UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K/A

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported)

August 19, 2004

AMKOR TECHNOLOGY, INC.

(Exact name of registrant as specified in its charter)

DELAWARE	000-29472	23-1722724
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

1345 ENTERPRISE DRIVE
WEST CHESTER, PA 19380
(Address of Principal Executive Offices, including Zip Code)

(610) 431-9600
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

[ ] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

[ ] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

[ ] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

[ ] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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ITEM 2.01. Completion of Acquisition or Disposition of Assets.

On August 19, 2004, Amkor Technology, Inc., a Delaware corporation ("Amkor"), acquired approximately 93.0% of the capital stock of Unitive, Inc., a Delaware corporation ("Unitive"), and on August 20, 2004, Amkor acquired approximately 60.0% of the capital stock of Unitive Semiconductor Taiwan Corporation ("UST").

Amkor acquired the capital stock of Unitive pursuant to a Stock Purchase Agreement dated as of July 19, 2004 (the "Unitive Agreement"), by and among Amkor, Unitive, certain former stockholders of Unitive, certain former holders of options to purchase capital stock of Unitive, Onex American Holdings II LLC, David Rizzo, Thomas Egolf, Kenneth Donahue and U.S. Bank National Association. The consideration payable under the Unitive Agreement consists of a cash payment of approximately $12.3 million at closing, the assumption of approximately $5.7 million of debt at closing, an additional $15.5 million on the one-year anniversary of closing (payable in cash or in Amkor common stock at Amkor's option) and a contingent payment of up to $55 million (payable in cash or in Amkor common stock at Amkor's option) to be paid, if at all, upon the achievement of certain performance goals described in the Unitive Agreement. Unitive is a leading independent developer of electroplated wafer bumping technology and earlier this year announced the industry's first electroplated lead-free wafer bumping process.

Amkor acquired the capital stock of UST pursuant to a Stock Purchase Agreement dated as of June 3, 2004 (the "UST Agreement"), by and among Amkor, UST, and certain stockholders of UST, as amended by a letter agreement dated July 9, 2004. The consideration payable under the UST transaction consists of a cash payment of approximately $19.4 million at closing (excluding an additional $0.7 million due in 2006), the assumption of approximately $19.2 million of debt at closing, the payment of approximately $450,000 in other costs and a variable contingent cash payment to be paid, if at all, based on the achievement of certain performance goals described in the UST Agreement, which payment is currently estimated to be approximately $2 million. In addition, Amkor has a call option to acquire the remaining approximate 40.0% of UST at any time over the next 18 months. Amkor is required to exercise the call option if UST achieves certain goals within such 18-month period. The exercise price of this option, which is currently estimated to be approximately $18.0 million, is based on a formula taking into account, among other things, the performance of UST. UST is a provider of electroplated wafer bumping services.

The terms of the acquisitions are more fully described in the Unitive Agreement and UST Agreement, as amended.

ITEM 9.01. Financial Statements and Exhibits.

On September 3, 2004, Amkor filed a Current Report on Form 8-K dated August 19, 2004 with respect to the acquisition of capital stock of Unitive and UST without the financial statements and pro forma financial information required by Rules 3-05, 11-01 and 11-02 of Regulation S-X. This amendment provides this information.

(a) Financial Statements of Businesses Acquired

Attached as Exhibit 99.2 are the audited consolidated balance sheet of Unitive as of December 31, 2003 and the related consolidated statements of operations, convertible preferred stock and stockholders' equity and cash flows for the year then ended. Attached as Exhibit 99.3 are the audited balance sheet of UST as of December 31, 2003 and the related statements of operations, changes in stockholders' equity and cash flows for the year then ended. Attached as Exhibit 99.4 are the unaudited condensed consolidated balance sheet of Unitive as of June 30, 2004 and the unaudited condensed consolidated statements of operations and cash flows for the six months ended June 30, 2004 and 2003. Attached as Exhibit 99.5 are the unaudited balance sheet of UST as of June 30, 2004 and 2003 and the unaudited statements of operations, changes in stockholders' equity and cash flows for the six months ended June 30, 2004 and 2003.

(b) Pro Forma Financial Information

Attached as Exhibit 99.6 are the Amkor Technology, Inc. unaudited pro forma combined condensed balance sheet as of June 30, 2004 and the related pro forma combined condensed statements of income for the year ended December 31, 2003 and the six months ended June 30, 2004. These pro forma statements give effect to Amkor's acquisitions of Unitive and UST as if they had occurred at the beginning of each period presented.

(c) Exhibits

2.1 Stock Purchase Agreement, dated as of July 19, 2004, by and among Amkor Technology, Inc., Unitive, Inc., Certain of the Stockholders of Unitive, Inc., Certain Option Holders of Unitive, Inc., Onex American Holdings II LLC as the Onex Stockholder Representative, David Rizzo as the MCNC Stockholder Representative, Thomas Egolf as the TAT Stockholder Representative, Kenneth Donahue as the Additional Indemnifying Stockholder Representative, and, with respect to Article VIII and Article X thereof only, U.S. Bank National Association. (1)

2.2 Stock Purchase Agreement, dated as of June 3, 2004, by and among Amkor Technology, Inc., Unitive Semiconductor Taiwan Corporation and Certain Shareholders of Unitive Semiconductor Taiwan Corporation, along with Letter Agreement dated July 9, 2004 regarding Amendment to Stock Purchase Agreement and Loan Agreement by and among Amkor Technology, Inc., Unitive Semiconductor Taiwan Corporation and Sellers' Representative on Behalf of each Seller. (1)

99.1 Press Release issued by Amkor Technology, Inc. on August 24, 2004. (1)

99.2 Audited consolidated balance sheet of Unitive, Inc. as of December 31, 2003 and the related consolidated statements of operations, convertible preferred stock and stockholders' equity and cash flows for the year then ended. (2)

99.3 Audited balance sheet of Unitive Semiconductor Taiwan Corporation as of December 31, 2003 and the related statements of operations, changes in stockholders' equity, and cash flows for the year then ended. (2)

99.4 Unaudited condensed consolidated balance sheet of Unitive, Inc. as of June 30, 2004 and the unaudited condensed consolidated statements of operations and cash flows for the six months ended June 30, 2004 and 2003. (2)

99.5 Unaudited balance sheet of Unitive Semiconductor Taiwan Corporation as of June 30, 2004 and 2003 and the unaudited statements of operations, changes in stockholders' equity and cash flows for the six months ended June 30, 2004 and 2003. (2)

99.6 Amkor Technology, Inc. unaudited pro forma combined condensed balance sheet as of June 30, 2004 and the related pro forma combined condensed statements of income for the year ended December 31, 2003 and the six months ended June 30, 2004, which include the acquisitions of Unitive, Inc. and Unitive Semiconductor Taiwan Corporation. (2)

23.1 Consent of Ernst and Young LLP with respect to Unitive, Inc. (2)

23.2 Consent of KPMG Certified Public Accountants with respect to Unitive Semiconductor Taiwan Corporation. (2)

(1) Previously filed as an Exhibit to the original report on Form 8-K filed with the Commission on September 3, 2004 and incorporated herein by reference.

(2) Filed herewith.

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 hereunto duly authorized.

AMKOR TECHNOLOGY, INC.

By: */s/ Kenneth T. Joyce*

Kenneth T. Joyce
Chief Financial Officer

Date: October 29, 2004

EXHIBIT INDEX

Exhibit No.	Description
99.2	Audited consolidated balance sheet of Unitive, Inc. as of December 31, 2003 and the related statements of operations, convertible preferred stock and stockholders' equity and cash flows for the year then ended.
99.3	Audited balance sheet of Unitive Semiconductor Taiwan Corporation as of December 31, 2003 and the related statements of operations, stockholders' equity and cash flows for the year then ended.
99.4	Unaudited condensed consolidated balance sheet of Unitive, Inc. as of June 30, 2004 and the unaudited condensed consolidated statements of operations and cash flows for the six months ended June 30, 2004 and 2003.
99.5	Unaudited balance sheet of Unitive Semiconductor Taiwan Corporation as of June 30, 2004 and 2003, and the unaudited statements of operations, changes in stockholders' equity, and cash flows for the six months ended June 30, 2004 and 2003.
99.6	Amkor Technology, Inc. unaudited pro forma combined condensed balance sheet as of June 30, 2004, and the related pro forma combined condensed statements of income for the year ended December 31, 2003 and the six months ended June 30, 2004, which include the acquisitions of Unitive, Inc. and Unitive Semiconductor Taiwan Corporation.
23.1	Consent of Ernst and Young LLP with respect to Unitive, Inc.
23.2	Consent of KPMG Certified Public Accountants with respect to Unitive Semiconductor Taiwan Corporation.

EXHIBIT 99.2

CONSOLIDATED FINANCIAL STATEMENTS

Unitive, Inc.

Year ended December 31, 2003 with Report of Independent Auditors

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Unitive, Inc.

Audited Consolidated Financial Statements

Year ended December 31, 2003

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Report of Independent Auditors

Board of Directors
Unitive, Inc.

We have audited the accompanying consolidated balance sheet of Unitive, Inc. (the "Company") as of December 31, 2003 and the related consolidated statements of operations, convertible preferred stock and stockholders' equity, and cash flows for the year then ended. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States. Those standards 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. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of Unitive, Inc. at December 31, 2003 and the consolidated results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States.

/s/ Ernst and Young LLP

Raleigh, North Carolina
February 20, 2004

Unitive, Inc.

Consolidated Balance Sheet

December 31, 2003

ASSETS	
Current assets:	
Cash and cash equivalents	$ 8,933,830
Accounts receivable, less allowance for doubtful accounts of $74,233	1,583,248
Inventory	277,680
Prepaid expenses and other assets	13,713
Total current assets	10,808,471
Equipment and furniture:	
Equipment	16,905,874
Leasehold improvements	267,840
Furniture and fixtures	101,275
	17,274,989
Less accumulated depreciation and amortization	(10,053,247)
	7,221,742
Other assets:	
Restricted cash	125,000
Intellectual property rights, net of accumulated amortization of $2,284,383	5,598,053
Investment in Unitive Semiconductor Taiwan Corporation	189,571
Deposits	122,074
	6,034,698
Total assets	$ 24,064,911

LIABILITIES, PREFERRED STOCK AND STOCKHOLDERS' EQUITY	
Current liabilities:	
Accounts payable	$ 1,759,044
Payables to related party	24,972
Accrued expenses	403,322
Deferred revenue	32,303
Capital lease obligations, current portion, net of warrant debt discount	1,544,938
Current portion of long-term debt	1,134,763
Current portion of notes payable to stockholders	446,324
Total current liabilities	5,345,666
Capital lease obligations, less current portion, net of warrant debt discount	593,788
Long-term debt, net of current portion	2,686,359
Notes payable to stockholders, net of current portion	493,676
Total liabilities	9,119,489
Commitments (Notes 3, 4, 5, 8 and 9)	
Convertible preferred stock and stockholders' equity:	
Series A-1 convertible preferred stock, $0.01 par value; authorized shares 37,408,837; issued and outstanding shares 24,874,830; aggregate liquidation preference of $24,874,830	248,748

Series A-2 convertible preferred stock, $0.01 par value; authorized shares 20,601,163; issued and outstanding shares 8,101,163; aggregate liquidation preference of $8,101,163	81,012
Series A-3 convertible preferred stock, $0.01 par value; authorized shares 25,600,201; zero shares issued and outstanding	-
Series A-1, Series A-2, Series A-3 convertible preferred stock warrants	6,373,959
Common stock, $0.01 par value; authorized shares 250,000,000; issued and outstanding shares 60,745,283	607,452
Additional paid-in capital	73,511,253
Common stock warrants	320,200
Stockholders' notes receivable	(420,000)
Accumulated deficit	(65,777,202)
Total convertible preferred stock and stockholders' equity	14,945,422
Total liabilities, convertible preferred stock and stockholders' equity	$ 24,064,911

See accompanying notes.

Unitive, Inc.

Consolidated Statement of Operations

Year ended December 31, 2003

Revenues	$ 9,230,908
Cost of revenues	11,412,375
	(2,181,467)
Expenses:	
Sales and marketing	560,675
Research and development	1,763,157
General and administrative	1,920,444
Total expenses	4,244,276
Operating loss	(6,425,743)
Other income (expense):	
Interest income	45,160
Interest expense	(618,524)
Other expense	(892,856)
Loss in equity investee	(1,621,769)
Net loss	$ (9,513,732)

See accompanying notes.

Unitive, Inc.

Consolidated Statement of Convertible Preferred Stock and Stockholders' Equity

Year ended December 31, 2003

	REDEEMABLE CONVERTIBLE PREFERRED STOCK				
	SERIES C-1		SERIES C-2		SERIES C-1
	SHARES	AMOUNT	SHARES	AMOUNT	WARRANTS
Balance at December 31, 2002	12,000,000	10,647,083	17,000,200	18,805,174	4,260,000
Accretion of redeemable preferred stock for dividend	-	729,534	-	1,033,519	-
Accretion of redeemable preferred stock for warrant value	-	739,956	-	-	-
Accretion of redeemable preferred stock for issuance costs	-	94,620	-	134,047	-
Conversion of preferred stock into common stock	(12,000,000)	(12,211,193)	(17,000,200)	(19,972,740)	-
Issuance of convertible preferred stock, net of issuance costs	-	-	-	-	-
Issuance of warrants to existing shareholders	-	-	-	-	-
Issuance of warrants in exchange for termination of existing Series C-1 warrants and management agreement	-	-	-	-	(4,260,000)
Issuance of warrants in connection with long-term debt	-	-	-	-	-
Issuance of warrants in connection with capital lease financing agreement	-	-	-	-	-
Settlement of stockholder note receivable	-	-	-	-	-
Exercise of stock options for cash	-	-	-	-	-
Compensation expense on variable stock option awards	-	-	-	-	-
Net loss	-	-	-	-	-
Balance at December 31, 2003	-	$ -	-	$ -	$ -

	CONVERTIBLE PREFERRED STOCK					
	SERIES A		SERIES B		SERIES A-1	
	SHARES	PAR	SHARES	PAR	SHARES	PAR
Balance at December 31, 2002	1,724,622	17,246	28,525,819	285,258	-	-
Accretion of redeemable preferred stock for dividend	-	-	-	-	-	-
Accretion of redeemable preferred stock for warrant value	-	-	-	-	-	-
Accretion of redeemable preferred stock for issuance costs	-	-	-	-	-	-
Conversion of preferred stock into common stock	(1,724,622)	(17,246)	(28,525,819)	(285,258)	-	-
Issuance of convertible preferred stock, net of issuance costs	-	-	-	-	24,874,830	248,748
Issuance of warrants to existing shareholders	-	-	-	-	-	-
Issuance of warrants in exchange for termination of existing Series C-1 warrants and management agreement	-	-	-	-	-	-
Issuance of warrants in connection with long-term debt	-	-	-	-	-	-
Issuance of warrants in connection with capital lease financing agreement	-	-	-	-	-	-
Settlement of stockholder note receivable	-	-	-	-	-	-
Exercise of stock options for cash	-	-	-	-	-	-
Compensation expense on variable stock option awards	-	-	-	-	-	-
Net loss	-	-	-	-	-	-
Balance at December 31, 2003	-	$ -	-	$ -	24,874,830	$ 248,748

	CONVERTIBLE PREFERRED STOCK					
	SERIES A-2		SERIES A	COMMON STOCK		ADDITIONAL PAID-IN
	SHARES	PAR	WARRANTS	SHARES	PAR	CAPITAL
Balance at December 31, 2002	-	-	-	1,576,867	15,769	32,792,438
Accretion of redeemable preferred stock for dividend	-	-	-	-	-	-
Accretion of redeemable preferred stock for warrant value	-	-	-	-	-	-
Accretion of redeemable preferred stock for issuance costs	-	-	-	-	-	-
Conversion of preferred stock into common stock	-	-	-	59,250,641	592,506	31,893,931
Issuance of convertible preferred stock, net of issuance costs	8,101,163	81,012	-	-	-	6,150,756
Issuance of warrants to existing shareholders	-	-	3,864,634	-	-	-
Issuance of warrants in exchange for termination of existing Series C-1 warrants and management agreement	-	-	2,375,000	-	-	2,777,856
Issuance of warrants in connection with long-term debt	-	-	54,525	-	-	-
Issuance of warrants in connection with capital lease financing agreement	-	-	79,800	-	-	-
Settlement of stockholder note receivable	-	-	-	(100,000)	(1,000)	(4,000)
Exercise of stock options for cash	-	-	-	17,775	177	1,877
Compensation expense on variable stock option awards	-	-	-	-	-	(101,605)
Net loss	-	-	-	-	-	-
Balance at December 31, 2003	8,101,163	$ 81,012	$ 6,373,959	60,745,283	$ 607,452	$ 73,511,253

	COMMON STOCK WARRANTS	STOCKHOLDERS' NOTES RECEIVABLE	ACCUMULATED DEFICIT	TOTAL
Balance at December 31, 2002	320,200	(520,000)	(49,667,160)	16,956,008
Accretion of redeemable preferred stock for dividend	-	-	(1,763,053)	-
Accretion of redeemable preferred stock for warrant value	-	-	(739,956)	-

Accretion of redeemable preferred stock for issuance costs	-	-	(228,667)	-
Conversion of preferred stock into common stock	-	-	-	-
Issuance of convertible preferred stock, net of issuance costs	-	-	-	6,480,516
Issuance of warrants to existing shareholders	-	-	(3,864,634)	-
Issuance of warrants in exchange for termination of existing Series C-1 warrants and management agreement	-	-	-	892,856
Issuance of warrants in connection with long-term debt	-	-	-	54,525
Issuance of warrants in connection with capital lease financing agreement	-	-	-	79,800
Settlement of stockholder note receivable	-	100,000	-	95,000
Exercise of stock options for cash	-	-	-	2,054
Compensation expense on variable stock option awards	-	-	-	(101,605)
Net loss	-	-	(9,513,732)	(9,513,732)
Balance at December 31, 2003	$ 320,200	$ (420,000)	$(65,777,202)	$ 14,945,422

See accompanying notes.

Unitive, Inc.

Consolidated Statement of Cash Flows

Year ended December 31, 2003

OPERATING ACTIVITIES	
Net loss	$ (9,513,732)
Adjustments to reconcile net loss to net cash used in operating activities:	
Depreciation and amortization	3,162,072
Reversal of compensation expense on variable stock option awards	(101,605)
Non-cash compensation	75,000
Amortization of debt discount	76,623
Equity in losses of equity investee	1,621,768
Loss on termination of management agreement	892,856
Loss on disposal of equipment and furniture	10,253
Accretion of terminal payment on long-term debt	3,055
Changes in operating assets and liabilities:	
Accounts receivable	(901,527)
Inventory	(48,396)
Prepaid expenses and other assets	23,633
Accounts payable and payables to related party	1,704,751
Accrued expenses and other current liabilities	19,063
Deposits	(100,431)
Net cash used in operating activities	(3,076,617)
INVESTING ACTIVITIES	
Purchases of equipment and furniture	(2,973,782)
Increase in restricted cash	(125,000)
Net cash used in investing activities	(3,098,782)
FINANCING ACTIVITIES	
Payments on capital lease obligations	(1,847,675)
Proceeds from issuance of long-term debt and preferred stock warrants	3,872,342
Proceeds from issuance of preferred stock, net of issuance costs	6,480,516
Proceeds from exercise of stock options	2,054
Payments received on stockholders' notes receivable	20,000
Net cash provided by financing activities	8,527,237
Net increase in cash and cash equivalents	2,351,838
Cash and cash equivalents at beginning of year	6,581,992
Cash and cash equivalents at end of year	$ 8,933,830
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION	
Cash paid during year for interest	$ 541,901

SUPPLEMENTAL SCHEDULE OF NONCASH INVESTING AND FINANCING ACTIVITIES

Issuance of preferred stock warrants to existing stockholders	$ 3,864,634
Accretion of redeemable convertible preferred stock and warrants	$ 2,731,676
Issuance of preferred stock warrants as consideration for termination of management agreement and cancellation of Series C-1 preferred stock warrants	$ 2,375,000
Issuance of preferred stock warrants in connection with issuance of long-term debt	$ 54,525
Issuance of preferred stock warrants in connection with financing arrangements	$ 79,800

See accompanying notes.

