT\$	US\$
Consolidated Balance Sheet Data:		
ROC GAAP:		
Total Assets	17,836,620	512,561
Total Liabilities	10,389,135	298,547
Capital Stock.	19,233	553
Par value US\$0.01		
Issued 58,873 thousand shares		
Capital Surplus	7,645,967	219,718

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#### ChipMOS TECHNOLOGIES (Bermuda) LTD. AND SUBSIDIARIES

#### Selected Unaudited Consolidated Financial Data in Connection with

#### Related Party Transactions with Mosel Vitelic Inc.

	Twelve Month Dec. 31, 2	
	NT\$	US\$
	(in thousa	nds)
Consolidated Statement of Income Data:		
ROC GAAP:		
Sales	2,285,348	66,157
Rental revenue	8,800	255
Administrative expenses	4,550	132
Rental expense	2,811	81
Other non-operating income		
	As of Dec.	31, 2002
	NT\$	US\$
	(in thous	sands)
Consolidated Balance Sheet Data:		
ROC GAAP:		
Accounts receivable	759,484	21,825
Deferred assets		
Other receivable	4,347	125
Other payable	1,158	33

Note 1: References to US\$ and U.S. dollars are to United States dollars and references to NT\$ and NT dollars are to New Taiwan dollars. This information contains translations of certain NT dollars amounts into U.S. dollars at specified rates solely for the convenience of the reader. Unless otherwise noted, all translations from NT dollars to U.S. dollars were made at the noon buying rate in The City of New York for cable transfers in NT dollars per U.S. dollars as certified for customs purposes by the Federal Reserve Bank of New York as of Dec 31, 2002, which was NT\$34.799 to US\$1.00. The convenience translations should not be construed as representations that the NT dollar amounts have been, could have been or could in the future be, converted into U.S. dollars at any particular rate or at all.

#### ChipMOS TECHNOLOGIES (Bermuda) LTD. AND SUBSIDIARIES

( ChipMOS Bermuda )

#### **Related Information of Investees**

Dec. 31, 2002 (Unaudited)

(In Thousands of New Taiwan Dollars)

#### 1. Names, Location and Other Information of Investees for Whom the Company Exercises Significant Influence

				Original I	nvestment ount	Bala	nce as of Dec 31	1, 2002	Net	
Investor	Investee	Location	Main Business and Products	Dec 31, 2002	Dec.31,	Shares	Percentage of Ownership	Carrying  Value	Income (Loss) of the Investee	Investment Gain(Loss)
ChipMOS TECHNOLOGIES (Bermuda)LTD.	ChipMOS TECHNOLOGIES INC.	HsinChu Taiwan	Research, development, manufacture, testing and packaging of integrated circuits	8,772,388	8,708,825	624,057	70.34%	6,847,738	(1,272,779)	(887,444)
ChipMOS TECHNOLOGIES (Bermuda)LTD.	ChipMOS Far East Limited	Hong Kong	Trading				100%			
ChipMOS TECHNOLOGIES INC.	ChipMOS Japan Inc.	Tokyo Japan	Research, development, design, manufacture, testing and packaging of integrated circuits. Marketing of Semi conductor integrated circuits and electronic parts	2,699	2,699	0.2	100%	(914)	791	791
ChipMOS TECHNOLOGIES INC.	ChipMOS USA Inc.	Sunnyvale U.S.A		3,088	3,088	50	100%	(8,835)	1,011	1,011
ChipMOS TECHNOLOGIES INC.	PlusMOS Technologies Inc.	HsinChu Taiwan	Manufacture, design, distribution and sale of electronic	300,000	300,000	30,000	25%	51,564	(6,852)	(1,712)

product

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				Original Investment Amount		Bala	ance as of Dec 31	Net		
Investor	Investee	Location	Main Business and Products	Dec 31,	Dec.31,	Shares	Percentage of Ownership	Carrying Value	Income (Loss) of the Investee	Investment Gain(Loss)
ChipMOS TECHNOLOGIES INC.	CHANTEK ELECTRONIC CO.,LTD.	Hsinchu Taiwan	testing and packaging of integrated circuits, sale of electronic product	213,789		118,772	34%	117,314	(1,159,989)	(90,921)
ChipMOS TECHNOLOGIES INC.	ThaiLin Semiconductor Corp.	Hsinchu	Research, development, design, manufacture, testing and packaging of integrated circuits. Marketing of Semi conductor integrated circuits and electronic parts	668,407		83,551	41.78%	666,039	(499,368)	(2,368)

