



Meeting Notice  
for  
Annual Shareholders' Meeting  
(Summary Translation)

The 2018 Annual Shareholders' Meeting (the "Meeting") of eMemory Technology Inc. will be convened at 9:00 a.m., Thursday, June 14, 2018 at the Multifunctional Conference Room, located at 2F, No. 3, Tai-Yuan 1<sup>st</sup> St., Jhubei City, Hsinchu County, Taiwan.

1. The agenda for the Meeting is as follows :

I. Report Items

- (1) Report the business of 2017
- (2) Audit Committee's Review Report
- (3) Report the compensation for employees and directors of 2017
- (4) Report the amendments to the "Rules and Procedures of Board of Directors Meeting"
- (5) Report on eMemory's merger of Lotus Glade Investment Inc., a wholly-owned subsidiary of eMemory

II. Ratification Items

- (1) Ratification of the Business Report and Financial Statements of 2017
- (2) Ratification of the proposal for distribution of 2017 profits

III. Discussion Item

- (1) Discussion of cash distribution from capital reserve

IV. Election Item

- (1) Election of the Company's Directors for the 7th Term

V. Other Item

- (1) Release of the New Directors from Non-Competition Restrictions

VI. Extemporaneous Motions

2. The main content of the proposal for distribution of 2017 profits and cash distribution from capital reserve adopted at the meeting of the Board of Directors is as follows :

Cash dividends from 2017 profits to common share holders : Totaling NT\$538,735,958. Each common share holder will be entitled to receive a cash dividend of NT\$7.109 per share.

Cash dividends from capital reserve to common share holders : Totaling NT\$29,630,857. Each common share holder will be entitled to receive a cash dividend of NT\$0.391 per share.

The record date will be decided by the Chairman as authorized by the Meeting.

Remarks : If the cash distribution ratio is required to be amended due to the changing outstanding shares caused by the exercise of employee stock options, issuance or withdraw employee restricted stocks, repurchase of treasury stock, transfer of treasury stocks to employees or cancellation, the necessary adjustment and handle this matter will be decided by the Chairman as authorized by the Meeting.

### 3. Directors Election

There will be 9 Directors (including 3 Independent Directors) elected at the Meeting. The list of Director Candidates is as follows :

List of 7th term of <b>Director</b> Candidates			
Name	Education & Major Experience	Current Positions	Shareholdings (shares)
Charles Hsu	<p>Ph.D. in Electrical Engineering, University of Illinois, Urbana-Champaign, U.S.A.</p> <p>Chairman, Institute of Electronics Engineering, National Tsing Hua University, Taiwan</p>	<p>Chairman, eMemory Technology Inc.</p> <p>Chairman, iMQ Technology Inc.</p> <p>Director, Powerchip Technology Corporation</p> <p>Director, PowerFlash Technology Corp.</p> <p>Director, Syntronix Corporation</p> <p>Independent Director, Remuneration Committee Member &amp; Audit Committee Member, Acer Inc.</p> <p>Independent Director, Remuneration Committee Member, Materials Analysis Technology Inc.</p> <p>Director, National Applied Research Laboratories</p> <p>Executive Director, Taipei Computer Association</p>	1,629,407
Li-Jeng Chen	<p>Master of Air Transportation Management, University of Hawaii, Travel Industry Management School, U.S.A.</p> <p>Chief Investment Officer, Cathay Securities Investment Trust</p> <p>Portfolio Manager, Invesco Global Technology Fund</p>	<p>Director, eMemory Technology Inc.</p>	2,145,000
Mu-Chuan Hsu	<p>Bachelor Degree in Medicine, China Medical University, Taiwan</p> <p>Attending Physician, Department of Obstetrics &amp; Gynecology, National Taiwan University Hospital</p> <p>Superintendent, North Town Women &amp; Children Hospital</p>	<p>Director, eMemory Technology Inc.</p> <p>Director, iMQ Technology Inc.</p> <p>Doctor, En Hua Hospital</p>	1,273,179

List of 7th term of <b>Director</b> Candidates			
Name	Education & Major Experience	Current Positions	Shareholdings (shares)
How-Han Investment Corporation Representative : Teresa Cheng	<p>Master of Science, Computer Science and Applied Mathematics, University of Illinois at Urbana-Champaign, U.S.A.</p> <p>Bachelor Degree in Economics, National Taiwan University</p> <p>Chief Information Officer, Macronix International Co., Ltd.</p> <p>Department Manager, Software Development, BDC Corporation</p> <p>Associate Research Fellow, Manufacturing Information System, North American Philips Labs., NY, U.S.A.</p> <p>Software Engineer, IBM T.J. Watson Research Center, NY, U.S.A.</p>	<p>Director, eMemory Technology Inc.</p> <p>Chairman, How-Han Investment Corporation</p> <p>Director, iMQ Technology Inc.</p> <p>Supervisor, Uniband Electronic Corporation</p> <p>Vice President, HeFechip Corporation Limited</p>	1,131,697
How-Han Investment Corporation Representative : Jason Hsu	<p>Master of Computer Science, Stevens Institute of Technology, U.S.A.</p> <p>Chairman / General Manager, IBM Taiwan</p> <p>CEO, GE Taiwan</p>	<p>Adjunct Professor of EMBA/MBA, National Tsing Hua University</p> <p>Adjunct Assistant Professor, National Taiwan University</p>	1,131,697
Rick Shen	<p>Ph.D. in Electrical Engineering, National Tsing Hua University, Taiwan</p> <p>R&amp;D Principal Engineer, Taiwan Semiconductor Manufacturing Company Limited</p>	<p>Director, eMemory Technology Inc.</p> <p>President, eMemory Technology Inc.</p>	165,550

