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### Minutes of the 2015 Annual General Meeting of Shareholders of Delta Electronics (Thailand) Public Company Limited

#### **Date time and place**

The Meeting was held on March 30, 2015, at 10.00am, at the office of Delta Electronics (Thailand) Public Company Limited (the "Company"), located at No. 909 Moo 4, Tambol Prakasa, Amphur Muang Samutprakarn, Samutprakarn, Thailand.

# Number of shareholders attending at the meeting and total amount of shares representing in the meeting

There were 70 shareholders, holding aggregate amount of 1,571,830 shares, and 158 proxies holding aggregate amount of 1,027,484,159 shares attended the Meeting. The 228 shareholders and proxies who attended the Meeting held 1,029,055,989 shares, equivalent to 82.50 percent of the Company's issued shares, which is 1,247,381,614 shares, constituting a quorum of the Meeting as prescribed by the Company's Articles of Association.

### **Directors, executive members and other attendees consisted of:**

#### Directors and executive members presented:

Mr. Ng Kong Meng (James Ng)

Chairman of the Board and Chairman of the Meeting

Mr. Ming-Cheng Wang Vice Chairman

Mr. Hsieh, Shen-Yen (Dick Hsieh) Director and President

Mr. Hsieh, Heng-Hsien (Henry Shieh) Director Mr. Chu, Chi-Yuan Director

Mr. Anusorn Muttaraid Director and Compensation Committee Member Emeritus Prof. Supapun Ruttanaporn Independent Director and Audit Committee

Chairperson

Mr. Witoon Simachokedee Candidate of Director, Independent Director, Audit

Committee Member and Compensation Committee

Member

Mr. Yu, Po-Wen Chief Financial Officer (CFO)

Ms. Kulwadee Kawayawong Investor Relations (IR)
Ms. Wilailak Fungthanakun Company Secretary

Director absent:

Prof. Lee, Ji-Ren Independent Director, Audit Committee Member

and Compensation Committee Member

(Reason for absence is he had to attend funeral of his

mother held in Taiwan)

Other attendees

Ms. Supannee Triyanantakul Representative of Auditor, from EY Office

Limited

Ms. Yaowarote Klinboon Legal Adviser from the Capital Law Office

Limited

Mr. Chakrit Chomketkaew Representative from the Capital Law Office

Limited to monitor the counting of votes

Ms. Wilailak Fungthanakun, the Company Secretary, introduced the members of Board of Directors, Management, Auditor from EY Office Limited, Ms. Yaowarote Klinboon and Mr. Chakrit Chomketkaew, Legal Adviser and Representative from The Capital Law Office Limited who will monitor the counting of votes in the Meeting, respectively. Then, Mr. Ng Kong Meng, Chairman (the "Chairman"), welcomed all shareholders and assigned Mr.



Anusorn Muttaraid to conduct the Meeting (the "Conductor"). After that, Mr. Hsieh, Shen-Yen, the President, had presented a brief of past year's operations and the Company business in this year to the Meeting.

#### **Meeting Commencement**

The Company Secretary explained to the Meeting regarding procedures of the Meeting and vote casting. When counting the votes, 1 share equals to 1 vote. In order to save time, ballots were used for only the votes of disapproval and abstention and those votes cast by the ballots were deducted from the total votes cast in each agenda to obtain the votes of approval. Meeting quorum and number of shareholders attending the Meeting together with total number of shares held by those shareholders were divided into total number of shareholders attending in person and their total shares held and total number of proxies and their total shares held were reported to the Meeting. After the meeting quorum was deemed constituted as required by the Company's Articles of Association, the Conductor proceeded the Meeting in accordance with the agenda items set in the meeting notice as follows:

# Agenda Item No. 1: To consider and certify the minutes of the 2014 Annual General Meeting of Shareholders

The Conductor proposed to the Meeting to consider and certify the minutes of the 2014 Annual General Meeting of Shareholders, held on March 31, 2014, of which the copy has been delivered to all shareholders along with the notice convening this Meeting. The copy of the minutes was also submitted to the Securities and Exchange Commission and the Stock Exchange of Thailand within the period required by law, and posted on the Company's website (<a href="www.deltathailand.com">www.deltathailand.com</a>).

