

KMC (KUEI MENG) INTERNATIONAL INC.  
(the "Company")  
Notice of 2017 Annual General Meeting  
(Summary Translation)

- I. Please be informed that the Company's 2017 Annual General Meeting (the "Meeting") is scheduled to be convened at Zenda Suites C Hall (Add : No.2,Dasyue Rd.,East District. Tainan City 701,Taiwan.) Taiwan at 9:00 a.m., June 23th 2017.  
The Agenda of the Meeting :
1. Report Matters
    - (1) 2016 Distribution of Employees' and Directors' Remuneration.
    - (2) 2016 Business Reports.
    - (3) Supervisor's Review Report on the 2016 Financial Statements.
  2. Acknowledgement Matters
    - (1) Adoption of the 2016 Business Report and Financial Statements.
    - (2) Adoption of the Proposal for Distribution of 2016 Profits.
  3. Proposals and Discussions
    - (1) Amendment to the Operational procedures for Acquisition and Disposal of Assets.
    - (2) Amendment to the Articles of Incorporation.
    - (3) Amendment to the Rules for Director and Supervision Elections.
  4. Election
    - (1) The 11th Election of Directors and Supervisors.
  5. Other Matters
    - (1) Release of Prohibition on Non-Competition of Directors.
  6. Extemporary Motion
- II. The proposed distribution of 2016 profits to shareholders resolved by the board of directors is totaled NT\$390,000,000 and each shareholder will be entitled to receive a cash dividend of NT\$3.25 per share.
- III. The shareholders meeting shall elect 5 directors (including 2 independent directors) and 2 supervisors. The candidate nomination system is applicable for this election of 2 independent directors. Enclosed is a list of the candidates. Please log-on the MOPS website (<http://mops.twse.com.tw>) to obtain the education background and relevant information on each candidate.
- IV. Release of non-competition restrictions on new directors and their representatives, is proposed in accordance to article 209 of the "Company Act". We request the shareholders' meeting to approve the release of non-competition restrictions on new directors. Details on other part-time responsibilities of the new directors shall be disclosed at the shareholders' meeting.
- V. Please find enclosed the "Notice of Attendance" and "Proxy Statement". Please sign or apply your seal to the "Notice of Attendance" if you plan to attend the Meeting in person on the Meeting date (Do NOT return this by mail). Members may appoint a proxy to attend the Meeting on his or her behalf by signing or applying their seal to this "Proxy Statement". Please send out such signed or sealed "Proxy Statement" to the Company's stock agency, the Transfer Agency Department of CTBC Bank, five (5) days prior to the Meeting date to allow the stock agency to deliver the "Attendance Card" to your proxy.
- VI. If members solicit proxies to attend the Meeting in their place, the Company will compile a proxy solicitation summary statement and disclose its contents on the Securities & Futures Institute (SFI)'s website on May 23, 2017. Members can access the website through SFI's web address (<http://free.sfi.org.tw>) for relevant information.

VII. The voting at this Meeting can be exercised by way of electronic method from May 24, 2017 to June 20, 2017. The members/shareholders can log in Electronic Voting Platform of Shareholders' Meeting established by Taiwan Depository and Clearing Corporation (<https://www.stockvote.com.tw>) directly and cast the vote according to the relevant explanations.

VIII. The proxies shall be tallied and verified by the Transfer Agency Department of CTBC Bank.

IX. Please fill out the documents as described in the information contained herein.

Board of Directors  
KMC (KUEI MENG) INTERNATIONAL INC.