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File No. 0-27884

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

**Report of Foreign Issuer
Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934**

For the month of February, 2002

Macronix International Co., Ltd.

No. 16 Li-Hsing Road,
Science-Based Industrial Park
Hsinchu, Taiwan, Republic of China

PROCESSED
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THOMSON FINANCIAL P

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

Form 20-F Form 40-F

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

Yes No

[If " Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82:_____.]

Wiley

EXHIBIT INDEX

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MACRONIX INTERNATIONAL CO., LTD.

For the month of January 2002

This is to report (1) the trading of directors, supervisors, executive officers and 10% shareholders of Macronix International Co., Ltd. (The Company : "MXIC")(NASDAQ : MXICY) (2) the pledge and clear of pledge of MXIC common shares by directors, supervisors, executive officers and 10% shareholders of MXIC (3) outstanding units and shares of ADR and (4) outstanding amount of Convertible Bonds by MXIC for the month of January 2002.

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

<i>Title</i>	<i>Name</i>	<i>Number of shares held when elected (for Directors, Supervisors and Executive Officers) or as April 19, 2001 (for 10% shareholders)</i>	<i>Number of shares held as December 31, 2001</i>	<i>Number of shares held as January 31, 2002</i>	<i>Changes</i>
Director and Vice President	Y. S. Tan	3,550,979	4,871,872	4,802,872	-69,000

(2) The pledge and clear of pledge of MXIC common shares by directors, supervisors, executive officers and 10% shareholders : None.

(3) Outstanding units and shares of ADR :

<i>Outstanding units on December 31, 2001</i>	<i>Outstanding shares on December 31, 2001</i>	<i>Outstanding units on January 31, 2002</i>	<i>Outstanding shares on January 31, 2002</i>
5,373,373.1	53,733,731	4,788,173.1	47,881,731

(4) Outstanding amount of Convertible Bonds

<i>Convertible Bonds</i>	<i>Conversion Price</i>	<i>Outstanding Amounts on January 31, 2002</i>
0% Convertible Bonds Due 2003	25.7649	US\$80,000,000
1% Convertible Bonds Due 2005	45.4855	US\$158,922,000



MACRONIX INTERNATIONAL CO., LTD.

For the month of February 2002

This is to report (1) the acquisition of assets by MXIC and (2) the disposition of assets by MXIC for the month of February 2002.

(1) The acquisition of assets :

<i>Date</i>	<i>Description of assets</i>	<i>Trade Quantity (Unit)</i>	<i>Purchase Price (Per Unit)</i>	<i>Trade Amount (NT\$)</i>
2002.02.07	HSBC NTD Money Management Fund	21,798,840.3	13.7622	300,000,000
2002.02.07	President Home Run Bond Fund	15,513,617.1	12.8919	200,000,000
2002.02.07	High Yield Securities Investment Trust Fund	22,650,740.68	13.2446	300,000,000

(2) The disposition of assets :

<i>Date</i>	<i>Description of assets</i>	<i>Trade Quantity (Unit)</i>	<i>Sale Price (Per Unit)</i>	<i>Trade Amount (NT\$)</i>	<i>Income / (Loss) (NT\$)</i>
2002.02.18	President Home Run Bond Fund	28,703,772.6	12.9032	370,370,519	370,519
2002.02.18	Sheng Hua 1699 Bond Fund	8,806,072.67	11.3699	100,124,166	124,166
2002.02.18	HSBC NTD Money Management Fund	21,798,840.3	13.7725	300,224,528	224,528
2002.02.18	High Yield Securities Investment Trust Fund	22,650,740.68	13.2584	300,312,580	312,580



MACRONIX INTERNATIONAL CO., LTD.

February 09, 2002

This is to report the changes or status of (1) Sales volume (2) funds lent to other parties (3) Endorsements and guarantees (4) Financial derivative transactions for the period of January 2002.

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

<i>Time</i>	<i>Item</i>	<i>2002</i>
<i>January</i>	<i>Invoice amount</i>	942,160
<i>January</i>	<i>Net Sales</i>	903,142

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

	<i>Bal. As of period end</i>
<i>MXIC</i>	-
<i>MXIC's subsidiaries</i>	1,643,120

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

	<i>Bal. As of period end</i>
<i>MXIC</i>	3,300,224
<i>MXIC's subsidiaries</i>	-

(4) Financial derivatives transactions (NT\$: Thousand)

	<i>Bal. As of period end</i>
<i>MXIC</i>	4,460,491
<i>MXIC's subsidiaries</i>	4,544,800



MACRONIX INTERNATIONAL CO., LTD.

Press Release
2002/2/4

**Macronix International Co., Ltd. Successfully Completed US\$140 million
Convertible Bond Offering**

Hsinchu, Taiwan, February 1, 2002 – MACRONIX (TAIEX:2337, NASDAQ:MXICY), the leading Taiwanese integrated circuit designer and producer, has raised US\$140 million with an option to increase the issue size to US\$169 million, to finance the purchase of machinery and equipment for its Fab III plant, through a convertible bond offering. The bookbuilding period was less than 10 hours as the issue was heavily oversubscribed, with demand in excess of US\$600 million from global convertible accounts.

