

開會通知書

Notice for the Convention of 2022 Annual General Meeting of Alchip Technologies, Limited

- 茲訂於民國111年6月10日上午9時假台北市內湖區堤頂大道二段207號1樓(學學文創大樓)舉行本公司111年股東常會，會議召集事由：(一)報告事項：1.民國110年度營業狀況報告。2.審計委員會查核民國110年度決算表冊報告。3.員工及董事酬勞分配情形報告。4.買回本公司股份之執行情形報告。(二)承認事項：1.民國110年度營業報告書及財務報告。2.民國110年度盈餘分配案。3.變更本公司2021年1月13日獲金管會核准之以現金增資發行普通股參與發行海外存託憑證之計畫內容案。(三)選舉事項：改選董事7席(含獨立董事3席)案。(四)討論事項：1.修訂公司章程案(應以特別決議通過)。2.修訂取得或處分資產處理程序案。3.修訂股東會議事規則案。4.解除新任董事競業禁止案(應以特別決議通過)。(五)臨時動議。
- The Annual General Meeting of 2022 of Alchip Technologies, Limited (the "meeting") will be held at 1F, No. 207, Sec.2, Tiding Blvd., Neihu Dist., Taipei City (Building of Xue Xue Institute) on June 10, 2022 at 9:00 a.m. Taiwan time. Agenda of the meeting: I. Report Items: (1) The Business Report of 2021. (2) Audit committee's Review Report on 2021 Consolidated Financial Statements. (3) The Distribution of Compensation and Remuneration to Employees and Directors of the Company. (4) Implementation of Share Buyback Program. II. Proposed Resolutions: (1) 2021 Business Report and the Consolidated Financial Statements for the year ended December 31, 2021 of the Company. (2) 2021 Profit Distribution Proposal. (3) The change of the fund using plan for the issuance of common shares for participating in issuance of GDR offering approved by the Financial Supervisory Commission on January 13, 2021. III. Election item: (1) Re-election of 7 Directors (including 3 Independent Directors). IV. Discussion Items: (1) Amendments to the Memorandum and Articles of Association of the Company (By way of a Special Resolution). (2) Amendments to the Guideline for Acquisition and Disposal of Assets. (3) Amendments to the Rules of Procedure for Shareholders Meetings of the Company. (4) Release the Prohibition on Newly Directors from Participation in Competitive Business (By way of a Supermajority Resolution). V. Ad Hoc Motion.
- 盈餘分配案主要內容：本公司於111年3月4日董事會決議發放每股現金股利0.37736美元(換算成新台幣10.59元)，美金換算成新台幣匯率係依111年3月3日台灣銀行之即期買入及賣出之均價估算，實際金額應以服務代理機構收到現金股利後，依當時匯率兌換成新台幣之金額為準，股利發放至元為止，其餘零款合計數計入本公司之其他收入。
- The main content of the Profit Distribution Proposal: On March 4, 2022, the Board of the Company has resolved to issue to shareholders a dividend of US\$0.37736 (converted into NT\$10.59) per share. This foreign exchange rate is based on the spot rate set by Bank of Taiwan on March 3, 2022. The actual dividend should be subject to the exchange rate of conversion upon the receipt of the dividend by the Company's stock agent. The cash dividend will round down to the nearest NT Dollar. The amounts under one NT dollar due to the rounding off are summed and recognized as the Company's other income.
- 1. 本次股東會董事應選人數：董事7人(含獨立董事3人)。
2. 採投名制之候選人名單：【董事：謝建榮、Shen, Johnny Shyang-Lin、張國威、王德善】、【獨立董事：洪茂蔚、江善頌、莊彬甫】。
3. 各候選人之學歷及相關資料之查詢網址為：【http://mops.twse.com.tw】。
- The number of the Directors for the election at Annual General Meeting should be 7 Directors (including 3 Independent Director).
The list of nominated candidates: Director: Kinying Kwan, Johnny Shyang-Lin Shen, Herbert Chang, Daniel Wang; Independent Director: Mao-Wei Hung, Brian Chiang, Binfu Chuang.
Please refer to http://mops.twse.com.tw for the academic qualifications and work experience of each candidate.
- 修訂公司章程案主要內容：擬修訂本公司章程部分條文，提請股東會以特別決議方式決議。修正條文對照表請參閱本公司股東會議事手冊第46~53頁附件五【置於公開資訊觀測站，查詢網址為：http://mops.twse.com.tw】。