The Conductor proposed to the Meeting to consider and certify the minutes of the 2014 Annual General Meeting of Shareholders, held on March 31, 2014, as per the details stated above.

<u>Remark</u>: Resolution in this agenda shall be approved by the majority votes of the shareholders attending the Meeting and casting their votes.

<u>Resolution</u>: After due consideration, the Meeting certified the Minutes of the 2014 Annual General Meeting of Shareholder, held on March 31, 2014, with the following voting results:

Shareholders voting	No. of Votes	Percent
Approve	1,027,590,189	100.00
Disapprove	-0-	0.00
Abstain	1,465,800	-

## Agenda Item No. 2: To acknowledge the operating results of the Company for the fiscal year 2014

The Conductor proposed to the Meeting to acknowledge the Company's operating results for the fiscal year 2014 as appeared in the 2014 Annual Report under the section "Management Discussion and Analysis" which has been enclosed with the notice of the 2015 Annual General Meeting of Shareholders.

Remarks: This agenda item is for acknowledgement and no casting votes.

The Meeting acknowledged the Company's operating results for the fiscal year 2014.

Shareholders asked following questions:-



**Question 1**: As the Company has expected that Automotive products will be one of the major revenue contributors in the next year, the shareholder would like to know how much is the current revenue contribution of Automotive products? And what would the impact to the Company if the current local car manufacturers in Thailand would relocate their production base to other countries?

<u>Answers</u>: Current revenue contribution of Automotive products of the Company is 10% and is expected to be about 20% next year because the Company has some outstanding products that can capture European car manufacturers and as the major Automotive product is power supply used in hybrid car and mainly sold to car manufacturers in Europe, there would be no impact to the Company if the current car manufacturers in Thailand have relocated their production base.

<u>Question 2</u>: As the Company has participated in the Anti-corruption campaign conducted Private Sector Collective Action Coalition against Corruption Council, how does the Company determine policy or prepare itself to ensure that the Company will get certification from this Council.

<u>Answer</u>: The Company has determined the policy relating to this issue and managed to set up the control to prevent the corruption in the Company. So far, with the good corporate culture, the Company has never encountered the corruption issue.

**Question 3**: Shareholder requested the Company to explain on the major change in business operations during 2013-2014 and what would be in 2015.

**Answer**: In 2014, the Company focused on 3 following operations.

- 1) Built up factory for automotive products and expanded customer base in Europe
- 2) Implementation of automation in production line in order to cope with labor shortage and increase production efficiency.
- 3) Set up more regional offices.

In 2015, the Company would maintain the same business direction as last year but develop more products.

**Question 4**: How much was the defect rate in last year and how does the Company plan to reduce the defect rate?

<u>Answer</u>: The Company has already set up a zero defect policy in its production but would occur in some new products but with very minimal rate. It is not a product recall from customers.

# Agenda Item No. 3: To consider and approve the Company's audited financial statements for the fiscal year ended December 31, 2014 and the auditor's report

The Conductor informed the Meeting that, in order to comply with the requirement of the Public Limited Companies Act B.E. 2535 (as amended), the Company must prepare an audited balance sheet and profit and loss statement at the end of each fiscal year of the Company and present them to the annual general meeting of shareholders for consideration and approval. Details of the Company's financial statements are in the 2014 Annual Report under the section of "Report and Financial Statements", which has been delivered to all shareholders along with the notice of the 2015 Annual General Meeting of Shareholders.

The Conductor proposed to the Meeting to consider and approve the audited balance sheet and profit and loss statement of the Company for the fiscal year ended December 31, 2014, and the auditor's report, which have been audited by the auditor and reviewed by the Audit Committee as detailed above.



<u>Remarks:</u> Resolution in this agenda shall be approved by the majority votes of the shareholders attending the Meeting and casting their votes.

