



(Summary Translation)
Meeting Notice
of
Annual General Shareholders Meeting¹

The 2023 annual general shareholders meeting of Winbond Electronics Corporation (the “Company”) will be convened at No. 539, Sec. 2, Wenxing Rd., Zhubei City, Hsinchu County 302052, Taiwan (R.O.C.) at 9:00 a.m., Tuesday, May 30, 2023.

1. The agenda for the meeting is as follows:

I. Matters to be reported

- (1) Business report of fiscal year 2022
- (2) Audit Committee’s review report on 2022 audited financial statements and report
- (3) Report on distribution of employee and director compensations for 2022
- (4) Report on distribution of cash dividends from the 2022 profit
- (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 2022
- (2) To recognize the proposal for distribution of the 2022 profit
- (3) To elect the directors (including independent directors) of the 13th term
- (4) To discuss the release of directors (including independent directors) from the non-competition restrictions
- (5) Extemporary motion

2. The Company has adopted a 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. Ms. Yung Chin; 4. Walsin Lihwa Corporation; 5. Mr. Jamie Lin; 6. Ms. Wei-Hsin Ma; and 7. ELAINE SHIHLAN CHANG (a new candidate of the 13th term).
Independent directors: 1. Mr. Allen Hsu; 2. Mr. Stephen Tso; 3. Mr. Chung-Ming Kuan (a new candidate of the 13th term); and 4. Mr. LI -JONG PEIR (a new

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.

candidate of the 13th term)

- (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. Pursuant to Article 240 of the Company Act and Winbond's Articles of Incorporation, the Board of Directors passed a resolution on March 14, 2023 to distribute NT\$3,980,000,193 in cash dividends, or NT\$1 in cash per common share, for 2022. The Chairman of the Board of Directors is authorized to modify the cash dividend per share distributable to shareholders based on the actual number of the outstanding shares in the Company as of the ex-dividend record date, if such distributable amount of cash dividend per share is changed due to changes in the number of the outstanding shares in the Company arising from any event such as a share buyback by the Company. In the calculation of the cash dividend to be distributed to each shareholder, the amount thereof will be rounded to the nearest whole New Taiwan dollar, with the amount below one New Taiwan dollar being unconditionally discarded. All fractional amounts thereof less than one New Taiwan dollar will be credited to the Company's other income.
 4. Please refer to the Shareholder Meeting Agenda Handbook for details of the proposal for discussion on the release of directors from the non-competition restrictions.
 5. Shareholders may exercise their voting right through electronic voting in this session. The period of exercising their voting rights starts from April 30, 2023 to May 27, 2023. Please login in Taiwan Depository & Clearing Corporation's e-voting website and vote in accordance with the instructions. (www.stockvote.com.tw)

Board of Directors

Winbond Electronics Corporation