Unitive, Inc.

Notes to Consolidated Financial Statements

December 31, 2003

1. DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BUSINESS DESCRIPTION

On January 30, 2001, Unitive Electronics, Inc. ("UEI") and Unitive International, Ltd. ("UIL") became the wholly-owned subsidiaries of Unitive, Inc. (the "Company"), a Delaware corporation, through a share exchange. The Company, located in Research Triangle Park, North Carolina, is a provider of advanced semiconductor packaging solutions offering wafer-level and turn-key die-level processing, engineering, and design services to electronics manufacturers.

BASIS OF PRESENTATION

The consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. All significant intercompany accounts and transactions have been eliminated in the consolidated financial statements.

USE OF ESTIMATES

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the amounts reported in the financial statements and disclosures made in the accompanying notes to the financial statements. Actual results could differ from those estimates.

REVENUE RECOGNITION

The Company derives revenues from services provided in connection with the processing and packaging of its customers' semiconductor products. The Company recognizes revenue when a purchase order has been executed, the price is fixed and determinable, delivery of services has occurred and the products have been shipped, and collection of the purchase order price is considered probable and can be reasonably estimated.

1. DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

SALES AND CONCENTRATION OF CREDIT RISK

Financial instruments that potentially subject the Company to credit risk consist principally of trade accounts receivable, which are unsecured, and cash and cash equivalents. Sales are made primarily to large companies located throughout the United States. The Company provides an allowance for doubtful accounts equal to the estimated losses expected to be incurred in the collection of accounts receivable. Receivable allowances totaled $74,233 at December 31, 2003.

Three major customers accounted for approximately 47% of sales in during the year ended December 31, 2003 and 66% of accounts receivable at December 31, 2003.

The Company maintains cash balances at financial institutions that may at times exceed federally insured limits. The Company maintains this cash at high credit quality institutions and, as a result, believes credit risk related to its cash is minimal.

FAIR VALUE OF FINANCIAL INSTRUMENTS

The Company's financial instruments consist primarily of cash and cash equivalents, accounts receivable, accounts payable, capital lease obligations, notes payable to stockholders, and long-term debt. In management's opinion, the carrying amounts of these financial instruments approximate their fair values at December 31, 2003.

INVENTORY

Inventories are carried at the lower of cost or market using the first-in, first-out ("FIFO") method. Inventory consists primarily of raw materials.

RESEARCH AND DEVELOPMENT

Research and development expenses are charged to operations as incurred. Research and development expenses include direct costs and allocated salaries, employee benefits and applicable indirect costs.

1. DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

EQUIPMENT AND FURNITURE

Equipment and furniture is stated at cost. Depreciation is computed using the straight-line method based on the estimated useful lives of the respective assets. Depreciation expense for the year ended December 31, 2003 totaled $2,635,629. Expenditures for maintenance and repairs are charged to operations; major expenditures for renewals and betterments are capitalized and depreciated. Estimated useful lives are as follows:

Equipment	3 to 5 years
Leasehold improvements	3 years
Furniture and fixtures	5 years

INTELLECTUAL PROPERTY RIGHTS

Intellectual property rights are capitalized and amortized over the estimated useful life of the licensed technologies. Amortization is calculated based upon the number of units produced during the year as a percentage of the total number of units expected to be produced using the licensed technology. The Company recorded amortization expense of $526,443 related to its intellectual property rights for the year ended December 31, 2003.

Additionally, certain intellectual property rights are amortized based upon annual revenue recognized to total expected revenue related to the intellectual property. In 2003, the Company did not record amortization related to $1,071,125 of its intellectual property as no related revenue was recognized.

RESTRICTED CASH

During 2003, the Company entered into a new lease for its corporate office and certain operations, which required the issuance of an irrevocable, unconditional, standby letter of credit for $125,000. The restricted cash balance as of December 31, 2003 includes a $125,000 certificate of deposit that secures this letter of credit. At the option of the Company, the letter of credit may be reduced by 20% on each anniversary of the lease agreement.

1. DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

CASH AND CASH EQUIVALENTS

The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.

STOCK-BASED COMPENSATION

The Company has adopted Statement of Financial Accounting Standards No. 123, "Accounting for Stock-Based Compensation" ("SFAS 123"), which gives companies the option to adopt the fair value method for expense recognition of employee stock options and other stock-based awards or to account for such items using the intrinsic value method as outlined under Accounting Principles Board Opinion No. 25, "Accounting for Stock Issued to Employees" ("APB 25") with pro forma disclosures of net income (loss) as if the fair value method had been applied. In December 2002, the FASB issued SFAS No. 148, "Accounting for Stock-Based Compensation - Transition and Disclosure" ("SFAS 148"). SFAS No. 148 amends SFAS No. 123, to require more prominent disclosures in both annual and interim financial statements about the method of accounting for stock-based employee compensation and the effect of the method used on reported results. The Company has elected to apply the provisions of APB 25 for stock option and other stock-based awards. The following table illustrates the effect on net loss for the year ended December 31, 2003 had the Company applied the fair value recognition provisions of SFAS 123 for its option grants to employees:

Net loss, as reported	$ (9,513,732)
Reversal of stock-based compensation expense	(101,605)
Deduct total stock-based employee compensation expense determined under the fair value based method for all awards	(74,106)
Pro forma loss	$ (9,689,443)

1. DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

STOCK-BASED COMPENSATION (CONTINUED)

The Company computes fair value for employee stock options using the minimum value option-pricing model. The assumptions used in this model to estimate fair value and the resulting values are as follows for the year ended December 31, 2003.

Expected dividend yield	-
Risk-free interest rate	3.3%
Expected life (in years)	4

INVESTMENT IN UNITIVE SEMICONDUCTOR TAIWAN CORPORATION

The Company's investment in Unitive Semiconductor Taiwan Corporation ("USTC") is accounted for using the equity method, as prescribed by APB Opinion No. 18, "The Equity Method of Accounting for Investments in Common Stock" ("APB 18") since the Company is able to exert influence through its collaborative services agreement and representation on the USTC board of directors. The Company's ownership percentage at December 31, 2003 was approximately 18.4%. USTC provides semiconductor processing services in Taiwan. The Company recorded a loss of $1,621,769 as of December 31, 2003, in accordance with the requirements of APB 18 for its share of the losses incurred by USTC. There were no additional equity investments during 2003 and the Company does not have any requirements to fund future obligations of USTC.

INCOME TAXES

The Company accounts for income taxes in accordance with SFAS 109, "Accounting for Income Taxes" ("SFAS 109"). Under SFAS 109, deferred income tax assets and liabilities are computed annually for differences between the financial statement and tax bases of assets and liabilities that will result in taxable or deductible amounts in the future based on enacted tax laws and rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized.

2. ACCRUED EXPENSES

Accrued expenses consist of the following at December 31, 2003:	
Accrued compensation and benefits	$ 127,837
Accrued property taxes	104,418
Accrued legal and professional fees	55,000
Other accrued expenses	116,067
Accrued expenses	$ 403,322

3. NOTES PAYABLE TO STOCKHOLDERS

In October 2002, the Company executed a promissory note for $440,000 with a stockholder in lieu of paying facility rent. The note was unsecured and accrued interest at a rate of 7.5% annually. The outstanding principal balance at December 31, 2002 was $245,207. During November 2003, the Company negotiated a new promissory note with this stockholder for $440,000 in exchange for the outstanding balance of the previous promissory note of $276,530, which included accrued interest of $31,323, and as consideration for $163,470 of unpaid rent. The promissory note is unsecured and bears interest at the rate of 7.5% annually. Principal payments totaling $208,913 and $231,087 are due during the years ended December 31, 2004 and 2005, respectively.

In October 2002, the Company executed a promissory note for $462,000 with another stockholder in lieu of paying certain management expenses. The note was unsecured and accrued interest at a rate of 7.5% annually. The outstanding principal at December 31, 2002 was $220,000. During November 2003, the Company negotiated a new promissory note for $500,000 in exchange for the outstanding balance of the previous promissory note of $240,213, which included accrued interest of $20,213, and as consideration for outstanding payables of $259,787 related to management expenses. The promissory note is unsecured and bears interest at the rate of 7.5% annually. Principal payments totaling $237,411 and $262,589 are due during the years ended December 31, 2004 and 2005, respectively.

4. LONG-TERM DEBT

In November 2003, the Company entered into a loan and security agreement (the "Loan Agreement") with two lenders that provides up to $6,000,000 of financing. Borrowings under the Loan Agreement will be evidenced by promissory notes that bear interest at a rate equal to the interest rate of the three-year treasury note at the time of funding, plus 740 basis points. The Company may prepay the outstanding balance of the promissory notes in whole by giving thirty days written notice to the lenders. However, the Company will be required to pay a premium of 5%, 3%, or 1% if any of the borrowings are prepaid during the first twelve, twenty-four, or thirty-six month period, respectively. The obligations under the Loan Agreement are secured by substantially all of the assets of the Company. The terms of the Loan Agreement permit the Company to incur additional indebtedness of up to $1,000,000, provided that such indebtedness is used for the financing of capital expenditures and may be secured with only the equipment purchased.

As of December 31, 2003, the Company had issued promissory notes totaling $4,000,000 to the two lenders. The actual proceeds remitted to the Company were $3,872,342, which excluded the first month's principal and interest payments. The weighted average interest rate of the promissory notes issued during 2003 was approximately 9.8%. The terms of the loan agreement require that the Company make a terminal payment equal to 5.5% of the original principal amount of the promissory notes on the maturity date. This terminal payment is in addition to the repayment of the full principal amount of the notes. The Company is accruing the terminal payment amount related to the outstanding notes with a corresponding charge to interest expense over the term of the promissory notes.

In connection with the Loan Agreement, the Company issued 300,000 warrants to purchase Series A-1 preferred stock at an exercise price of $0.20 per share to the two lenders. The warrants expire in 2013. The Company recorded the 300,000 warrants at their estimated fair value of $54,525 as a discount on the debt, which is being amortized to interest expense over the term of the promissory notes. The Company determined the fair value of the warrants using the Black-Scholes valuation model.

4. LONG-TERM DEBT (CONTINUED)

The borrowings under the promissory notes outstanding as of December 31, 2003 are payable in full by December 31, 2006. Future minimum principal payments as of December 31, 2003 are as follows:

2004	$ 1,152,938
2005	1,323,738
2006	1,615,666
Total minimum principal payments	4,092,342

Less unamortized debt discount	(54,275)
Less unamortized terminal payments	(216,945)
Less current portion	(1,134,763)
Long-term portion	$ 2,686,359

5. LEASE COMMITMENTS

The Company leases manufacturing equipment and a telephone system with an aggregate cost of approximately $6,162,500 at December 31, 2003, under capital lease arrangements which expire at various dates through 2005. Certain leases contain renewal provisions and escalation clauses. Amortization of assets under capital leases is included in depreciation and amortization expense.

Future minimum lease payments, by year and in the aggregate, under capital leases with initial terms of one year or more at December 31, 2003 are as follows:

	CAPITAL LEASES
2004	$ 1,801,696
2005	615,422
Total minimum lease payments	2,417,118
Less amount representing interest	(237,785)
Present value of net minimum lease payments	2,179,333
Less unamortized debt discount	(40,607)
Less current portion	(1,544,938)
Long-term portion	$ 593,788

5. LEASE COMMITMENTS (CONTINUED)

The Company leases facilities under operating leases. Certain of these leases contain renewal provisions and escalation clauses. The Company expenses leases containing fixed rental increases ratably over the term of the respective leases. Rent expense was approximately $1,135,600 for the year ended December of 2003.

Future minimum lease payments under various operating leases, which had initial terms in excess of one year, at December 31, 2003, are as follows:

	OPERATING LEASES
2004	$ 1,166,905
2005	1,214,055
2006	1,260,940
2007	714,745
2008 and thereafter	143,758

Total minimum lease payments	$ 4,500,403

6. INCOME TAXES

The components of loss before taxes for the year ended December 31, 2003 are as follows:

Loss before tax:	
U.S.	(7,891,963)
Non-U.S.	(1,621,769)
Total	$ (9,513,732)

The Company has no current provision for income taxes. Due to the history of losses by the Company, management has determined that a valuation allowance is needed to reduce net deferred tax assets to zero. Components of the Company's deferred tax assets and liabilities are as follows at December 31, 2003.

Current deferred tax assets (liabilities):	
Allowance for bad debts	$ 29,000
Current deferred tax assets (liabilities)	29,000
Non-current deferred tax assets (liabilities):	
Equity investments	-
Intellectual property rights	(329,000)
Fixed assets	(915,000)
Net operating loss carryforwards	18,023,000
Other	27,000
Non-current deferred tax assets (liabilities)	16,806,000
Less valuation allowance	(16,835,000)
Net deferred taxes	$ -

A reconciliation between the statuatory rate and the Company's effective tax rate for the year-ended December 31, 2003 is as follows:

	AMOUNT	PERCENTAGE
Net loss at statuatory rate	$ (3,330,000)	(35)%
Equity loss of investee, state taxes and other	687,000	8
Increase in valuation allowance	2,643,000	27
	$ -	-%

Unitive, Inc.

Notes to Consolidated Financial Statements (continued)

6. INCOME TAXES (CONTINUED)

At December 31, 2003, the Company had U.S. federal net operating loss carryforwards and state net economic loss carryforwards of approximately $45,000,000, for income tax purposes. If not used, these carryforwards begin to expire in 2018 for federal tax purposes and 2013 for state tax purposes. The Company also has approximately $30,000 of research and development credit carryovers as of December 31, 2003 that begin to expire in 2013. U.S. tax rules impose limitations on the use of net operating losses following certain changes in ownership. If such changes occur, the limitation could adversely impact the ultimate utilization of existing net operating losses and tax credit carryovers to offset future income.

7. RELATED PARTY TRANSACTIONS

During 2003, the Company entered into several transactions with one of its stockholders. These transactions involved leasing certain facilities from the stockholder and contracts for certain services to be provided by the stockholder to the Company. Additionally, the transactions included certain utility costs, clean room costs and other related expenses. Below are the approximate amounts related to these transactions for the year ended December 31, 2003.

Rent expense	$ 1,000,000
Research and development costs	119,000
Utilities and other expenses	165,000
Clean room and other related expenses	419,000
Interest on note payable (Note 2)	30,000

At December 31, 2003, the Company owed the stockholder approximately $51,000, related to these activities. These amounts are included in accounts payable and accrued expenses. The Company also owes this stockholder amounts under a note payable agreement (See Note 3). In addition, the Company had revenues from this stockholder of approximately $10,000 for the year ended December 31, 2003.

The Company had accounts receivable of approximately $170,000 due from USTC as of December 31, 2003, which have been reflected within accounts receivable in the accompanying balance sheet. The Company owed USTC $24,972 in connection with amounts collected on behalf of USTC but not remitted as of December 31, 2003. These balances have been reflected within payables to related party in the accompanying balance sheet.

7. RELATED PARTY TRANSACTIONS (CONTINUED)

STOCKHOLDERS' NOTES RECEIVABLE

In consideration for the issuance of the Company's Series B preferred stock, various key employees executed promissory notes in January 2001, in the principal amount of $520,000. The notes bear interest at the rate of 6.5% per annum and are due and payable five years from the date of issuance. The notes are full recourse, and in addition, each of the individuals has pledged the Series B preferred stock as collateral to secure the obligations under the notes. A promissory note, with an outstanding balance of $100,000, was settled during 2003 in connection with the severance agreement entered into between the

Company and a terminated employee. As discussed in Note 8, in connection with the sale of Series A-1 and Series A-2 preferred stock in November 2003, the outstanding shares of Series B preferred stock converted to common stock.

8. STOCKHOLDERS' EQUITY

In November 2003, the Company issued 24,874,830 shares of Series A-1 preferred stock and 8,101,163 shares of Series A-2 preferred stock at $0.20 per share resulting in aggregate gross proceeds of $6,595,199. The excess of the net proceeds over the par value of the Series A-1 and Series A-2 preferred stock of $4,639,709 and $1,511,047, respectively, was recorded within additional paid-in capital. The Company incurred $114,683 of issuance costs in connection with the sale of preferred stock, which was recorded as a reduction of the proceeds. Upon the issuance of the Series A-1 and Series A-2 preferred stock, all of the outstanding shares of Series C-1, Series C-2, Series A, and Series B preferred stock converted into shares of common stock on a one-for-one basis. The holders of the Series C-1 and Series C-2 preferred stock forfeited all of the accrued dividends as of the date of conversion.

As of December 31, 2003, the Company has total authorized common shares of 250,000,000. The Company also has total authorized preferred shares of 83,610,201 of which 37,408,837 shares are designated as Series A-1 preferred stock; 20,601,163 shares are designated as Series A-2 preferred stock; and 25,600,201 shares are designated as Series A-3 preferred stock (together with the Series A-1 and Series A-2 preferred stock, the "new Series A preferred stock"). There were no shares of Series A-3 preferred stock outstanding at December 31, 2003.

CONVERTIBLE PREFERRED STOCK

Dividends - Holders of the new Series A preferred stock are entitled to receive, out of the assets of the Company legally available, dividends when, as and if declared by the board of directors of the Company. No dividends shall be declared and paid on any class of the new Series A preferred stock or common stock unless an equivalent dividend is paid each class of the new Series A preferred stock.

8. STOCKHOLDERS' EQUITY (CONTINUED)

CONVERTIBLE PREFERRED STOCK (CONTINUED)

Liquidation - Upon any liquidation, dissolution, or winding up of the Company, holders of the Series A-1 and Series A-2 preferred stock shall be entitled, before any distribution is made upon the Series A-3 preferred stock and the common stock, to be paid an amount equal to $1.00 per share (as adjusted for any combination, consolidation, stock distributions or stock dividends with respect to such shares) plus all, or any, accrued but unpaid dividends on such shares. If the assets to be distributed are insufficient to permit full payment to the holders of the new Series A preferred stock, then the assets of the Company shall be distributed ratably among the holders of Series A-1 and Series A-2 preferred stock based upon the number of shares then held.

After payment to the holders of Series A-1 and Series A-2 preferred stock, holders of the Series A-3 preferred stock shall be entitled, before any distribution is made upon the common stock, to be paid an amount equal to $1.00 per share (as adjusted for any combination, consolidation, stock distributions or stock dividends with respect to such shares) plus all, or any, declared but unpaid dividends on such shares. If the assets to be distributed are insufficient to permit full payment to the holders of Series A-3 preferred stock, then the assets of the Company shall be distributed ratably among the holders of Series A-3 preferred stock based upon the number of shares then held.

