

KEMET CORP 合併通知

親愛的客戶您好：

感謝您透過本行特定金錢信託帳戶申購外國有價證券：**KEMET CORP**

本行於 2020 年 6 月 18 日接獲保管銀行通知以下有價證券發行公司事件：

事件類型：合併

合併方式：**KEMET CORP** (本行產品代碼: KEM.US) 合併至 YAGEO Corp.

合併生效日：**2020 年 6 月 15 日 (已完成)**

重要訊息：自合併生效日起，您所持有的 KEMET CORP 公司普通股每股面值 0.01 股將被取消，並以每股 27.2 美金計算，自動轉換為現金，本行獲保管銀行通知後，將該筆款項扣除必要費用(信託保管費)後轉入您的外幣活期存款帳戶中。

本行特以此函通知您本項重要訊息。以上有價證券事件將於近期反應於您於本行持有的投資部位，您可於本行提供之的對帳單或於網路銀行中查詢相關細節。

本通知之說明係本行依據附件所示之相關公告作成之節錄，全文內容仍請參閱附件公告。如本通知內容與附件公告有不一致之處，應依商品發行人公告內容為準。

若您對本通知內容有任何疑問，歡迎您與客戶服務專員聯絡、洽詢本行各分行或致電 24 小時電話理財服務中心專線：(02)8072-3000，我們將秉持滙豐(台灣)一貫的優良服務理念，竭誠為您服務。

敬祝 時祺

滙豐(台灣)商業銀行
財富管理部 謹啟

KEMET CORP Liquidation Notice Letter

Dear Customers,

We appreciate that you subscribed **KEMET CORP** through HSBC Taiwan Limited Bank specified money trust.

The bank received cooperate event notification from our counterparty on 18 June 2020 as below:

Cooperate event type: Liquidation

Product name: **KEMET CORP** (Product code: KEM.US)

Merge to: YAGEO Corp

Effective date: 15 June 2020

Key message: Upon consummation of the transactions contemplated by the merger agreement (the effective time), each share of common stock, par value 0.01 per share, of the company issued and outstanding immediately prior to the effective time will be canceled and automatically converted into the right to receive 27.20 in cash, without interest and subject to any applicable withholding taxes. You will be entitled to receive 27.20 in cash, without interest, for each share of KEMET's common stock, par value 0.01 per share. The final payment will pay to your foreign currency account, after deducting necessary fee.

This letter is for informing you this important message. The mentioned corporate events will impact on your securities hold in HSBC Taiwan, you can find the details on the bank statement or by the internet banking.

The description of this notice is an excerpt from the relevant announcements received by the Bank. Please refer to the announcements from the issuers for the details, the information can be obtained from the public website of the securities issue company or the public website of HSBC(Taiwan). If there is any inconsistency between the content of this notice and the announcement, the contents of the announcement which provided by the security issuers shall prevail.

If you have any questions about the content of this notice, you are welcome to contact the customer service specialist, contact our branches or call the 24-hour telephone banking service center: (02) 6616-6000, we will uphold HSBC (Taiwan) consistently excellent service concept, dedicated to serve you.

Wishing you a nice day

Best Regards,

HSBC(Taiwan) Bank Limited

Wealth Management

PUBLIC

June 15, 2020



KEMET and Yageo Complete Merger

FORT LAUDERDALE, Fla., June 15, 2020 (GLOBE NEWSWIRE) -- KEMET Corporation ("KEMET") (NYSE: KEM) today announced the completion of the acquisition of KEMET by Yageo Corporation ("Yageo") (TAIEX: 2327).

In accordance with the terms of the merger agreement, Yageo has acquired all of the outstanding shares of KEMET's common stock for US \$27.20 per share in an all-cash transaction with an equity value of approximately US \$1.6 billion. As a result of the transaction, KEMET is now a wholly-owned subsidiary of Yageo, and KEMET's common stock is no longer listed on any public market.