- The main content of the Amendments to the Memorandum and Articles of Association of the Company: It is proposed that the Memorandum and Articles of Association of the Company be amended and approved at the Annual General Meeting by way of a special resolution. Please refer to pages 46~53, Exhibit V for the comparison table in the Company's Handbook for 2022 Annual General Meeting. (Please refer to the website of Market Observation Post System. The web link is http://mops.twse.com.tw).
- 依本公司章程第30.4條規定「董事如在公業務範圍內為自己或他人從事行為，應在從事該行為之前，於股東會上向股東揭露該等利益的主要內容，並在股東會上依特別(重復)決議取得許可。」有關董事候選人兼任內容，請參閱本公司股東會議事手冊第13頁【置於公開資訊觀測站，查詢網址為：http://mops.twse.com.tw】。
- In accordance with the Article 30.4 of the Memorandum and Articles of Association of the Company, a Director who engages in conduct either for himself or on behalf of another person within the scope of the Company's business, shall disclose to Members, at a general meeting prior to such conduct, a summary of the major elements of such interest and obtain the ratification of the Members at such general meeting by a Supermajority Resolution vote. As to the information for the Director candidates' positions holding in other companies, please refer to page 14 in the Company's Handbook for 2022 Annual General Meeting. (Please refer to the website of Market Observation Post System. The web link is http://mops.twse.com.tw).
- 檢奉出席通知書及委託書各1份，貴股東如決定親自出席者，請於「出席通知書」上簽名或蓋章後(無須寄回)，於開會當日攜往會場報到出席；如委託代理人出席時，請於「委託書」上簽名或蓋章，並親填委託代理人姓名及地址後，於開會五日前提送本公司服務代理人中國信託商業銀行代理部，以憑寄發出席簽到卡予受託代理人。
- Enclosed please find the "Notice of Attendance" and "Proxy Page". If you want to attend the Annual General Meeting in person, please sign or seal in the "Notice of Attendance" and take it with you when you check in the meeting. Shareholder may sign or seal in the "Proxy Statement" to appoint a proxy in writing to attend the meeting on his or her behalf by executing a power of attorney. Please send out such written "Proxy Statement" to the Company's stock agency, the Transfer Agency Department of CTBC Bank at least five (5) days prior to the meeting date for processing the "Attendance Card" to the proxy agent.
- 如有股東欲委託書，本公司將於111年5月10日製作徵求人徵求資料彙總表冊揭露於證基會網站，投資人如欲查詢，可直接鍵入(https://free.sfi.org.tw)至「委託書查詢系統」查詢詳情。
- If shareholders solicit proxies for the Annual General Meeting, the Company will compile a summary statement of proxy solicitation and disclose it in the website of Securities & Futures Institute (SFI) on May 10, 2022. Investors can access SFI's website (https://free.sfi.org.tw) for relevant information.
- 本公司股東會得以電子方式行使表決權，行使期間為：自111年5月11日起至111年6月7日止，請逕登入臺灣集中保管結算所股份有限公司「股東會電子投票平台」【https://www.stockvote.com.tw】，依相關說明操作之。
- This (2022) Annual General Meeting will adopt electronic voting as one of the methods for shareholders to vote for resolutions. For voting on-line, the electronic voting platform of Taiwan Depository and Clearing Corporation will be available at https://www.stockvote.com.tw from May 11, 2022 to June 7, 2022. Please log in and vote in accordance with the instructions.
- 本次股東會委託書之統計驗證機構為「中國信託商業銀行代理部」。
- The proxies of the Annual General Meeting shall be tallied and verified by the Transfer Agency Department of CTBC Bank.
- 敬請察照辦理為荷。
- Please execute as above-mentioned.
- 此致 貴股東
To Shareholder

英屬開曼群島商世芯電子股份有限公司董事會
Board of Directors of Alchip Technologies, Limited



※貴股東如新增或變更匯款帳號時，請於右列「現金股利匯款申請書」內填妥本人存款帳號並加蓋印鑑後，於股東常會前寄回。
Please mail back "Application for Cash Dividend Remittance" on the right hand side by filling out new bank account number with your personal seal affixed, if you wish to add or change the existing bank account registered with CTBC Bank.

