

February 17, 2014

Re: Distribution of dividends, fixing the date to convene the 2014 Annual General Meeting of Shareholders, and other resolutions
To: The President of the Stock Exchange of Thailand

Delta Electronics (Thailand) Public Company Limited (the “**Company**”) would like to give notice that the following resolutions of the Board of Directors Meeting No.1/2014 held on February 17, 2014 were passed:

- 1) The Company’s audited financial statements for the year ended December 31, 2013 and the report of the auditor shall be presented to the Meeting of Shareholders for approval.
- 2) The Company’s dividend payment made out of the net profit at the rate of Baht 2.70 per share and the payment to be made on April 9, 2014 shall be proposed to the Meeting of Shareholders for approval. The shareholders are exempted from income tax payment for dividends derived from the Board of Investment (BOI) promoted business. The date to determine those shareholders entitled to receive dividends on March 4, 2014, and the gathering of names of shareholders as a process under Section 225 of the Securities and Exchange Act B.E. 2535 (as amended), by closing the share register book and suspending of share transfer on March 5, 2014.

The above proposed dividend payment is subject to the approval of the Meeting of Shareholders.

- 3) The re-appointment of the following directors to be directors of the Company for another tenure shall be proposed to the Meeting of Shareholders for approval:
 1. Mr. Ming-Cheng Wang
 2. Mr. Anusorn Muttaraid
 3. Professor Lee, Ji-Ren
- 4) The remuneration of the directors for the year 2014, in forms of annual remuneration and meeting attendance fee, shall be proposed to the Meeting of Shareholders for approval with the following details:

<u>Position</u>	<u>Remuneration/year (Baht)</u>
Chairman of the Board	1,650,000
Executive Director	500,000
Independent director/Audit Committee Chairperson	1,250,000
Independent director/Compensation Committee Chairperson	1,250,000
Independent director	1,150,000
Director	1,150,000

The directors' remuneration for the year 2014 is Baht 9,750,000.

The meeting attendance fee for the year 2014 is proposed to be Baht 10,000 per meeting, equaling to the meeting attendance fee for the year 2013. Such meeting attendance fees shall be paid only to the Chairman of the Board, directors, independent directors who are members of the Board, audit committee and compensation committee.

- 5) The appointment of Mr. Narong Puntawong, C.P.A Registration No. 3315, or Ms. Waraporn Prapasirikul, C.P.A Registration No. 4579, or Ms. Supanee Triyanantakul, C.P.A Registration No. 4498, of Ernst & Young Office Limited, to be the Company's auditor for the year 2014 for a total remuneration of Baht 4,620,000 shall be proposed to the Meeting of Shareholders for approval. The fee is based on 5,000 audit hours. If the actual audit hours exceed the estimated fee, the Company is required to reimburse 70% of the additional cost of the audit as calculated at its normal charge-out rates. In the event those auditors are unable to perform their duties, Ernst and Young Office Limited is authorised to assign another of its auditors to perform the audit and express an opinion on the company's financial statements in their place.
- 6) The addition of two more objectives to the Company's existing business objectives and the amendment to Clause 3 of the Company's Memorandum of Association re: objectives to reflect the addition of two more objectives (from 15 existing clauses to be 17 clauses) shall be proposed to the Meeting of Shareholders for approval. The two more objectives are as follows:-

"Clause 16 : To engage in business of providing services and undertaking as consultant in relation to design and installation of system for energy conservation or energy saving, solar energy, alternative and renewable energy, or solving environmental problems caused by the use or production of energy, including the purchase, sales, bidding, lease-out, import or export of various tools and equipment in relation to energy conservation or energy saving, solar energy and other types of alternative energy."

"Clause 17: To engage in business of production, supply and sale of electricity from all types of alternative and renewable energy including solar energy, wind energy, biomass energy, waste energy and hydro energy, etc"

- 7) The names of shareholders who shall have the right to attend the 2014 Annual General Meeting of Shareholders (Record Date) on March 4, 2014, shall be determined and the share register book shall be closed on March 5, 2014 so as to gather the names of shareholders under Section 225 of the Securities and Exchange Act B.E. 2535 (as amended).
- 8) The 2014 Annual General Meeting of Shareholders shall be convened on March 31, 2014 at 10.00 hrs at the Company office, 909 Soi 9, Moo 4, Bangpoo Industrial Estate, Tambol Phraksa, Amphur Muang Samutprakarn, Samutprakarn and the agenda listed below shall be addressed:
 1. To consider and approve the minutes of the 2013 Annual General Meeting of Shareholders;

2. To consider and acknowledge the Company's operational results for the year 2013;
3. To consider and approve the Company's audited financial statements for the year ended December 31, 2013 and the auditor's report;
4. To consider and approve the distribution of dividends for the year 2013;
5. To consider and approve the appointment of directors to replace the directors who will be retired by rotation;
6. To consider and approve the remuneration of directors for the year 2014;
7. To consider and approve the appointment of the auditor and their remuneration for the year 2014; and
8. To consider and approve the amendment of the Company's business objectives and clause 3 of the Memorandum of Association re: business objectives; and
9. To consider other business (if any).

9) Acknowledged the resignation of Mr. Hsieh, Heng-Hsien (Henry Shieh) from the President of the Company with effective on 1 March 2014 and Approved the appointment of Mr. Hsieh, Shen-Yen (Dick Hsieh) as the President of the Company with effective on 1 March 2014. Mr. Hsieh, Heng-Hsien will remain the Director of the Company. Please be informed accordingly.

Yours sincerely,

Delta Electronics (Thailand) Public Company Limited

(Anusorn Muttaraid)

Director