#### 2. Purchase from or Sales to Related Parties

			Transaction Details					Abnormal Transaction		Notes/Accounts Payable or Receivable	
Investee	Related Party	Nature of Relationship	Purchase / Sale	Amount	Percentage to Total	Payment Term	Unit Price	Payment Term	Dec 31, 2002	Percentage To Total	
ChipMOS TECHNOLOGIES INC.	Mosel Vitelic Inc.	Mosel indirectly Owns 45% of outstanding shares of investee	Sale	2,285,348	35.02%	Net 90 days from monthly closing date		Net 30-60 days from monthly closing	759,484	67.85%	
ChipMOS TECHNOLOGIES INC.	Ultima Electronics Corp.	The investee owns 7.71% of outstanding shares of Ultima Electronics Corp.	Sale	1,218,265	18.67%	Net 90 days from monthly closing date		Net 30-60 days from monthly closing	331,940	29.65%	

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#### 3. Receivables from Related Parties

					Ove	rdue		
Investee	Related Party	Nature of Relationship	Dec. 31, 2002	Turnover Rate	Amount	Overdue Action Taken	Amount Received in Subsequent period	Allowance For Bad Debts
ChipMOS TECHNOLOGIES INC.	Mosel Vitelic Inc.	Mosel indirectly Owns 45% of outstanding shares of investee	759,484	2.89			374,526	
ChipMOS TECHNOLOGIES INC.	Ultima Electronics Corp.	The investee owns 7.71% of outstanding shares of Ultima Electronics Corp.	331,940	3.45			230,847	

#### 4. Marketable Securities Held

			Dec 31, 2002					
Held Company Name	Marketable Securities Type and Name	Relationship with ChipMOS Bermuda	Financial Statement Account	No. of Shares	Carrying Value	Percentage of Ownership	Market Value or Net Asset Value	
ChipMOS TECHNOLOGIES (Bermuda) LTD.	ChipMOS TECHNOLOGIES INC.	Subsidiary of ChipMOS TECHNOLOGIES (Bermuda) LTD.	Long-term Investment	624,057	6,847,738	70.34%	6,846,825	
ChipMOS TECHNOLOGIES (Bermuda) LTD.	ChipMOS Far East Limited	Subsidiary of ChipMOS TECHNOLOGIES (Bermuda) LTD.	Long-term Investment			100%		
ChipMOS TECHNOLOGIES INC.	ChipMOS Japan Inc.	Subsidiary of ChipMOS TECHNOLOGIES INC.	Long-term Investment	0.2	(914)	100%	(915)	
ChipMOS TECHNOLOGIES INC.	ChipMOS USA Inc.	Subsidiary of ChipMOS TECHNOLOGIES INC.	Long-term Investment	50	(8,835)	100%	(8,837)	
				30,000	51,564	25%	51,605	

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ChipMOS TECHNOLOGIES	PlusMOS	Subsidiary of	Long-term
INC.	Technologies Inc.	ChipMOS	Investment
		TECHNOLOGIES	
		INC.	