<u>Resolution</u>: After due consideration, the Meeting approved the audited balance sheet and profit and loss statement for the fiscal year ended December 31, 2014 as detailed above, with the following voting results:

Shareholders voting	No. of Votes	Percent		
Approve	1,025,548,689	100.00		
Disapprove	-0-	0.00		
Abstain	3,507,300	-		

<u>Question 5</u>: Why did the item of investment in associated company of Baht 194 million in 2013 disappear from the balance sheet of 2014?

**Answer:** The auditor informed that the Company disposed of this investment in 2014.

**Question 6**: Shareholder asked about the design and engineering fee mentioned in 2014 Annual Report, (page 137 of the English version report) with following questions.

1) Why does this item have a smaller amount in consolidated financial statements, compared to the separate financial statements?

Answer: The auditor explained that last year the Company had incurred this transaction mainly with its subsidiaries of about Baht 800 million and the items with subsidiaries are to be eliminated according to the accounting principles re consolidation.

2) This item was increased from Baht 246 million in 2013 to 440 million in 2014. Was it for any new specific product or innovation?

Answer: The Company spent this amount for improving variety of products and improving quality, developing more energy efficient and green products.

**Question 7:** Is the Company's parent is Taiwanese firm?

<u>Answer</u>: The Company has no parent company but operates business under Delta group which have common major shareholders. Delta Electronics, Inc (in Taiwan) holds the Company's shares directly and indirectly through its subsidiary of about 20% of the Company's total issued shares. Business operation of each entity in the group is operated independently and the growth is up to each firm's capability.

**Question 8:** Would the independent business operations in each firm as mentioned in the above answer make some confusions to the business administration of the firms under Delta group or would that create the overlapping businesses among the group?

<u>Answer:</u> Like other companies in the technology industry, the Company determines its own business direction based on market trends. The chance to have direct overlapping or competing to each other among the group would be rare as the business opportunities in this industry are huge.

# Agenda Item No. 4: To consider and approve the distribution of dividends for the fiscal year 2014.

The Conductor informed the Meeting that the Company has a policy to pay a dividend of at least thirty percent (30%) of the Company's net profits. However, the Company may adjust such dividend payment rate if there are any financing needed for a new investment plan and/or other possible future project. Therefore, the Company will pay the dividend for the fiscal year 2014 from the Company's net profit at the rate of Baht 3.00 per share, which is in accordance with the dividend distribution policy of the Company. The shareholders of the Company who



are entitled to receive dividend payment must be shareholders who are in the list of shareholders on the date for determination the names of shareholders who are entitled to receive dividend payment which is February 25, 2015. The Company shall collect the names of shareholders under Section 225 of the Securities and Exchange Act B.E. 2535 (as amended) by closing the share register book and suspending of the share transfer (i.e. the Closing Date) on February 26, 2015. The dividend payment date is scheduled on April 9, 2015.

In this regard, the comparison of the rate of the dividend distribution of the fiscal year 2014 and the fiscal year 2013 can be presented as follows:

Details of Dividend Payment	The fiscal year 2014 (Proposed)	The fiscal year 2013
Net Profit (based on consolidated financial statements) (Baht)	5,961,651,593	5,415,685,268
2. Number of shares (share)	1,247,381,614	1,247,381,614
3. Dividend per share (Baht)	3.00	2.70
4. Total dividends paid (Baht)	3,742,144,842	3,367,930,358
5. Percentage of dividend payment against the net profit	62.77%	62.19%

The Company's shareholders are exempt from tax payment assessed on their dividend income derived from the BOI promoted business.

The Conductor proposed to the Meeting to consider and approve the dividend payment for the fiscal year 2014 from the net profit of the Company at the rate of Baht 3.00 per share to the shareholders of the Company who are in the list of shareholders on the Record Date on February 25, 2015. The date for dividend payment is fixed on April 9, 2015, as detailed above.

<u>Remarks:</u> Resolution in this agenda shall be approved by the majority votes of the shareholders attending the Meeting and casting their votes.