The convertible has a 20% premium that sets a new benchmark for Taiwanese convertibles representing the highest premium achieved by a Taiwanese issuer in 2002 to date. The 5 year convertible bonds are structured with an annual coupon of 0.50%, a yield to maturity of 3.55% or US Treasury plus 15bps and a 2.5 year put.

Miin Wu, President of Macronix, said “demand was excellent and we are delighted that investors responded to this transaction as enthusiastically as to our previous deals.”

Deutsche Bank and Merrill Lynch are joint global co-ordinators and bookrunners for the offering.



MACRONIX INTERNATIONAL CO., LTD.

Press Release
2002/2/7

Macronix 2001 Fourth Quarter Report

Taipei, Taiwan, February 7, 2002 – Macronix International Co., Ltd. (“Macronix” or “the Company”) (TAIEX: 2337, NASDAQ: MXICY), today held the 2001 fourth quarter investor conference, disclosed its unaudited financial result for the fiscal year 2001, which was announced on January 28, in accordance with the Republic of China Securities and Futures Commission’s requirement. The Company also reported the fourth quarter unaudited financial results.

For the fiscal year 2001, ended December 31, net sales were NT\$21,360 million. Gross profit were NT\$9,791 million, representing 45.8% gross margin. Operating income were NT\$4,256 million, representing 19.9% operating margin. Non-operating expense were NT\$4,206million. Income before tax were NT\$50 million, income tax expense were NT\$917 million. Net loss were NT\$866 million, net loss per share were NT\$0.26.

The Company’s net sales for the fourth quarter were NT\$4,324 million, declined by 15% in comparison with previous quarter and declined by 64% in comparison with the same period last year. Gross margin was 24%, operating margin was negative 8%. Non-operating expenses reached NT\$2,513 million, net loss before tax were NT\$2,877 million, with income tax expense of NT\$457 million, the net loss were NT\$ 3,334million, representing a net loss per share of NT\$0.99. The net sales declined were caused by the cyclical down turn of global semiconductor industry, the contraction of consumer’s spending and the weaker demands from major Japanese clients. The major reasons for the fourth quarter’s net loss were the non-operating expense such as investment loss and the inventory write off expenses. As of December 31, the cash balance were NT\$12,295 million, net inventory were NT\$7,187million, decreased by NT\$1,076million from the end of September. Debt to total assets ratio maintained at 39%, representing a sound financial strength.

Even the global semiconductor market experienced a decline of 35 percent together with weaker demands and price dropping pressure, The Company kept the long turn commitment on research and development, the R&D expense reached NT\$3,331 million in 2001, accounted for 15.8% of net sales. Because of the valued-added total solutions, gross margin was 45.8%, among the top of semiconductor peer companies, and maintain the income before tax of NT\$50 million when most of the semiconductor peer companies experienced a loss before

tax.

The 2001 financial results need to be audited by CPA and are subject to approval by the Company's Board of directors.

Public relations: Patrick Tang
TEL:035-786688



MACRONIX INTERNATIONAL CO., LTD.

Press Release
2002/2/20

NOTICE TO BONDHOLDERS

Macronix International Co., Ltd.
US\$ 150,000,000
Zero Coupon Convertible Bonds Due 2003

“Notice of Consolidation Date and Suspension Period”

NOTICE IS HEREBY that the Board of Directors meeting will be held on March 6,2002. The Consolidation Date will be February 22,2002. The Conversion Right relating to the Bonds is suspended from the close of business on February 21 to the Record Date,2002.

NOTICE TO BONDHOLDERS

Macronix International Co., Ltd.
US\$ 200,000,000
1% Convertible Bonds Due 2005

“Notice of Consolidation Date & Suspension Period”

NOTICE IS HEREBY that the Board of Directors meeting will be held on March 6,2002. The Consolidation Date will be February 22,2002. The Conversion Right relating to the Bonds is suspended from the close of business on February 21 to the Record Date,2002.



MACRONIX INTERNATIONAL CO., LTD.

Press Release
2002/2/21

NOTICE TO BONDHOLDERS

Macronix International Co., Ltd.
US\$ 140,000,000
0.5% Convertible Bonds Due 2007

“Notice of Conversion Period”

NOTICE IS HEREBY that the Conversion period may be exercised starting from March 11,2002 to the Record Date, 2002.



Macronix International Co., Ltd.

90年第四季法人說明會

2001 Q4 Investor Conference

7 February 2002

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Safe Harbor Statement

These presentations and discussions contain certain forward-looking statements with respect to the results of operation, financial condition and current expectation. By their nature, forward-looking statements involve risk and uncertainty because they relate to events and depend on circumstances that will occur in the future.