After payment to the preferred stockholders, holders of common stock shall be entitled, together with the holders of preferred stock, to share ratably according to the number of shares of common stock held, in all remaining assets of the Company available for distribution.

Right of First Refusal - Each holder of preferred stock shall have the right of first refusal to purchase up to its pro rata share of all new securities (except as outlined in the stock purchase agreements) which the Corporation may propose to sell or issue. The Company's obligation under this provision may be waived upon the vote of a majority of the holders of the new Series A preferred stock. This right expires upon the closing of a qualified public offering.

Voting - Each holder of Series A-1 and Series A-3 preferred stock is entitled to the number of votes equal to the number of shares of common stock into which the respective shares are convertible. Until such time as the original holders of the Series A-2 preferred stock no longer hold at least 50% of the shares of Series A-2 preferred stock issued in November 2003, each holder of Series A-2 preferred stock is entitled to the number of votes equal to twelve times the number of shares of common stock into which the Series A-2 preferred stock is convertible. However, in connection with any vote or action by consent related to a) the merger with, or sale of substantially all of the Company's assets, to a holder of the Series A-2 preferred stock or its'

8. STOCKHOLDERS' EQUITY (CONTINUED)

CONVERTIBLE PREFERRED STOCK (CONTINUED)

subsidiary or affiliate or b) the waiver of the right of first refusal provision by a majority vote of the holders of the new Series A preferred stock, the holders of the Series A-2 preferred stock will be entitled to the number of votes equal to the number of shares of common stock into which the Series A-2 preferred stock is convertible.

Conversion - Holders of the new Series A preferred stock have the right, at any time, to convert into such number of shares of common stock as is determined by dividing the preferred stock original price ($0.20 per share) by the conversion price in effect at the time of conversion. The preferred stock conversion price will be reduced in the event of the Company's issuing any shares of its common stock (or instruments convertible into common stock) without consideration (except for a) common stock issued in connection with the conversion of preferred stock, b) common stock issued to officers, directors, employees, or consultants pursuant to any stock purchase plan, and c) the issuance of common stock upon the exercise of options and warrants outstanding as of November 13, 2003) or for a consideration per share less than the conversion price of any series of preferred stock in effect immediately prior to the time of such issue or sale. The new Series A preferred stock conversion price as of December 31, 2003 was $0.20.

In the event of the sale of the Company's common stock in an underwritten public offering in which the public offering price is equal to or exceeds $1.00 per share of common stock and the gross proceeds to the Company equal or exceed $30,000,000, each share of the new Series A preferred stock shall automatically be converted into shares of common stock at the then-effective conversion price. Upon the majority vote of the holders of at least a majority of the outstanding shares of preferred stock, each share of the new Series A preferred stock will convert into shares of common stock at the conversion price in effect on the date of conversion.

PREFERRED STOCK WARRANTS

In connection with the issuance of the redeemable convertible preferred stock during 2001, the Company issued warrants to purchase 14,998,000 shares of Series C-1 preferred stock at $1.00 per share in 2001. These warrants originally expired on January 31, 2004. The Company allocated the net proceeds to the Series C-1 preferred stock and the warrants based on the relative fair values. The Company recorded an increase to accumulated deficit of $739,956 resulting from the accretion of Series C-1 preferred stock related to the value of the warrants for the period from January 1, 2003 through the date of conversion, November 13, 2003.

8. STOCKHOLDERS' EQUITY (CONTINUED)

PREFERRED STOCK WARRANTS (CONTINUED)

During November 2003, the Company issued 12,500,000 warrants to purchase Series A-2 preferred stock as consideration for both the cancellation of all of the outstanding warrants to purchase Series C-1 preferred stock and the termination of the management agreement with one its stockholders. The warrants to purchase Series A-2 preferred stock have an exercise price of $0.01 per share and will expire in September 2008. The Company determined that the value of the warrants on the date of issuance was $2,375,000 based on the Black-Scholes valuation model. The termination of the management agreement was determined by management to have a fair value of $892,856, which was computed based on the present value of the remaining management fees as of the date of termination. The fair value of the management agreement of $892,856 has been reflected within other expense in the accompanying statement of operations for the year ended December 31, 2003. The excess of the carrying value of the warrants to purchase Series C-1 preferred stock that were canceled and the estimated fair value of the termination of the management agreement over the fair value of the warrants to purchase Series A-2 preferred stock was recorded as an increase to additional paid-in capital of $2,777,856.

The holders of each prior series of preferred stock who elected to purchase Series A-1 or Series A-2 preferred stock in November 2003 in proportion to, or in excess of, their percentage ownership of the Company's common stock, on a fully diluted basis, received one warrant to purchase Series A-3 preferred stock for each share of their preferred stock outstanding immediately prior to closing. The Company issued 22,600,201 warrants to purchase Series A-3 preferred stock in connection with the sale of the Series A-1 and Series A-2 preferred stock to existing stockholders. The warrants have an exercise price of $0.01 and will expire in September 2008. The warrants issued were determined to have a fair value of $3,864,634 based on the Black-Scholes valuation model. The Company recorded the value of the warrants issued as an increase to accumulated deficit.

In connection with a capital lease financing agreement entered into in February 2002, the Company issued a warrant to purchase 210,000 shares of Series B preferred stock at an exercise price of $1.00 per share. The Company determined the fair value of the warrant using the Black-Scholes valuation model. In connection with the issuance of Series A-1 and Series A-2 preferred stock in November 2003, the warrant was adjusted to allow the holder to purchase 210,000 shares of Series A-1 preferred stock at an exercise price of $0.20 per share.

8. STOCKHOLDERS' EQUITY (CONTINUED)

COMMON STOCK

In 1998, the Company executed restricted stock purchase agreements which included certain repurchase rights under the 1998 Stock Plan, issuing 2,225,000 shares of common stock to employees. As of December 31, 2003, 281,048 of these shares had been forfeited. In 2002, the Company executed amendments to the restricted stock purchase agreements of certain employees. Under the amended agreements, the repurchase rights of the Company lapse with respect to the shares on January 1, 2005. As of December 31, 2003, 1,943,952 shares were subject to repurchase.

Dividends - The holders of common stock shall be entitled to receive dividends as declared by the board of directors, provided that equivalent dividends are declared and paid on the Series A preferred stock.

Voting - Each holder of common stock shall be entitled to one vote per share owned.

COMMON STOCK WARRANTS

In 2000, the Company issued warrants under a leasing arrangement to purchase 44,000 shares of common stock of the Company at an exercise price of $1.00 per share at any time on or before February 25, 2005. The Company also issued 1,095,000 warrants in connection with certain convertible debt to purchase 1,095,000 shares of common stock of the Company at an exercise price of $0.01 per share at any time on or before February 9, 2009. In addition, in 2000, the Company issued a warrant to a bank to purchase 60,000 shares of common stock of the Company at an exercise price of $1.00 per share at any time on or before September 14, 2005. In accordance with the terms of the warrant agreement, the warrant issued to the bank was adjusted in connection with the issuance of the Series A-1 and Series A-2 preferred stock discussed above to allow for the purchase of 91,881 shares of common stock at an exercise price of approximately $0.65 per share. The Company determined that the fair value of the warrants issued during 2000 was $262,800 using the Black-Scholes model. The warrant value was recorded as a charge to interest expense during the year ended December 31, 2000.

8. STOCKHOLDERS' EQUITY (CONTINUED)

COMMON STOCK WARRANTS (CONTINUED)

In connection with a financing agreement entered into in July 2001, the Company issued a warrant to purchase 140,000 shares of common stock at $1.00 per share during 2001. The transaction resulted in the valuation of the warrant of $57,400. The warrant value was recorded as a discount to the related capital lease obligation and is being amortized to interest expense over the term of the capital lease obligation. The warrant expires on July 31, 2008. The Company determined the fair value of the warrant using the Black-Scholes valuation model. In accordance with the terms of the warrant agreement, the warrant was adjusted in connection with the issuance of the Series A-1 and Series A-2 preferred stock discussed above to allow for the purchase of 214,389 shares of common stock at an exercise price of approximately $0.65 per share.

SERIES B PREFERRED STOCK PLAN

In April 2002, the Company adopted the 2002 Series B Preferred Stock Purchase Plan (the "Series B Plan"). The Series B Plan provides an opportunity for certain employees and consultants to purchase shares of Series B preferred stock. The Company has authorized and reserved 500,000 shares of Series B preferred stock for the Series B Plan. During the year ended December 31, 2002, the Company granted to employees the rights to purchase 95,000 shares of Series B preferred stock, for $1.00 per share. There were no rights granted during the year ended December 31, 2003. In November 2003, the Series B Plan was terminated and the outstanding rights to purchase 95,000 shares of Series B preferred stock expired unexercised.

STOCK PLAN

In 2001, the Company adopted the 2001 Stock Plan (the "2001 Plan"). The 2001 Plan provides for the granting of incentive stock options, nonqualified stock options, and the rights to purchase shares of common stock pursuant to restricted stock agreements. There are 5,953,328 shares of common stock reserved for issuance under the 2001 Plan as of December 31, 2003.

In connection with the issuance of the Series A-1 and Series A-2 preferred stock in November 2003, the Company reserved 8,000,000 shares of common stock related to the issuance of options to purchase Series A-1 and Series A-3 preferred stock. As of December 31, 2003, the Company had not adopted the Series A-1 and Series A-3 preferred stock option plans. Accordingly, there were no options to purchase Series A-1 and Series A-3 preferred stock granted during the year ended December 31, 2003.

8. STOCKHOLDERS' EQUITY (CONTINUED)

STOCK PLAN (CONTINUED)

Incentive options may be granted to key employees, including members of the Board of Directors who are employees of the Company. Nonqualified stock options and purchase rights are granted to key employees and consultants of the Company, including members of the Board of Directors. The terms of the stock option agreements, including the purchase price per share payable upon exercise of a nonqualified option, are determined by the Board of Directors and the Compensation Committee. The exercise price of the incentive options shall not be less than one hundred percent of the fair market value of a share on the date of grant and the maximum term of options granted is ten years.

A summary of the Company's stock option plans activity follows for the year ended December 31, 2003.

	SHARES AVAILABLE FOR GRANT	OPTIONS OUTSTANDING	EXERCISE PRICE	WEIGHTED AVERAGE EXERCISE PRICE
Balance at December 31, 2002	3,668,073	2,646,817	$ 0.05 - $ 0.60	$ 0.51
Additional shares reserved	8,000,000	-	-	-
Options granted	(372,100)	372,100	0.05	0.05
Options exercised	-	(17,775)	0.05	0.05
Options canceled	297,663	(641,450)	0.05 - 0.60	0.10
Balance at December 31, 2003	11,593,636	2,359,692	$ 0.05 - $ 0.60	$ 0.07

The weighted average fair value of options granted during 2003 was $0.01. The weighted average remaining contractual life of options outstanding at December 31, 2003 is approximately 7.6 years. There were 1,111,632 options exercisable at December 31, 2003.

8. STOCKHOLDERS' EQUITY (CONTINUED)

STOCK PLAN (CONTINUED)

In 2002, the Company repriced and changed the vesting requirements for 1,370,927 options. The strike price of 1,131,677 options was repriced from $0.60 to $0.05 and the strike price of 239,250 options was repriced from $0.25 to $0.05. The vesting requirements of the 1,370,927 options were also changed from performance-based to time-based (four years from original grant date). These changes are considered modifications under APB 25 and require these options to be subject to variable accounting until the options are exercised, forfeited or expire unexercised. In addition, the 1,370,927 options were repriced below fair market value. The Company recorded a charge for compensation of $101,605 for the year ended December 31, 2002 based on the intrinsic value of the stock options at year end. As of December 31, 2003, the Company determined that the fair value of its common stock had declined to $0.05 per share. Accordingly, the compensation charge of $101,605 recorded during 2002 was reversed as of December 31, 2003, since the fair value of the common stock was equal to or less than the exercise price. Those options remain subject to variable accounting and additional compensation expense will be recorded in future periods if the fair value of the common stock increases.

COMMON STOCK RESERVED FOR FUTURE ISSUANCE

At December 31, 2003, the Company had reserved a total of 83,984,792 of its authorized 250,000,000 shares of common stock for future issuance as follows:

Stock options outstanding	2,359,692
Reserved for future stock option grants	11,593,636
Series A preferred stock conversion	32,975,993
Preferred stock warrants	35,610,201
Common stock warrants	1,445,270
Total shares reserved for future issuance	83,984,792

9. RETIREMENT PLAN

The Company has a 401(k) retirement plan whereby all eligible employees may elect to make contributions pursuant to a salary reduction agreement upon meeting certain age and length-of-service requirements. The Company provides discretionary matching contributions as determined by the Board of Directors. The Company pays the administrative fees incurred by the plan. Total expense incurred by the Company in connection with this retirement plan was approximately $6,500 for the year ended December 31, 2003.

10. SUBSEQUENT EVENTS (UNAUDITED)

During March 2004, the Board of Directors of the Company approved the 2004 Equity Incentive Plan (the "2004 Plan"). Pursuant to the 2004 Plan, during March, June and July 2004, the Company issued an aggregate 5,000,000 options to purchase Series A-1 preferred stock at a exercise price of $0.10 per share, 3,000,000 options to purchase Series A-3 preferred stock at an exercise price of $0.01 per share, and 4,000,000 options to purchase 4,000,000 shares of common stock at an exercise price of $0.01 per share.

On August 19, 2004, Amkor Technology, Inc. purchased approximately 93.0% of the capital stock of the Company at a purchase price of $28,000,000. The selling stockholders of the Company are also entitled to receive additional consideration of up to $55,000,000. The additional consideration will be determined based on a formula set forth in the Stock Purchase Agreement that includes a final determination of the Company's EBITDA, as defined, for the nine-month period ended March 31, 2005.

On August 19, 2004, the Company issued a promissory note totaling $1,000,000 in connection with the Loan Agreement executed in November 2003 (see Note 4) in order to finance certain capital expenditures. The terms of the promissory note are substantially the same as the promissory notes outstanding at December 31, 2003 under the Loan Agreement. On October 27, 2004 the Company repaid $4.3 million in cash consideration for all outstanding related to the promissory notes under the Loan Agreement, which included accrued interest and early payment fees. The funding for the payment of these promissory notes was provided by Amkor.

As is typical in the semiconductor and other high technology industries, from time to time, others may in the future assert, that the Company's products or manufacturing processes infringe on their intellectual property rights. Subsequent to year-end, the Company received correspondence from a third party indicating that a potential unasserted claim may exist related to the use of certain intellectual property. In the opinion of management, if a legal claim is made in the future, the Company would vigorously defend itself or would likely prevail. However, no assurance can be given to the outcome of any potential future litigation.

EXHIBIT 99.3

UNITIVE SEMICONDUCTOR TAIWAN CORP.

FINANCIAL STATEMENTS

DECEMBER 31, 2003
(WITH REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM THEREON)

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

The Board of Directors
Unitive Semiconductor Taiwan Corp.:

We have audited the accompanying balance sheet of Unitive Semiconductor Taiwan Corp. (the Company) as of December 31, 2003, and the related statements of operations, changes in stockholders' equity, and cash flows for the year then ended. 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.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the Republic of China generally accepted auditing standards and the Republic of China Guidelines for Certified Public Accountants' Examinations and Reports on Financial Statements. Those standards 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. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to in the first paragraph present fairly, in all material respects, the financial position of Unitive Semiconductor Taiwan Corp. as of December 31, 2003, and the results of its operations and its cash flows for the year then ended, in conformity with the Regulations Governing Financial Reporting for Issuers of Stock Certificates and Republic of China generally accepted accounting principles.

Accounting principles generally accepted in the Republic of China vary in certain significant respects from accounting principles generally accepted in the United States of America. Information relating to the nature and effect of such differences is presented in Note 17 to the financial statements.

/s/ KPMG

February 4, 2004, except as to Note 16,
which is as of July 9, 2004.

UNITIVE SEMICONDUCTOR TAIWAN CORP.

BALANCE SHEET

DECEMBER 31, 2003
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, EXCEPT FOR PAR VALUE)

	AMOUNT
ASSETS	
CURRENT ASSETS:	
Cash and cash equivalents	$ 32,450
Short-term investments (note 3)	47,452
Notes receivable	2,738
Accounts receivable, net	27,092

Accounts receivable - related parties (note 11)	5,146
Other monetary assets - current	651
Inventories, net (note 4)	10,376
Prepaid expenses and other current assets	6,357
Restricted assets (note 12)	12,700
TOTAL CURRENT ASSETS	144,962
PROPERTY, PLANT AND EQUIPMENT (NOTES 5, 12 AND 13):	
Land	113,069
Land improvements	3,081
Buildings	346,795
Machinery and equipment	682,586
Computer equipment	7,095
Transportation equipment	2,898
Furniture and fixtures	6,138
Leased assets	32,000
Other equipment	6,265
	1,199,927
Less: accumulated depreciation	(380,990)
Advances for purchases of machinery and equipment	90,542
NET PROPERTY, PLANT AND EQUIPMENT	909,479
INTANGIBLE ASSETS:	
Patents (note 11)	53,200
Computer software	2,392
TOTAL INTANGIBLE ASSETS	55,592
OTHER ASSETS:	
Deferred tax assets (note 9)	181,509
Other	1,940
TOTAL OTHER ASSETS	183,449
TOTAL ASSETS	$ 1,293,482

See accompanying notes to financial statements.

UNITIVE SEMICONDUCTOR TAIWAN CORP.

BALANCE SHEET (CONTINUED)

DECEMBER 31, 2003
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	AMOUNT
LIABILITIES AND STOCKHOLDERS' EQUITY	
CURRENT LIABILITIES:	
Short-term debts (notes 6 and 12)	$ 106,504
Notes payable (note 11)	18,374
Accounts payable (note 11)	14,346
Other notes payable	4,852
Accrued expenses and other current liabilities (note 11)	35,633
Current portion of long-term debt (notes 7 and 12)	135,350
TOTAL CURRENT LIABILITIES	315,059
LONG-TERM LIABILITIES:	
Long-term debts (notes 7 and 12)	283,296

Obligations under capital lease	862
	284,158
OTHER LIABILITIES:	
Accrued pension liabilities (note 8)	7,707
TOTAL LIABILITIES	606,924
STOCKHOLDERS' EQUITY (NOTE 10):	
Common stock of $10 par value, authorized 140,000,000 shares in 2003; issued 130,000,000 shares in 2003	1,300,000
Additional paid-in capital	60,000
Accumulated deficit	(673,442)
TOTAL STOCKHOLDERS' EQUITY	686,558
COMMITMENTS (NOTES 11 AND 13)	
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 1,293,482

See accompanying notes to financial statements.

UNITIVE SEMICONDUCTOR TAIWAN CORP.

