

11 March 2014

To: The President
The Stock Exchange of Thailand

Re: Related party transaction – Disposal of Investment in subsidiary company

We, Delta Electronics (Thailand) Public Company Ltd, hereby notify the resolutions of the board of directors No. 2/2014 held on 11 March 2014 regarding the disposal of investment in subsidiary company, Delta Greentech SGP Pte Ltd., which is a related party transaction with details as follows.

1) **The date on which the transaction occurred:** Within Q4-2014

2) **Details of the asset to be disposed**

- **Type of asset :** 5,499,102 shares of Delta Greentech SGP Pte Ltd. (DG SGP), or 45.17% of its total issued shares

- **Parties involved:**

Seller : Delta Greentech International Holding Ltd. (a wholly owned subsidiary of the Company)

Purchaser : Delta International Holding Ltd.

- **Relationship with the Company :** Purchaser is a subsidiary of Delta Electronics Inc. (DEI), a major shareholder of the Company holding approx. 20% of the Company's issued shares (as of 31 Dec 13).
- **Registered & Paid up capital:** USD 12,175,470
- **Directors:** Mr. Ng Kong Meng and Mr. Chang Ling Yik
- **Nature of the business:** Investment / Holding Company
- **Financial Highlights 2012 – 2013**

(unit : thousand USD)

| | 2012 | 2013 |
|----------------------|--------|---------|
| Income | 1,483 | 1,521 |
| Net Profit | 1,297 | 1,331 |
| Total Assets | 13,435 | 13,521* |
| Total Liabilities | 13 | 14 |
| Share Capital | 12,175 | 12,175 |
| Shareholder's Equity | 13,422 | 13,507* |

* After deduct dividend USD 1.25 million which will going to pay on 12 March 2014.

- 3) **Offered price:** USD 2.3514/share
- 4) **Valuation method:** Net asset value (NAV), which has adjusted the investment value of Delta Greentech (China) Co.,Ltd with the fair market value by using Income Approach appraised by an independent party on 17 Sep 2012
- 5) **Total consideration:** USD 12.93 million (approx THB 423 million)
- 6) **Size of connected transaction:** 1.77% of net tangible assets (NTA) of the Company based on its consolidated balance sheet as at 31 December 2013.
- 7) **Size of disposal transaction:** 1.16%, based on the method of Value of Consideration received (total consideration received compared with total assets of the Company's consolidated balance sheet as of 31 Dec 2013).
- 8) **Purpose and Expected benefit:** Investment gain
- 9) **Payment & Condition:** Payment is to be made in not more than 5 business days prior to the Closing date. However, the Closing shall be valid and effective only if the Purchaser has obtained all approvals required by Taiwan, ROC law in relation to this share purchase and sale.
- 10) **Utilization of proceeds:** To be working capital and/or used for future investments
- 11) **The Directors who are Interested or Related Persons:** None
- 12) **The Board of Directors' opinions and the Audit Committee's opinions:**
The board of directors has considered that the investment in DG SGP is disposed at a fair market value assessed by the independent party with a reasonable investment gain. The Board has agreed to dispose the above investment at the proposed price, number of shares, payment terms and conditions.

There is no any other different opinion from directors or Audit Committee.

Please be informed accordingly.

Anusorn Muttaraid
Director