

Dear Shareholders,

Since the announcement of the proposed Joint Share Exchange on June 30, 2016 between Siliconware Precision Industries Co., Ltd. (“we”, “SPIL” or the “Company”) and Advanced Semiconductor Engineering, Inc. (“ASE”), we have achieved substantial progress in obtaining clearance from the relevant governmental authorities, including clearance from the Taiwan Fair Trade Commission (“Taiwan FTC”) on November 16, 2016 and the U.S. Federal Trade Commission (“US FTC”) on May 15, 2017, and conditional approval from the Anti-Monopoly Bureau of the Ministry of Commerce of the People’s Republic of China (“MOFCOM”) on November 24, 2017.

To achieve our ultimate goal of strengthening the strategic position, we would like to seek your support for the Joint Share Exchange, i.e., to establish the proposed ASE Industrial Holding Co., Ltd. (“Holdco”), and to make both ASE and SPIL wholly-owned subsidiaries of Holdco. In that regard, we would like to seek your approval for the following items in the upcoming shareholders’ meeting scheduled on February 12, 2018:

- Joint Share Exchange;
- Joint Share Exchange Agreement; and
- Supplemental Agreement.

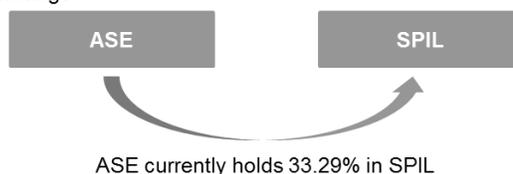
Proposal details

1. Joint Share Exchange & Joint Share Exchange Agreement

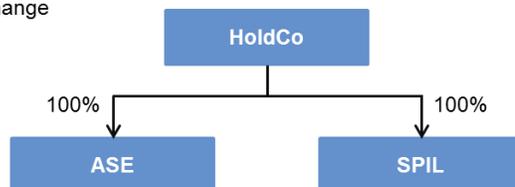
SPIL and ASE plan to implement the Joint Share Exchange, whereby ASE will file an application to establish Holdco, of which ASE and SPIL will become wholly-owned subsidiaries. HoldCo will acquire all issued and outstanding shares of both SPIL and ASE, both of which will be delisted from the Taiwan Stock Exchange and become wholly-owned subsidiaries of HoldCo concurrently, and subsequently file to revoke their respective public-filing status in Taiwan. The Joint Share Exchange will be conducted according to the below:

- At an exchange ratio of one ASE common share for 0.5 HoldCo common share
- Each SPIL common share will receive NT\$51.20 (*The initial cash consideration was NT\$55. The cash consideration has been adjusted to NT\$51.2 after deducting the NT\$2.8 per share cash dividend distribution as well as a NT\$1.0 per share payment from capital reserve in 2016.*)

Before Joint Share Exchange



After Joint Share Exchange



After the establishment of HoldCo, SPIL and ASE will each maintain its separate legal entity status, retain its legal entity name, and maintain its current independent operations and operating model. SPIL and ASE will also each retain its full management team and employees, and its current organizational structure, compensation, relevant benefits and personnel regulations will continue to remain unchanged.

Please refer to the announcement for the Joint Share Exchange Agreement announced on June 30, 2016 attached [here](#).

2. Supplemental Agreement

On November 24, 2017, MOFCOM announced that it has conditionally approved the Joint Share Exchange (a copy of the complete announcement is attached [here](#) for your easy reference). MOFCOM requires that ASE and SPIL perform the obligations set for below, and that ASE, SPIL and HoldCo submit a report to MOFCOM every six months for the execution of such obligations:

- ASE and SPIL shall maintain as independent competitors and carry out independent operations within the 24-month restricted period (the “Restriction Period”);
- HoldCo shall exercise limited shareholders’ rights within the Restricted Period: (1) HoldCo to receive dividends and financial information from both parties, (2) the research and development related plans of both parties to be coordinated through a committee established by HoldCo, (3) matters related to businesses conducted by both parties in addition to the Packaging & Testing services to be coordinated through a committee established by HoldCo, and (4) HoldCo and ASE or SPIL to provide funding loans or financing guarantee for each other according to the request or demand of the other.
- ASE and SPIL shall undertake to provide services for customers in a non-discriminatory way within the Restricted Period, and reasonably determine the service price and other transaction conditions.
- ASE and SPIL shall undertake not to restrict the selection of customers for other suppliers within the Restricted Period, and cooperate with the customers in changing suppliers according to their requirements.

To accommodate the time required for closing, SPIL and ASE plan to sign the Supplemental Agreement to extend the last day of the Joint Share Exchange from December 31, 2017 to October 31, 2018. Please refer to the announcement on December 14, 2017 attached [here](#).

For the above proposals, our Audit Committee consisting entirely of independent directors and acting in lieu of Special Committee of the Company, has obtained opinions with regard to the fairness of the terms of the Joint Share Exchange Agreement from independent financial advisors prior to the announcement on June 30, 2016, and reviewed an updated opinion dated January 15, 2018 after significant progress has been made from regulatory agencies. Having carefully considered all relevant factors and conclusions, including the unanimous affirmation of the Special Committee and the fairness opinion letters from the independent financial advisors, the Board deems that the offer price and other terms and conditions of the Joint Share Exchange Agreement are reasonable, fair and in the best interest of our unaffiliated shareholders.

With your approval, SPIL and ASE will move ahead to establish HoldCo. Its establishment is targeted to be completed by the end of April 2018, subject to the review progress of the competent authorities.