STATEMENT OF OPERATIONS

YEAR ENDED DECEMBER 31, 2003
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	AMOUNT
SALES (NOTE 11)	$ 99,394
LESS: SALES RETURNS AND ALLOWANCES	947
NET SALES	98,447
COST OF SALES (NOTES 8 AND 11)	294,793
GROSS LOSS	(196,346)
OPERATING EXPENSES (NOTES 8 AND 11)	
Selling expenses	29,703
Administrative expenses	56,463
Research and development expenses	57,310
	143,476
OPERATING LOSS	(339,822)
NON-OPERATING INCOME:	
Interest income	321
Gain on disposal of short-term investments	5,632
Foreign exchange gain, net	693
Other income	5,819
	12,465
NON-OPERATING EXPENSE:	
Interest expense, net of capitalized interest expense of $1,715 and $233 in 2003, respectively (note 5)	24,409
Loss on disposal of fixed assets	1,907
Inventory loss	7,713
Other expense	110
	34,139
LOSS BEFORE INCOME TAX	(361,496)
INCOME TAX BENEFIT (NOTE 9)	66,072

NET LOSS	$ (295,424)
EARNINGS PER SHARE (NOTE 15)	
Basic	$ (2.27)
AVERAGE NUMBER OF SHARES (`000 SHARES) (NOTE 15)	
Basic	130,000

See accompanying notes to financial statements.

UNITIVE SEMICONDUCTOR TAIWAN CORP.

STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY

YEAR ENDED DECEMBER 31, 2003
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	NUMBER OF SHARES (`000 SHARES)	COMMON STOCK	ADDITIONAL PAID-IN CAPITAL	ACCUMULATED DEFICIT	TOTAL
BALANCE AS OF DECEMBER 31, 2002	130,000	$ 1,300,000	60,000	(378,018)	981,982
Net loss for 2003	-	-	-	(295,424)	(295,424)
BALANCE AS OF DECEMBER 31, 2003	130,000	$ 1,300,000	60,000	(673,442)	686,558

See accompanying notes to financial statements.

UNITIVE SEMICONDUCTOR TAIWAN CORP.

STATEMENT OF CASH FLOWS

YEAR ENDED DECEMBER 31, 2003
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	AMOUNT
CASH FLOWS FROM OPERATING ACTIVITIES:	
Net loss	$ (295,424)
Adjustments to reconcile net loss to net cash used in operating activities:	
Depreciation	148,061
Amortization	13,413
Inventory loss	7,713
Gain on disposal of short-term investments	(5,632)
Loss on disposal of fixed assets	1,907
Income tax benefit	(66,072)
Decrease in notes receivable and accounts receivable	2,001
Income tax benefit	(30)
Increase in inventories	(1,264)
Decrease in prepaid expenses and other current assets	2,413
Decrease in notes payable and accounts payable	(2,190)
Increase in accrued expenses and other current liabilities	4,592
Increase in accrued pension liabilities	2,916
NET CASH USED IN OPERATING ACTIVITIES	(187,596)
CASH FLOWS FROM INVESTING ACTIVITIES:	
Increase in short-term investments	(196,000)
Disposal of short-term investments	673,477
Acquisitions of property, plant and equipment	(186,526)
Increase in intangible assets	(1,386)
Increase in other assets	(1,036)
NET CASH PROVIDED BY INVESTING ACTIVITIES	288,529
CASH FLOWS FROM FINANCING ACTIVITIES:	

Decrease in restricted assets	5,800
Decrease in short-term debts	(30,957)
Increase in long-term debts	21,000
Repayment of long-term debts	(132,054)
Issuance of new common shares	-
NET CASH USED IN BY FINANCING ACTIVITIES	(136,211)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(35,278)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	67,728

See accompanying notes to financial statements.

CASH AND CASH EQUIVALENTS AT END OF YEAR	$ 32,450
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION:	
Cash paid for interest	$ 24,905
Cash paid for income tax	$ 30
SUPPLEMENTAL DISCLOSURES OF INVESTING AND FINANCING ACTIVITIES:	
Acquisitions of property, plant and equipment	$ 164,360
Net increase in equipment payable	22,166
	$ 186,526
Current portion of long-term debt	$ 135,350

See accompanying notes to financial statements.

UNITIVE SEMICONDUCTOR TAIWAN CORP.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2003
(ALL AMOUNTS EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, UNLESS OTHERWISE SPECIFIED)

(1) ORGANIZATION AND OPERATIONS

Unitive Semiconductor Taiwan Corp. (the Company) was incorporated on June 30, 1999, as a company limited by shares under the laws of the Republic of China and approved as a Foreign Investment Approved Company in accordance with the Statute for Investment by Foreign Nationals. The Company's approved foreign capital investment and related earnings are eligible for repatriation.

The Company is a bumping house that focuses on providing solder bumping and gold bumping services in the wafer level that advanced packing industries. With the solder bumping technology, the Company bumps wafers using electro-plated solder to connect I/O pads and substrate for flip chip assembly. The Company is capable of providing both 8 inch and 12 inch with best solder bumping services and also cooperates with world-class assembly houses to provide turnkey solutions to its customers. The Company also develops its own gold bumping technology to serve mainly in the field of LCD/PDP driver IC's packaging. The Company with its high quality gold bumping references is the main partner of the worldwide major players in this field.

To achieve the goal of world-leading production and permanent operation, the Company focuses on providing the solder bumping and gold bumping service to worldwide IDMs, fables IC design houses, foundry fabs and assembly houses. The Company continuously improves its bumping process and enhances production capability through research and innovation to satisfy its customers.

As of December 31, 2003, the number of the Company's employees was 151.

The Company has incurred losses during each year since its inception, and continues to incur significant costs related to the development of its business. As a result, as of December 31, 2003, the Company has an accumulated deficit of $673,442 and negative working capital of $170,097. Management believes that the Company will be able to meet its obligations as they come due in the near term using operating cash flows, proceeds from existing loan commitments, and other capital provided from third parties.

(2) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the Company have been prepared in the local currency and in Chinese. These financial statements have been translated into English. The translated information is consistent with the Chinese language financial statements from which it is derived.

The Company prepares the accompanying financial statements in conformity with ROC generally accepted accounting principles. The preparation of the financial statements is based on historical cost.

(Continued)

A summary of significant accounting policies used in preparing such financial statements is as below.

1) Foreign currency transactions

The Company maintains its books in New Taiwan dollars.

Foreign currency transactions, except for forward contracts, are recorded at the exchange rates prevailing on the transaction dates. Assets and liabilities denominated in foreign currencies are revalued at the exchange rate prevailing on the balance sheet date. The resulting exchange gains or losses are recorded as non-operating income or expense.

Forward contracts to hedge an exposed foreign currency position are recorded at the spot exchange rates prevailing on the contract date. The premiums or discounts on forward contracts resulting from the difference between the spot rate and forward rate are amortized over the terms of the contracts. Forward contracts are revaluated and adjusted to the spot exchange rate on the balance sheet date. The resulting exchange gains or losses are recorded as non-operating income or expenses. At the settlement date, the resulting exchange differences are recorded as exchange gains or losses.

2) Cash equivalents

Cash equivalents represent all highly liquid short-term debt instruments, such as commercial paper, negotiable certificates of deposit, and bank acceptances purchased with the original maturity of three months or less, and other highly liquid investments with insignificant interest rate risk.

3) Short-term investments

Short-term investments are the receipt of trust funds invested in the bond market and are stated at the lower of cost or market value. Market value is determined based on the net value of the fund at the balance sheet date, and any unrealized loss is charged to current year's operation. Cost is determined based on the weighted-average method.

4) Inventories

Inventories are stated at the lower of cost or market value. Cost is determined by using the monthly weighted-average method. Market value is determined by net realizable value.

5) Property, plant and equipment

Property, plant and equipment are stated at acquisition cost. Interest cost incurred in connection with the acquisition of property and equipment is capitalized as part of the cost of the related assets. Gain or loss on disposal of property, plant, and equipment is recorded as non-operating income or expenses.

(Continued)

Except for land, depreciation is provided using the straight-line method over the estimated useful lives of the respective assets.

The estimated useful lives of property, plant, and equipment are as follows:

Land improvements	3 years
Buildings	3 ~ 25 years
Machinery and equipment	3 ~ 5 years
Computer equipment	5 years
Transportation equipment	3 ~ 5 years
Furniture and fixtures	3 years
Leased assets	5 years
Other equipment	3 years

6) Intangible assets

Computer software and patents are stated at acquisition cost. Amortization is provided for by using the straight-line method over the estimated useful lives of the assets.

7) Retirement plan

In March 2001, the Company established an employee retirement plan providing for lump-sum retirement benefits to all full-time employees who meet retirement requirements. The pension payment is calculated based on the number of service years. In accordance with the ROC Labor Standards Law, the Company has made monthly deposits equal to an approved percentage of employees' total salaries in the Central Trust of China since March 2001. Actual benefits paid are made out of the fund.

The Company adopted Statement of Financial Accounting Standards (SFAS) No. 18, "Accounting for Pensions". The end of each fiscal year is used as the measurement date for the actuarial assessment. A minimum pension liability is recognized when the accumulated benefit obligation exceeds the fair value of plan assets. In accordance with SFAS No. 18, the Company recognizes net pension cost every year.

8) Recognition of revenue

Revenue is recognized after the completion of production processes and shipment.

(Continued)

9) Income tax

The Company's income tax is estimated based on the accounting income. Deferred tax assets and liabilities are determined based on temporary differences between the financial reporting and tax basis of assets and liabilities, and are measured by applying the effective tax rates for the taxable years in which those temporary differences are expected to reverse. Deferred tax liabilities are recognized for the future tax consequences attributable to taxable temporary differences, and deferred tax assets are recognized for the future tax consequences attributable to deductible temporary difference, loss carryforwards, and investment tax credits, with the measurement of deferred tax assets being reduced by estimated amounts of tax benefits not likely to be realized, based on, among other considerations, forecasts of future taxable income.

Deferred tax assets and liabilities are classified as current or noncurrent based on the classification of the related liabilities or assets for financial reporting. Deferred tax assets and liabilities that are not related to a liability or asset for financial reporting are classified according to the expected reversal date of the temporary differences.

The 10% income tax surtax on unappropriated earnings is recorded as expense on the date the stockholders resolve the distribution of earnings.

(3) SHORT-TERM INVESTMENTS

As of December 31, 2003, the details of investments were as follows:

	AMOUNT
Bond fund	$ 47,452

The bond fund acquired by the Company was of low risk and provided the fixed return. As of December 31, 2003, the bond fund was stated at cost and the related market price was $48,414.

(4) INVENTORIES

As of December 31, 2003, the details of inventories were as follows:

	AMOUNT
Raw materials	$ 4,639
Supplies	6,122
Work in process	5,389
Finished goods	3,360
	19,510
Less: provision for inventory loss	9,134
	$ 10,376

(Continued)

The insurance coverage on inventories as of December 31, 2003, was $60,000.

(5) PROPERTY, PLANT AND EQUIPMENT

The capitalized interest expense for purchasing machinery and equipment amounted to $1,715 in 2003. The annual interest rate for the capitalized interest expense ranged from 1.75% to 8.00% for 2003.

As of December 31, 2003, the insurance coverage for property, plant and equipment was $1,173,000.

(6) SHORT-TERM DEBTS

As of December 31, 2003, the details of short-term debts were as follows:

	AMOUNT
Unsecured short-term debts	$ 50,000
Usance letters of credit	56,504
	$ 106,504

The annual interest rate for the unsecured short-term debts ranged from 1.85% to 2.54% for 2003. The annual interest rate for the usance letters of credit ranged from 0.69% to 8.00% for 2003. All the short-term debts mentioned are due in one year. As of December 31, 2003, unused lines of credit amounted to approximately $168,030.

(Continued)

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(7) LONG-TERM DEBTS

As of December 31, 2003, the details of long-term debts were as follows:

BANK	DESCRIPTION	PERIOD OF LOAN	PAYMENT PERIOD	INTEREST RATE	AMOUNT
Hua Nan Commercial Bank	Secured by machinery	2000.12.28~ 2005.12.28	Repayment of principal is in 16 quarterly installments. The Company repaid principal amounting to $23,415 and $12,000 in January and March 2002, respectively. The remaining principal after March 2002 is payable in 15 quarterly installments.	5.715%~ 5.865%	$ 180,920
Hua Nan Commercial Bank	Secured by land and buildings	2000.11.3~ 2010.11.3	Repayment of principal is in 32 quarterly installments beginning from February 2003.	3.70%~ 4.775%	131,240
Hua Nan Commercial Bank	Secured by buildings	2000.11.3~ 2007.11.3	Repayment of principal is in 24 quarterly installments beginning from February 2002.	3.70%~ 4.775%	86,640
Hua Nan Commercial Bank	Secured by machinery	2003.03.12~ 2008.03.12	Repayment of principal is in 16 quarterly installments beginning from April 2004.	4.00%~ 4.185%	11,000
Shanghai Commercial	Credit debts	2003.06.05~ 2007.06.05	Repayment of principal and interest is in 48 monthly	4.5%	8,846

Bank	installments beginning from July 2003.	
		418,646
Less: current portion of long-term debts		135,350
		$ 283,296

The Company's long-term debt balances due for the five years following December 31, 2003, are as follows:

YEAR	AMOUNT
2004	$ 135,350
2005	136,147
2006	45,802
2007	44,460
2008 and thereafter	56,887
	$ 418,646

(Continued)

8) PENSION

The Company has made monthly deposits equal to 2% of employees' total salaries in the Central Trust of China since March 2001.

As of December 31, 2003, the reconciliation between funded status and accrued pension liabilities was as follows:

	AMOUNT
Benefit obligation:	
Vested benefit obligation	$ 1,800
Non-vested benefit obligation	6,234
Accumulated benefit obligation	8,034
Additional benefits based on future salaries	5,430
Projected benefit obligation	13,464
Fair value of plan assets	(4,463)
Underfunded status	9,001
Unrecognized net transition obligation	(3,542)
Unrecognized pension gain	2,248
Accrued pension liabilities recognized on the balance sheet	$ 7,707
Amount of vested benefit	$ 1,800

The components of net pension cost for 2003 were as follows:

AMOUNT

Service cost	$ 4,072
Interest cost	465
Actual return on plan assets	(48)
Net amortization	70
Net pension cost	$ 4,559

In 2003, the actuarial assumptions were as follows:

Discount rate	3.50%
Rate of increase in future compensation	3.00%
Expected long-term rate of return on plan assets	3.50%

(Continued)

(9) INCOME TAX

The Company's income tax is subject to a maximum income tax rate of 25%. The current statutory tax rate is 25%. For the year ended December 31, 2003, the components of income tax benefit were as follows:

	AMOUNT
Current income tax	$ -
Deferred tax benefit	66,072
Income tax benefit	$ 66,072

For the years ended December 31, 2003, the differences between "expected" income tax at the statutory income tax rate, and effective income tax benefit as reported in the accompanying financial statements, were as follows:

	AMOUNT
Expected income tax benefit	$ 90,374
Gain on disposal of investments	1,408
Investment tax credits and R&D expense tax credits	74,083
Change in estimate of prior years' deferred tax assets	4,475
Others	(336)
Valuation allowance for deferred tax assets	(103,932)
Actual income tax benefit	$ 66,072

For the year ended December 31, 2003, the components of the Company's deferred income tax benefits were as follows:

AMOUNT

Deferred tax benefits (exclusive of the effects of other components below)	$ 68,001
Increase in beginning-of-the-year balance of the valuation allowance for deferred tax assets	(1,929)
Total deferred tax benefits	$ 66,072

(Continued)

The deferred tax assets as of December 31, 2003, were as follows:

	AMOUNT
Current:	
Deferred tax assets	$ 2,284
Less: valuation allowance	(2,284)
Net deferred tax assets	$ -
Noncurrent:	
Deferred tax assets	$ 456,464
Less: valuation allowance	(274,803)
Net deferred tax assets	181,661
Deferred tax liabilities	(152)
Net noncurrent deferred tax assets	$ 181,509
Total deferred tax assets	$ 458,748
Total deferred tax liabilities	$ 152
Total valuation allowance for deferred tax assets	$ 277,087

The components of deferred tax assets as of December 31, 2003, were as follows:

	AMOUNT
Deferred tax assets:	
Loss carryforwards	$ 265,207
Investment tax credits and R&D expense tax credits	188,880
Inventories	2,284
Accrued employee benefits	450
Accrued pension liabilities	1,927
	458,748
Less: valuation allowance for deferred tax assets	(277,087)
Net deferred tax assets	$ 181,661
Deferred tax liabilities:	
Unrealized foreign exchange gain	152

(Continued)

In accordance with the ROC Income Tax Law, the Company's losses for tax purposes, as assessed by the tax authorities, can be carried forward to offset any future taxable income for a period of five years. As of December 31, 2003, the Company's total loss carryforward amounts and their expiry dates were as follows:

YEAR OF LOSS	AMOUNT	YEAR OF EXPIRATION
1999	$ 23,510	2004
2000	176,576	2005
2001	278,257	2006
2002	224,324	2007
2003	358,162	2008
	$ 1,060,829	

Pursuant to the ROC Statute for Upgrading Industries, the Company's unused investment tax credit for the purchase of automation equipment and R&D expense tax credit as of December 31, 2003, were as follows:

YEAR OF LOSS	AMOUNT	YEAR OF EXPIRATION
2000	$ 7,054	2004
2001	5,669	2005
2002	102,074	2006
2003	74,083	2007
	$ 188,880	

The ROC income tax authorities have assessed the Company's income tax returns for all years through 1999.

In assessing the realizability of deferred tax assets, the management considers whether it is more likely than not that some portion or all of the deferred tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the period in which those temporary differences become deductible. Management considers the scheduled reversal of deferred tax liabilities, projected future taxable income, and tax planning strategies in making this assessment. In order to fully realize the deferred tax asset, the Company will need to generate future taxable income of approximately $1,834,384 prior to the expiration of the net operating loss carryforward in 2008 and investment tax credits in 2007. Based upon the level of historical taxable income and projections for future taxable income over the periods in which the deferred tax assets are deductible, management believes it is more likely than not that the Company will not realize $1,108,348 of benefits of these deductible differences at December 31, 2003.

(Continued)

(10) STOCKHOLDERS' EQUITY

1) Capital surplus

The ROC Company Law prescribes that capital surplus should be used to offset an accumulated deficit before utilizing realized capital surplus to increase issued share capital.

The realized capital surplus includes the amount in excess of the par value of common stock issued and any amounts donated to the Company. The amount to be capitalized cannot exceed the specific percentage of capital surplus every year.

2) Legal reserve

The ROC Company Law stipulates that companies must retain 10% of their annual net earnings, as defined in the Law, until such retention equals the amount of authorized share capital. The legal reserve shall be used exclusively to offset deficits and is prohibited from being distributed as cash dividends. However, the legal reserve may be transferred to capital upon approval of the stockholders when it has been accumulated to a level equal to at least one-half of the issued share capital, and then only one-half of such reserve may be transferred.

3) Distribution of earnings

The Company's articles of incorporation stipulate that not less than 1% of annual earnings, net of income tax, accumulated deficit, and legal reserve appropriation are to be distributed as employee bonuses, and the remaining portion may be distributed according to a stockholders' meeting resolution.

4) Imputation credit account and imputation tax credit ratio

As of December 31, 2003, the Company's total imputation credit account was $0. Due to the loss from operations for the year ended December 31, 2003, the imputation tax credit ratio of the Company was zero for 2003.