Explanations:
1. The remittance fee NTD 10 will be deducted from the dividends if the Members choose to receive the dividends by wire transfer (Members' personal bank account only).
2. CTBC Bank will deliver a check by registered mail to the Members who choose not to receive the dividends by wire transfer (postage and handling charge totaling NTD 31 are to be borne by the Members)

戶名 Name of Member	統一編號 ID No.	戶號 Member No.	576
說明事項 一、採用匯款者(限本人帳號)； 匯款處理費10元由股利款中扣除。 二、未採用匯款者，本行將以掛號郵寄支票方式給付(郵費及作業處理費合計31元，由股東自行負擔)。	原登記匯款帳號 Existing banking account registered	世芯-KY Alchip	
印 Stamp	同意依原登記帳號匯款者請勿寄回		
	銀行名稱 Bank Name	銀行代號 Bank Code	銀行存款帳號(分行別、科目、帳號、檢查號碼) Bank Account
	郵局	存簿(H)	700 局號 帳號

現金股利匯款申請書
Application for Cash Dividend Remittance

中信銀為境內外處理股務業務之目的，在法令規定、相關事實或法律關係存續之期間，就直接或間接(例如透過集保)蒐集與股務相關之您的個人資料，將以書面及/或電子等形式處理、利用及/或國際傳輸，例如揭露予公務機關或協助處理股務之第三人。您得要求查詢、閱覽、製給複本、補充或更正、停止蒐集、處理、利用及/或國際傳輸或刪除您的個人資料，但中信銀可能因此無法提供您所需求服務，亦可能依法或基於風險管理等因素而得不依您的請求為之。

In order for CTBC Bank Co., Ltd. (CTBC) to handle the stock matters domestically and internationally during the service period stipulated by laws and regulations or the duration of related facts or legal relationship, CTBC will process, use and/or internationally transmit, in the form of writing and/or electronic files and others, such as disclosure to government agencies or a third party assisting the stock matters, your personal information regarding stock matters which has been directly or indirectly collected by CTBC (for example, from TDCC). You may request for inquiry, review, duplicates, supplement, correction and deletion of your personal information or for cease of collection, process, use and/or international transmission of the same. Nevertheless, CTBC may therefore be unable to provide you with the requested services. In addition, CTBC may decline to follow your aforementioned request pursuant to relevant laws or its risk management policy, etc.


本次股東常會
恕不發放紀念品

No Souvenir in this Meeting

100003
台北市中正區重慶南路1段83號5樓
英屬開曼群島商世芯電子股份有限公司服務代理人
中國信託商業銀行代理部
https://ecorp.ctbcbank.com/cts/index.jsp
客服語音專線：(02)6636-5566(股票代號:3661)
100003 5th Floor, NO. 83, Sec. 1, Chongqing S. Rd., Taipei, ROC
Transfer Agency of Alchip Technologies, Limited
Transfer Agency Department of CTBC Bank Co., Ltd.
https://ecorp.ctbcbank.com/cts/index.jsp
TEL No.: +886-2-6636-5566 (Stock code:3661)

第1聯 (First copy)

本公司開始實施股利發放通知書e化服務，貴股東自即日起掃描右列之QR Code登入即可設定，約定成功後，後續股利發放通知書將以電子郵件加密檔案方式傳送。



COVID-19(新冠肺炎)疫情期間

- 請股東多加利用「股東e票通」(www.stockvote.com.tw)電子投票行使表決權。
- 股東欲出席股東會現場，請自備口罩並全程佩戴，且配合量測體溫。倘股東未佩戴口罩或經連續量測二次體溫有發燒達額溫攝氏37.5度或耳溫攝氏38度者，禁止股東進入股東會會場。
- 本公司如因疫情影響，而須變更股東會開會地點，屆時將另行公告。