Information as to those risk factors that could cause actual results to differ materially from those indicated by MXIC's forward-looking statements can be found in MXIC's Annual Report on Form 20F filed with the United States Securities and Exchange Commission on June 30, 2001

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Agenda

- Welcome Miin Wu
- 4Q'01 Financial Results Paul Yeh
- Remarks Miin Wu
- Q&A Miin Wu

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Financial Result - Income Statement

NTD\$M	2001/Q4 *	2001/Q3	2000/Q4	Change QoQ	Change YoY
Net Sales Revenue	4,324	5,086	11,857	(15%)	(64%)
Gross Profit	1,024	2,167	7,636	(53%)	(87%)
Gross Margin%	24%	43%	64%	(44%)	(63%)
Operating Expenses	1,388	1,414	1,488	(2%)	(7%)
Operating Income	(364)	753	6,148	(148%)	(106%)
Net Non-Operating Loss	(2,513)	(624)	(742)	303%	239%
Income Before Taxes	(2,877)	129	5,406	(2,329%)	(153%)
Income Taxes	(457)	(90)	(437)	408%	5%
Net Income	(3,334)	39	4,969	(8,626%)	(167%)
EPS	(0.99)	0.01	1.51		

*** Unaudited financial statements

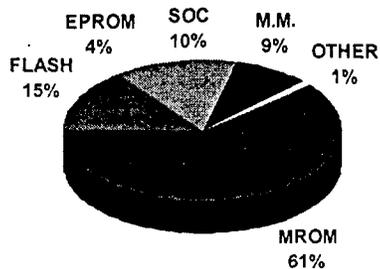
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Financial Result - Income Statement

NTD\$M	2001 *	2000	Change YoY
Net Sales Revenue	21,361	32,238	(34%)
Gross Profit	9,791	17,468	(44%)
Gross Margin%	46%	54%	(15%)
Operating Expenses	5,534	4,983	11%
Operating Income	4,256	12,485	(66%)
Net Non-Operating Loss	(4,206)	(1,573)	167%
Income Before Taxes	51	10,913	(100%)
Income Taxes	(917)	(300)	206%
Net Income	(866)	10,613	(108%)
EPS	(0.26)	3.22	

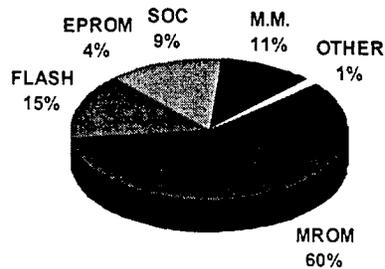
*** Unaudited financial statements
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Sales Breakdown by Product



2001 Q3

NTD\$5,086M

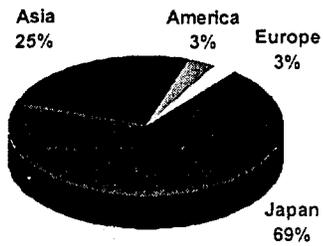


2001 Q4

NTD\$4,324M

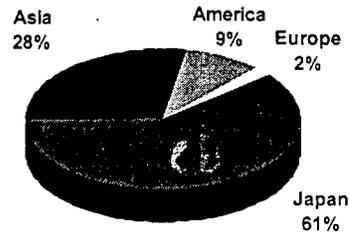
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Sales Breakdown by Geography



2001 Q3

NTD\$5,086M

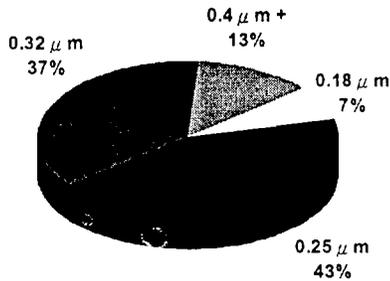


2001 Q4

NTD\$4,324M

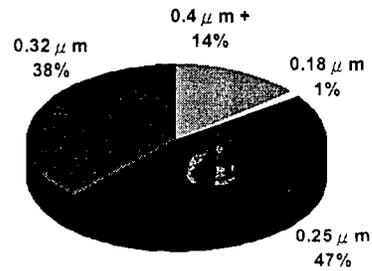
Asia : excluding Japan
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Sales Breakdown by Technology



2001 Q3

NTD\$5,086M

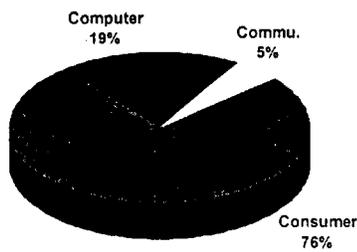


2001 Q4

NTD\$4,324M

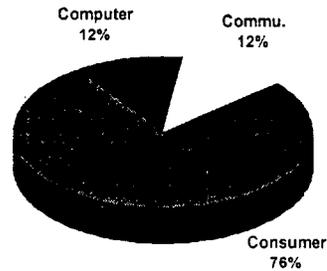
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Sales Breakdown