(11) TRANSACTIONS WITH RELATED PARTIES

1) Name and relationship of related parties

NAME	RELATIONSHIP WITH THE COMPANY
Unitive International Limited (UIL)	The Company's major shareholder
Wah Lee Industrial Corp. (Wah Lee)	The Company's chairman is the same as Wah Lee's.
Unitive Electronics Inc. (UEI)	An affiliated company of UIL

(Continued)

2) Nature of transactions

1. Sales

	AMOUNT	% OF THE COMPANY'S NET SALES
UEI	$ 10,142	10
	===========	==

As of December 31, 2003, the balance of accounts receivable resulting from the above transactions was as follows:

	AMOUNT	%
UEI	$ 5,146	16
	=========	==

The sales prices and terms were not significantly different between sales to related parties and other customers.

2. Purchases

	AMOUNT	% OF THE COMPANY'S NET SALES
UEI	$ 396	-
Wah Lee	512	1
	-------	--
	$ 908	1
	=======	==

As of December 31, 2003, the balance of accounts payable resulting from the transactions was as follows:

	AMOUNT	%
Accounts payable:		
Wah Lee	$ 54	-
	=======	===

The purchase prices and terms were not significantly different between purchases from related parties and other firms.

(Continued)

3. Others

The Company entered into a patent and technical support agreement with UIL, recorded under intangible assets and amortized over 10 years on a straight-line basis. The resulting amortization expenses from the above-mentioned transaction were $9,600 in 2003, and were accounted for under cost of sales. Furthermore in accordance with the contract, the Company should quarterly pay a further 2.5% of total sales over USD10,000,000 to UIL as royalties.

In 2002, the Company entered into a global marketing and R&D system contract with UEI. Under this contract, the Company should pay a fixed percentage of the Company's sales as commission expense. The commission paid pursuant to this contract amounted to $9,657, and was booked as an operating expense in 2003. As of December 31, 2003, commission payment to UEI resulting from the above transaction was paid.

On October 2002, the Company entered into a service agreement with UEI and a third party. Under this agreement, UEI will assist the Company in acquisition of demonstration equipment wafer bumping line from the third party, and provide support services to the Company with respect to the implementation of such bumping line. According to the predetermined payment schedule, the Company shall pay UEI the following nonrefundable fees:

PAYMENT DATE (FIRST OF TWO PAYMENTS)		AMOUNT
Contract date	Nil	USD 75,000
Delivery date of equipment	January 31, 2003	USD 175,000
Date of successful start of production	May 14, 2003	USD 100,000

In 2003, the Company had incurred net service expense of $9,543 (USD 275,000), which was booked as operating expense. As of December 31, 2003, the service expense resulting from the above transaction was paid.

According to the above agreement, the Company will be responsible for taxes and duties on the equipment, while the third party will carry its own property insurance until the equipment is purchased by the Company. In addition, expiring on September 30, 2004, the Company has an option to purchase the equipment from the third party. As of December 31, 2003, the above-mentioned equipment had been imported.

The Company had sold raw materials and overpaid the commission to UEI as of December 31, 2003; the resulting amount of $1,108 was recorded under prepaid expenses and other current assets.

(Continued)

As of December 31, 2003, the Company had consigned the manufacturing process to UEI on behalf of its client; the resulting amount of $4,686 was recorded under accrued expense and other current liabilities.

(12) PLEDGED ASSETS

As of December 31, 2003, the details and net book value of pledged assets were as follows:

PLEDGED ASSETS	PLEDGED FOR	BOOK VALUE
Time deposits	Short-term debts	$ 12,700
Property, plant and equipment	Long-term debts	609,702
Total		$ 622,402

(13) COMMITMENTS

1) As of December 31, 2003, the Company had outstanding letters of credit totaling approximately $37,262. The outstanding amounts of letters of credit were mainly used for acquisition of equipment.

2) The Company entered into foreign currency forward contracts to hedge exchange rate risk arisen from fluctuation in foreign currency debts. As of December 31, 2003, the Company did not have any unsettled foreign currency forward contracts. The period of the aforementioned contracts ranged from September 2, 2002, to March 25, 2003. The

effects of net forward contract receivable (payable) and its fair value on the financial statements were not significant.

(14) OTHER

A summary of employment, depreciation and amortization expenses categorized by cost of goods sold and operating expenses is as follows:

FUNCTION / ACCOUNT	COST OF GOODS SOLD	OPERATING EXPENSES	TOTAL
Employment expenses:			
Salaries	65,843	45,731	111,574
Labor and health insurance	4,390	2,169	6,559
Pension	2,664	1,895	4,559
Other employment expense	3,024	1,445	4,469
Depreciation expense	136,937	11,124	148,061
Depletion expense	-	-	-
Amortization expense	10,965	2,448	13,413

(Continued)

(15) EARNINGS PER SHARE

Numerator	
Basic:	
Net Profit	$ (295,424)
Denominator/1000 shares	
Basic:	
Weighted average shares	130,000

The Company issued only common stocks in 2003, and therefore had simple capital structure. Under ROC SFAS No. 24 "Earnings per Share", if the Company's capital structure is simple, only basic earnings per share need to be presented and basic earnings per share is computed using the weighted average number of shares outstanding during the period.

(16) SUBSEQUENT EVENT

Amkor Technology, Inc. (Amkor) has agreed to acquire 60 percent of the capital stock of the Company pursuant to a Stock Purchase Agreement dated as of June 3, 2004, by and among Amkor, the Company, and certain stockholders of the Company, as amended by a letter agreement dated July 9, 2004. The consideration payable under the agreement consists of a cash payment of approximately $19.4 million at closing, the assumption of approximately $16.3 million of debt at closing, the payment of approximately $450,000 in other costs and a variable contingent cash payment to be paid, if at all, based on the achievement of certain performance goals. In addition, Amkor has a call option to acquire the remaining approximate 40.0% of the Company at any time over the subsequent 18-month period. Amkor is required to exercise the call option if the Company achieves certain goals within such 18-month period. The Company will operate as subsidiaries of Amkor.

(Continued)

(17) DIFFERENCES BETWEEN ROC GENERALLY ACCEPTED ACCOUNTING PRINCIPLES AND US GENERALLY ACCEPTED ACCOUNTING PRINCIPLES

The Company's financial statements are prepared in accordance with accounting principles generally accepted in ROC (ROC GAAP), which differ in certain significant respects from accounting principles generally accepted in US (US GAAP).

The principal differences between ROC GAAP and US GAAP are presented below together with explanations of certain adjustments that affect the net loss and total shareholders' equity as of and for the year ended December 31, 2003.

RECONCILIATION OF NET LOSS:	
Net loss reported under ROC GAAP	$ (295,424)
US GAAP adjustments:	
Unrealized gain on marketable securities	962
Deferred income tax expense on unrealized gain on marketable securities	(240)
Deferred income tax expense - change in valuation allowance on deferred tax assets	(65,832)
Net loss under US GAAP	$ (360,534)
PRESENTATION OF COMPREHENSIVE LOSS UNDER US GAAP	
Other comprehensive loss:	
Foreign currency translation adjustment	$ -
Additional minimum liability	-
Net gains (losses) on cash flow hedges	-
Net unrealized holding gains (losses)	-
Other comprehensive income (loss)	-
Comprehensive loss	$ (360,534)
RECONCILIATION OF STOCKHOLDERS' EQUITY	
Total stockholders' equity reported under ROC GAAP	$ 686,558
US GAAP adjustments:	
Short-term investments	962
Deferred income tax assets	(181,509)
Total stockholders' equity under US GAAP	$ 506,011

(Continued)

1) Short-term investments

Under ROC GAAP, investment in marketable securities is stated at the lower of cost or market method. Any unrealized holding loss is reported as non-operating losses on the statement of income. When the market price restores in the subsequent period, the unrealized holding gain is to be recognized to the extent not exceeding the unrealized holding loss recognized previously.

Under US GAAP, the investment in marketable securities would be classified as trading, available-for-sale, and hold-to-maturity. The unrealized gains or losses resulting from holding trading securities are reported as non-operating gains or losses on the statement of income and from holding available-for-sale are reported as other comprehensive income.

The investment in marketable securities held by the Company is classified as trading and carried at aggregate fair value with unrealized gains and losses reported as non-operating gains and losses on the statement of income. During the\ year period ended December 31, 2003, due to the increase in market price for the marketable securities held by the Company, the Company had $962 of unrealized holding gains, giving rise to an adjustment between ROC GAAP and US GAAP. This also results in additional deferred income tax expense of $240 under US GAAP.

2) Deferred tax assets

Under ROC GAAP, a valuation allowance in provided on deferred tax assets when they are not certain to be realized based on the available projection of future taxable income. However, the criteria by which the need for a valuation allowance is determined is less stringent as compared to US GAAP. Under US GAAP, cumulative losses in recent years are a significant piece of negative evidence, which is difficult to overcome with projections of future taxable income for the purpose of determining the valuation allowance. The Company suffered losses in 2002 and 2003. As a result, the Company did not use the projection of future taxable income in determining its net deferred tax asset valuation allowance as of December 31, 2002 or 2003 in accordance with US GAAP, giving rise to a total adjustment of $181,509 between ROC GAAP and US GAAP for deferred tax assets, and $65,832 for deferred income tax expense.

3) Derivative instruments

Under US GAAP, derivative instruments (forward contracts) are marked to market through earnings, unless they qualify as hedges. Under no circumstances are premiums and discounts to be amortized over the life of the contract as indicated by the policy.

Under ROC GAAP, derivative instruments (forward contracts) are reported at the unamortized balance. The premiums and discounts are to be amortized over the life of the contract as indicated by the policy.

(Continued)

As of December 31, 2003, the fair value for the derivative instruments (forward contracts) approximated to the unamortized balance. Further, during the year ended December 31, 2003, the net effect of amortization of premiums and discounts was insignificant. Therefore, no GAAP adjustment between ROC GAAP and US GAAP was incorporated into above reconciliation schedule.

4) Provision for inventory losses

Provisions to write down inventory to estimated net realizable value are reported as a component of non-operating expense in the statement of operations under ROC GAAP. Such provisions are required to be reported as a component of cost of sales under US GAAP. Consequently, cost of sales, gross loss, and operating loss would be increased by $7,713 for the year ended December 31, 2003 under US GAAP. This adjustment would have no impact on net loss reported under US GAAP.

5) Long-lived assets

Under US GAAP, gain or loss on sale of long-lived assets reported as operating income or loss. However, under ROC GAAP it is reported as non-operating income or loss. Consequently, cost of sales, gross loss, and operating loss would be increased by $1,907 for the year ended December 31, 2003 under US GAAP. This adjustment would have no impact on net loss reported under US GAAP.

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EXHIBIT 99.4

UNITIVE, INC.
CONDENSED CONSOLIDATED BALANCE SHEET
(DOLLARS IN THOUSANDS)

	JUNE 30, 2004
	(UNAUDITED)
ASSETS	
Current assets:	
Cash and cash equivalents	$ 1,907
Accounts receivable, net of allowance of $111	2,008
Due from affiliates	166
Inventories	336
Prepaid expenses and other current assets	50
Total current assets	4,467
Property, plant and equipment, net	7,894
Intellectual property rights, net	5,162
Restricted cash	125
Other assets	189
Total assets	$ 17,837
LIABILITIES AND CONVERTIBLE PREFERRED STOCK AND STOCKHOLDERS' EQUITY	
Current liabilities:	
Accounts Payable	$ 1,463
Due to affiliate	18
Current portion of notes payable to stockholders	476
Current portion of long-term debt	2,446
Accrued expenses	645
Total current liabilities	5,048
Notes payable to stockholders, net of current portion	251
Long-term debt, net of current portion	2,086
Total liabilities	7,385
Convertible preferred stock and stockholders' equity:	
Series A-1 convertible preferred stock, $0.01 par value; authorized shares 37,408,837; issued and outstanding shares 24,874,830; aggregate liquidation preference of $24,874,830	260
Series A-2 convertible preferred stock, $0.01 par value; authorized shares 20,601,163; issued and outstanding shares 8,101,163; aggregate liquidation preference of $8,101,163	81
Series A-3 convertible preferred stock, $0.01 par value; authorized shares 25,600,201; zero shares issued and outstanding	-
Series A-1, Series A-2, Series A-3 convertible preferred stock warrants	6,374
Common Stock, $0.01 par value; authorized shares 250,000,000; issued and outstanding shares 60,755,161	607
Additional paid-in capital	74,958
Unearned compensation	(1,365)
Common stock warrants	320
Accumulated deficit	(70,783)
Total convertible preferred stock and stockholders' equity	10,452
Total liabilities, convertible preferred stock and stockholders' equity	$ 17,837

UNITIVE, INC.
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(DOLLARS IN THOUSANDS)

	FOR THE SIX MONTHS ENDED JUNE 30,	
	2004	2003
	(UNAUDITED)	

Revenues	$ 6,257	$ 3,803
Cost of revenues	7,629	4,996
Gross loss	(1,372)	(1,193)
Sales and marketing	353	263
Research and development	1,115	879
General and administrative	1,518	1,034
Operating loss	(4,358)	(3,369)
Other expense:		
Interest expense, net	458	309
Loss in equity investee	190	682
Total other expense	648	991
Net loss	$(5,006)	$(4,360)

UNITIVE, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(DOLLARS IN THOUSANDS)

	FOR THE SIX MONTHS ENDED JUNE 30, 2004	2003
	(UNAUDITED)	
Cash flows from operating activities:		
Net loss	$ (5,006)	$ (4,360)
Adjustments to net cash used in operating activities --		
Equity in loss of equity investee	190	682
Depreciation and amortization	1,739	1,493
Non-cash compensation charges	511	
Changes in assets and liabilities excluding effects of acquisition	(846)	(4)
Net cash used in operating activities	(3,412)	(2,189)
Cash flows from investing activities:		
Purchases of property, plant and equipment	(1,975)	(49)
Net cash used in investing activities	(1,975)	(49)
Cash flows from financing activities:		
Payments on long-term debt and notes payable to stockholders	(1,640)	(399)
Net cash used in financing activities	(1,640)	(399)
Net decrease in cash and cash equivalents	(7,027)	(2,637)
Cash and cash equivalents, beginning of period	8,934	6,516
Cash and cash equivalents, end of period	$ 1,907	$ 3,879
Supplemental disclosure of cash flow information:		
Cash paid during the period for interest	$ 400	$ 288

UNITIVE, INC.
NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
JUNE 30, 2004
(DOLLARS IN THOUSANDS)

1. DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BUSINESS DESCRIPTION

On January 30, 2001, Unitive Electronics, Inc. ("UEI") and Unitive International, Ltd. ("UIL") became the wholly-owned subsidiaries of Unitive, Inc. (the "Company"), a Delaware corporation, through a share exchange. The Company, located in Research Triangle Park, North Carolina, is a provider of advanced semiconductor packaging solutions offering wafer-level and turn-key die-level processing, engineering and design services to electronics manufacturers.

BASIS OF PRESENTATION

The accompanying unaudited condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. All significant intercompany accounts and transactions have been eliminated in the consolidated condensed financial statements. Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States have been condensed or omitted. In the opinion of management, all adjustments, consisting only of normal recurring adjustments, considered necessary for a fair presentation, have been included in the accompanying unaudited condensed consolidated financial statements. Operating results for the periods presented are not necessarily indicative of the results that may be expected for the full year.

USE OF ESTIMATES

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the amounts reported in the financial statements and disclosures made in the accompanying notes to the financial statements. Actual results could differ from those estimates.

REVENUE RECOGNITION

The Company derives revenues from services provided in connection with the processing and packaging of its customers' semiconductor products. The Company recognizes revenue when a purchase order has been executed, the price is fixed and determinable, delivery of services has occurred and the products have been shipped, and collection of the purchase order price is considered probable and can be reasonably estimated.

1. DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

FAIR VALUE OF FINANCIAL INSTRUMENTS

The Company's financial instruments consist primarily of cash and cash equivalents, accounts receivable, accounts payable, capital lease obligations, notes payable to stockholders, and long-term debt. In management's opinion, the carrying amounts of these financial instruments approximate their fair values at June 30, 2004.

INVENTORY

Inventories are carried at the lower of cost or market using the first-in, first-out ("FIFO") method. Inventory consists primarily of raw materials.

RESEARCH AND DEVELOPMENT

Research and development expenses are charged to operations as incurred. Research and development expenses include direct costs and allocated salaries, employee benefits and applicable indirect costs.

EQUIPMENT AND FURNITURE

Equipment and furniture is stated at cost. Depreciation is computed using the straight-line method based on the estimated useful lives of the respective assets. Depreciation expense for the six months ended June 30, 2004 and 2003 totaled $1,303 and $1,326, respectively. Expenditures for maintenance and repairs are charged to operations; major expenditures for renewals and betterments are capitalized and depreciated. Estimated useful lives are as follows:

(DOLLARS IN THOUSANDS)

Equipment	3 to 5 years
Leasehold improvements	3 years
Furniture and fixtures	5 years

1. DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

INTELLECTUAL PROPERTY RIGHTS

Intellectual property rights are capitalized and amortized over the estimated useful life of the licensed technologies. Amortization is calculated based upon the number of units produced during the period as a percentage of the total number of units expected to be produced using the licensed technology. The Company recorded amortization expense of $436 and $167 related to its intellectual property rights for the six months ended June 30, 2004 and 2003, respectively.

Additionally, certain intellectual property rights are amortized based upon annual revenue recognized to total expected revenue related to the intellectual property. During 2004, the Company did not record amortization related to $1,071 of its intellectual property as no related revenue was recognized.

RESTRICTED CASH

During 2003, the Company entered into a new lease for its corporate office and certain operations, which required the issuance of an irrevocable, unconditional, standby letter of credit for $125. The restricted cash balance as of June 30, 2004 includes a $125 certificate of deposit that secures this letter of credit. At the option of the Company, the letter of credit may be reduced by 20% on each anniversary of the lease agreement.

CASH AND CASH EQUIVALENTS

The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.

1. DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

STOCK-BASED COMPENSATION

The Company has adopted Statement of Financial Accounting Standards No. 123, "Accounting for Stock-Based Compensation" ("SFAS 123"), which gives companies the option to adopt the fair value method for expense recognition of employee stock options and other stock-based awards or to account for such items using the intrinsic value method as outlined under Accounting Principles Board Opinion No. 25, "Accounting for Stock Issued to Employees" ("APB 25") with pro forma disclosures of net income (loss) as if the fair value method had been applied. In December 2002, the FASB issued SFAS No. 148, "Accounting for Stock-Based Compensation - Transition and Disclosure" ("SFAS 148"). SFAS No. 148 amends SFAS No. 123, to require more prominent disclosures in both annual and interim financial statements about the method of accounting for stock-based employee compensation and the effect of the method used on reported results. The Company has elected to apply the provisions of APB 25 for stock option and other stock-based awards. The following table illustrates the effect on net loss for the six months ended June 30, 2004 and 2003 had the Company applied the fair value recognition provisions of SFAS 123 for its option grants to employees:

(DOLLARS IN THOUSANDS)

	JUNE 30, 2004	JUNE 30, 2003
Net loss, as reported	$(5,006)	$(4,360)
Deduct total stock-based employee compensation expense determined under the fair value based method for all awards, net	(39)	(38)
Pro forma loss	$(5,045)	$(4,398)

The Company computes fair value for employee stock options using the minimum value option-pricing model. The assumptions used in this model to estimate fair value and the resulting values are as follows:

	JUNE 30, 2004	JUNE 30, 2003
Expected dividend yield	-	-
Risk-free interest rate	3.6%	2.1%
Expected life (in years)	4	4

1. DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

INVESTMENT IN UNITIVE SEMICONDUCTOR TAIWAN CORPORATION

The Company's investment in Unitive Semiconductor Taiwan Corporation ("USTC") is accounted for using the equity method, as prescribed by APB Opinion No. 18, "The Equity Method of Accounting for Investments in Common Stock" ("APB 18") since the Company is able to exert influence through its collaborative services agreement and representation on the USTC board of directors. The Company's ownership percentage at June 30, 2004 was approximately 18.4%. USTC provides semiconductor processing services in Taiwan. The Company recorded a loss of $190 and $682 for the six months ending June 30, 2004 and 2003, respectively, in accordance with the requirements of APB 18 for its share of the losses incurred by USTC. As of June 30, 2004, the Company's investment in USTC had been written down to zero since its share of USTC losses had exceeded the carrying value of the investment. The Company does not have any requirements to fund future obligations of USTC.

