

February 18, 2016

Re: Distribution of dividends, fixing the date to convene the 2016 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 inform that the following resolutions of the Board of Directors Meeting No.1/2016 held on February 18, 2016 were passed:

- 1) Approved to propose the 2016 Annual General Meeting of Shareholders (the “**2016 AGM**”) to approve the Company’s audited financial statements for the year ended December 31, 2015 and the report of the auditor.
- 2) Approved to propose the 2016 AGM to approve the Company’s dividend payment made out of the net profit at the rate of Baht 3.10 per share and the payment to be made on April 11, 2016. 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 shall be on March 3, 2016, 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, shall be on March 4, 2016.

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

- 3) Approved to propose the 2016 AGM to approve the re-appointment of the following directors who will be retired by rotation at the 2016 AGM to be directors of the Company for another tenure:

1. Mr. Hsieh, Shen-Yen Director/President
2. Mr. Chu, Chih-Yuan Independent Director

And to appoint Mr. Boonsak Chiempricha to be the director, the independent director and the member of audit committee in place of Emeritus Professor Supapun Ruttanaporn, who shall retired by rotation at the 2016 AGM.

The Board of Directors had considered the qualifications of the persons to be nominated to replace the directors who will retire by rotation. It is deemed that all three persons have knowledge, ability, experience and expertise which will be the advantage for the Company’s operation. In addition, Mr. Boonsak Chiempricha is the person who qualified

with the qualifications of the independent directors and the member of the audit committee as prescribed in the rules and regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand in all respects.

- 4) Approved to propose the 2016 AGM to approve the remuneration of the directors for the year 2016, in forms of annual remuneration and meeting attendance fee with the following details:

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

The meeting attendance fee for the year 2016 is proposed to be Baht 10,000 per meeting, equaling to the meeting attendance fee for the year 2015. 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 nomination & compensation committee.

- 5) Approved to propose the 2016 AGM to approve 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 EY Office Limited, to be the Company's auditor for the year 2016 for a total remuneration of Baht 4,620,000. 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, EY 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) Approved to determine the names of shareholders who shall have the right to attend the 2016 AGM (Record Date) on March 3, 2016 and the shares register book closing date for gathering the name of shareholders under Section 225 of the Securities and Exchange Act B.E. 2535 (as amended) shall be on March 4, 2016.
- 7) The 2016 AGM shall be convened on April 5, 2016 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 2015 Annual General Meeting of Shareholders;
2. To consider and acknowledge the Company's operational results for the year 2015;
3. To consider and approve the Company's audited financial statements for the year ended December 31, 2015 and the auditor's report;
4. To consider and approve the distribution of dividends for the year 2015;
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 determination of remuneration of directors for the year 2016;
7. To consider and approve the appointment of the auditor and the determination of their remuneration for the year 2016; and
8. To consider other business (if any)

Please be informed accordingly.

Yours sincerely,

Delta Electronics (Thailand) Public Company Limited

(Anusorn Muttaraid)
Director