2001 Q3

NTD\$5,086M

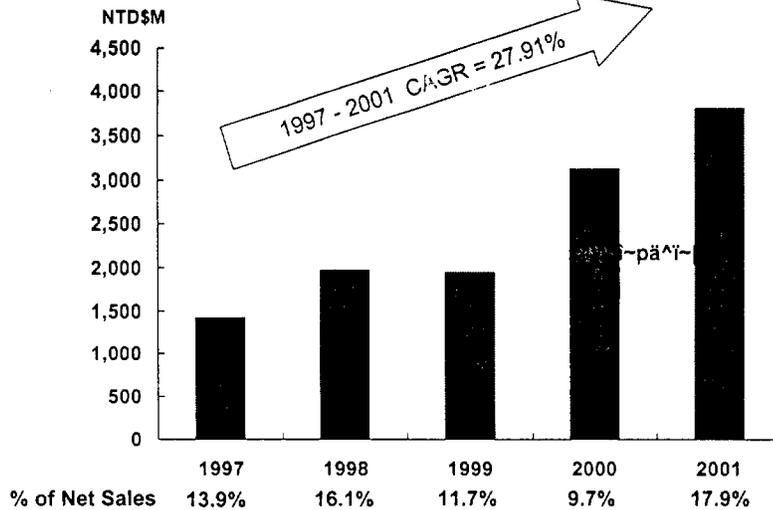


2001 Q4

NTD\$4,324M

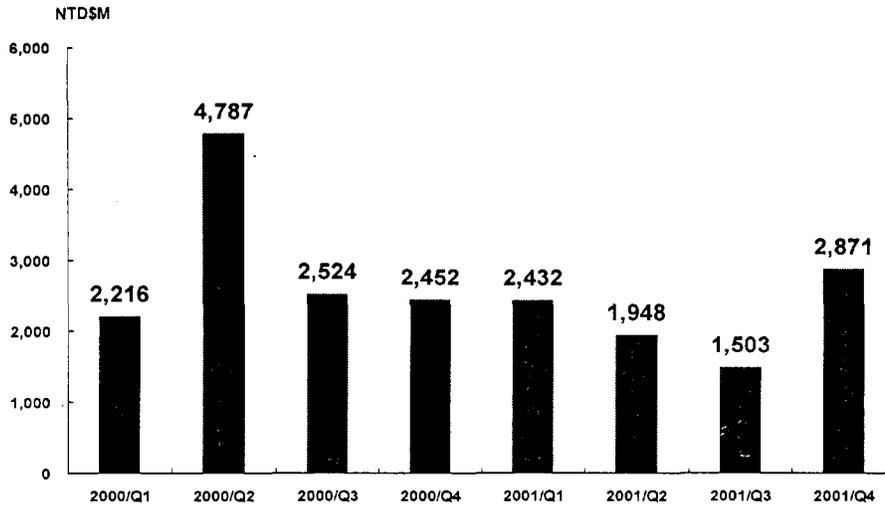
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R&D Expenses



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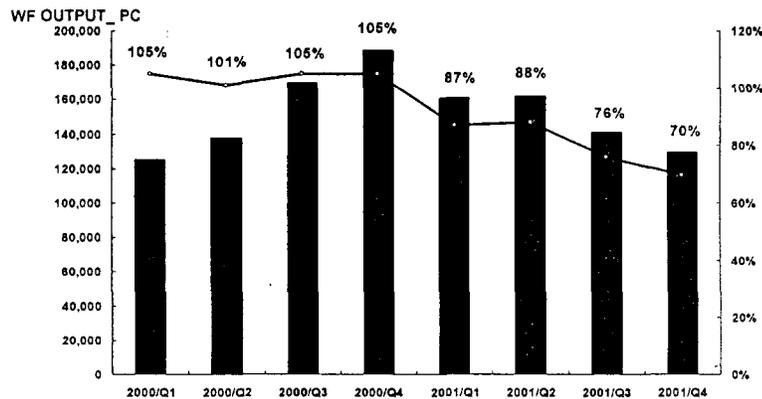
Capital Expenditure



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8" Equivalent Wafer Out & Utilization Rate



	Capacity	Wafer size	Process Technology/ (µm)
Fab I	35K/month	6"	0.50-0.32
Fab II	42K/month	8"	0.25-0.15

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Balance Sheet Highlight

NTD\$M	01/12/31 *	01/09/30	00/12/31	Change	
				QoQ	YoY
Cash	12,295	13,616	14,450	-10%	-15%
Inventory(Net)	7,187	8,263	5,139	(13%)	40%
Total Assets	70,543	72,059	70,745	(2%)	(0%)
Long Term Liability	19,801	17,149	16,069	15%	23%
Total Liabilities	27,403	25,456	26,172	8%	5%
Equity	43,140	46,603	44,573	(7%)	(3%)
Debt Ratio	39%	35%	37%		