INCOME TAXES

The Company accounts for income taxes in accordance with SFAS 109, "Accounting for Income Taxes" ("SFAS 109"). Under SFAS 109, deferred income tax assets and liabilities are computed for differences between the financial statement and tax bases of assets and liabilities that will result in taxable or deductible amounts in the future based on enacted tax laws and rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized. The Company has no current provision for income taxes. Due to the history of losses by the Company, management has determined that a valuation allowance is needed to reduce the net deferred tax asset to zero.

2. ACCRUED EXPENSES

Accrued expenses consist of the following at June 30, 2004:

Accrued compensation and benefits	$ 211

(DOLLARS IN THOUSANDS)

Accrued property taxes	137
Accrued legal and professional fees	35
Other accrued expenses	262
Accrued expenses	$ 645

3. NOTES PAYABLE TO STOCKHOLDERS

In October 2002, the Company executed a promissory note for $440 with a stockholder in lieu of paying facility rent. The note was unsecured and accrued interest at a rate of 7.5% annually. During November 2003, the Company negotiated a new promissory note with this stockholder for $440 in exchange for the outstanding balance of the previous promissory note of $277, which included accrued interest of $31, and as consideration for $163 of unpaid rent. The promissory note is unsecured and bears interest at the rate of 7.5% annually. As of June 30, 2004, the outstanding principal balance of the promissory note was $340, of which $223 is due by June 30, 2005.

In October 2002, the Company executed a promissory note for $462 with another stockholder in lieu of paying certain management expenses. The note was unsecured and accrued interest at a rate of 7.5% annually. During November 2003, the Company negotiated a new promissory note for $500 in exchange for the outstanding balance of the previous promissory note of $240, which included accrued interest of $20, and as consideration for outstanding payables of $260 related to management expenses. The promissory note is unsecured and bears interest at the rate of 7.5% annually. As of June 30, 2004, the outstanding principal balance of the promissory note was $387, of which $253 is due by June 30, 2005.

4. LONG-TERM DEBT

In November 2003, the Company entered into a loan and security agreement (the "Loan Agreement") with two lenders that provides up to $6,000 of financing. Borrowings under the Loan Agreement will be evidenced by promissory notes that bear interest at a rate equal to the interest rate of the three-year treasury note at the time of funding, plus 740 basis points. The Company may prepay the outstanding balance of the promissory notes in whole by giving thirty days written notice to the lenders. However, the Company will be required to pay a premium of 5%, 3%, or 1% if any of the borrowings are prepaid during the first twelve, twenty-four, or thirty-six month period, respectively. The obligations under the Loan Agreement are secured by substantially all of the assets of the Company. The terms of the Loan Agreement permit the Company to incur additional indebtedness of up to $1,000, provided that such indebtedness is used for the financing of capital expenditures and may be secured with only the equipment purchased.

As of June 30, 2004, the Company had issued promissory notes totaling $4,000 to the two lenders. The actual proceeds remitted to the Company were $3,872, which excluded the first month's principal and interest payments. The weighted average interest rate of the promissory notes is approximately 9.8%. The terms of the Loan Agreement require that the Company make a terminal payment equal to 5.5% of the original principal amount of the promissory notes on the maturity date. This terminal payment is in addition to the repayment of the full principal amount of the notes. The Company is accruing the terminal payment amount related to the outstanding notes with a corresponding charge to interest expense over the term of the promissory notes. The Company issued an additional $1,000 subsequent to June 30, 2004 under this Loan Agreement (see Note 7).

In connection with the Loan Agreement, the Company issued 300,000 warrants to purchase Series A-1 preferred stock at an exercise price of $0.20 per share to the two lenders. The warrants expire in 2013. The Company recorded the 300,000 warrants at their estimated fair value of $55 as a discount on the debt, which is being amortized to interest expense over the term of the promissory notes. The Company determined the fair value of the warrants using the Black-Scholes valuation model.

UNITIVE, INC.
NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)
JUNE 30, 2004
(DOLLARS IN THOUSANDS)

4. LONG-TERM DEBT (CONTINUED)

The borrowings under the promissory notes outstanding as of June 30, 2004 are payable in full by December 31, 2006. Future minimum principal payments as of June 30, 2004 are as follows:

July 1, 2004 - June 30, 2005	$ 1,261
July 1, 2005 - June 30, 2006	1,390
After June 30, 2006	903
Total minimum principal payments	3,554
Less unamortized debt discount	(52)
Less unamortized terminal payments	(180)
Less current portion	(1,261)
Long-term portion	$ 2,061

5. LEASE COMMITMENTS

The Company leases manufacturing equipment and a telephone system with an aggregate cost of approximately $6,163 at June 30, 2004, under capital lease arrangements which expire at various dates through 2005. Certain leases contain renewal provisions and escalation clauses. Amortization of assets under capital leases is included in depreciation and amortization expense.

Future minimum lease payments, by period and in the aggregate, under capital leases with initial terms of one year or more at June 30, 2004 are as follows:

	CAPITAL LEASES
July 1, 2004 - June 30, 2005	$ 1,124
July 1, 2005 - June 30, 2006	292
Total minimum lease payments	1,416
Less amount representing interest	(188)
Present value of net minimum lease payments	1,228
Less unamortized debt discount	(18)
Less current portion	(1,185)
Long-term portion	$ 25

(DOLLARS IN THOUSANDS)

6. RELATED PARTY TRANSACTIONS

During 2004, the Company entered into several transactions with one of its stockholders. These transactions involved leasing certain facilities from the stockholder and contracts for certain services to be provided by the stockholder to the Company. Additionally, the transactions included certain utility costs, clean room costs and other related expenses. Below are the approximate amounts related to these transactions for the six months ended June 30, 2004.

Rent expense	$ 510
Research and development costs	13
Utilities and other expenses	210
Clean room and other related expenses	189
Interest on note payable (Note 3)	16

At June 30, 2004, the Company owed the stockholder approximately $33, related to these activities. These amounts are included in accounts payable and accrued expenses. The Company also owes this stockholder amounts under a note payable agreement (See Note 3).

The Company had accounts receivable of approximately $166 due from USTC as of June 30, 2004, which have been reflected within accounts receivable in the accompanying balance sheet. The Company owed approximately $18 to USTC in connection with amounts collected on behalf of USTC but not remitted as of June 30, 2004. These balances have been reflected as due to affiliate in the accompanying balance sheet.

STOCKHOLDERS' NOTES RECEIVABLE

In consideration for the issuance of the Company's Series B preferred stock, various key employees executed promissory notes in January 2001, in the principal amount of $420 and are included in Stockholders' Equity. The notes bear interest at the rate of 6.5% per annum and are due and payable five years from the date of issuance. The notes are full recourse, and in addition, each of the individuals has pledged the common stock as collateral to secure the obligations under the notes.

During March 2004, the Board of Directors of the Company amended the promissory notes to provide for the forgiveness of the outstanding principle balance and accrued interest upon a change in control, as defined. Upon cancellation of the promissory notes, the holders must remit the shares of common stock pledged as collateral to the Company. In connection with this amendment, the Company recorded compensation expense of $420 within general and administrative expenses in the accompanying statement of operations for the six-month period ended June 30, 2004.

7. 2004 EQUITY INCENTIVE PLAN

During March 2004, the Board of Directors of the Company approved the 2004 Equity Incentive Plan (the "2004 Plan"). Pursuant to the 2004 Plan, during March, June and July 2004, the Company issued an aggregate 5,000,000 options to purchase Series A-1 preferred stock at a exercise price of $0.10 per share, 3,000,000 options to purchase Series A-3 preferred stock at an exercise price of $0.01 per share, and 4,000,000 options to purchase 4,000,000 shares of common stock at an exercise price of $0.01 per share. The options generally vest over a period of 4 years. However, the vesting is subject to acceleration upon a change in control, as defined in the 2004 Plan. In connection with the issuance of these options, the Company measured compensation expense of $1,456, of which $91 was recorded within general and administrative expenses in the accompanying statement of operations for the six-month period ended June 30, 2004.

8. SUBSEQUENT EVENTS

On August 19, 2004, Amkor Technology, Inc. purchased approximately 93.0% of the capital stock of the Company at a purchase price of $28,000,000. The selling stockholders of the Company are also entitled to receive additional consideration of up to $55,000,000. The additional consideration will be determined based on a formula set forth in the Stock Purchase Agreement that includes a final determination of the Company's EBITDA, as defined, for the nine-month period ended March 31, 2005.

On August 19, 2004, the Company issued a promissory note totaling $1,000,000 in connection with the Loan Agreement executed in November 2003 (see Note 4) in order to finance certain capital expenditures. The terms of the promissory note are substantially the same as the promissory notes outstanding at December 31, 2003 under the Loan Agreement. On October 27, 2004 the Company repaid $4.3 million in cash consideration for all outstanding related to the promissory notes under the Loan Agreement, which included accrued interest and early payment fees. The funding for the payment of these promissory notes was provided by Amkor.

As is typical in the semiconductor and other high technology industries, from time to time, others may in the future assert, that the Company's products or manufacturing processes infringe on their intellectual property rights. Subsequent to year-end, the Company received correspondence from a third party indicating that a potential unasserted claim may exist related to the use of certain intellectual property. In the opinion of management, if a legal claim is made in the future, the Company would vigorously defend itself or would likely prevail. However, no assurance can be given to the outcome of any potential future litigation.

EXHIBIT 99.5

UNITIVE SEMICONDUCTOR TAIWAN CORP.

UNAUDITED FINANCIAL STATEMENTS

JUNE 30, 2004 AND 2003

UNITIVE SEMICONDUCTOR TAIWAN CORP.

BALANCE SHEETS
(UNAUDITED)

JUNE 30, 2004 AND 2003
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, EXCEPT FOR PAR VALUE)

	2004	2003
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	$ 105,285	18,515
Short-term investments (note 3)	27,018	300,591
Notes receivable	3,833	-
Accounts receivable, net	39,819	12,516
Accounts receivable - related parties (note 11)	1,091	11,451
Other financial assets - current	437	14,356
Inventories, net (note 4)	18,114	12,936
Prepaid expenses and other current assets	5,349	2,581
Restricted assets (note 12)	5,050	10,700
TOTAL CURRENT ASSETS	205,996	383,646
PROPERTY, PLANT AND EQUIPMENT (NOTES 5 AND 12):		
Cost:		
Land	113,069	113,069
Land improvements	3,081	3,081
Buildings	346,795	308,289
Machinery and equipment	829,196	606,193
Computer equipment	7,171	10,986
Transportation equipment	2,898	2,898
Furniture and fixtures	5,993	6,776
Leased assets	34,195	32,426
Other equipment	6,265	3,141
	1,348,663	1,086,859
Less: accumulated depreciation	(467,654)	(309,682)
Prepayments for purchases of machinery and equipment	1,651	170,888
NET PROPERTY, PLANT AND EQUIPMENT	882,660	
948,065		
INTANGIBLE ASSETS:		
Patents (note 11)	48,400	58,000
Computer software	2,007	3,412
TOTAL INTANGIBLE ASSETS	50,407	61,412
OTHER ASSETS		
Deferred tax assets (note 9)	-	154,210
Others	1,977	1,891
TOTAL OTHER ASSETS	1,977	156,101
TOTAL ASSETS	$ 1,141,040	1,549,224

See accompanying notes to financial statements.

UNITIVE SEMICONDUCTOR TAIWAN CORP.

BALANCE SHEETS (CONTINUED)
(UNAUDITED)

JUNE 30, 2004 AND 2003
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, EXCEPT FOR PAR VALUE)

	2004	2003
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Short-term debts (notes 6 and 12)	$ 105,616	159,132
Current portion of long-term debts (notes 7 and 12)	154,655	133,922
Notes payable	21,718	22,431
Accounts payable	11,908	6,190
Other notes payable	2,695	6,592
Accrued expenses and other current liabilities (note 11)	30,499	25,617
TOTAL CURRENT LIABILITIES	327,091	353,884
LONG-TERM LIABILITIES:		
Long-term debts (notes 7, 11 and 12)	455,953	351,328
Obligations under capital lease	1,498	2,838
TOTAL LONG-TERM LIABILITIES	457,451	354,166
OTHER LIABILITIES:		
Accrued pension liabilities (note 8)	9,095	6,255
TOTAL LIABILITIES	793,637	714,305
STOCKHOLDERS' EQUITY (NOTE 10):		
Common stock of $10 par value, authorized 140,000,000 shares and issued 130,000,000 shares in 2004	1,300,000	1,300,000
Capital surplus	60,000	60,000
Accumulated deficit	(1,012,597)	(525,081)
TOTAL STOCKHOLDERS' EQUITY	347,403	834,919
COMMITMENTS (NOTE 13)		
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 1,141,040	1,549,224

See accompanying notes to financial statements.

UNITIVE SEMICONDUCTOR TAIWAN CORP.

STATEMENTS OF OPERATIONS
(UNAUDITED)

FOR THE SIX-MONTH PERIODS ENDED JUNE 30, 2004 AND 2003
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	2004	2003
SALES (NOTE 11)	$ 104,120	31,856
LESS: SALES RETURNS AND ALLOWANCES	204	-
NET SALES	103,916	31,856
COST OF SALES (NOTES 8 AND 11)	209,262	132,874
GROSS LOSS	(105,346)	(101,018)
OPERATING EXPENSES (NOTES 8 AND 11):		
Selling expenses	11,584	14,507
Administrative expenses	23,594	30,331
Research and development expenses	18,329	29,570
	53,507	74,408
OPERATING LOSS	(158,853)	(175,426)
NON-OPERATING INCOME:		

Interest income	117	193
Gain on sale of property, plant and equipment	97	-
Gain on disposal of short-term investments	1,122	2,198
Foreign exchange gain, net	24	-
Other income	12,415	1,658
	13,775	4,049
NON-OPERATING EXPENSE:		
Interest expense, net of capitalized interest expense of $754 in 2003	12,442	13,378
Loss on disposal of property, plant and equipment	121	359
Foreign exchange loss, net	-	109
Other expense	5	613
	12,568	14,459
LOSS BEFORE INCOME TAX	(157,646)	(185,836)
INCOME TAX EXPENSE (NOTE 9)	(181,509)	38,773
NET LOSS	$(339,155)	(147,063)
EARNING PER SHARE (NOTE 15)		
BASIC	$ (2.61)	(1.13)
AVERAGE NUMBER OF SHARES (`000 SHARES) (NOTE 15)		
BASIC	$ 130,000	130,000

See accompanying notes to financial statements.

UNITIVE SEMICONDUCTOR TAIWAN CORP.

STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (UNAUDITED)

FOR THE SIX-MONTH PERIODS ENDED JUNE 30, 2004 AND 2003 (EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	NUMBER OF SHARES (`000 SHARES)	COMMON STOCK	CAPITAL SURPLUS	ACCUMULATED DEFICIT	TOTAL
BEGINNING BALANCE AS OF JANUARY 1, 2003	130,000	$1,300,000	60,000	(378,018)	981,982
Net loss for the six-month period ended June 30, 2004 and 2003	-	-	-	(147,063)	(147,063)
BALANCE AS OF JUNE 30, 2003	130,000	$1,300,000	60,000	(525,081)	834,919
BEGINNING BALANCE AS OF JANUARY 1, 2004	130,000	$1,300,000	60,000	(673,442)	686,558
Net loss for the six-month period ended June 30, 2004 and 2004	-	-	-	(339,155)	(339,155)
BALANCE AS OF JUNE 30, 2004	130,000	$1,300,000	60,000	(1,012,597)	347,403

See accompanying notes to financial statements.

UNITIVE SEMICONDUCTOR TAIWAN CORP.

STATEMENTS OF CASH FLOWS (UNAUDITED)

FOR THE SIX-MONTH PERIODS ENDED JUNE 30, 2004 AND 2003 (EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	2004	2003
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	$(339,155)	(147,063)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation	86,834	71,986
Amortization	5,914	7,022
Recovery of provision for obsolescence and decline in value of inventory	(1,989)	526
Gain on disposal of short-term investments	(1,122)	(2,198)
Gain on sale of property, plant and equipment	(97)	-
Loss on disposal of property, plant and equipment	121	359
Decrease (increase) in notes receivable and accounts receivable	(9,767)	12,987
Decrease (increase) in inventories	(5,749)	3,363
Decrease (increase) in other financial assets-current	214	(12,693)
Decrease in prepaid expenses and other current assets	1,008	5,170
Decrease (increase) in net deferred tax assets	181,509	(38,773)
Increase (decrease) in notes payable and accounts payable	3,344	(6,289)

Decrease in accrued expenses and other current liabilities	(5,437)	(6,120)
Increase in accrued pension liabilities	1,388	1,464
NET CASH USED IN OPERATING ACTIVITIES	(82,984)	(110,259)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Decrease (increase) in short-term investments	(89,000)	220,904
Disposal of short-term investments	110,556	-
Acquisitions of property, plant and equipment	(60,848)	(143,077)
Proceeds from sale of property, plant and equipment	200	-
Increase in intangible assets	(471)	(1,073)
Increase in other assets	(295)	(729)
NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES	(39,858)	76,025
CASH FLOWS FROM FINANCING ACTIVITIES:		
Decrease in restricted assets	7,650	7,800
Increase (decrease) in short-term debts	(888)	21,671
Increase in long-term debts	259,280	21,000
Repayment of long-term debts	(70,365)	(65,450)
NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES	195,677	(14,979)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	72,835	(49,213)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	32,450	67,728
CASH AND CASH EQUIVALENTS AT JUNE 30	$ 105,285	18,515
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION:		
Cash paid for interest	$ 11,920	13,415
Cash paid for income tax	$ 11	20
SUPPLEMENTAL DISCLOSURES OF INVESTING AND FINANCING ACTIVITIES:		
Cash paid for acquisitions of property, plant and equipment:		
Total acquisitions	$ 60,239	125,323
Net increase in payable to equipment suppliers	609	17,754
	$ 60,848	143,077
Current portion of long-term debts	$ 154,655	133,922

See accompanying notes to financial statements.

UNITIVE SEMICONDUCTOR TAIWAN CORP.

NOTES TO FINANCIAL STATEMENTS
(UNAUDITED)

JUNE 30, 2004 AND 2003
(ALL AMOUNTS EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS,
UNLESS OTHERWISE SPECIFIED)

(1) ORGANIZATION AND OPERATIONS

Unitive Semiconductor Taiwan Corp. (the Company) was incorporated on June 30, 1999, as a company limited by shares under the laws of the Republic of China and approved as a Foreign Investment Approved Company in accordance with the Statute for Investment by Foreign Nationals. The Company's approved foreign capital investment and related earnings are eligible for repatriation.

