

Meeting Notice
of
2017 Annual General Meeting of Shareholders
(Summary Translation)

The 2017 Annual General Meeting of Shareholders' Meeting (the "Meeting") of KD HOLDING CORPORATION (the "Company") will be held at Mellow Fields Hotel 505 Room (No. 127, Sec.7, Zhongshan N. Rd., Shilin Dist., Taipei City, Taiwan) at 9:00 a.m., Monday, June 26, 2017.

A. The agenda for the Meeting are as follows:

- (1) Report Items
 - (a) Business Report of 2016
 - (b) Audit committee's Review Report of 2016
 - (c) The directors' & employees' remuneration of 2016
 - (d) The Status of guarantees provided by the Company as of the end of 2016
- (2) Ratification Items
 - (a) To ratify 2016 Business Report, Financial Statements and Consolidated Financial Statements
 - (b) To ratify the Company's distribution of 2016 earnings
- (3) Discussion Items (I)
 - (a) To approve the Amendment of the Company's "The Procedure for Acquisition and Disposition of Assets"
 - (b) To approve the Amendment of the Company's "Articles of Incorporation"
- (4) Election Item
 - (a) Election of the Company's 7th term Directors
- (5) Discussion Items (II)
 - (a) To approve the lifting of new-elected directors of non-competition restrictions
- (6) Special Motions

B. The major items of the proposal for distribution of 2016 earnings ratified at the meeting of the Board of Directors are as follows:

- (1) Cash dividends to common share holders: NT\$11.37 per share based on common share outstanding is 66,593,898 shares. After being approved at the Meeting, the cash dividends to common share holders will be distributed on a record date to be determined by the Board of Directors.
- (2) Should the total common shares outstanding change for any reason, the ultimate cash dividend to be distributed to each common share may need to be adjusted accordingly. It is proposed that the Board of Directors will be authorized to adjust the cash to be distributed to each common share.

C. List for the director candidates of the 7th term is as below :

No.	Title	Name
1	Director	CTCI Corporation Representative : J. J. Liao
2	Director	CTCI Corporation Representative : Y. P. Shih
3	Director	Parkwell Investment Corp. Representative : Kuan Shen Wang
4	Director	Yangming Liu
5	Director	Wen Whe Pan
6	Director	Eugene Chien
7	Independent Director	Shean Bii Chiu
8	Independent Director	Shuh Woei Yu
9	Independent Director	James Tsai

D. It is hereby proposed in the Meeting to lift the newly-elected directors of non-competition restrictions according to article 209 of the Company Act.

E. The voting power at the 2017 Annual General Shareholders' Meeting can be exercised by way of electronic transmission from May 27, 2017 to June 23, 2017. Please login to the TDCC (Taiwan Depository & Clearing Corporation) website to exercise voting rights in accordance with the online instruction (website:<http://www.stockvote.com.tw>)

Board of Directors

KD HOLDING CORPORATION