



(Summary Translation)
Meeting Notice
of
Annual General Shareholders Meeting¹

The 2014 Annual General Shareholders Meeting of Winbond Electronics Corp. (the “Company”) will be convened at Room102 No. 4, Creation Rd. III, Hsinchu Science Park, Taiwan, R.O.C.) at 9:00 a.m., Tuesday, June 17th, 2014.

1. The agenda for the meeting is as follows:
 - I. Matters reported
 - (1) Business report of Winbond Electronics Corporation for fiscal year 2013
 - (2) The 2013 Supervisors’ Review Report
 - (3) Other matters to be reported
 - II. Matters acknowledged and discussed and Election
 - (1) To acknowledge and recognize business report and financial statements of fiscal year 2013.
 - (2) To acknowledge and recognize the making-up of loss for fiscal year 2013.
 - (3) To discuss the amendment of the internal rules:
 - a. Procedures of Acquisition or Disposal of Assets
 - b. Procedures for Engaging in Financial Derivatives Transactions
 - (4) Election of Directors and Supervisors
 - (5) Discussion of the matter on the release of conflict of plurality of Directors of the tenth Term.
 - III. Extemporaneous motion
2. Winbond Electronics Corp. has adopted the nomination system for its election of board members.
Candidates below :
Directors : 1. Arthur Yu-Cheng Chiao 2. Ching-Chu Chang 3. Matthew Feng-Chiang Miao 4. Yung Chin 5. Hui-Ming Cheng(Representative of Walsin

¹ This summary translation is for reference only and is qualified in its entirety by the Chinese version of meeting notice of annual general shareholders meeting. In the event of any discrepancy between the Chinese version and this summary translation, the Chinese version shall prevail.



Lihwa Corp.) 6. Tung-Yi Chan

Independent directors : 1. Francis Tsai 2. Allen Hsu 3. Jerry Hsu

Supervisors : 1. Wang-Tsai Lin (Representative of Chin Xin Investment Co., Ltd.)

2. Yeu-Yuh Chu 3. Hong-Chi Yu

For a more detailed description, please refer to the Shareholder Meeting Agenda Handbook

3. The discussion on the release of conflict of plurality of Directors of the tenth Term. For a more detailed description, please refer to the Shareholder Meeting Agenda Handbook
4. Shareholders are able to exercise the voting right through electronic voting in this session. The exercise period starts from May 17, 2014 to June 14, 2014. Please login to Taiwan Depository & Clearing Corporation's e-voting website and vote in accordance with the relevant instructions. (www.stockvote.com.tw)

Board of Directors
Winbond Electronics Corp.