The Company is a bumping house that focuses on providing solder bumping and gold bumping services in the wafer level that advanced packing industries. With the solder bumping technology, the Company bumps wafers using electro-plated solder to connect I/O pads and substrate for flip chip assembly. The Company is capable of providing both 8 inch and 12 inch with best solder bumping services and also cooperates with world-class assembly houses to provide turnkey solutions to its customers. The Company also develops its own gold bumping technology to serve mainly in the field of LCD/PDP driver IC's packaging. The Company with its high quality gold bumping references is the main partner of the worldwide major players in this field.

To achieve the goal of world-leading production and permanent operation, the Company focuses on providing the solder bumping and gold bumping service to worldwide IDMs, fables IC design houses, foundry fabs and assembly houses. The Company continuously improves its bumping process and enhances production capability through research and innovation to satisfy its customers.

As of June 30, 2004, the number of the Company's employees was 193.

(2) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The interim financial statements as of and for the six-month ended June 30, 2004 and 2003, and notes thereto, are unaudited. These statements include all adjustments (consisting of normal recurring accruals) that we considered necessary to present a fair statements of the results of operations, financial position and cash flows. The results reported in these interim financial statements should not be regarded as necessarily indicative of the results that can be expected for the entire year.

The Company prepares the accompanying financial statements in conformity with accounting principles generally accepted in the ROC. The preparation of the financial statements is based on historical cost.

(Continued)

A summary of significant accounting policies used in preparing such financial statements is as below.

1) Foreign currency transactions

The Company maintains its books in New Taiwan dollars.

Foreign currency transactions, except for forward contracts, are recorded at the exchange rates prevailing on the transaction dates. Assets and liabilities denominated in foreign currencies are revalued at the exchange rate prevailing on the balance sheet date. The resulting exchange gains or losses are recorded as non-operating income or expense.

2) Cash equivalents

Cash equivalents represent all highly liquid short-term debt instruments, such as bonds purchased under agreements to resell with the original maturity of three months or less, and other highly liquid investments with insignificant interest rate risk.

3) Short-term investments

Short-term investments are the receipt of trust funds invested in the bond market and are stated at the lower of cost or market method. Market value is determined based on the net value of the fund at the balance sheet date, and any unrealized loss is charged to current year's operation. Cost is determined based on the weighted-average method.

4) Inventories

Inventories are stated at the lower of cost or market value. Cost is determined using the monthly weighted-average method. Market value is determined according to net realizable value.

5) Property, plant and equipment, and related depreciation

Property, plant and equipment are stated at acquisition cost. Interest cost incurred in connection with the acquisition of property, plant and equipment is capitalized as part of the cost of the related assets. Gain or loss on disposal of property, plant and equipment is recorded as non-operating income or expenses.

Except for land, depreciation is provided for on a straight-line basis over the estimated useful lives of the respective assets.

(Continued)

The estimated useful lives of property, plant and equipment are as follows:

Land improvements	3 years
Buildings	3 ~ 25 years
Machinery and equipment	2 ~ 5 years
Computer equipment	3 years
Transportation equipment	3 ~ 5 years
Furniture and fixtures	3 ~ 5 years
Leased assets	5 years
Other equipment	3 ~ 5 years

6) Intangible assets

Computer software and patents are stated at acquisition cost. Amortization is provided for using straight-line method over the estimated useful lives of the assets.

7) Retirement plan

In March 2001, the Company established an employee retirement plan providing for lump-sum retirement benefits to all full-time employees who meet retirement requirements. The pension payment is calculated based on the number of service years. The Company has made monthly deposits equal to an approved percentage of employees' total salaries in the Central Trust of China since March 2001 in accordance with the ROC Labor Standards Law. Actual benefits paid are made out of the fund.

The Company adopted Statement of Financial Accounting Standards (SFAS) No. 18, "Accounting for Pensions". The end of each fiscal year is used as the measurement date for the actuarial assessment. A minimum pension liability is recognized when the accumulated benefit obligation exceeds the fair value of plan assets. In accordance with SFAS No. 18, the Company recognizes net pension cost every year.

8) Recognition of revenue

Revenue is recognized after the completion of production processes and shipment.

(Continued)

9) Income tax

The Company's income tax is estimated based on the accounting income. Deferred tax assets and liabilities are determined based on temporary differences between the financial reporting and tax basis of assets and liabilities, and are measured by applying the effective tax rates for the taxable years in which those temporary differences are expected to reverse. Deferred tax liabilities are recognized for the future tax consequences attributable to taxable temporary differences, and deferred tax assets are recognized for the future tax consequences attributable to deductible temporary difference, loss carryforwards, and investment tax credits, with the measurement of deferred tax assets being reduced by estimated amounts of tax benefits not likely to be realized, based on, among other considerations, forecasts of future taxable income.

Deferred tax assets and liabilities are classified as current or noncurrent based on the classification of the related liabilities or assets for financial reporting. Deferred tax assets and liabilities that are not related to a liability or asset for financial reporting are classified according to the expected reversal date of the temporary differences.

The 10% surtax on unappropriated earnings is recorded as expense on the date the stockholders resolve the distribution of earnings.

(3) SHORT-TERM INVESTMENTS

As of June 30, 2004 and 2003, the details of investments were as follows:

	2004	2003
Bond fund	$ 27,018	300,591
	========	=======

The bond fund acquired by the Company was of low risk and provided fixed return. As of June 30, 2004 and 2003, the bond fund was stated at cost and the related market price was $27,143 and $303,368.

(Continued)

(4) INVENTORIES

As of June 30, 2004 and 2003, the details of inventories were as follows:

	2004	2003
Raw materials	$13,468	5,701
Supplies and spare parts	6,340	6,948
Work in process	3,979	2,046
Finished goods	1,472	393
	-------	-------
	25,259	15,088
Less: provision for losses	7,145	2,152
	-------	-------
	$18,114	12,936
	=======	=======

The insurance coverage on inventories as of June 30, 2004 and 2003 was both $60,000.

(5) PROPERTY, PLANT AND EQUIPMENT

The Company leased a computer system under capital lease effective July 2000. The lease period is 4 years. Upon expiration of the lease, the ownership of the assets is transferred to the Company without any limitation.

As of June 30, 2004 and 2003, the details of obligations under capital lease were as follows:

	2004	2003
Obligations under capital lease	$ -	9,430
Less: current portion	-	6,592
	$ -	2,838

As of June 30, 2004, and 2003, the leased assets were included in property, plant and equipment. The current portion of obligations under capital lease is included in other notes payable. The noncurrent portion is included in obligations under capital lease in the accompanying financial statements.

The capitalized interest expense for purchasing machinery and equipment amounted to $754 for the six-month period ended June 30, 2003. The annual interest rate for the capitalized interest expense ranged from 1.82% to 8.00%. There was no capitalized interest expense for the six-month period ended June 30, 2004.

(Continued)

The insurance coverage for property, plant and equipment as of June 30, 2004 and 2003 was $1,173,000 and $1,175,092, respectively.

(6) SHORT-TERM DEBTS

As of June 30, 2004 and 2003, the details of short-term debts were as follows:

	2004	2003
Unsecured short-term debts	$ 74,794	50,000
Usance letters of credit	30,822	109,132
	$105,616	159,132

The annual interest rate for the unsecured short-term debts ranged from 1.48% to 2.89% and 1.85% to 2.00% for the six-month periods ended June 30, 2004 and 2003, respectively. The annual interest rate for the usance letters of credit ranged from 0.66% to 8.00% and 0.66% to 8.00 for the six-month periods ended June 30, 2004 and 2003, respectively. All the short-term debts mentioned are due in one year. As of June 30, 2004 and 2003, unused lines of credit amounted to approximately $122,482 and $353,940, respectively.

(7) LONG-TERM DEBTS

As of June 30, 2004 and 2003, the details of long-term debts were as follows:

BANK	DESCRIPTION	PERIOD OF LOAN	PAYMENT PERIOD	INTEREST RATE	2004	2003
Hua Nan Commercial Bank	Secured by machinery	2000.12.28~ 2005.12.28	Repayment of principal is in 16 quarterly installments. The Company repaid principal amounting to	2004: 5.715% 2003: 5.715%~ 5.865%	$ 135,690	226,150

			23,415 and $12,000 in January and March 2002, respectively. The remaining principal after March 2002 is payable in 15 quarterly installments.			
Hua Nan Commercial Bank	Secured by land and buildings	2000.11.3~ 2010.11.3	Repayment of principal is in 32 quarterly installments beginning from February 2003.	2004: 3.70% 2003: 4.125%~ 4.625%	121,860	140,620

(Continued)

UNITIVE SEMICONDUCTOR TAIWAN CORP.

NOTES TO FINANCIAL STATEMENTS
(UNAUDITED)

BANK	DESCRIPTION	PERIOD OF LOAN	PAYMENT PERIOD	INTEREST RATE	2004	2003
Hua Nan Commercial Bank	Secured by machinery	2000.11.3~ 2007.11.3	Repayment of principal is in 24 quarterly installments beginning from February 2002.	2004: 3.70% 2003: 4.125%~ 4.625%	$ 75,800	97,480
Hua Nan Commercial Bank	Secured by machinery	2003.03.12~ 2008.03.12	Repayment of principal is in 16 quarterly installments beginning from April 2004.	2004: 4.00% 2003: 4.185%	10,312	11,000
Shanghai Commercial Bank	Credit debts	2003.06.05~ 2007.06.05	Repayment of principal and interest is in 48 monthly installments beginning from July 2003.	2004: 4.5% 2003: 4.5%	7,666	10,000
Hua Nan Commercial Bank	Secured by machinery	2004.4.15~ 2009.1.15	Repayment of principal and interest is in 16 monthly installments beginning from January 2005.	2004: 4.00%	139,000	-
Hua Nan Commercial Bank	Secured by machinery	2004.4.15~ 2009.1.15	Repayment of principal and interest is in 16 monthly installments beginning from April 2005.	2004: 4.00%	19,000	-
Amkor Technology Inc.	Secured by stock of the Company held by shareholders	2004.6.8~ 2009.6.8	Payment of interest is made semiannually beginning from December 2004; repayment of principal is on the maturity date or upon termination of the agreement	2004: 5.71%	101,280	-
					610,608	485,250
Less: current portion of long-term debts					154,655	133,922
					$ 455,953	351,328

(Continued)

UNITIVE SEMICONDUCTOR TAIWAN CORP.

NOTES TO FINANCIAL STATEMENTS
(UNAUDITED)

The Company's long-term debt balances due on the five years following June 30, 2004, are as follows:

YEAR	AMOUNT

July 1, 2004 ~ June 30, 2005	$154,655
July 1, 2005 ~ June 30, 2006	130,478
July 1, 2006 ~ June 30, 2007	85,365
July 1, 2007 ~ June 30, 2008	71,086
After July 1, 2008	169,024

	$610,608
	========

(8) PENSION

The Company has made monthly deposits equal to 2% of employees' total salaries in the Central Trust of China. As of June 30, 2004 and 2003, the balance of the deposits was $5,118 and $3,452, respectively.

For the six-month periods ended June 30, 2004 and 2003, the Company recognized net pension cost of $2,177 and $2,268, respectively.

(9) INCOME TAX

The Company's income tax is subject to a maximum income tax rate of 25%. The current statutory tax rate is 25%. For the six-month periods ended June 30, 2004 and 2003, the components of income tax expense (benefit) were as follows:

	2004	2003
Current income tax	$ -	-
Deferred income tax expense (benefit)	181,509	(38,773)
	--------	--------
Income tax expense (benefit)	$181,509	(38,773)
	========	========

(Continued)

For the six-month period ended June 30, 2004 and 2003, the differences between "expected" income tax at the statutory income tax rate, and effective income tax expense (benefit) as reported in the accompanying financial statements, were as follows:

	2004	2003
Expected income tax benefit	$ (39,411)	(46,459)
Gain on disposal of investments	(280)	(549)
Investment tax credits and R&D expense tax credits	(8,891)	(51,375)
Change in estimate of prior years' deferred tax assets	36,396	1,391
Others	85	60
Valuation allowance for deferred tax assets	193,610	58,159
	---------	---------
Actual income tax expense (benefit)	$ 181,509	(38,773)
	=========	=========

For the six-month periods ended June 30, 2004 and 2003, the components of the Company's deferred income tax expense (benefit) were as follows:

	2004	2003

Deferred tax benefit (exclusive of the effects of other components below)	$ -	(38,773)
Increase in beginning-of-the-year balance of the valuation allowance for deferred tax assets	181,509	-
Total deferred tax expense (benefit)	$181,509	(38,773)

The deferred tax assets as of June 30, 2004 and 2003, were as follows:

	2004	2003
Current:		
Deferred tax assets	$ 1,786	-
Less: valuation allowance	(1,786)	-
Net deferred tax assets	$ -	-
Noncurrent:		
Deferred tax assets	$ 468,911	385,524
Less: valuation allowance	(468,911)	(231,314)
Net noncurrent deferred tax assets	$ -	154,210
Total deferred tax assets	$ 470,697	385,524
Total valuation allowance for deferred tax assets	$ 470,697	231,314

(Continued)

The components of deferred tax assets as of June 30, 2004 and 2003, were as follows:

	2004	2003
Deferred tax assets:		
Loss carryforwards	$ 303,337	223,912
Investment tax credits and R&D expense tax credits	162,892	159,176
Inventories	1,786	-
Accrued employee benefits	275	875
Accrued pension liabilities	2,274	1,561
Other	133	-
	470,697	385,524
Less: valuation allowance	(470,697)	(231,314)
Net deferred tax assets	$ -	154,210

In accordance with the ROC Income Tax Law, the Company's losses for tax purposes, as assessed by the tax authorities, can be carried forward to offset any future taxable income for a period of five years. As of June 30, 2004, the Company's total loss carryforward amounts and their expiry dates were as follows:

YEAR OF LOSS	AMOUNT	YEAR OF EXPIRATION

1999	$ 23,510	2004
2000	176,576	2005
2001	278,257	2006
2002	224,324	2007
2003	352,087	2008
2004	158,592	2009
	$1,213,346	

(Continued)

Pursuant to the ROC Statute for Upgrading Industries, the Company's unused investment tax credit for the purchase of automation equipment and R&D expense tax credit as of June 30, 2004 and 2003, were as follows:

YEAR	AMOUNT	YEAR OF EXPIRATION
2000	$ 7,054	2004
2001	5,669	2005
2002	102,074	2006
2003	39,204	2007
2004	8,891	2008
	$162,892	

The ROC income tax authorities have assessed the Company's income tax returns for all years through 1999.

In assessing the realizability of deferred tax assets, the management considers whether it is more likely than not that some portion or all of the deferred tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the period in which those temporary differences become deductible. Management considers the scheduled reversal of deferred tax liabilities, projected future taxable income, and tax planning strategies in making this assessment.

In order to fully realize the deferred tax asset, as of June 30, 2004 and 2003, the Company will need to generate future taxable income of approximately $1,882,788 and $1,542,096 prior to the expiration of the net operating loss carryforward in 2007 and 2006, and investment tax credits in 2008 and 2007, respectively. Based upon the level of historical taxable income and projections for future taxable income over the periods in which the deferred tax assets are deductible, management believes it is more likely than not that the Company will not realize $1,882,788 and $925,256 of benefits of these deductible differences at June 30, 2004 and 2003, respectively.

(10) STOCKHOLDERS' EQUITY

1) Capital surplus

The ROC Company Law prescribes that capital surplus should be used to offset an accumulated deficit before utilizing realized capital surplus to increase issued share capital.

The realized capital surplus includes the amount in excess of the par value of common stock issued and any amounts donated to the Company. The amount to be capitalized cannot exceed the specific percentage of capital surplus every year.

(Continued)

2) Legal reserve

The ROC Company Law stipulates that companies must retain 10% of their annual net earnings, as defined in the Law, until such retention equals the amount of authorized share capital. The legal reserve shall be used exclusively to offset deficits and is prohibited from being distributed as cash dividends. However, the legal reserve may be transferred to capital upon approval of the stockholders when it has been accumulated to a level equal to at least one-half of the issued share capital, and then only one-half of such reserve may be transferred.

3) Distribution of earnings

The Company's articles of incorporation stipulate that not less than 1% of annual earnings, net of income tax, accumulated deficit, and legal reserve appropriation, are to be distributed as employee bonuses, and the remaining portion may be distributed according to a stockholders' meeting resolution.

4) Imputation credit account and imputation tax credit ratio

As of June 30, 2004 and 2003, the balance of the Company's imputation credit account was zero. Due to accumulated deficits as of December 31, 2003, the imputation tax credit ratio of the Company was zero for 2003.

(11) TRANSACTIONS WITH RELATED PARTIES

1) Name and relationship of related parties

NAME	RELATIONSHIP WITH THE COMPANY
Unitive International Limited (UIL)	The Company's major shareholder
Unitive Electronics Inc. (UEI)	An affiliated Company of Unitive International Limited (UIL)
Yi-Kang Investment Ltd.	A shareholder of the Company

(Continued)

2) Nature of transactions

1. Sales and accounts receivable

For the six-month periods ended June 30, 2004 and 2003, sales to related parties were as follows:

2004		2003	
	% OF THE COMPANY'S		% OF THE COMPANY'S

	AMOUNT	NET SALES	AMOUNT	NET SALES
UEI	$ 319	0.3	4,470	14
	======	===	=====	==

As of June 30, 2004 and 2003, the balance of accounts receivable resulting from the above transactions was as follows:

	2004		2003	
	AMOUNT	%	AMOUNT	%
UEI	$ 1,091	2	11,451	48
	===============	===	======	==

The sales prices and terms were not significantly different between sales to related parties and other customers.

2. Others

(a) The Company entered into a patent and technical support agreement with UIL, recorded under intangible assets and amortized over 10 years on a straight-line basis. The resulting amortization expenses from the abovementioned transaction were $4,800 for the six-month period ended June 30, 2004 and 2003, and were accounted for under cost of sales. Further, in accordance with the contract, the Company should pay an additional 2.5% of total sales in excess of USD10,000,000 to UIL as royalties on the quarterly basis.

(b) In 2002, the Company entered into a global marketing and R&D system contract with UEI. According to the contract, the Company should pay a fixed percentage of the Company's sales as a commission expense. The commission paid pursuant to this contract amounted to $4,669 and $5,630, respectively, and was booked as an operating expense for the six-month period ended June 30, 2004 and 2003.

(Continued)

(c) On October 2002, the Corporation entered into a service agreement with UEI and a third party. Under this agreement, UEI will assist the Corporation to acquire the demonstration equipment wafer bumping line from the third party, and provide support services to the Corporation with respect to the implementation of such bumping line. According to the predetermined payment schedule, the Corporation shall pay UEI the following nonrefundable fees:

PAYMENT DATE (EARLIEST OF TWO)		AMOUNT
Contract date	-	USD 75,000
Delivery date of equipment	January 31, 2003	USD 175,000
Date of successful start of production	May 14, 2003	USD 100,000

As of June 30, 2003, the Corporation had incurred net service expense of $9,543 (USD275,000), which was booked as operating expense. As of June 30, 2003, the service expense resulting from the above transaction had been paid.