During COVID-19 outbreak:

- Shareholders are encouraged to exercise voting by using the electronic voting platform at www.stockvote.com.tw
- Shareholders who would like to attend the Annual General meeting, please prepare your own masks and wear them throughout the meeting, and cooperate by measuring body temperature. Shareholders are prohibited to join the meeting if you don't wear mask or have a forehead temperature of 37.5 degrees Celsius or an ear temperature of 38 degrees Celsius after two consecutive measurements.
- The Company will make a separate announcement if the Company needs to change the meeting venue of the Annual General meeting due to the impact of the COVID-19.

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開會通知請速詳閱
親自出席無須寄回

(限向郵局窗口交寄)

國內郵資已付
台北郵局許可證
台北市第1333號

股東 台啓
Shareholder

第3聯：貴股東如親自出席請於此聯簽章後親至股東會會場辦理出席
(Third copy)

111 出席通知書 Attendance Notice

本股東決定親自出席本公司
111年6月10日舉行之股東常會，請察照。

Please be informed that I/We
will attend 2022 Annual General
Meeting on June 10, 2022.

此致

英屬開曼群島商世芯電子股份有限公司
To Alchip Technologies, Limited

股東：戶號

Shareholder No.

股東：戶名

Name of Shareholder

親自出席簽章處
Shareholder Signature

本簽到卡未加蓋中國信託登記章者無效，股東請勿於此欄蓋章

中國信託蓋章處
Sealed by CTBC

英屬開曼群島商世芯電子股份有限公司111年股東常會
2022 Annual General Meeting of Alchip Technologies, Limited

111 出席簽到卡 Attendance Card

時間：111年6月10日上午9時整
Time: 9:00 a.m. Taiwan time, June 10, 2022
地點：台北市內湖區堤頂大道二段207號1樓(學學文創大樓)
Venue: 1F, No. 207, Sec.2, Tiding Blvd., Neihu Dist., Taipei City (Building of Xue Xue Institute)

股東戶號：

Shareholder No.

持有股數：

Shareholding

576 世芯-KY
Alchip

委託書填表須知
INSTRUCTIONS

- 一、委託書應依公開發行公司出席股東會使用委託書規則及公司法第一七七條規定辦理。
The format and content of proxy shall be prepared and conducted in accordance with the Regulations Governing the Use of Proxies for Attendance at Shareholder Meeting of Public Companies (the "Regulations") and Article 177 of the ROC Company Act.
- 二、股東接受他人徵求委託書前，應請徵求人提供徵求委託書之書面及廣告內容資料，或參考公司彙總之徵求人書面及廣告資料，切實瞭解徵求人與擬支持被選舉人之背景資料及徵求人對股東會各項議案之意見。
Please make a request for the provision of contents of proxy solicitation letters and printing materials, or reference solicitors' proxy statements and printing materials compiled by the Company before issuing your proxy in order to figure out the backgrounds of both the solicitor and the director candidate and the solicitors' opinions to the items of Meeting accurately.
- 三、股東應使用本公司印發之委託書用紙，委託書與親自出席通知書均簽名或蓋章者，視為親自出席；但委託書由股東交付徵求人或受託代理人者視為委託出席。
Please use the Proxy Statement printed by the Company. In case the Company receives both signed or sealed Proxy Statement and Notice of Attendance from a shareholder, such shareholder will be deemed attending the Meeting in person unless the Proxy Statement is delivered to the solicitor or the proxy agent.
- 四、委託書應由委託人親自簽名或蓋章，並應由委託人親自填具徵求人或受託代理人姓名。但信託事業或股務代理機構受委託擔任徵求人，及股務代理機構受委任擔任委託書之受託代理人者，得以當場蓋章方式代替之。
The shareholder shall fill out the name of the solicitor or the proxy agent in the Proxy Statement and sign or affix seals on the proxies in person; however, in the situation where a trust enterprise or stock affairs agent acts as the solicitor and a stock affairs agent mandated to act as the proxy agent, seals be affixed on the proxies in substitution shall be permitted.
- 五、徵求人或受託代理人應於委託書上簽名或蓋章，並詳填戶號、姓名或名稱、身分證字號或統一編號、住址。受託代理人如非股東，請於股東戶號欄內填寫身分證字號或統一編號；徵求人如為信託事業、股務代理機構，請於股東戶號欄內填寫統一編號。
Solicitor or proxy agent shall sign or seal in the Proxy Statement and fill out the number of the shareholder, name, identification number and address. The proxy agent who is not the shareholder of the Company shall fill the identification number or unified business number in the column of Shareholder Number; on the other hand, in the situation where a trust enterprise or stock affairs agent acts as the solicitor, the proxy agent shall fill its unified business number in the column of Shareholder Number.
- 六、委託書應於開會五日前送達本公司股務代理人中國信託商業銀行代理部；委託書送達股務代理人後，股東欲親自出席股東會或欲以書面或電子方式行使表決權者，應於股東會開會二日前，以書面向股務代理人為撤銷委託之通知；逾期撤銷者，以委託代理人出席行使之表決權為準。
The Proxy Statement shall be deposited at the Company's stock agent, Transfer Agency Department of CTBC Bank, at least five (5) days prior to the Meeting date. In the event that any shareholder who has appointed a proxy to attend a general meeting later intends to attend the meeting in person or to exercise his voting power by way of a written ballot or through electronic transmission, he shall, at least two (2) days prior to the date of such general meeting, serve the Company's stock agent with a separate written notice revoking his previous appointment of the proxy. Votes by way of proxy shall remain valid if the relevant shareholder fails to revoke his appointment of such proxy before the prescribed time.

