



**MACRONIX
INTERNATIONAL Co., LTD.**

**Meeting Notice
of
Annual General Shareholders' Meeting
(Summary Translation)**

The 2015 Annual General Shareholders' Meeting (“AGM”) of Macronix International Co., Ltd. will be convened at Room101, Association of Industries in Science Parks (No. 2, Prosperity Rd. 1, Hsinchu Science Park) at 9:00 a.m., June 18, 2015.

1. The agenda for the AGM is as follows:

I. Report Items

- (1) 2014 Business Report
- (2) Audit Committee’s Report of 2014
- (3) The execution report of the operation enhancement plan
- (4) Others (if any)

II. Ratification and Discussion Items

- (1) Adoption of 2014 Business Report and Financial Statements
- (2) Adoption of the proposed 2014 Deficit Coverage Plan
- (3) Approval of the amendment of the Articles of Incorporation
- (4) Approval of public offering and/or private placement of Securities
- (5) Approval for removing the competition restrictions of the Directors

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. According to Article165 of the Company Act, registration for stock transfer shall be suspended from April 20, 2015 to June 18, 2015.

Board of Directors
Macronix International Co., Ltd.