According to the above agreement, the Corporation will be responsible for taxes and duties on the equipment, while the third party will carry its own property insurance until the Corporation purchases the equipment. In addition, expiring on September 30, 2004, the Corporation has an option to purchase the equipment from the third party. As of June 30, 2003, the above-mentioned equipment had been imported.

(d) As of June 30 ,2004, the Company consigned the manufacturing process to UEI on behalf of its client; the resulting amount of $4,427 was recorded as accrued expense and other current liabilities.

(e) As of June 30, 2004 and 2003, Yi-Kang Investment Ltd. provided its holding shares of the Company as pledged assets to Amkor Technology, Inc. for long-term debts of the Company.

(Continued)

12) PLEDGED ASSETS

As of June 30, 2004 and 2003, the details and net book value of pledged assets were as follows:

PLEDGED ASSETS	PLEDGED FOR	BOOK VALUE 2004	2003
Time deposits	Short-term debts	$ 5,050	10,700
Property, plant and equipment	Long-term debts	589,661	643,479
Total		$ 594,711	654,179

(13) COMMITMENTS AND CONTINGENCIES

1) As of June 30, 2004 and 2003, the Company had outstanding amount of letters of credit, mainly used for acquisition of equipment, was approximately $15,777 and $57,322, respectively.

2) The Company entered into forward foreign currency contracts to hedge against exposure to exchange rate fluctuation in foreign currency debts. At June 30, 2003, the nominal value for outstanding short and long position in forward contracts was USD200,000 and USD2,085,100, respectively. The contract period is from May 3 to October 31, 2003. In addition, the net receivable (payable) and the fair value of the above forward foreign currency contracts are immaterial to the financial statements.

3) The Company had a contract for an extended clean room with an engineering firm amounting to $40,804 for the six-month period ended June 30, 2003. As of June 30, 2003, the Company had paid $31,210 under the contracts. The amount was recorded as prepayments for purchases of machinery and equipment.

4) Advanced Interconnect Technology Limited of Hong Kong (AIT) has claimed that certain of the Company's current process technologies may infringe AIT's patent and, therefore, instructed its attorney to seek a reasonable license under AIT's patents. As a result, the Company and Amkor Technology Inc. (see Note 16) have initiated a study to determine whether such process technologies are covered by AIT's patents. AIT's action is in the early stages and the Company is unable to determine the potential impact on the financial statements as of and for the six-month period ended June 30, 2004.

(Continued)

UNITIVE SEMICONDUCTOR TAIWAN CORP.

NOTES TO FINANCIAL STATEMENTS
(UNAUDITED)

(14) OTHER

For the six-month periods ended June 30, 2004 and 2003, a summary of employment, depreciation and amortization expenses categorized by cost of goods sold and operating expenses is as follows:

FUNCTION / ACCOUNT	2004 COST OF GOODS SOLD	2004 OPERATING EXPENSES	2004 TOTAL	2003 COST OF GOODS SOLD	2003 OPERATING EXPENSES	2003 TOTAL
Employment expenses:						
Salaries	38,924	25,486	64,410	29,306	18,237	47,543
Labor and health insurance	2,342	935	3,277	2,306	1,130	3,436
Pension	1,550	627	2,177	1,421	847	2,268
Other employment expense	-	-	-	1,483	703	2,186
Depreciation expense	81,288	5,546	86,834	66,680	5,306	71,986
Depletion expense	-	-	-	-	-	-
Amortization expense	5,313	601	5,914	5,557	1,465	7,022

(15) EARNINGS PER SHARE

	2004	2003
Number		
Basic:		
Net profit	$(339,155)	(147,063)
	=========	=========
Denominator/1000 shares		
Basic:		
Weighted average shares	$ 130,000	130,000
	=========	=========

The Company issued only common stocks in the six-month periods ended 2004 and 2003, respectively, and therefore had simple capital structure. Under ROC SFAS No. 24 "Earnings per Share", if the Company's capital structure is simple, only basic earnings per share need to be presented and basic earnings per share is computed using the weighted average number of shares outstanding during the period.

(Continued)

(16) SUBSEQUENT EVENT

Amkor Technology, Inc. (Amkor) has agreed to acquire 60 percent of the capital stock of the Company pursuant to a Stock Purchase Agreement dated as of June 3, 2004, by and among Amkor, the Company, and certain stockholders of the Company, as amended by a letter agreement dated July 9, 2004. The consideration payable under the agreement consists of a cash payment of approximately $19.4 million at closing, the assumption of approximately $16.3 million of debt at closing, the payment of approximately $450,000 in other costs and a variable contingent cash payment to be paid, if at all, based on the achievement of certain performance goals. In addition, Amkor has a call option to acquire the remaining approximate 40.0% of the Company at any time over the subsequent 18-month period. Amkor is required to exercise the call option if the Company achieves certain goals within such 18-month period. The Company will operate as subsidiaries of Amkor.

(17) DIFFERENCES BETWEEN ROC GENERALLY ACCEPTED ACCOUNTING PRINCIPLES AND US GENERALLY ACCEPTED ACCOUNTING PRINCIPLES

The Company's financial statements are prepared in accordance with accounting principles generally accepted in ROC (ROC GAAP), which differ in certain significant respects from accounting principles generally accepted in US (US GAAP).

The principal differences between ROC GAAP and US GAAP are presented below together with explanations of certain adjustments that affect total net loss and total shareholders' equity as of and for the six-month period ended June 30, 2004 and 2003:

	2004	2003
RECONCILIATION OF NET LOSS:		
Net loss reported under ROC GAAP	$(339,155)	(147,063)
US GAAP adjustments:		
Unrealized gain on marketable securities	125	2,777
Deferred income tax expense on unrealized gain on marketable securities	(31)	(694)
Deferred income tax expense - change in valuation allowance on deferred tax assets	181,540	(38,079)
Net loss under US GAAP	$(157,521)	(183,059)

(Continued)

	2004	2003
PRESENTATION OF COMPREHENSIVE INCOME (LOSS) UNDER US GAAP		
Other comprehensive income (loss):		
Foreign currency translation adjustment	$ -	-
Additional minimum liability	-	-
Net gains (losses) on cash flow hedges	-	-
Net unrealized holding gains (losses)	-	-
Other comprehensive income (loss):	-	-
Comprehensive income (loss)	-	-
	$(157,521)	(183,059)
RECONCILIATION OF SHARESHOLDERS' EQUITY		
Total shareholders' equity reported under ROC GAAP	$ 347,403	834,919
US GAAP adjustments:		
Short-term investments	1,087	2,777
Deferred tax assets	-	(154,210)
Total stockholders' equity under US GAAP	$ 348,490	683,486

1) Short-term investments

Under ROC GAAP, investment in marketable securities is stated at the lower of cost or market method. Any unrealized holding loss is reported as non-operating losses on the statement of income. When the market price restores in the subsequent period, the unrealized holding gain is to be recognized to the extent not exceeding the unrealized holding loss recognized previously.

Under US GAAP, the investment in marketable securities would be classified as trading, available-for-sale, and hold-to-maturity. The unrealized gains or losses resulting from holding trading securities are reported as non-operating gains or losses on the statement of income and from holding available-for-sale are reported as other comprehensive income.

The investment in marketable securities held by the Company is classified as trading and carried at aggregate fair value with unrealized gains and losses reported as non-operating gains and losses on the statement of income. For the six-month period ended June 30, 2004 and 2003, due to the increase in market price for the marketable securities held by the Company, the Company had $125 and $2,777 of unrealized holding gains, giving rise to an adjustment between ROC GAAP and US GAAP. This also results in additional deferred income tax expense of $31 and $694 for the six-month period ended 2004 and 2003, under US GAAP.

(Continued)

2) Deferred tax assets

Under ROC GAAP, a valuation allowance in provided on deferred tax assets when they are not certain to be realized based on the available projection of future taxable income. However, the criteria by which the need for a valuation allowance is determined is less stringent as compared to US GAAP. Under US GAAP, cumulative losses in recent years are a significant piece of negative evidence, which is difficult to overcome with projections of future taxable income for the purpose of determining the valuation allowance. The Company has not generated net taxable income since its inception. As a result, the Company did not use the projection of future taxable income in determining its net deferred tax asset valuation allowance as of June 30, 2003 in accordance with US GAAP. Consequently, the additional $181,509 deferred tax asset valuation allowance recognized under ROC GAAP for the six month period ended June 30, 2004, was already recognized under US GAAP at December 31, 2002. Therefore, the net loss under US GAAP would be reduced by this amount for the six months ended June 30, 2004. The deferred income tax benefit recorded under ROC GAAP during the six month period ended June 30, 2003, would not have been recorded under US GAAP, which would have resulted in an increase of net loss during the period of $38,773 under US GAAP.

3) Long-lived assets

Under US GAAP, gain or loss on sale of long-lived assets reported as operating income or loss. However, under ROC GAAP it is reported as non-operating income or loss. Consequently, cost of sales, gross loss, and operating loss would be increased by $121 and $359 for the six month periods ended June 30, 2004 and 2003, respectively, under US GAAP. This adjustment would have no impact on net loss reported under US GAAP.

EXHIBIT 99.6

UNAUDITED PRO FORMA COMBINED CONDENSED
FINANCIAL INFORMATION

On August 19, 2004, Amkor Technology, Inc., a Delaware corporation ("Amkor"), acquired approximately 93.0% of the capital stock of Unitive, Inc., a Delaware corporation ("Unitive"), and on August 20, 2004, Amkor acquired approximately 60.0% of the capital stock of Unitive Semiconductor Taiwan Corporation ("UST"). The unaudited pro forma combined condensed balance sheet as of June 30, 2004 gives effect to the acquisitions of Unitive and UST as if the acquisitions had occurred on June 30, 2004. The unaudited pro forma combined condensed statements of income for the year ended December 31, 2003 and the six month period ended June 30, 2004 give effect to the acquisitions of Unitive and UST as if the acquisitions had occurred on January 1, 2003.

The following unaudited pro forma combined condensed financial statements do not purport to represent what our actual results would have been had the acquisitions occurred on the dates indicated or for any future period or date. The pro forma adjustments give effect to available information and assumptions that we believe are reasonable. The unaudited pro forma combined condensed financial statements should be read in conjunction with Amkor's historical financial statements and related notes, as well as "Selected Consolidated Financial Data," and "Management's Discussion and Analysis of Financial Condition and Results of Operations" contained in Amkor's previously filed Annual Reports on Form 10-K.

UNAUDITED PRO FORMA COMBINED CONDENSED BALANCE SHEET AS OF JUNE 30, 2004:

	Amkor	Unitive	UST	Pro Forma Adjustments		Pro Forma
			(In thousands)			
Current assets:						
Cash and cash equivalents............	$ 294,595	$ 1,907	$ 3,119	$ -		$ 299,621
Accounts receivable, net.............	276,761	2,174	1,212	-		280,147
Inventories..........................	120,061	336	537	-		120,934
Other current assets.................	37,027	50	1,235	-		38,312
Total current assets...........	728,444	4,467	6,103			739,014
Property, plant and equipment, net........	1,329,112	7,894	26,152	11,339	a	1,374,497
Investments..............................	13,919	-	-	-		13,919
Other assets.............................	746,051	5,476	1,552	26,451	b,c	779,530
Total assets...................	$ 2,817,526	$ 17,837	$ 33,807	$ 37,790		$ 2,906,960
Current liabilities:						
Short-term borrowing and current portion of long-term debt..........	$ 143,693	$ 2,922	$ 7,712	$ -		$ 154,327
Trade accounts payable...............	264,019	1,481	352	5,742	a	271,594
Accrued expenses and other current liabilities...............	164,674	645	1,627	-		166,946
Total current liabilities.......	572,386	5,048	9,691	5,742		592,867
Long-term debt...........................	1,733,114	2,337	13,554	-		1,749,005
Other noncurrent liabilities.............	91,168	-	269	-		91,437
Total liabilities..............	2,396,668	7,385	23,514	5,742		2,433,309
Commitments and contingencies						
Minority interest........................	1,561	-	-	4,849	d	6,410
Total stockholders' equity......	419,297	10,452	10,293	27,199	e	467,241
Total liabilities and equity....	$ 2,817,526	$ 17,837	$ 33,807	$ 37,790		$ 2,906,960

See Notes to Unaudited Pro Forma Combined Condensed Financial Statements.

UNAUDITED PRO FORMA COMBINED CONDENSED STATEMENTS OF INCOME FOR THE YEAR ENDED DECEMBER 31, 2003:

	Amkor	Unitive	UST	Pro Forma Adjustments		Pro Forma
			(In thousands)			
Revenue	$ 1,603,768	$ 9,231	$ 2,856	$ (275)	m	$ 1,615,580
Cost of sales	1,267,302	11,412	8,554	(617)	f,n	1,286,651
Gross profit (loss)	336,466	(2,181)	(5,698)	342		328,929
Operating expenses:						
Selling, general and administrative	179,952	2,481	2,500	(360)	f,m	184,573
Research and development	25,784	1,763	1,663			29,210
Amortization of acquired intangibles	8,183	-	-	517	g	8,700
Other operating (income) expense, net	(461)	-	55	56	n	(350)
Total operating expenses	213,458	4,244	4,218	213		222,133
Operating income (loss)	123,008	(6,425)	(9,916)	129		106,796
Other expense:						
Interest expense, net	140,281	573	699	844	k	142,397
Foreign currency gain	(3,022)	-	(20)			(3,042)
Other expense, net	31,052	893	(104)	1,250	h,n	33,091
Total other expense	168,311	1,466	575	2,094		172,446
Loss before provision for income taxes, equity investment gains (losses), minority interest	(45,303)	(7,891)	(10,491)	(1,965)		(65,650)
Minority interest and equity investment gain (loss), net	(7,298)	(1,622)	-	6,798	i,j	(2,122)
Income (loss) from continuing operations before income taxes	(52,601)	(9,513)	(10,491)	4,833		(67,772)
Income tax expense (benefit)	(233)	-	(1,917)	1,917	l	(233)
Net income (loss)	$ (52,368)	$ (9,513)	$ (8,574)	$ 2,916		$ (67,539)
Per Share Data:						
Basic and diluted loss per common share	$ (0.31)					$ (0.40)
Shares used in computing basic and diluted loss per common share	167,142					167,142

See Notes to Unaudited Pro Forma Combined Condensed Financial Statements.

UNAUDITED PRO FORMA COMBINED CONDENSED STATEMENTS OF INCOME FOR THE SIX MONTHS ENDED JUNE 30, 2004:

	Amkor	Unitive	UST	Pro Forma Adjustments		Pro Forma
			(In thousands)			
Revenue	$ 957,182	$ 6,257	$ 3,111	$ -		$ 966,550
Cost of sales	750,559	7,629	6,265	(899)	f	763,554
Gross profit (loss)	206,623	(1,372)	(3,154)	899		202,996
Operating expenses:						
Selling, general and administrative	107,757	1,871	1,053	(51)	f	110,630
Research and development	18,877	1,115	549			20,541
Gain on disposal of fixed assets, net	(198)	-	1			(197)
Amortization of acquired intangibles	3,165	-	-	258	g	3,423
Total operating expenses	129,601	2,986	1,603	207		134,397
Operating income (loss)	77,022	(4,358)	(4,757)	692		68,599
Other expense:						
Interest expense, net	69,650	458	369			70,477
Foreign currency loss (gain)	2,710	-	(1)			2,709
Other income (expense), net	(23,556)	-	(405)	767	h	(23,194)
Total other expense (income)	48,804	458	(37)	767		49,992
Income (loss) before provision for income taxes, equity investment gains (losses), minority interest	28,218	(4,816)	(4,720)	(75)		18,607
Minority interest and equity investment gain (loss), net	(365)	(190)	-	2,421	i,j	1,866
Income (loss) from continuing operations before income taxes	27,853	(5,006)	(4,720)	2,346		20,473
Provision (benefit) for income taxes	6,963	-	5,434	(5,434)	l	6,963
Net income (loss)	$ 20,890	$ (5,006)	$ (10,154)	$ 7,780		$ 13,510
Per Share Data:						
Basic and diluted income per common share	$ 0.12					$ 0.08
Shares used in computing basic income per common share	174,961					174,961

Shares used in computing diluted income per common share.............................	178,028	178,028

See Notes to Unaudited Pro Forma Combined Condensed Financial Statements.

NOTES TO UNAUDITED PRO FORMA COMBINED CONDENSED FINANCIAL STATEMENTS

The estimated significant pro forma adjustments included in the above unaudited pro forma combined condensed financial statements are explained as follows:

Unaudited Pro Forma Combined Condensed Balance Sheet

a. Represents the estimated fair market value adjustment to property, plant and equipment, as well as an adjustment to accounts payable for an unrecorded liability related to purchased equipment.

b. Represents the estimated fair market value adjustment to technology-related intangible assets and the acquisition of a call option to purchase the remaining approximate 40% common stock of UST.

c. Represents $25.5 of goodwill, or the excess of total consideration over the net assets acquired.

d. Represents the 40% minority interest balance of UST and 7% minority interest balance of Unitive.

e. Represents the elimination of historical UST and Unitive equity, offset by total purchase consideration.

Unaudited Pro Forma Combined Condensed Statements of Income

f. Represents the adjustment to depreciation expense as a result of the fair market value and useful life adjustments to property, plant and equipment.

g. Represents the adjustment to amortization expense as a result of the fair market value and useful life adjustments to acquired intangible assets.

h. Represents additional expense related to the estimated change in the value of the call option asset.

i. Represents the elimination of Unitive's losses from their equity investment in UST.

j. Represents the minority interest income related to the 40% minority interest of UST and 7% minority interest of Unitive.

k. Represents additional interest expense related to the amortization of the debt discount incurred in connection with the financing of the UNC transaction.

l. Represents the application of a 100% valuation allowance against UST's deferred tax assets, in accordance with accounting principles generally accepted in the United States, as a result of UST's historical, cumulative losses.

m. Represents elimination of intercompany transactions.

n. Represents the reclassification of expenses between operating and non-operating in accordance with accounting principles generally accepted in the Unites States; with no effect to net loss.

EXHIBIT 23.1

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the incorporation by reference in the Registration Statements on Form S-3 (Nos. 333-39642, 333-68032 and 333-81334) and Form S-8 (Nos. 333-62891, 333-63430, 333-76254, 333-86161, 333-100814, 333-104601 and 333-113512) of Amkor Technology, Inc. of our report dated February 20, 2004, with respect to the consolidated financial statements of Unitive, Inc. included in the Current Report (Form 8-K/A) of Amkor Technology, Inc.

Raleigh, North Carolina /s/ Ernst & Young LLP
October 28, 2004

EXHIBIT 23.2

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

The Board of Directors
Unitive Semiconductor Taiwan Corp.:

We consent to the incorporation by reference in the registration statements (Nos. 333-39642, 333-68032, 333-81334, 333-62891, 333-63430, 333-76254, 333-86161, 333-100814, 333-104601 and 333-113512) on Form S-3 and S-8 of Amkor Technology, Inc. of our report dated February 4, 2004 (except as to Note 16, which is as of July 9, 2004), with respect to the balance sheet of Unitive Semiconductor Taiwan Corp. as of December 31, 2003, and the related statements of operations, changes in stockholders' equity, and cash flows for the year then ended, which report appears in the Form 8-K/A of Amkor Technology, Inc., dated August 19, 2004.

/s/ KPMG

KPMG Certified Public Accountants
Taipei, Taiwan
October 27, 2004