The following is a tentative timetable of the various trading-related events in connection with the completion of the Share Exchange:

Final trading day for SPIL Common Shares on the TWSE	April 17, 2018 (Taiwan time)
Final trading day for SPIL ADSs on NASDAQ	April 17, 2018 (New York time)
Effective date of the Share Exchange	April 30, 2018 (Taiwan time)

We believe the proposed Joint Share Exchange will greatly strengthen our strategic position and create new opportunities in the semiconductor industry. This is in line with our consistent goal of maximizing shareholders' value and echoes the global industry trend. We look forward to your support in the upcoming EGM.

Yours Sincerely,

Chairman Bough Lin

Siliconware Precision Industries

EGM Communication

January 2018



NOTE CONCERNING FORWARD-LOOKING STATEMENTS

This release contains forward-looking statements. These statements constitute “forward-looking” statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, and as defined in the U.S. Private Securities Litigation Reform Act of 1995. You can identify these forward-looking statements by use of words such as “strategy,” “expects,” “continues,” “plans,” “anticipates,” “believes,” “will,” “estimates,” “intends,” “projects,” “goals,” “targets” and other words of similar meaning. You can also identify them by the fact that they do not relate strictly to historical or current facts.

These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the actual performance, financial condition or results of operations of SPIL to be materially different from what is stated or may be implied in such forward-looking statements. Investors are cautioned that actual events and results could differ materially from those statements as a result of a number of factors including, but not limited to: (i) our dependence upon the frequent introduction of new services and technologies based on the latest developments in our industry; (ii) the intensely competitive semiconductor packaging and test industries and markets; (iii) our dependence upon key personnel; (iv) general economic and political conditions; (v) possible disruptions in commercial activities caused by natural and human-induced events and disasters, including terrorist activity, armed conflict and highly contagious diseases; and (vi) fluctuations in foreign currency exchange rates. Further information regarding these and other risks is included in SPIL’s filings with the U.S. Securities and Exchange Commission, including its reports on Forms F-6 and 20-F and 6-K, in each case as amended. SPIL does not undertake any obligation to update any forward-looking statement as a result of new information, future events or otherwise, except as required under applicable law.

The financial statements included in this release are prepared and published in accordance with TIFRSs recognized by Financial Supervisory Commission in the ROC, which is different from IFRSs issued by the International Accounting Standards Board. Investors are cautioned that there may be significant differences between TIFRSs and IFRSs. In addition, TIFRSs and IFRSs differ in certain significant respects from ROC GAAP and US GAAP.

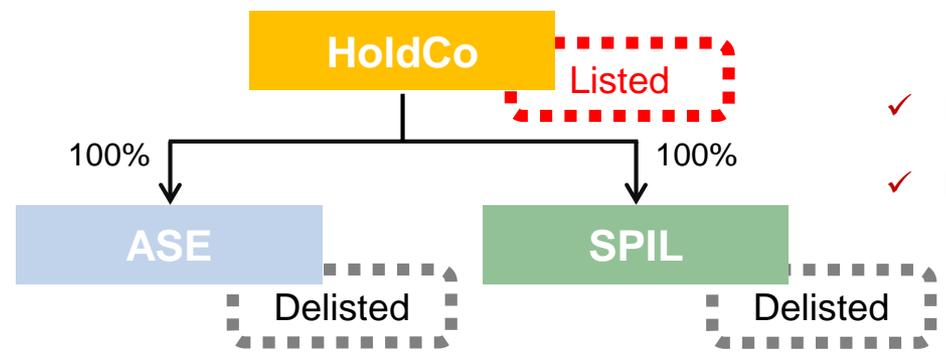
This presentation is not an offer of securities for sale in the United States. Securities may not be offered or sold in the United States absent registration or an exemption from registration. Any public offering of securities to be made in the United States will be made by means of a prospectus that may be obtained from the issuer or selling security holder and that will contain detailed information about the company and management, as well as financial statements.

Structure of Joint Share Exchange



ASE currently holds 33.29% of SPIL

- 1 ASE establish HoldCo
- 2 HoldCo acquires shares of SPIL and ASE
- 3 Share Exchange
 - 1: 0.5 common share exchange ratio for ASE and HoldCo
 - Each SPIL common share will receive NT\$51.20



- ✓ **Maintain legal entity**
- ✓ **Independent operations**



- **To strengthen our strategic position in the current industry demands, we seek your support for the following:**

Joint Share Exchange Transaction

**Joint Share Exchange Agreement
&
Supplemental Agreement**

For the above proposals, our Audit Committee consisting entirely of independent directors and acting in lieu of Special Committee of the Company, has obtained opinions with regard to the fairness of the terms of the Joint Share Exchange Agreement from independent financial advisors prior to the announcement on June 30, 2016, and reviewed an updated opinion dated January 15, 2018 after significant progress has been made from regulatory agencies. Having carefully considered all relevant factors and conclusions, including the unanimous affirmation of the Special Committee and the fairness opinion letters from the independent financial advisors, the Board deems that the offer price and other terms and conditions of the Joint Share Exchange Agreement are reasonable, fair and in the best interest of our unaffiliated shareholders.

Please find more details here: https://www.spil.com.tw/reports/2098/Proxy_Statement.pdf

Conditional approval from MOFCOM

- On November 24, 2017, MOFCOM conditionally approved the Joint Share Exchange
- MOFCOM has imposed the following conditions on both ASE and SPIL for a 24-month restriction period:
 - ASE and SPIL shall remain as independent competitors and carry out independent operation
 - HoldCo shall exercise limited shareholders' rights:
 - HoldCo to receive dividends and financial information from both parties
 - R&D related plans to be coordinated by HoldCo
 - Business activities other than Packaging & Testing services to be coordinated by HoldCo
 - HoldCo and ASE or SPIL may provide funding loans or financing guarantee for each other
 - ASE and SPIL shall provide services for customers in a nondiscriminatory way
 - ASE and SPIL shall not restrict the selection of other suppliers by customers
- Submit a report to MOFCOM every six months