



(Summary Translation)
Meeting Notice
of
Annual General Shareholders Meeting¹

The 2015 annual general shareholders meeting of Winbond Electronics Corporation (the “Company”) will be convened at Room 102, No. 4, Creation Rd. III, Hsinchu Science Park, Taiwan, R.O.C.) at 9:00 a.m., Thursday, June 18, 2015.

1. The agenda for the meeting is as follows:
 - I. Matters to be reported
 - (1) Business report of Winbond Electronics Corporation of fiscal year 2014
 - (2) The 2014 Supervisors’ Review Report
 - (3) Other matters to be reported
 - II. Matters to be acknowledged and discussed
 - (1) To acknowledge and recognize business report and financial statements of fiscal year 2014.
 - (2) To acknowledge and recognize the making-up of loss for fiscal year 2014.
 - (3) Discussion on the release of directors from the non-competition restriction.
 - III. Extemporaneous motion
2. Please refer to the Shareholder Meeting Agenda Handbook for the details of the proposal of discussion on the release of directors from the non-competition restriction.
3. All matters to be acknowledged and discussed in this annual general shareholders meeting will be discussed one by one but will be voted at the same time after the discussion for all matters has been completed. The votes for each matter will be tallied separately.

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.



4. Shareholders are able to exercise the voting right through electronic voting in this session. The period of exercising the voting rights starts from May 19, 2015 to June 15, 2015. 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 Corp.