



Annual Shareholders' Meeting Notice

(Translation)

The 2019 Annual Shareholders' Meeting of Macronix International Co., Ltd. ("AGM") will be convened at Room101 of the Allied Association for Science Park Industries (Address: No. 2, Prosperity Rd. 1, Hsinchu Science Park) at 9:00 a.m., June 18, 2019.

1. The agenda of the AGM is as follows:

I. Report Items

- (1) 2018 Business Report
- (2) Audit Committee's Report of 2018
- (3) Report of 2018 compensation of employees and directors
- (4) Others Report

II. Ratification, Discussion and Election Items

- (1) Adoption of 2018 Business Report and Financial Statements
- (2) Adoption of the Company's 2018 Dividends Distribution
- (3) Approval of the amendment of the following internal rules
 - A. Procedures for Acquisition or Disposal of Assets
 - B. Procedures for Financial Derivatives Transactions
 - C. Procedures for Rules for Loans to Others
 - D. Procedures for Endorsement and Guarantee
- (4) Approval of public offering and/or private placement of Securities
- (5) Approval of the issuance of new shares for employee Restricted Stock Awards
- (6) To elect the directors of the 11th term
- (7) Release of Directors' Non-Competition Obligation

III. Others and Motions

2. Voting Method/Sequence: Except for those proposals deemed adopted or resolved with no objection after the Chairman's consultation, the Chairman may hold certain and/or all votes of such proposals until the timing designated by the Chairman before the end of all agenda hereunder.
3. Stocks Transfer Suspension: Pursuant to Article 165 of the Company Act, no stock of this company can be transferred from April 20, 2019 to June 18, 2019.
4. Shareholders' Proposal under Article 172-1 of the Company Act: The qualified shareholder may file the proposal in accordance with Article 172-1 at MXIC's Shareholders Service Office located at 2F, No. 162-1, Songjiang Road, Zhongshan Dist., Taipei.
5. Shareholders can exercise voting right through electronic voting in this session. The period of exercising the voting rights starts from May 18, 2019 to June 15, 2019. Please login in Taiwan Depository & Clearing Corporation's e-voting website (<https://www.stockvote.com.tw>).