

WIN Semiconductors Corp.
No.69, Keji 7th Road, Hwaya Technology Park,
Guishan District, Taoyuan City 333, Taiwan

COMPANY'S CERTIFICATE OF ADJUSTMENT OF CONVERSION PRICE

WIN SEMICONDUCTORS CORP.
CURRENCY-LINKED ZERO COUPON CONVERTIBLE BONDS DUE 2026 (the "Bonds")
ISIN: XS2275382286

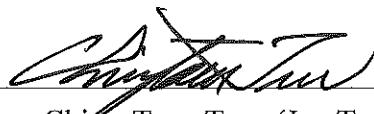
WHEREAS, WIN Semiconductors Corp., a company limited by shares organized and existing under the law of the Republic of China (the "**Company**"), has issued US\$500,000,000 Currency-Linked Zero Coupon Convertible Bonds Due 2026 (the "**Bonds**"), pursuant to an indenture (the "**Indenture**") dated as of January 14, 2021 by and between the Company and The Bank of New York Mellon, London Branch, as Trustee (the "**Indenture**");

WHEREAS, the Company's Board of Directors approved a cash dividend of NT\$8 per common share on March 18, 2022 and the ex-dividend record date and the cash dividend payable date are July 13, 2022 and July 29, 2022 respectively;

WHEREAS, Section 13.06 of the Indenture provides that the Company promptly file with the Trustee a Company's Certificate (as defined therein) setting forth the adjusted Conversion Price;

NOW, THEREFORE, Ching-Tsou Tsen (Joe Tsen), AVP of Finance of the Company hereby notifies the Trustee that (i) the Conversion Price shall be adjusted from NT\$483.16 to NT\$464.04 per Common Share, calculated pursuant to Section 13.05 (g) of the Indenture; (ii) such adjustment shall be effective immediately after the close of business on the relevant record date or the effective date as provided in the Indenture and (iii) the Conversion Price is adjusted due to the distribution of cash dividend.

IN WITNESS WHEREOF, this Company's Certificate is hereby executed and delivered this 12th day of July 2022.


Name: Ching-Tsou Tsen (Joe Tsen)
Title: AVP of Finance