<u>Resolution</u>: After due consideration, the Meeting approved the dividend payment for the fiscal year 2014, as proposed, with the following voting results:

Shareholders voting	No. of Votes	Percent	
Approve	1,027,590,189	100.00	
Disapprove	-0-	0.00	
Abstain	1,465,800	-	

Agenda Item No. 5: To consider and approve the appointment of directors to replace the directors who will be retired by rotation and the appointment of new director

The Conductor informed the Meeting that the Public Limited Companies Act B.E. 2535 (as amended) and Article 15 of the Company's Articles of Association prescribe that, at every annual general meeting of shareholders, one-third of the directors must retire by rotation and if the number of directors cannot be divided into three, the closest number to one-third shall retire. In addition, the directors who shall retire at the Annual General Meeting is the

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directors who have been in office for the longest period. For the 2015 Annual General Meeting of Shareholders, the directors who will retire by rotation are:

Director who retires by rotation	Position	Appointment Date	Meeting Attendance in 2014
1. Mr. Ng Kong Meng	Director of the Board	3 May 1990	6/6
2. Mr. Hsieh, Heng-Hsien	Director of the Board	30 Mar 2006	6/6
3. Mr. Supat Limpaporn	1) Independent Director	29 Mar 2007	6/6
	2) Audit Committee		6/6
	3) Compensation Committee		3/3

The Board of Directors, excluding the nominated directors, has considered and deems appropriate to propose to the Meeting to consider and approve the re-appointment of Mr. Ng Kong Meng and Mr. Hsieh, Heng-Hsien as director of the Company for another term and the appointment of Mr. Witoon Simachokedee to be the director, independent director, the member of audit committee and the member of compensation committee in place of Mr. Supat Limpaporn.

In this regard, Mr. Supat Limpaporn informed the Company that he will not be re-appointed for another term. The board of directors' meeting has proposed Mr. Witoon Simachokedee to be a new director of the Company. Mr. Witoon Simachokedee is the person who qualified with the qualifications of the independent directors and the member of the audit committee as prescribed by the rules and regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand in all aspects. He is not an executive director, officer, employee or adviser who earns salary from the Company. He does not provide professional advisory services to the Company, the Company's parent company, subsidiaries or associated companies or any juristic person with potential conflict of interest during the past two years.

In addition, the Independent Directors also possess the qualification in accordance with the Definition of Independent Director of the Company which is in line with the requirement of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand.

The Board of Directors has reviewed the qualifications of the three Directors and has the opinion that the three Directors are knowledgeable, experienced and skillful in benefit to the Company's operations and have full qualifications and do not have any prohibited characteristics under the Public Limited Company Act B.E. 2535 (1992) (as amended), the Securities and Exchange Act B.E. 2535 (1992) (as amended), and relevant regulations.

Although the process of selecting the directors is not supervised by a nomination committee as the Company has no such committee. The Board considered each candidate's competence, experience and expertise, including their performance as directors in recent years (please find the director selection and nomination criteria and the qualifications of the independent directors in the Annual Report of year 2014 under the section "Corporate Governance"). In addition, to comply with good governance guidelines on the convening of a shareholders' meeting, the Conductor requested the Meeting to elect the proposed directors one by one.

<u>Remarks:</u> Resolution in this agenda shall be approved by the majority votes of the shareholders attending the Meeting and casting their votes.

<u>Question 9</u>: In the Company's annual report has stated that the independent director can make decision on the operations of the Company. The shareholder asked whether this qualification would make the director not independent.



<u>Answer</u>: The legal adviser of the Company explained that the decision of the independent director stated in the qualifications of the independent director of the annual report means the collective decision, not the decision made by individual, and this qualification is complied with the SEC requirement.