委託書 Proxy Statement		委託人(股東) Member	編號 No.	
<p>一、茲委託 (請以蓋章方式代替) 為本股東代理人，出席本公司111年6月10日舉行之股東會，代理人並依下列授權行使股東權利： I hereby appoint _____ (please fill out) as my proxy agent, with authorization to vote and act on my behalf at the Annual General Meeting of the Members of Alchip Technologies, Limited on June 10, 2022 pursuant to authorization scope described below.</p> <p><input type="checkbox"/> (一)代理本股東就會議事項行使股東權利。(全權委託) With full authorization to vote and act on my behalf at the Meeting and may also have the authorization to act for extemporary motions during the Meeting. (Authorization granted in full scope)</p> <p><input type="checkbox"/> (二)代理本股東就下列各項議案行使本股東所委託表示之權利與意見，下列議案未勾選者，視為對各該議案表示承認或贊成。 With authorization to vote and act on my behalf at the Meeting pursuant to authorization methods of exercise described below. (If neither box is ticked, it will be deemed as "vote-for")</p> <p>1. 民國110年度營業報告及財務報表案。 2021 Business Report and the Consolidated Financial Statements for the year ended December 31, 2021 of the Company. (1) <input type="radio"/>承認(2) <input type="radio"/>反對(3) <input type="radio"/>棄權 (1) <input type="radio"/>For (2) <input type="radio"/>Against (3) <input type="radio"/>Abstain</p> <p>2. 民國110年度盈餘分配案。 2021 Profit Distribution Proposal. (1) <input type="radio"/>承認(2) <input type="radio"/>反對(3) <input type="radio"/>棄權 (1) <input type="radio"/>For (2) <input type="radio"/>Against (3) <input type="radio"/>Abstain</p> <p>3. 變更本公司2021年1月13日發金管會核准之現金增資發行普通股參與發行海外存託憑證之計畫內案。 The change of the fund using plan for the issuance of common shares for participating in issuance of GDR offering approved by the Financial Supervisory Commission on January 13, 2021. (1) <input type="radio"/>承認(2) <input type="radio"/>反對(3) <input type="radio"/>棄權 (1) <input type="radio"/>For (2) <input type="radio"/>Against (3) <input type="radio"/>Abstain</p> <p>4. 改選董事7席(含獨立董事3席)案。 Re-election of 7 Directors (including 3 Independent Directors). (1) <input type="radio"/>贊成(2) <input type="radio"/>反對(3) <input type="radio"/>棄權 (1) <input type="radio"/>For (2) <input type="radio"/>Against (3) <input type="radio"/>Abstain</p> <p>5. 修訂公司章程案(應以特別決議通過) Amendments to the Memorandum and Articles of Association of the Company (By way of a Special Resolution). (1) <input type="radio"/>贊成(2) <input type="radio"/>反對(3) <input type="radio"/>棄權 (1) <input type="radio"/>For (2) <input type="radio"/>Against (3) <input type="radio"/>Abstain</p> <p>6. 修訂取得或處分資產處理程序案。 