Established in 1919 and headquartered in Fort Lauderdale, Florida, KEMET is a leading global supplier of high-end electronic components with a global footprint that includes 21 manufacturing facilities and approximately 12,500 employees located in 21 countries in the Americas, Asia and Europe. KEMET's main products include tantalum capacitors, ceramic capacitors, magnetic, sensors and actuators, and film and electrolytic capacitors. KEMET's products serve a number of applications, such as advanced automotive electronics, industrial applications, aerospace, medical, as well as smartphones, cloud/networking equipment, wireless communications, alternative energy and 5G technology. Holding more than 1,600 patents and trademarks worldwide, KEMET has established a leading position for its products via its advanced R&D and technical staff and design-in capabilities.

Together with KEMET, Yageo will be well positioned as a one-stop provider of passive electronic components, including a leading portfolio of polymer, tantalum, ceramic, film and electrolytic capacitors, chip resistors, circuit protection as well as magnetics, sensors and actuators, all addressing a full range of end market segments. The combined company will have an enhanced global footprint and be better able to partner with long-standing, blue chip customers worldwide through a combined 42 manufacturing plants and 14 dedicated R&D centers.

William M. Lowe, Jr., Chief Executive Officer of KEMET, said, "The closing of this transaction is the culmination of an extensive process by the KEMET board in an effort to enhance value for KEMET's stockholders. KEMET as part of the Yageo family will be well positioned to continue as a leading global provider of passive electronic components."

Advisors

Citi served as financial advisor to Yageo, and Simpson Thacher & Bartlett LLP and Tsar & Tsai Law Firm in Taiwan served as legal advisors. Goldman Sachs & Co. LLC served as financial advisor to KEMET and Skadden, Arps, Slate, Meagher & Flom LLP and LCS & Partners Law Firm in Taiwan served as legal advisors.

About KEMET

KEMET offers our customers the broadest selection of capacitor technologies in the

industry, along with an expanding range of sensors, actuators and electromagnetic compatibility solutions. KEMET operates manufacturing facilities, sales and distribution centers around the world. Additional information about KEMET can be found at <http://www.KEMET.com>.

Cautionary Statement on Forward-Looking Statements

Certain statements herein contain “forward-looking statements” within the meaning of federal securities laws about KEMET’s financial condition and results of operations that are based on management’s current expectations, estimates and projections about the markets in which KEMET operates, as well as management’s beliefs and assumptions. Words such as “expects,” “anticipates,” “believes,” “estimates” or other similar expressions and future or conditional verbs such as “will,” “should,” “would” and “could” are intended to identify such forward-looking statements. These statements are not guarantees of future performance and involve certain risks, uncertainties and assumptions, which are difficult to predict. Therefore, actual outcomes and results may differ materially from what is expressed or forecasted in, or implied by, such forward-looking statements.

This communication includes forward-looking statements relating to the merger between KEMET and Yageo, including financial estimates and statements as to the completion and effects of the merger. These estimates and statements are subject to risks and uncertainties, and actual results might differ materially. Such estimates and statements include, but are not limited to, statements about the benefits of the merger, including future financial and operating results, the combined company’s plans, expectations and intentions, and other statements that are not historical facts. Such statements are based upon the current beliefs and expectations of KEMET’s management and are subject to significant risks and uncertainties outside of KEMET’s control. Actual results could differ materially based on factors including, but not limited to: (i) potential adverse effects or changes to relationships with customers, employees, suppliers or other parties resulting from the completion of the merger; (ii) the effect of any lawsuits against KEMET and its directors relating to the merger and potential lawsuits that could be instituted against KEMET or its directors and officers, including the effects of any outcomes related thereto; (iii) the risks and uncertainties associated with, and resulting from, the COVID-19 pandemic or (iv) possible disruptions from the merger that could harm KEMET’s business, including current plans and operations.

Discussions of additional risks and uncertainties are contained in KEMET’s filings with the U.S. Securities and Exchange Commission. Readers are cautioned not to place undue reliance on these forward-looking statements, which reflect KEMET’s judgment only as of the date hereof. KEMET undertakes no obligation to update publicly any of these forward-looking statements to reflect new information, future events or otherwise.

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Chief Financial Officer
GregThompson@KEMET.com



Source: KEMET Corporation