Dec 31, 2002

					Dec 31, 2002		
Held Company Name	Marketable Securities Type and Name	Relationship with ChipMOS Bermuda	Financial Statement Account	No. of Shares	Carrying Value	Percentage of Ownership	Market Value or Net Asset Value
ChipMOS TECHNOLOGIES INC.	Ultima Electronics Corp.	Subsidiary of ChipMOS TECHNOLOGIES INC.	Long-term Investment	18,586	218,099	7.71%	331,016
ChipMOS TECHNOLOGIES INC.	CHANTEK ELECTRONIC CO.,LTD.	Subsidiary of ChipMOS TECHNOLOGIES INC.	Long-term Investment	118,772	117,314	34%	214,977
ChipMOS TECHNOLOGIES INC.	ThaiLin Semiconductor Corp.	Subsidiary of ChipMOS TECHNOLOGIES INC.	Long-term Investment	83,551	666,039	41.78%	563,134
ChipMOS TECHNOLOGIES INC.	Best Home Corp. Ltd.	Subsidiary of ChipMOS TECHNOLOGIES INC.	Long-term Investment	5,990	89,850	19.91%	67,343
ChipMOS TECHNOLOGIES INC.	Sun-Fund Securities LTD	Subsidiary of ChipMOS TECHNOLOGIES INC.	Long-term Investment	20,000	299,000	16.67%	176,964
ChipMOS TECHNOLOGIES INC.	PRESIDENT JAMES BOND FUND	NA	Short-term Investment	15,623	227,230		227,230
ChipMOS TECHNOLOGIES INC.	TIIM BOND FUND	NA	Short-term Investment	4,737	63,056		63,056
ChipMOS TECHNOLOGIES INC.	UNION BOND FUND	NA	Short-term Investment	26,413	302,341		302,341
ChipMOS TECHNOLOGIES INC.	TAI-YU LONG RIVER BOND FUND	NA	Short-term Investment	2,567	28,493		28,493
ChipMOS TECHNOLOGIES INC	SOLOMON FUND	NA	Short-term Investment	16,425	180,000		180,000
ChipMOS TECHNOLOGIES INC.	Mosel Vitelic Inc	Mosel indirectly owns 64% of outstanding shares of ChipMOS Bermuda	Short-term Investment	13,396	242,416		73,812

#### 5. Acquisition or Disposal of Marketable Securities

				nber 31, 001	Acquisition Disposal		Acquisition		dition Disposal		nisition Disposal		Dec 3	1, 2002
Company Name	Marketable Securities Type And Name	Accounts of Financial Statement	Shares	Amount	Shares	Amount	Shares	Amount	Carrying Value	Gain(loss) on Disposal	Shares	Amount		
ChipMOS TECHNOLOGIES INC.	PRESIDENT JAMES BOND FUND	Short-term investment	2,497	35,329	82,553	1,194,142	69,427	1,004,525	1,002,241	2,284	15,623	227,230		
ChipMOS TECHNOLOGIES INC.	HSBC NTD MONEY MANAGEMENT FUND 2	Short-term investment	1,620	21,055	23,232	305,142	24,852	327,115	326,197	918				
ChipMOS TECHNOLOGIES INC.	UBS TAIWAN BOND FUND	Short-term investment	1,706	23,359	22,825	316,580	24,531	341,058	339,939	1,119				
ChipMOS TECHNOLOGIES INC.	ASIA PACIFIC BOND FUND	Short-term investment	4,305	50,167	50,875	603,154	55,180	655,120	653,321	1,799				
ChipMOS TECHNOLOGIES INC.	FIRST GLOBAL WANTAI ASSETS INCOME FUND	Short-term investment	11,827	152,288	15,699	204,367	27,526	358,128	356,655	1,473				
ChipMOS TECHNOLOGIES INC.	TA CHONG BOND FUND	Short-term investment	5,224	62,218	22,405	272,022	27,629	335,206	334,240	966				
ChipMOS TECHNOLOGIES INC.	TA CHONG GALLOP BOND FUND	Short-term investment			9,848	100,000	9,848	100,160	100,000	160				
ChipMOS TECHNOLOGIES INC.	TIIM BOND FUND	Short-term investment	3,431	44,356	70,896	936,890	69,590	919,914	918,190	1,724	4,737	63,056		
ChipMOS TECHNOLOGIES INC.	UNION BOND FUND	Short-term investment	4,111	45,765	144,909	1,647,002	122,607	1,393,093	1,390,426	2,667	26,413	302,341		
ChipMOS TECHNOLOGIES INC.	TAI-YU LONG RIVER BOND FUND	Short-term investment	10,128	109,223	136,380	1,501,639	143,941	1,584,978	1,582,369	2,609	2,567	28,493		