<u>Resolution</u>: After due consideration, the Meeting approved the appointment of the following persons to be the Company directors with the following voting result:

(1) Approved to appoint Mr. Ng Kong Meng to be the director of the Company with the following voting results:

Shareholders voting	No. of Votes	Percent
Approve	1,010,193,721	98.49
Disapprove	15,517,044	1.51
Abstain	3,345,224	-

(2) Approved to appoint Mr. Hsieh, Heng-Hsien to be the director of the Company with the following voting results:

Shareholders voting	No. of Votes	Percent
Approve	1,012,133,286	98.68
Disapprove	13,577,479	1.32
Abstain	3,345,224	-

(3) Approved to appoint Mr. Witoon Simachokedee to be the director of the Company with the following voting results:

Shareholders voting	No. of Votes	Percent		
Approve	1,027,231,689	99.97		
Disapprove	355,138	0.03		
Abstain	1,469,162	-		

## Agenda Item No. 6: To consider and approve the remuneration of directors for the year 2015

The Conductor informed the Meeting that the Board of Directors assigned the Compensation Committee to determine the remuneration for the directors and propose to the Board of Directors and the shareholders' meeting for approval. The Company has Policy and Guidelines for determination of directors' remuneration as follows.

#### Policy and Guidelines for determination of remuneration of the director

- 1 Remuneration package must be reasonable in order to attract and retain competence director. Major factors to determine director remuneration include
  - Scope of works and responsibilities
  - Current market rate
  - The Company's overall performances
  - Others specified by the compensation committee or the Board
- 2 Chairman of the board and chairman of Sub-committees would receive higher remuneration in accordance with their responsibilities.



- 3 Non-executive director would receive a competitive remuneration which would be higher than that of executive director. This is to attract the knowledgeable and capable person to be non-executive director or independent director.
- 4 Remuneration may be entirely fixed or partially fixed with some variable amount such as meeting allowance or other incentives.

Details of the directors' remuneration for year 2015, in comparison with the directors' remuneration for the year 2014 are presented as follows:

	Year 2015 (Proposed)			Year 2014								
Remuneration	Chairman of the Board	Director of the Board	Independent Director/ Audit Committee Chairperson	Director / Compensation Committee	Independent Director / Audit Committee Member	Executive Director	Chairman of the Board	Director of the Board	Independent Director/ Audit Committee Chairperson	Director / Compensation Committee	Director /	Executive Director
Remuneration /year (Baht/ Person)	1,650,000	1,150,000	1,250,000	1,250,000	1,150,000	500,000	1,650,000	1,150,000	1,250,000	1,250,000	1,150,000	500,000
Meeting allowance (Baht/Person/ Meeting)	10,000	10,000	10,000	10,000	10,000	1	10,000	10,000	10,000	10,000	10,000	-

#### Remarks

- 1. The directors' remuneration for the year 2015 is Baht 9,750,000 which is equal to the amount of the directors' remuneration for the year 2014.
- 2. A meeting allowance for the year 2015 is fixed at the rate of Baht 10,000 per meeting, which is the same as the rate for the year 2014 (the Company will pay such meeting allowance to the Chairpersons, directors of the board and independent directors who seat on the Board of Directors, Audit Committee and Compensation Committee except the executive director.)

The Conductor proposed to the Meeting to consider and approve the directors' remuneration for the year 2015, as detailed above.

<u>Remarks:</u> Resolution in this agenda must be approved by not less than two-thirds of the votes of the shareholders attending the Meeting and the directors who are shareholders are not eligible to vote in this agenda item.

<u>Resolution</u>: After due consideration, the Meeting approved the directors' remuneration for the year 2015, as proposed, with the following voting results:

Shareholders voting	No. of Votes	Percent
Approve	1,027,234,117	99.82
Disapprove	-0-	0.00
Abstain	1,746,862	0.17
Non-eligibility	75,010	0.01

# Agenda Item No. 7: To consider and approve the appointment of the auditor and the determination of their remuneration for the year 2015

The Conductor informed the Meeting that, in compliance with the Public Limited Companies Act B.E. 2535 (as amended), the Annual General Meeting of shareholders of the Company must appoint the auditors and determine the auditor's remuneration for each fiscal year. For the fiscal year ended December 31, 2015, the Audit Committee has proposed to the Board of Directors to appoint the auditors from EY Office Limited as the auditors of the Company, any



of the following auditors being authorized to review and give opinion on the Company's financial statements (but not of its subsidiaries), namely:

