



(Summary Translation)  
**Meeting Notice**  
**of**  
**Annual General Shareholders Meeting<sup>1</sup>**

The 2020 annual general shareholders meeting of Winbond Electronics Corporation (the “Company”) will be convened at 1st Floor-The Ballroom, No.15, Ln.168, Xingshan Rd., Neihu Dist., Taipei City, Taiwan, R.O.C. at 9:00 a.m., Friday, June 12, 2020.

1. The agenda for the meeting is as follows:
  - I. Matters to be reported
    - (1) Business report of fiscal year 2019
    - (2) Audit Committee’s review report on 2019 financial statements
    - (3) Report of remuneration of employees and directors for fiscal year 2019
    - (4) Report on distribution of cash dividends from the 2019 profits
    - (5) Other matters to be reported
  - II. Matters to be recognized and discussed and election of directors
    - (1) To recognize business report and financial statements of fiscal year 2019
    - (2) To recognize the proposal for distribution of 2019 profits
    - (3) To discuss the amendment to the Procedures for Endorsements and Guarantees
    - (4) To elect the directors of the 12th term
    - (5) To discuss the release of directors (including independent directors) from the non-competition restriction
    - (6) Extemporaneous motion
2. The Company has adopted the nomination system for its election of board members. The Company shall elect 11 directors (including 4 independent directors). Candidates are as below :
  - (a) Directors : 1. Mr. Arthur Yu-Cheng Chiao, 2. Chin-Xin Investment Co., Ltd., 3. Mr. Jamie Lin, 4. Ms. Teresa Ma, 5. Walsin Lihwa Corporation, 6. Mr. Tung-Yi Chan, and 7. Ms. Yung Chin.  
Independent directors : 1. Mr. Allen Hsu, 2. Mr. Stephen Tso, 3. Mr. Francis Tsai, and 4. Mr. Jerry Hsu

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<sup>1</sup> 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.

- (b) Education and experience of the candidates: please refer to the List of Director Candidates in the Annual General Shareholders Meeting Agenda Handbook placed on the Market Observation Post System (<http://mops.twse.com.tw>).
3. Based on the requirements of Article 172 of the Company Act, the proposals for the release of directors (including independent director) from the non-competition restriction, as well as election of directors are placed on the Market Observation Post System (<http://mops.twse.com.tw>). Please refer to the Annual General Shareholders Meeting Agenda Handbook placed on the Market Observation Post System (<http://mops.twse.com.tw>) for details of these proposals.
  4. Shareholders can exercise voting right through electronic voting in this session. The period of exercising the voting rights starts from May 13, 2020 to June 09, 2020. Please login in Taiwan Depository & Clearing Corporation's e-voting website and vote in accordance with the instructions. ([www.stockvote.com.tw](http://www.stockvote.com.tw))

Board of Directors

Winbond Electronics Corporation