*** Unaudited financial statements
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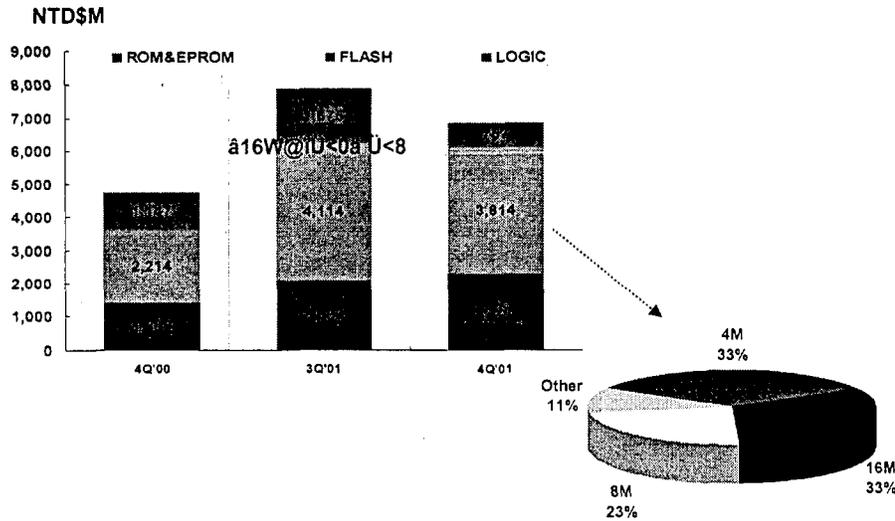
Net Non- Operating Loss

NTD\$M	2001/Q4 *	2001 *
Net interest expenses	(163)	(594)
Net loss from L-T investment	(493)	(955)
Casear	(227)	(406)
Chantek	(206)	(206)
Others	(60)	(343)
Inventory loss provision	(1,860)	(2,560)
Others	3	(97)
Net operating loss	(2,513)	(4,206)

*** Unaudited financial statements
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Inventory Breakdown



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Cash Flow Highlight

NTD\$M	2001 *	2000	Change YoY
Net Income	(866)	10,613	(108%)
Depreciation & Amorization	7,997	6,045	32%
Net Cash Provided by Operating Activities	8,857	15,644	(43%)
Additions to long-term investments	(2,544)	(1,707)	49%
Purchase of property, plant, & equipment	(8,649)	(12,125)	(29%)
Net Cash Used in Investing Activities	(13,273)	(13,292)	(0%)
Net Cash Provided by Financing Activities	2,261	8,491	(73%)
Net Increase in Cash & Cash Equivalents	(2,155)	10,842	(120%)
Cash & Cash Equivalents at the end of period	12,295	14,450	(15%)
EBITDA	8,641	17,653	(51%)

* * * Unaudited financial statements

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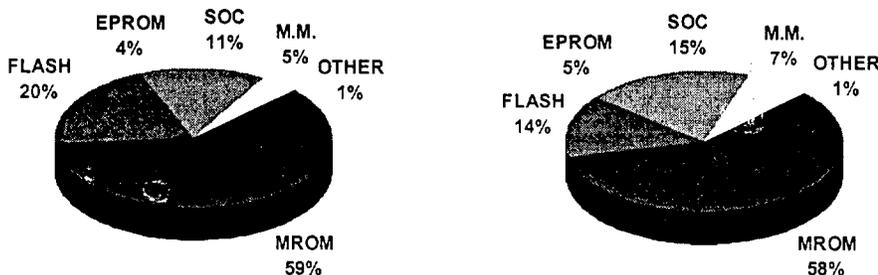
Appendix 1 : Financial Result - Income Statement

NTD\$M	2001/Q1	2001/Q2	2001/Q3	2001/Q4 *	2001 *
Net Sales Revenue	6,833	5,117	5,086	4,324	21,361
Gross Profit	4,045	2,554	2,167	1,024	9,791
Gross Margin%	59%	50%	43%	24%	46%
Operating Expenses	1,352	1,380	1,414	1,388	5,534
Operating Income	2,693	1,175	753	(364)	4,256
Net Non-Operating Loss	(689)	(380)	(624)	(2,513)	(4,206)
Income Before Taxes	2,004	795	129	(2,877)	51
Income Taxes	(110)	(260)	(90)	(457)	(917)
Net Income	1,894	535	39	(3,334)	(866)
EPS	0.56	0.16	0.01	(0.99)	(0.26)

*** Unaudited financial statements
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Appendix 2 : Sales Revenue Breakdown by Product YoY



2000

NTD\$32,238M

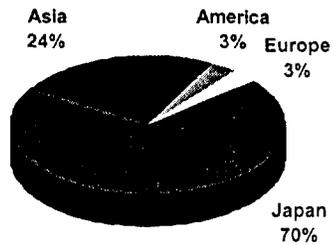
2001

NTD\$21,361M

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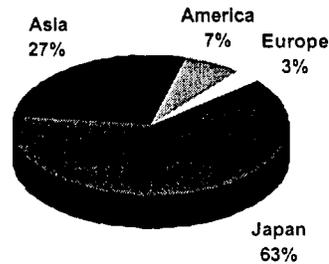
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Appendix 3 : Sales Breakdown by Geography YoY



