

**Holtek Semiconductor Inc.**  
**2022 Annual Shareholders' Meeting Notice**  
**(Summary Translation)**

1. The 2022 Annual Shareholders' Meeting (hereinafter as "Meeting") will be convened at the Edison, HSP link (No.1, Gongye E. 2<sup>nd</sup> Rd., East Dist., Hsinchu City 300, Taiwan (R.O.C.)) at 9:00 a.m., Taiwan Time, on May 24, 2022 (Tuesday). Shareholder attendance registrations will be accepted starting from 08:30 a.m. and the registration place for attendance will be the same as the conference place.

The agenda of the Meeting is as follows:

- A. Reporting Items
    - a. 2021 Business Report
    - b. Audit Committee's Review Report
    - c. Report on 2021 Employees' and Directors' Remuneration
  - B. Proposal Items
    - a. Adoption of the 2021 Business Report and Financial Statements
    - b. Adoption of the 2021 Earnings Distribution
  - C. Discussion items and election of directors
    - a. Amendment to the "Procedures for Acquisition or Disposal of Assets and Financial Derivatives Transactions"
    - b. Election of the 9<sup>th</sup> term directors (including independent directors)
    - c. Permit of directors' engagement in competitive conduct
  - D. Extemporary Motions
2. The major items of the proposal for distribution of 2021 profits adopted at Board of Directors meeting are as follows:
    - A. Total amount of cash distributed to shareholders: NT\$1,837,141,672. Each common shareholder will be entitled to receive a cash dividend of NT\$8.1229 per share.
    - B. The record date will be decided by the Board of Directors authorized by the Shareholders' Meeting.
  3. Pursuant to Article 172 of the Company Act, essential contents shall be posted on the website of Market Observation Post System (<https://emops.twse.com.tw/server-java/t58query>), enter the Security Code to select an e-book, then choose annual financial and stockholders' report.
  4. Pursuant to Article 165 of the Company Act, share transfer registration for the company will be suspended from March 26, 2022 to May 24, 2022.

5. One copy of sign-in card and proxy attendance form are attached to this meeting notice. To attend the Meeting in person, please sign or stamp on the attendance notice and submit it in person at the Meeting on the scheduled meeting date. To attend by proxy, please sign or stamp on the proxy attendance form and personally fill out the name and address of the agent, then deliver it to the Transfer Agency Department of Sinopac Securities Corporation at least five (5) days prior to the meeting date. The sign-in card for the agent will be posted accordingly.
6. Shareholders, solicitors or agents attending the Meeting shall show the documents of identification for verification only.
7. If a proxy is solicited by the shareholder(s), the company is required to compile details on the proxy solicitation parties and disclose such information on the Securities & Futures Institute (SFI) website no later than April 22, 2022. Shareholder(s) can obtain information on the "Free proxy disclosure & related information system" (<https://free.sfi.org.tw>) with Security Code: 6202.
8. The shareholders may cast electronic votes at the Meeting, of which the electronic voting period will be from April 23, 2022 to May 21, 2022. Please login the "electronic voting platform for shareholders' meeting" on the website of Taiwan Depository & Clearing Corporation and cast votes in accordance with the instruction. (<https://www.stockvote.com.tw>)
9. There shall be an election of nine (9) board members, including three (3) members whom shall be independent directors at the Meeting. The election of board members is conducted through a nomination process, and the list of candidates for director is as follows:
  - A. Directors: Mr. Wu, Chi-Yung, Representative of Bo-Kang Investment Ltd.; Mr. Gau, Kuo-Tung; Mr. Chang, Chih; Mr. Tsai, Jung-Tsung; Mr. Liu, Yuan-Ho; Mr. Wang, Jen-Chung.
  - B. Independent Directors: Mr. Lu, Cheng-Yueh; Mr. Hsing, Chih-Tien; Mrs. Hsu, Jui-Ting.For other relevant information relating to the candidates for director, please refer to the website (<http://mops.twse.com.tw>).
10. The Transfer Agency Department of SinoPac Securities Corporation is the proxy tallying and verification institution for the Meeting.
11. These regulations should be abided and applied.
12. Precautionary Measures to Prevent the Epidemic of Coronavirus Disease (COVID-19)
  - A. The Company requests the corporation from the shareholders in considering the approach of granting electronic votes through "electronic voting platform for shareholders' meeting" on the website of Taiwan Depository & Clearing Corporation. (<https://www.stockvote.com.tw>)
  - B. In case the shareholders wish to attend the Meeting in person, please prepare and wear face masks at all times and cooperate with body temperature measurement. In this regards, shareholders without wearing face masks or having body temperature above 37.5°C (forehead temperature) or 38°C (ear temperature) measured twice consecutively are prohibited from entering into the Meeting.

C. If the company decides to change the location of the Meeting due to the impact of the epidemic of COVID-19, the relevant information will be announced accordingly.

Sincerely,

Board of Directors  
Holtek Semiconductor Inc.