

**SILICON STORAGE TECHNOLOGY, INC.**

**NON-EMPLOYEE DIRECTOR CASH RETAINER PROGRAM**

**EFFECTIVE APRIL 18, 2005**

<b><u>Position</u></b>	<b><u>Annual Retainer</u></b>	<b><u>Per Meeting in Person</u></b>	<b><u>Per Telephone Meeting Fee</u></b>
Lead Director	\$25,000	\$1,500	\$1,200
Audit Committee Chair	\$30,000	\$1,500	\$1,200
Other Committee Chair	\$25,000	\$1,200	\$960
Board Member	\$20,000	\$1,000	\$800

Each non-employee director will only be entitled to one annual retainer fee. The annual retainer fee will be paid on a quarterly basis and the annual period will commence with each Annual Meeting of Shareholders. In addition, the per meeting fees are subject to proration in the event a director does not attend the full meeting.