2000

NTD\$32,238M



2001

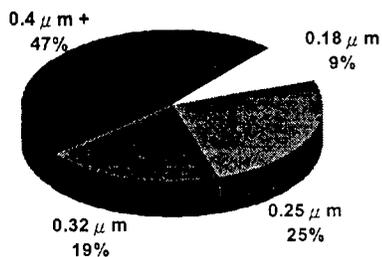
NTD\$21,361M

Asia : excluding Japan

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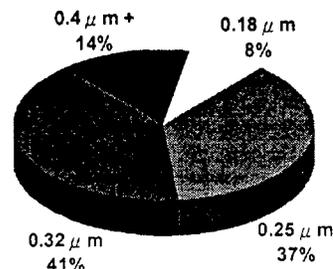
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Appendix 4 : Sales Breakdown by Technology YoY



2000

NTD\$32,238M



2001

NTD\$21,361M

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**For more information regarding MXIC
www.macronix.com**

**For all inquiries, suggestions, and comments
ir@mxic.com.tw**

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MACRONIX INTERNATIONAL CO., LTD.
STATEMENTS OF OPERATIONS

For the periods ended December 31, 2001 and 2000
(Amounts in millions New Taiwan Dollars except per share)

	Year Over Year Comparison				Quarter Over Quarter Comparison				
	Three-month Period Ended				Three-month Period Ended				
	2001/Q4 *	2000/Q4	YoY %		2001/Q4 *	2001/Q3	QoQ %		
NT\$	NT\$	%		NT\$	NT\$	%			
Net Sales	4,324	11,857	100%	-64%	4,324	5,086	100%	-15%	
Cost of Sales	(3,300)	(4,221)	(36%)	-22%	(3,300)	(2,919)	(57%)	13%	
Gross Margin	1,024	7,636	64%	-87%	1,024	2,167	43%	-53%	
Operating Expenses									
Sales Expense	(94)	(148)	(1%)	-36%	(94)	(137)	(3%)	-31%	
Adm. Expense	(305)	(344)	(3%)	-11%	(305)	(277)	(5%)	10%	
R&D Expense	(989)	(996)	(8%)	-1%	(989)	(1,001)	(20%)	-1%	
Total Operating Expense	(1,388)	(1,488)	(13%)	-7%	(1,388)	(1,414)	(28%)	-2%	
Operating Income(Loss)	(364)	6,148	52%	-106%	(364)	753	15%	-148%	
Net Non-operation Loss	(2,513)	(742)	(6%)	239%	(2,513)	(624)	(12%)	303%	
Net Income (Loss) before Tax	(2,877)	5,406	46%	-153%	(2,877)	129	3%	-2329%	
Income Tax Benefit	(457)	(437)			(457)	(90)			
Net Income(Loss)	(3,334)	4,969	42%	-167%	(3,334)	39	1%	-8626%	
Net Income (Loss) Per Share	(0.99)	1.51			(0.99)	0.01			

2001 financial results need to be audited by CPA and subject to approval of Macronix's Board of directors.
Total retroactively adjusted weighted average outstanding common shares for 2001 were 3,359 million shares compared with 3,295 million shares for 2000.

MACRONIX INTERNATIONAL CO., LTD.

STATEMENTS OF INCOME

For the year ended December 31, 2001 and 2000

(Amounts in thousand New Taiwan Dollars except per share)

Description	The Year ended December 31, 2001 *		The Year ended December 31, 2000	
	NT\$	%	NT\$	%
Sales revenue	\$ 21,606,027	101.15	\$ 32,371,235	100.41
Less: Sales returns	(165,175)	(0.77)	(101,256)	(0.31)
Sales discounts	(80,131)	(0.38)	(31,997)	(0.10)
Net sales revenue	21,360,721	100.00	32,237,982	100.00
Cost of goods sold	(11,564,460)	(54.14)	(14,677,465)	(45.53)
Gross profit	9,796,261	45.86	17,560,517	54.47
Plus: Unrealized profit as of January 1	112,862	0.53	20,695	0.06
Less: Unrealized profit as of September 30	(118,249)	(0.55)	(112,862)	(0.35)
Realized gross profit	9,790,874	45.84	17,468,350	54.19
Operating expenses				
Selling expenses	(508,996)	(2.38)	(624,425)	(1.94)
Administrative expenses	(1,204,158)	(5.64)	(1,219,465)	(3.78)
Research and development expenses	(3,821,234)	(17.89)	(3,139,021)	(9.74)
Total operating expenses	(5,534,388)	(25.91)	(4,982,911)	(15.46)
Operating income	4,256,486	19.93	12,485,439	38.73
Other income				
Interest income	481,688	2.26	512,695	1.59
Gain on disposal of property, plant, and equipment	21,284	0.10	15,543	0.05
Foreign exchange gain	-	-	84,508	0.26
Gain on reversal of bad debt	54,810	0.26	-	-
Others	130,953	0.61	62,908	0.20
Total other income	688,735	3.22	675,654	2.10
Other expenses				
Interest expense	(1,075,745)	(5.04)	(1,207,060)	(3.74)
Investment loss	(928,570)	(4.35)	(902,868)	(2.80)
Loss on disposal of property, plant, and equipment	(7,262)	(0.03)	(5,303)	(0.02)
Foreign exchange loss	(77,858)	(0.36)	-	-
Inventory loss provision	(2,559,855)	(11.98)	(76,796)	(0.24)
Others	(245,411)	(1.15)	(56,242)	(0.17)
Total other expenses	(4,894,701)	(22.91)	(2,248,269)	(6.97)
Income before taxes	50,520	0.24	10,912,824	33.85
Income tax (expense) benefit	(917,000)	(4.29)	(300,000)	(0.93)
Net income	\$ (866,480)	(4.06)	\$ 10,612,824	32.92
Earnings per share(in New Taiwan Dollars)				
Net income per common share	\$ (0.26)		\$ 3.22	