List of 7th term of <b>Independent Director</b> Candidates			
Name	Education & Major Experience	Current Positions	Shareholdings (shares)
Kenneth Kin	<p>Ph.D &amp; Master Degree in Nuclear Engineering and Applied Physics, Columbia University, U.S.A.</p> <p>Bachelor Degree in Nuclear Engineering, National Tsing</p>	<p>Independent Director, Remuneration Committee Member &amp; Audit Committee Member, eMemory Technology Inc.</p>	0

List of 7th term of <b>Independent Director</b> Candidates			
Name	Education & Major Experience	Current Positions	Shareholdings (shares)
	<p>Hua University, Taiwan</p> <p>Senior Vice President, Worldwide Sales &amp; Services, Taiwan Semiconductor Manufacturing Company Limited</p> <p>Vice President, Worldwide Sales &amp; Services, IBM Microelectronics Division</p> <p>Vice President, Asia Pacific Operations, Motorola Computer Group</p>	<p>Director, MediaTek Inc.</p> <p>Independent Director, Remuneration Committee Member &amp; Audit Committee Member, AzureWave Technologies Inc.</p> <p>Independent Director, Remuneration Committee Member &amp; Audit Committee Member, Vanguard International Semiconductor Corporation</p> <p>Independent Director, Remuneration Committee Member &amp; Audit Committee Member, Global Unichip Corp.</p> <p>Professor, College of Technology Management, National Tsing Hua University</p>	
Ming-To Yu	<p>Master of Business Administration, The Wharton School of University of Pennsylvania, U.S.A.</p> <p>Master of Public Administration, National Cheng Chi University, Taiwan</p> <p>Chief Financial Officer, Beijing Xiaomi Technology Co., Ltd.</p> <p>Chief Financial Officer and Spokesperson, MediaTek Inc.</p> <p>Financial Manager, Taiwan Semiconductor Manufacturing Company Limited</p>	<p>Independent Director, Remuneration Committee Member &amp; Audit Committee Member, eMemory Technology Inc.</p> <p>Director, Egis Technology Inc.</p> <p>President, Kaiyu Consulting Co., LTD.</p> <p>Chairman, Milife Inc.</p>	0
T.C. Chen	<p>Ph.D &amp; Master Degree in Engineering and Applied Science, Yale University, U.S.A.</p> <p>Bachelor Degree in Physics, National Cheng Kung University, Taiwan</p> <p>Fellow Member of the Institute of Electrical and Electronics Engineers (IEEE)</p>	<p>Independent Director, Remuneration Committee Member &amp; Audit Committee Member, eMemory Technology Inc.</p> <p>Fellow, IBM</p> <p>Vice President of Science and Technology at Thomas J. Watson Research Center, IBM</p>	0

4. The main content of the proposal for release of the New Directors from Non-Competition Restrictions is as follows :

Title	Name	Positions released from non-competition restrictions
Director	Charles Hsu	Chairman, iMQ Technology Inc. Director, PowerFlash Technology Corp. Director, Syntronix Corporation Independent Director, Remuneration Committee Member & Audit Committee Member, Acer Inc. Independent Director, Remuneration Committee Member, Materials Analysis Technology Inc.
Director	Mu-Chuan Hsu	Director, iMQ Technology Inc.
Director	How-Han Investment Corporation	Director, iMQ Technology Inc.
Representative of Director	Teresa Cheng	Chairman, How-Han Investment Corporation Director, iMQ Technology Inc. Supervisor, Uniband Electronic Corporation Vice President, HeFechip Corporation Limited
Independent Director	Kenneth Kin	Director, MediaTek Inc. Independent Director, Remuneration Committee Member & Audit Committee Member, AzureWave Technologies Inc. Independent Director, Remuneration Committee Member & Audit Committee Member , Vanguard International Semiconductor Corporation Independent Director, Remuneration Committee Member & Audit Committee Member, Global Unichip Corp.
Independent Director	Ming-To Yu	Director, Egis Technology Inc. President, Kaiyu Consulting Co., LTD. Chairman, Milife Inc.
Independent Director	T.C. Chen	Fellow and Vice President of Science and Technology at Thomas J. Watson Research Center, IBM

5. Shareholders may exercise their voting rights through the STOCKVOTE platform of Taiwan Depository & Clearing Corporation (<https://www.stockvote.com.tw>) during the period from May 15, 2018 to June 11, 2018.

Board of Directors  
eMemory Technology Inc.