グローバルウェーハズ・ジャパン　ニュースリリース

2016 年 6 月 21 日

トプシル・セミコンダクタ社の臨時株主総会で弊社親会社のグローバルウエーハズへの半導体事業の譲渡が承認されました

弊社グローバルウェーハズ・ジャパン㈱の親会社であるグローバルウェーハズ㈱（以下GWC、台湾台北市場上場会社）は 6 月 17 日に GWC がトプシル・セミコンダクター社(以下トプシル社)のシリコン半導体事業を譲渡取得することが、トプシル社の臨時株主総会で正式に承認されたと発表しました。

GWC はトプシル社のシリコン半導体事業を 355 百万デンマーククローネ(およそ 56 億 3 千万円）で負債なしで取得します。譲渡は 2016 年上半期中に完了し、7 月初旬には正式に GWC との合併が完了する予定です。これは GWC にとって、2012 年にコバレントマテリアル社からシリコンウエーハ事業の譲渡を受けたことに次ぐ重要な出来事です。
この譲渡の成功は GWC にとってヨーロッパでの半導体事業を拡大させる事が可能になるだけでなく、フロートゾーン法ウエーハを加え幅広い製品ラインナップが確立されます。
合意では GWC はトプシル社の半導体事業の製品、顧客、従業員、技術の全てを継承し、さらにコペンハーゲンの土地、建物やポーランドの設備も譲渡されます。トプシル社が半世紀にわたり築いてきた顧客や供給者との良い関係も引き継がれます。
GWC はこの生産、技術、顧客の取得により、スケールメリット、世界的なシナジー効果、リソースの最適化により、世界の半導体ビジネスでのより良い存在価値を発揮できるようになります。

トプシル社は本社をデンマークのコペンハーゲンに置き、フロートゾーン法、チョコラルスキー法、エピタキシャル法によるシリコンウエーハ製造し、ヨーロッパ、アジア、アメリカの販売拠点を通じ全世界に販売しています。フロートゾーン法ウエーハは、成長著しいエネルギーインフラ分野で使われる中、高中耐圧パワー半導体に使われています。トプシル社のフロートゾーン法ウエーハは通常のチョコラルスキー法ウエーハに比べ、抵抗率は 100 倍高く、酸素濃度は 10%以下を達成し、パワー半導体だけでなく、自動化設備、電車、風力発電設備、ハイブリット車、電気自動車などにも使われています。

GWC は、世界第６位のシリコンウエーハメーカーで直径 3～12 インチのシリコンウエーハを台湾、中国、米国、日本にある７つの工場で製造しています。
この譲渡でヨーロッパに２つ以上の工場が加わるとともに、ヨーロッパでの販売拠点の拡大が可能になり、将来に渡り GWC の半導体業界の中での地位向上と競争力強化に資するものになります。

詳細は以下の GWC のプレスリリース(英文)をご覧ください。

以上

June 17, 2016

Topsil EGM Approve GlobalWafers' Acquisition Proposal

GlobalWafers Co., Ltd. ("GlobalWafers") announced today that the acquisition proposal has been officially approved by shareholders at the extraordinary general meeting of Topsil Semiconductor Materials A/S ("Topsil") on June 17th. GlobalWafers will acquire the semiconductor business of Topsil for DKK 355 million (about NT$1.76 billion) with zero debt. The transaction is expected to be completed during the first half of 2016 and officially merge into GlobalWafers in early July. This will be another climax for GlobalWafers after its merger with the semiconductor business of Covalent Material in 2012. The success of this transnational acquisition will not only enable GlobalWafers to expand its semiconductor business territory to Europe but also help GlobalWafers successfully step into the FZ wafers as to build up an outstanding portfolio.

In recent years, China has showed strong moves in merge and acquisition among semiconductor industry worldwide, purchasing critical technology with enormous fund as well as building their own territory with full governmental supports. Originally GlobalWafers has entered into an agreement under which GlobalWafers would acquire the purchase of shares of Topsil for DKK 320 million (about NT$1.59 billion) in cash at Topsil's board of directors dated May 20th. However, the Chinese bidder, NSIG (National Silicon Industry Group), offered a higher proposal on June 16th up to DKK335 million (about NT$1.63 billion) in exact same model as GlobalWafers. Considering overall product and industry strategy, GlobalWafers immediately convened an extraordinary board meeting and resolved to improve offer to DDK355 million (about NT$1.76 billion), which has been accepted at the extraordinary general meeting of Topsil today. In accordance with the Share Purchase Agreement, GlobalWafers will acquire 100% of products, customers, business, employees, technology of Topsil's semiconductor business as well as all lands and facilities in Copenhagen, Denmark, along with all equipments in Poland, well-established relationship with customers and suppliers which Topsil has possessed for over half a century. Though the cost of the acquisition increased 10.9% compared to the original plan, yet with long dedication at the semiconductor field with excellent operation capability and outstanding

technology, GlobalWafers will successfully acquire production, technology and customers via the preferable conditions of scale economy/global synergy and resource integration so as to better itself in the global semiconductor business. We believe the wonderful synergy will be shown soon in the near future.

Topsil, a listed company headquartered at Copenhagen in Denmark, has an industry leading portfolio of 3”–8” Float Zone and Czochralski/EPI silicon wafers manufactured at Topsil’s state-of-the-art production plant, as well as a global presence with local sales representation in Europe, Asia and America. Its Float Zone wafers are used for a wide variety of high and medium power applications with growth supported by positive worldwide macro trends within infrastructure and energy. Topsil FZ wafer resistivity can be 100 times higher, yet oxygen is less than 10% compared to normal CZ wafers. Topsil FZ products not only show extraordinary performance in Power Device, they are also widely applied in industrial automation and electrification, electric trains, wind turbines as well as hybrid and electric vehicles.

GlobalWafers is one of the top 6 of the largest silicon wafer manufacturers in the world. Specializing in 3” to 12” silicon wafer manufacturing, GlobalWafers possesses seven sites in Taiwan, China, USA, and Japan. This acquisition adds two more modern European plants to global deployment, further strengthening GlobalWafers’ operation scale with enhanced sales channels to expand the market in Europe. The high efficiency product line will also make the portfolio more complete to meet the demand of automobile and high power applications for GlobalWafers, strengthening it future position in the global semiconductor market.