Note : 2001 financial results need to be audited by CPA and subject to approval of Macronix's Board of directors.

MACRONIX INTERNATIONAL CO., LTD.

BALANCE SHEETS

December 31, 2001 and 2000

(Amounts in thousand New Taiwan Dollars)

	December 31, 2001		December 31, 2000	
	NT\$	%	NT\$	%
ASSETS				
Current assets				
Cash and cash equivalents	\$ 12,295,159	17.43	\$ 14,450,186	20.43
Restricted investments-current	34,000	0.05	216,000	0.31
Notes receivable (net)	67,598	0.10	214,895	0.30
Accounts receivable (net)	2,029,500	2.88	4,423,341	6.25
Receivable from related parties-net	359,520	0.51	712,177	1.01
Inventories (net)	7,187,307	10.19	5,138,581	7.26
Prepaid expenses	562,031	0.80	408,873	0.58
Deferred income taxes-current (net)	565,270	0.80	692,930	0.99
Other current assets	379,735	0.54	1,181,195	1.67
Total current assets	23,480,120	33.28	27,438,178	38.79
Long-term equity investments	3,974,210	5.63	2,762,572	3.90
Property, plant, and equipment				
Land	598,076	0.85	598,076	0.85
Buildings and facility	13,361,244	18.94	11,787,504	16.66
Production equipment	41,020,975	58.15	37,312,594	52.74
Research and development equipment	1,216,401	1.72	908,738	1.28
Transportation equipment	30,554	0.04	15,658	0.02
Office furniture and fixtures	852,335	1.21	832,279	1.18
Leasehold improvements	4,468	0.01	9,140	0.01
Leased equipment	953,225	1.35	24,946	0.04
Total property, plant, and equipment	58,037,278	82.27	51,488,935	72.78
Less: Accumulated depreciation	(26,365,185)	(37.37)	(19,639,492)	(27.76)
Add: Construction in progress	2,491,523	3.53	355,348	0.50
Prepayments for equipment	4,603,724	6.53	5,781,739	8.17
Net property, plant, and equipment	38,767,340	54.96	37,986,530	53.69
Intangible assets				
Software	471,549	0.67	377,153	0.53
Deferred charges	380,033	0.54	404,459	0.57
Total intangible assets	851,582	1.21	781,612	1.10
Other assets				
Refundable deposits	30,711	0.04	36,506	0.05
Restricted investments-noncurrent	1,721,801	2.44	-	-
Deferred income taxes-noncurrent (net)	1,537,411	2.18	1,594,072	2.25
Other assets	179,647	0.25	145,705	0.21
Total other assets	3,469,570	4.92	1,776,283	2.51
Total assets	\$ 70,542,822	100.00	\$ 70,745,175	100.00
LIABILITIES & SHAREHOLDERS' EQUITY				
Current liabilities				
Short-term debt	-	-	-	-
Short-term notes	-	-	-	-
Current portion of debentures	2,596,131	3.68	100,000	0.14
Current portion of long-term debt	310,796	0.44	3,159,688	4.47
Current portion of capital lease obligations	1,087,606	1.54	3,855	0.01
Accounts payable	180,661	0.26	1,574,328	2.23
Payable to equipment suppliers	358,076	0.51	381,381	0.54
Income tax payable	1,827,718	2.59	613,824	0.87
Accrued expenses	1,010,363	1.43	1,734,404	2.45
Payable to related parties	208,216	0.30	1,364,891	1.93
Other current liabilities	7,579,567	10.74	228,936	0.32
Total current liabilities	19,800,896	28.07	10,085,987	14.27
Long-term liabilities				
Long-term debt, less current portion	5,522,854	7.83	7,410,698	10.48
Debentures, less current portion	1,626,766	2.31	15,313	0.02
Capital lease obligation, less current portion	12,651,276	17.93	8,642,843	12.22
Total long-term liabilities	17,800,896	25.07	16,068,854	22.72
Other liabilities				
Refundable deposits-in	22,704	0.03	16,819	0.02
Accrued pension cost	88	0.00	88	0.00
Total other liabilities	22,792	0.03	16,907	0.02
Total liabilities	27,403,255	38.85	26,171,748	36.99
Shareholders' equity				
Common shares	33,593,426	47.62	24,744,091	34.98
Additional paid-in capital	5,982,286	8.48	8,440,733	11.93
Legal reserve	1,707,054	2.42	647,015	0.91
Special reserve	1,425	0.00	-	-
Retained earnings	2,234,033	3.17	10,743,013	15.19
Unrealized losses on long-term investment	(647,618)	(0.92)	(107,300)	(0.15)
Cumulative translation adjustments	268,961	0.38	105,875	0.15
Total shareholders' equity	43,139,567	61.15	44,573,427	63.01
Total liabilities and shareholders' equity	\$ 70,542,822	100.00	\$ 70,745,175	100.00