				1ber 31, 1001	Acqu	Acquisition Disposal			Dec 31, 200			
Company Name	Marketable Securities Type And Name	Accounts of Financial Statement	Shares	Amount	Shares	Amount	Shares	Amount	Carrying Value	Gain(loss) on Disposal	Shares	Amount
ChipMOS TECHNOLOGIES INC.	SOLOMON FUND	Short-term investment	6,767	72,107	63,374	690,233	53,716	584,207	582,340	1,867	16,425	180,000
ChipMOS TECHNOLOGIES INC.	TRUSWELL BOND FUND	Short-term investment			25,026	297,249	25,026	297,915	297,249	666		
ChipMOS TECHNOLOGIES INC.	NAM Fund	Short-term investment			324	138,875	324	139,341	138,875	466		
ChipMOS TECHNOLOGIES INC.	Mosel Vitelic Inc	Short-term investment			13,396	242,416					13,396	242,416
ChipMOS TECHNOLOGIES INC.	ThaiLin Semiconductor Corp.	Long-term investment			83,551	668,407			2,368 (Note1)		83,551	666,039
ChipMOS TECHNOLOGIES INC.	Sun-Fund Securities LTD	Long-term investment			20,000	299,000			(Note1)		20,000	299,000
ChipMOS TECHNOLOGIES INC.	CHANTEK ELECTRONIC CO.,LTD.	Long-term investment			118,772	213,789			96,475 (Note1.2)		118,772	117,314

Note 1:Long-term investment loss.

Note 2:The variance of the net asset value.

#### 6. Endorsement and Guarantee Provided

	Со	unter Party		Maximum Balance for the period	Dec 31, 2002	Amount of properties guaranteed by collateral	% of accumulated amount of collateral on net equity of the latest financial statement
Collateral Provider	Name	Relationship with ChipMOS Bermuda	Limitation on Collateral				
ChipMOS TECHNOLOGIES INC.	Ultima Electronics Corp.	Subsidiary of ChipMOS TECHNOLOGIES INC.	\$ 11,680,680	\$ 600,000	\$ 600,000	\$ 600,000	6.16%

Exhibit 1.2

# ${\bf Chip MOS\ TECHNOLOGIES\ (Bermuda)\ LTD.\ AND\ SUBSIDIARIES}$

#### **Selected Unaudited Consolidated Financial Data**

(In Thousands, Except Earnings Per Share and Par Value Data)

		Three Months Ended Mar. 31, 2003		
	NT\$	US\$		
Consolidated Statement of Income Data:				
ROC GAAP:				
Net revenues	1,699,262	49,005		
Gross profit	68,845	1,985		
Net income	(107,301)	(3,094)		
Earnings per share	(1.82)	(0.05)		
	As of Mar. 31	As of Mar. 31, 2003		
	NT\$	US\$		
Consolidated Balance Sheet Data:				
ROC GAAP:				
Total Assets	18,408,613	530,187		
Total Liabilities	11,066,388	318,723		
Capital Stock.	19,233	554		
Par value US\$0.01				
Issued 58,873 thousand shares				
Capital Surplus	7,645,967	220,212		
Total Shareholders Equity	7,0.0,20	,		

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#### ChipMOS TECHNOLOGIES (Bermuda) LTD. AND SUBSIDIARIES

Selected Unaudited Consolidated Financial Data in Connection with

Related Party Transactions with Mosel Vitelic Inc.

		Three Months Ended Mar. 31, 2003		
	NT\$	US\$		
	(in thous	(in thousands)		
Consolidated Statement of Income Data:				
ROC GAAP:				
Sales	656,686	18,938		
Rental revenue	1,200	35		
Administrative expenses	1,289	37		
Rental expense	676	19		
Other non-operating income				