



WIN Semiconductors Corp.
Meeting Notice
of
Annual General Shareholders' Meeting
(Summary Translation)

The 2021 Annual General Shareholders' Meeting (the "Meeting") of WIN Semiconductors Corp. (the "Company") will be convened at 9:00 a.m., Thursday, June 10, 2021 at Fullon Hotel Linkou (2F, No. 68, Wuner 1st St., Guishan District, Taoyuan City, Taiwan).

I. Agenda for the Meeting:

1. Report Items

- (1) 2020 Business report
- (2) 2020 Audit Committee's review report
- (3) 2020 Employees' profit sharing bonus and Directors' compensation
- (4) Status of distribution for cash dividend of 2020 earnings
- (5) Status of endorsement and/or guarantee of the Company
- (6) Status of the issuance of the first unsecured overseas zero coupon convertible bonds of the Company

2. Proposed Items

- (1) Adoption of the 2020 Business Report and Financial Statements and Profit Allocation Proposal

3. Discussion Items

- (1) Amendment to the Company's "Articles of Incorporation"
- (2) Amendment to the Company's "Rules and Procedures of Shareholders' Meeting"
- (3) Amendment to the Company's "Rules for Election of Directors"
- (4) Proposal for release of Directors from non-competition restrictions

4. Special Motions

II. The distribution of cash dividend of 2020 earnings resolved by the Board of Directors meeting on March 18, 2021. Cash dividends to shareholders totals NT\$4,240,413,840. Each stock will be entitled to a cash dividend of NT\$10.

III. According to Article 209 of the Company Act, the Company hereby requests the shareholders' approval to release these directors and their proxies from the non-competition restrictions.

The positions that Directors (including three Independent Directors) concurrently engage in:

| Name of Independent Director | The essential position the director engages in |
|--------------------------------------|--|
| Chin-Tsai Chen (Dennis Chen, 陳進財) | Independent Director, Inventec Besta Co., Ltd. Director Representative, Phalanx Biotech Group, Inc. |
| Li-Cheng Yeh (葉力誠) | Director, Inventec Corporation Director, Inventec Besta Co., Ltd. Director, Chainwin Biotech and Agrotech (Cayman Islands) Co., Ltd. |
| Chin-Shih Lin (林錦獅) | Director, Prolific Technology Inc. |
| Shen-Yi Lee (李伸一) | Chairman, One Eternity Foundation Company Limited |

- IV. The main content of the proposals pursuant to Article 172 of the Company Act of the Republic of China, please refer to the handbook for the 2021 annual meeting of shareholders.
- V. Pursuant to Article 165 of the Company Act of the Republic of China, the shareholder register will be closed from April 12, 2021 to June 10, 2021.
- VI. One copy of the attendance notification form and proxy form will be attached to this meeting notice. If the shareholder(s) is attending the meeting in person, please sign or stamp on the attendance notification form and carry it to the check-in desk on the day of the meeting. In the case that an agent(s) is entrusted to attend the meeting, the shareholder(s) shall sign or stamp on the proxy form and personally fill out the name and address of the agent, then deliver the proxy form to the Grand Fortune Securities Corporation Registrar Transfer Department at least 5 days prior to the day of the meeting. The signed proxy form will serve as the sign-in card for agent(s) to represent your vote at the meeting.
- VII. If a proxy is solicited by the shareholder(s), WIN Semiconductors Corp. is required to compile details on the proxy solicitation parties and disclose such information on the Securities & Future Institute (SFI) website no later than May 10, 2021. Shareholder(s) can obtain information on proxy solicitation firms from the “Free proxy disclosure & related information system” (<http://free.sfi.org.tw>), via the “proxy disclosure and meeting notices” search page.
- VIII. Shareholders may exercise their voting rights through the STOCKVOTE platform of Taiwan Securities Central Depository Co., Ltd. (<https://www.stockvote.com.tw>) during the period from May 11, 2021 to June 7, 2021.
- IX. The Grand Fortune Securities Corporation Registrar Transfer Department is the proxy tallying and verification institution for this AGM.
- X. These regulations should be abided and applied.

Board of Directors
WIN Semiconductors Corp.