Note : 2001 financial results need to be audited by CPA and subject to approval of Macronix's Board of directors.

MACRONIX INTERNATIONAL CO., LTD.
STATEMENTS OF CASH FLOWS

For the year ended December 31, 2001 and 2000
(Amounts in thousand New Taiwan Dollars)

	<u>The Year ended December 31, 2001 *</u>	<u>The Year ended December 31, 2000</u>
Cash flows from operating activities:		
Net income	\$ (866,480)	\$ 10,612,824
Adjustments to reconcile net income to net cash provided by		
Operating activities:		
Depreciation	7,435,120	5,654,047
Bad debt expense	9,431	29,647
Bad debt provision (Reversal)	(54,810)	-
Inventory loss provision (Reversal)	2,559,855	76,796
Receivables from cash dividend	-	98,404
Net loss from equity investment	954,772	835,283
Gain on disposal of short-term investment	(26,202)	(25,415)
Amortization	561,552	391,419
Deferred income taxes	858,121	(96,706)
Gain on disposal of property, plant, and equipment	(21,284)	(15,543)
Loss on disposal of property, plant, and equipment	7,262	5,303
Net changes in operating assets and liabilities:		
Accrued pension cost	5,885	1,000
Notes receivable	147,297	(140,273)
Accounts receivable	2,436,485	(1,521,655)
Receivables from related parties	354,986	(396,574)
Inventories	(4,605,160)	(1,641,190)
Other current assets	127,660	(90,278)
Prepaid expenses	(156,579)	(82,411)
Notes and Accounts payable	(486,722)	374,817
Payables to related parties	(200,720)	21,569
Accrued expenses	93,314	1,040,558
Other current liabilities	(255,748)	348,994
Income tax payable	(20,720)	163,052
Net cash provided by operating activities	<u>8,857,315</u>	<u>15,643,668</u>
Cash flows from investing activities:	(1,539,801)	774,375
Decrease (increase) in restricted investments	26,202	25,415
Decrease (increase) in short-term investments	(2,543,642)	(1,707,414)
Additions to long-term equity investments	-	12,500
Proceeds from disposal of long-term equity investments	(8,648,881)	(12,125,067)
Purchase of property, plant, and equipment	92,445	176,982
Proceeds from disposal of property, plant, and equipment	5,795	(27,514)
Decrease (increase) in refundable deposits	(631,522)	(358,318)
Additions to intangible assets	(33,536)	(63,279)
Net cash used in investing activities	<u>(13,272,940)</u>	<u>(13,292,320)</u>
Cash flows from financing activities:		
Increase (decrease) in short-term debts	(924,680)	900,739
Increase (decrease) in short-term notes	-	(248,409)
Increase in refundable deposits-in	-	88
Distribution of directors and supervisors' remunerations	(190,148)	-
Decrease in long-term debts	(2,451,401)	(2,729,457)
Increase (decrease) in capital lease obligations	1,918,394	(3,558)
Increase in debentures	3,908,433	6,958,050
Cash received from issuance of stock and subscriptions	-	3,613,555
Net cash provided by financing activities	<u>2,260,598</u>	<u>8,491,008</u>
Net increase (decrease) in cash and cash equivalents	(2,155,027)	10,842,356
Cash and cash equivalents at the beginning of period	14,450,186	3,607,830
Cash and cash equivalents at the end of period	<u>\$ 12,295,159</u>	<u>\$ 14,450,186</u>

Note : 2001 financial results need to be audited by CPA and subject to approval of Macronix's Board of directors.

SIGNATURES

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

MACRONIX INTERNATIONAL CO., LTD.

Date: February 27, 2002

By: Paul Yeh

Name: Paul Yeh

Title: Associate Vice President of Finance Center