Amendments to the Guideline for Acquisition and Disposal of Assets. (1) <input type="radio"/>贊成(2) <input type="radio"/>反對(3) <input type="radio"/>棄權 (1) <input type="radio"/>For (2) <input type="radio"/>Against (3) <input type="radio"/>Abstain</p> <p>7. 修訂股東會議事規則案。 Amendments to the Rules of Procedure for Shareholders Meetings of the Company. (1) <input type="radio"/>贊成(2) <input type="radio"/>反對(3) <input type="radio"/>棄權 (1) <input type="radio"/>For (2) <input type="radio"/>Against (3) <input type="radio"/>Abstain</p> <p>8. 解除新任董事陳士毅(應以特別(重)決議通過)。 Release the Prohibition on Newly Directors from Participation in Competitive Business (By way of a Supermajority Resolution). (1) <input type="radio"/>贊成(2) <input type="radio"/>反對(3) <input type="radio"/>棄權 (1) <input type="radio"/>For (2) <input type="radio"/>Against (3) <input type="radio"/>Abstain</p> <p>9. 臨時動議。 Ad Hoc Motion.</p> <p>二、本股東未於前項二內勾選授權範圍或同時勾選者，視為全權委託，但股務代理機構請社會信託代理人者，不得接受全權委託，代理人應依前項(二)之授權內容行使股東權利。 If neither authorization scope box is ticked in the former item, it will be deemed as "authorization granted in full scope". However, whenever a stock affairs agent mandated to act as the proxy agent, no authorization granted in full scope shall be permitted. The proxy agent shall vote and act on behalf the Member pursuant to authorization methods of exercise described as item 1.(2).</p> <p>三、本股東代理人得對會議時書寫全權處理之。 The proxy agent may have the authorization to act on the Member's behalf for extemporary motions during the Meeting.</p> <p>四、請將出席證(或出席簽到卡)寄交代理人收執，如因故改期開會，本委託書仍屬有效(限此一會期)。 Please deliver the Attendance Card to proxy agent. This Proxy will remain effective at any adjournment or postponement of the Meeting.</p> <p>此致 英屬開曼群島商世芯電子股份有限公司 授權日期 年 月 日 To Alchip Technologies, Limited Date of Authorization:</p>		<p>一、禁止交付現金或其他利益之價購委託書行為。 Offering cash or non-cash consideration in exchange for proxies is prohibited during proxy solicitation.</p> <p>二、發現違法取得及使用委託書，可檢附具體事證向集保結算所檢舉，經查證屬實者，最高給予檢舉獎金十萬元，檢舉電話：(〇二)五五四七三三三三。 Please report to Taiwan Depository & Clearing Corp (TDCC) supplementing with specific information when discovering any suspicious illegal obtaining or use of proxies. Once verified by TDCC, the person making the report will be granted a reward up to NTD 100,000. Report phone number: +886 2 25473733</p>	<p>股東戶號 Shareholder No.</p> <p>姓名或名稱 Name</p> <p>持有股數 Shareholding</p>	<p>576</p> <p>世芯-KY Alchip</p>
		徵求人 Solicitor	簽名或蓋章 Sign or Seal	
		受託代理人 Proxy Holder	簽名或蓋章 Sign or Seal	
		戶號 No.		
		姓名或名稱 Name		
		身分證字號 ID No.		
		住址 Address		

Proxy Page

徵求場所及人員簽章處：
Signature by the place of solicitation and personnel: