

UNITED MICROELECTRONICS CORP  
Form 6-K  
September 17, 2008

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 September 17, 2008**

## **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)

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(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  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

(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

Date: 9/17/2008

By /s/ Chitung Liu  
Chitung Liu  
Chief Financial Officer

**Exhibit**

<b>Exhibit</b>	<b>Description</b>
99.1	United Microelectronics Corporation (and Subsidiaries) Financial Statements With Report of Independent Auditors for the Six-Month Periods Ended June, 30, 2008 And 2007

United Microelectronics Corporation (and Subsidiaries) Financial Statements With Report of Independent Auditors for the Six-Month Periods Ended June 30, 2008 And 2007

**UNITED MICROELECTRONICS CORPORATION**

**AND SUBSIDIARIES**

**CONSOLIDATED FINANCIAL STATEMENTS**

**WITH REPORT OF INDEPENDENT AUDITORS**

**FOR THE SIX-MONTH PERIODS ENDED**

**JUNE 30, 2008 AND 2007**

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 United Microelectronics Corporation

We have audited the accompanying consolidated balance sheets of United Microelectronics Corporation and subsidiaries (the Company) as of June 30, 2008 and 2007, the related consolidated statements of income, changes in stockholders' equity, and cash flows for the six-month periods ended June 30, 2008 and 2007. 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(9) to the consolidated financial statements, certain long-term investments were accounted for under the equity method based on the June 30, 2008 and 2007 financial statements of the investees, which were audited by other auditors. Our audits insofar as it relates to the investment income (loss) amounted to NT\$(25) million and NT\$463 million for the six-month periods ended June 30, 2008 and 2007, respectively, and the related long-term investment balances of NT\$4,616 million and NT\$7,219 million as of June 30, 2008 and 2007, respectively, are based solely on the reports of 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 consolidated financial statement presentation. We believe that our audits and the reports of other auditors provide a reasonable basis for our opinion.

In our opinion, based on our audits and the reports of other auditors, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of United Microelectronics Corporation and subsidiaries as of June 30, 2008 and 2007, and the results of their consolidated operations and their consolidated cash flows for the six-month periods ended June 30, 2008 and 2007, in conformity with requirements of 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 consolidated financial statements, effective from January 1, 2008, the Company adopted Accounting Research and Development Foundation Interpretation No. 96-052, and recognized share-based employee bonuses and remunerations to directors and supervisors as expenses rather than as a distribution of retained earnings.

July 22, 2008

Taipei, Taiwan

Republic of China

**Notice to Readers**

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese

## UNITED MICROELECTRONICS CORPORATION AND SUBSIDIARIES

## CONSOLIDATED BALANCE SHEETS

June 30, 2008 and 2007

(Expressed in Thousands of New Taiwan Dollars)

Assets	Notes	As of June 30,	
		2008	2007
<b>Current assets</b>			
Cash and cash equivalents	2, 4(1)	\$ 36,496,163	\$ 85,608,440
Financial assets at fair value through profit or loss, current	2, 4(2)	3,312,669	7,802,258
Held-to-maturity financial assets, current	2, 4(3)		200,000
Notes receivable	2	62,234	47,228
Accounts receivable, net	2, 4(4)	15,264,473	15,557,762
Accounts receivable - related parties, net	2, 5	368,390	221,622
Other receivables	2	808,948	601,463
Inventories, net	2, 4(5)	12,721,591	11,484,971
Prepaid expenses		846,156	1,197,494
Deferred income tax assets, current	2, 4(22)	1,139,303	2,161,102
<b>Total current assets</b>		<b>71,019,927</b>	<b>124,882,340</b>
<b>Funds and investments</b>			
Financial assets at fair value through profit or loss, noncurrent	2, 4(6)	6,790	
Available-for-sale financial assets, noncurrent	2, 4(7), 4(12)	33,350,304	60,571,122
Financial assets measured at cost, noncurrent	2, 4(8), 4(12)	8,490,466	7,882,650
Long-term investments accounted for under the equity method	2, 4(9)	8,157,631	11,782,254
Prepayment for long-term investments		270,000	247,712
<b>Total funds and investments</b>		<b>50,275,191</b>	<b>80,483,738</b>
<b>Property, plant and equipment</b>			
	2, 4(10), 4(12), 7		
Land		2,029,131	1,857,774
Buildings		22,333,936	21,639,715
Machinery and equipment		448,390,261	431,657,331
Transportation equipment		83,795	85,883
Furniture and fixtures		3,447,158	3,067,345
Leasehold improvements		40,008	43,351
Total cost		476,324,289	458,351,399
Less : Accumulated depreciation		(362,897,041)	(329,091,059)
Add : Construction in progress and prepayments		5,877,829	19,660,008
<b>Property, plant and equipment, net</b>		<b>119,305,077</b>	<b>148,920,348</b>
<b>Intangible assets</b>			
Goodwill	2	3,498,687	3,498,687
Other intangible assets		305	
<b>Total intangible assets</b>		<b>3,498,992</b>	<b>3,498,687</b>



<b>Other assets</b>			
Deferred charges	2	1,252,195	1,429,880
Deferred income tax assets, noncurrent	2, 4(22)	3,703,563	3,442,669
Other assets - others	2, 4(11), 6	2,125,466	2,229,680
<b>Total other assets</b>		7,081,224	7,102,229
<b>Total assets</b>		\$ 251,180,411	\$ 364,887,342

	Notes	As of June 30,	
Liabilities and Stockholders	Equity	2008	2007
<b>Current liabilities</b>			
Short-term loans	4(13)	\$ 686,517	\$ 364,329
Financial liabilities at fair value through profit or loss, current	2, 4(14)	33,189	224,775
Accounts payable		5,248,886	5,767,183
Income tax payable	2	544,686	329,952
Accrued expenses	2, 3, 4(20)	7,984,656	7,020,820
Cash dividends payable	4(20)	9,382,799	12,461,529
Payable on equipment		2,130,260	4,277,063
Other payables	4(20)	308,993	2,344,717
Current portion of long-term liabilities	2, 4(15)		24,426,911
Other current liabilities		541,139	872,815
Deferred income tax liabilities, current	2, 4(22)		148
<b>Total current liabilities</b>		26,861,125	58,090,242
<b>Long-term liabilities</b>			
Financial liabilities at fair value through profit or loss, noncurrent	2, 4(14)	42,606	198,451
Bonds payable	2, 4(15)	7,496,027	7,494,762
<b>Total long-term liabilities</b>		7,538,633	7,693,213
<b>Other liabilities</b>			
Accrued pension liabilities	2, 4(16)	3,217,046	3,143,027
Deposits-in		11,912	11,018
Deferred income tax liabilities, noncurrent	2, 4(22)	13,728	24,526
Other liabilities - others	2	551,079	522,018
<b>Total other liabilities</b>		3,793,765	3,700,589
<b>Total liabilities</b>		38,193,523	69,484,044
<b>Capital</b>			
Common stock	2, 4(17), 4(18), 4(20)	132,144,949	191,442,517
Stock dividends for distribution		6,775,754	
<b>Additional paid in capital</b>	2, 4(17)		
Premiums		54,806,788	61,138,863
Treasury stock transactions		274	8,938
Change in equities of long-term investments		6,712,611	6,623,992
<b>Retained earnings</b>	4(17), 4(20)		
Legal reserve		19,711,865	18,476,942
Special reserve			824,922
Unappropriated earnings		2,714,327	7,062,654

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<b>Adjustment items in stockholders equity</b>	2, 4(7)		
Cumulative translation adjustment		(5,048,103)	(578,030)
Unrealized gain or loss on financial instruments		3,923,031	33,939,144
<b>Treasury stock</b>	2, 4(17), 4(19)	(15,003,247)	(29,394,664)
<b>Total stockholders equity of parent company</b>		206,738,249	289,545,278
<b>Minority interests</b>		6,248,639	5,858,020
<b>Total stockholders equity</b>		212,986,888	295,403,298
<b>Total liabilities and stockholders equity</b>		\$ 251,180,411	\$ 364,887,342

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese

## UNITED MICROELECTRONICS CORPORATION AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF INCOME

For the six-month periods ended June 30, 2008 and 2007

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

	Notes	For the six-month period ended June 30,	
		2008	2007
<b>Operating revenues</b>	2, 5		
Sales revenues		\$ 50,510,896	\$ 49,976,272
Less : Sales returns and discounts		(199,663)	(326,829)
Net Sales		50,311,233	49,649,443
Other operating revenues		1,396,161	1,704,194
<b>Net operating revenues</b>		51,707,394	51,353,637
<b>Operating costs</b>	2, 3, 4(21)		
Cost of goods sold		(41,295,298)	(41,509,432)
Other operating costs		(661,628)	(992,305)
<b>Operating costs</b>		(41,956,926)	(42,501,737)
<b>Gross profit</b>		9,750,468	8,851,900
Unrealized intercompany profit	2	(81,280)	(96,448)
Realized intercompany profit	2	85,543	105,892
<b>Gross profit-net</b>		9,754,731	8,861,344
<b>Operating expenses</b>	2, 3, 4(21)		
Sales and marketing expenses		(1,693,071)	(1,782,962)
General and administrative expenses		(1,756,615)	(1,685,391)
Research and development expenses	2	(4,177,719)	(4,705,534)
Subtotal		(7,627,405)	(8,173,887)
<b>Operating income</b>		2,127,326	