- Mr. Narong Puntawong, CPA No. 3315
   (who has endorsed the Company's financial statements in year 2014), or
- 2. Ms. Waraporn Prapasirikul, CPA No. 4579 (who has never endorsed the Company's financial statements), or
- 3. Ms. Supannee Triyanantakul, CPA No. 4498 (who has never endorsed the Company's financial statements)

Their independence is satisfactory. They have no relationships with or interests in the Company or its subsidiaries, executives, major shareholders or their affiliates.

Having considered the Audit Committee's advice, the Board of Directors resolved to propose to the Meeting to consider and approve the appointment of Mr. Narong Puntawong, C.P.A Registration No. 3315, or Ms. Waraporn Prapasirikul, CPA Registration No. 4579, or Ms. Supannee Triyanantakul, C.P.A Registration No. 4498, of EY Office Limited to be the Company's auditor for the year 2015. In the event that such auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its qualified auditors to perform the audit and provide an opinion on the Company's financial statements in their place. The remuneration of the auditor shall be in the amount 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 will pay the audit fee at 70% of the normal charge-out rate of the audit firm.

Comparison of the auditor's remuneration for the fiscal year ended December 31, 2015 and the fiscal year ended December 31, 2014 is as follows:

Audit Fee	For the fiscal year ended December 31, 2015 (Proposed)	For the fiscal year ended December 31, 2014*
1. Audit Fee (Baht)	4,620,000	4,620,000
2. Others Fee (Baht)	None	None

Remark: \*Actual audit fee for the fiscal year 2014 is Baht 4,620,000 excluding all out-of-pocket expenses such as photocopying of documents, travel expenses and others, which the Company paid the actual expenses to the auditors.

The auditors of its subsidiaries are the auditors from the same audit firm but different branches in various countries as all of the Company's subsidiaries are abroad. Some subsidiaries (most of which are in Europe) use the services provided by Pricewaterhouse Coopers (PWC) and the rest of them engage other audit firms as their auditor. The selection criteria of auditors are principally based on the service quality and the fees of the auditor.

The Conductor proposed to the Meeting to consider and approve the appointment of the auditors of the Company as well as specifying the auditor's remuneration for the fiscal year ended December 31, 2015 as detailed above.

<u>Remarks:</u> Resolution in this agenda shall be approved by the majority votes of the shareholders attending the Meeting and casting their votes.

**Question 10:** Regarding the out of pocket expenses that would be charged by the auditor, why does the Company set a limit on the maximum amount to be charged by the auditor?

<u>Answer</u>: Audit Committee Chairman explained that EY Office Limited has set some guidelines for the out of pocket expenses and the expenses are to be charged based on actual costs. In addition, the Company will justify if the expenses are reasonable.



<u>Resolution</u>: After due consideration, the Meeting approved the appointment of the auditors of the Company and specify the auditor's remuneration for the fiscal year ended December 31, 2015, as proposed, with the following votes:

Shareholders voting	No. of Votes	Percent		
Approve	1,017,031,383	99.74		
Disapprove	2,626,379	0.26		
Abstain	9,398,227	-		

Agenda Item No. 8: To consider and approve the Amendment of the objectives of the Company and amendment to clause 3 of the Memorandum of Association of the Company to be in line with the amendment of the objectives of the Company

The Conductor informed the Meeting that the Company would like to increase the Company' Objectives by 3 in order to cover all areas of the Company business. Therefore, the Conductor proposed to the Meeting to consider and approve the amendment of the Company's objectives as follows:

"Clause 18: To engage in business of design, assembly, procurement, installation, providing services in relation to the repair, maintenance, inspection of electrical control system and all types of electrical system including pneumatic, hydraulic, electronic systems and equipments and tools or other related working systems."

