

# Meeting Notice for the 2021 Annual Meeting of Shareholders

(This English translation is provided for reference only and might not exactly reflect the true meaning and full text of the original language.)

The 2021 Annual Meeting of Shareholders (the “Meeting”) of AP Memory Technology Corporation (the “Company”) will be convened at 9:00 a.m., Thursday, June 17<sup>th</sup>, 2021 at 2F., No.3, Taiyuan 1St., Zhubei City, Hsinchu County 302, Taiwan.

1. The agenda for the Meeting is as follows:

(1) Report Items

- A. To report the business of 2020
- B. The 2020 Audit Committee’s Review report
- C. To report 2020 employees’ profit sharing bonus and directors’ compensation
- D. To report 2020 earnings distribution
- E. Revision of Rules and Procedures of Board of Director Meetings
- F. Revision of Codes of Ethical Conduct
- G. Revision of Procedures for Ethical Management and Guidelines for Conduct

(2) Proposed Resolutions

- A. To accept the 2020 Business Report and Financial Statements
- B. To accept the proposal for distribution of 2020 earnings

(3) Discussions

- A. To revise the Articles of Incorporation
- B. Revision of the Employee Stock Option Issuance and Share Subscription Plan of 2016II, 2018, 2019 and 2020.
- C. To revise the Rules of Procedure for Shareholders Meetings

(4) Independent Directors Election

To elect two new Independent Directors to fill the vacancies.

(5) Other proposal

To release the prohibition on the Company’s Director and Newly Elected Independent Directors from participating competitive business.

(6) Extemporary Motion

2. The distribution of the 2020 earnings adopted at the meeting of the Board of Directors is as follows:

- (1) Earnings Available for Distribution as of December 31, 2020: NT\$241,326,729.
- (2) Cash dividends to common shareholders: Totaling NT\$ 370,373,115. Each common shareholder will be entitled to receive a cash dividend of NT\$5.0 per share.
- (3) The record date will be decided by the Chairman.

3. Independent Directors Election:

There will be two independent Directors elected at the Meeting. Related information is as follows:

Candidates of Independent Directors:

(1) Liu, Frank

(2) Wang, Hsuan

(3) Education and experience of the candidates: please refer to the List of Independent Director Candidates on the Meeting Agenda.

4. Referring to Article 209 of the Company Act, the current discussion proposes to release the prohibition on board members from participation in competitive business. Relevant detail regarding the cross-directorship: Board member Chen Wen-Liang is concurrently Director of the board of Zentel Japan Corp.
5. Shareholders may visit the Market Observation Post System (<http://emops.twse.com.tw>) and select "Electronic Books" and "Shareholders' meetings" for details regarding any matter to be discussed in the Meeting that shall be posted on MOPS website in accordance with Article 172 of the Company Act.
6. Each attendance notification and proxy form will be attached in this meeting notice. If the shareholder(s) is attending the Meeting in person, please sign or stamp on the attendance notification form and carry it to the check-in desk on the day of the Meeting. In the case that an agent(s) is entrusted to attend the Meeting, the shareholder(s) shall sign or stamp on the proxy form and personally fill out the name and address of the agent, then deliver the proxy form to the Registry and Transfer Services Department of KGI Securities at least 5 days prior to the day of the Meeting. The signed proxy form will serve as the sign-in card for the agent(s) to represent your vote at the Meeting.
7. According to Article 26-2 of the Securities and Exchange Act, the notice of the shareholders meeting to be given by an issuer to shareholders who own less than 1,000 shares of nominal stocks may be given in the form of a public announcement; for a regular shareholders meeting, such public announcements shall be served with thirty days prior notice. For the current (regular) meeting, individual notice will not be sent to those who own less than 1,000 shares of nominal stocks.
8. Shareholders may exercise their voting rights through the STOCKVOTE platform of Taiwan Depository & Clearing Corporation (<http://www.stockvote.com.tw>) during the period from May 18<sup>th</sup>, 2021 to June 14<sup>th</sup>, 2021.
9. The Registry and Transfer Services Department of KGI Securities is the proxy tallying and verification institution for the Meeting.
10. In the event of any open solicitation to obtain the proxy for attendance of the Meeting, the Company will upload related information to the Securities & Futures Institute website by May 18<sup>th</sup>, 2021. Shareholders may visit <http://free.sfi.org.tw> for details.
11. Please note that there will be no souvenir distributed in the Meeting.

Board of Directors

AP Memory Technology Corporation