"Clause 19: To engage in business of distribution, import, export, let-out, lease-out of working systems, equipments, tools as mentioned in items (16) and (18) including other types of electrical equipment."

"Clause 20: To engage in business of training, educating, teaching, practicing in relation to electrical control system and all kinds of electrical and electronic system, provided that it is not related to a normal schooling business."

Moreover, the Board of Directors deems appropriate to proposes to the Meeting to consider and approve the amendment to Clause 3 of the Company's Memorandum of Association, which concerning the Objectives of the Company, to be in line with the amendment of the Company's Objectives as follows:

#### Previous version

"Clause 3. The Company's objectives have 17 clauses as detailed in Bor Mor Jor 002". Revised version

"Clause 3. The Company's objectives have 20 clauses as detailed in Bor Mor Jor 002".

<u>Remarks:</u> Resolution in this agenda shall be approved by not less than three-fourths of the total number of shareholders attending at the Meeting and entitled to vote.

<u>Resolution</u>: After due consideration, the Meeting approved the amendment of the Company's Objectives and clause 3 of the Memorandum of Association re: scope of business, as proposed, with the following voting results:



Shareholders voting	No. of Votes	Percent
Approve	1,027,226,989	99.82
Disapprove	354,838	0.03
Abstain	1,474,162	0.14
Non-eligibility	-	-

Shareholders had some other questions as follows:

**Question 11**: What would be the profit margin of Automotive business that will be one of the core businesses of the Company in the future? Can the Company maintain its overall profit margin if the Automotive would become the major revenue contribution and would it be able to maintain competitiveness in the market?

<u>Answer</u>: Automotive is one of the products in ODM business and its profit margin is close to that of ODM business. The ability to maintain or increase the profit margin of this business depends on the capability in product development. Currently, the Company is able to develop products and new models to the market. Regarding the competition condition, the Company has stepped into Automotive business since 2010 with 2 major products including car charger and DC fan, and it is now very confident in its personnel, especially the engineer team that is mainly located in Germany. Together with the long manufacturing experience and good management team that work consistently including the high chance to continuously develop product since the market is still not mature, the products have been launched with good design, high reliability & efficiency and well accepted by the world class car manufacturers. The new comers would take time and huge effort to gain acceptance from the market like what the Company has been done before.

**Question 12:** How would the Company expand the business of Mobile internet of things?

<u>Answer</u>: Mobile internet of things is a concept that the Company has to turn it into products to serve the customers' demand that is never ending. Nowadays, there are plenty of products or others that are connected with internet and the technology has been developed continuously, like hand phone that its technology has been developed from 1G to the current 4G and will be further developed in the future. Change in technology always creates business opportunity. If the Company has captured the right platform or direction, its revenues and profit will be satisfactorily improved accordingly.

**Question 13**: How would the merger of Eltek affect the Company?

<u>Answer</u>: The merger of Eltek, a European based manufacturer of Telecom power products, is to be done by Delta Electronics, Inc (in Taiwan). If the deal is successful done, it would create a very huge business opportunity for Delta group as currently there are few players in this market. Delta group would enhance its technology by sharing the technology among its group. There would be less chance for direct competition within the group or it can be avoided as the business opportunity or market is so huge especially when compared to the number of players in the market. Numerous product items, models or specifications with various applications can be developed or produced to serve different market segments or industries.

**Question 14**: The R&D personnel would be one of the most important groups for the Company. How does the Company retain this group of people?

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<u>Answer</u>: Besides payrolls, the Company also offers opportunities in work achievements, trainings and etc. However, the Company has encouraged all functions to work as a team rather than focusing on any specific group or person. All functions are important and together help drive the business. Without good work cooperation, the Company would not grow or be successful.

### **Agenda Item No. 9:** Other Matters

No further questions were raised. Moreover, as there was no shareholder holding an aggregate amount of one-third of the total issued shares requested the Meeting to consider other matters. Therefore, the Chairman thanked all shareholders and adjourned the Meeting at 12.40 hours.

(Anusorn Muttaraid)

Director

On behalf of the Chairman of the Board of Directors