

## 7 June 2019

Re: Notice of the Extraordinary General Meeting of Shareholders No.1/2019

Delta Electronics (Thailand) Public Company Limited

To: Shareholders

Attachments: 1. A copy of the Minutes of the 2019 Annual General Meeting of Shareholders;

- 2. Profiles of new directors and directors who may be appointed as proxy;
- 3. Proxy Form (Form A, B, and C) (the Proxy Form can be downloaded from the Company's website at www.deltathailand.com);
- 4. Documents or evidences which the person who will attend the Meeting of Shareholders must take and present at the Meeting;
- 5. Company's Articles of Association (Relating to the Meeting of Shareholders);
- 6. Map of the Meeting Venue;
- 7. Reservation Form for Shuttle Service for the Meeting; and
- 8. Registration Form (Please bring this Form to register at the Meeting)

The Board of Directors of Delta Electronics (Thailand) Public Company Limited (the "Company" or "DELTA") resolved to convene the Extraordinary General Meeting of Shareholders No.1/2019 ("EGM No.1/2019") to be held on Monday, June 24, 2019 at 10.00 a.m. at the Company's office located at No. 909 Moo 4, Bangpoo Industrial Estate, Tambol Prakasa, Amphur Muangsamutprakarn, Samutprakarn, Thailand to consider the following agenda items:

## Agenda Item No. 1: To consider and certify the minutes of the 2019 Annual General Meeting of Shareholders

<u>Purpose and Reason:</u> The 2019 Annual General Meeting of Shareholders was held on April 2, 2019. A copy of those Minutes (Attachment 1) was submitted to the Securities and Exchange Commission and the Stock Exchange of Thailand with in a timeframe specified by laws and was published on the Company's website (www.deltathailand.com).

<u>Opinion of the Board:</u> The Board of Directors of the Company has considered that the minutes of the 2019 Annual General Meeting of Shareholders held on April 2, 2019 were accurately recorded. Therefore, it is proposed to EGM No.1/2019 to certify such minutes.

**<u>Remarks:</u>** A resolution on this agenda item must be certified with the majority of the votes of the shareholders attending the meeting and casting their votes.

## Agenda Item No. 2: To consider and approve the appointment of new directors.

<u>Purpose and Reason:</u> In this regard, the Board of Director's Meeting No.3/2019 of the Company, which was held on 25 April 2019, resolved to propose EGM No.1/2019 to consider and approve the appointment of persons who are nominated by Delta Electronics International (Singapore) Pte. Ltd., which made the Conditional Voluntary Tender Offer from February 26, 2019 to April 1, 2019. On April 25, 2019, Delta Electronics International (Singapore) Pte. Ltd. held 795,591,896 ordinary shares of the Company in aggregate, equivalent to 63.78 percent of total ordinary shares sold of the Company.

In this regards, Delta Electronics International (Singapore) Pte. Ltd. nominated (1) Mr. Cheng Ping, (2) Mr. Ko Tzu-shing, and (3) Mr. Jackie Chang to be new directors of the Company in replace of



the three resigned directors (the "Nominated Persons"). The Board of Directors has reviewed the qualifications of the three nominated persons (as details in the Attachment 2) and has the opinion that such three persons are knowledgeable, experienced, and skillful in benefit to the Company's operations and do not have any prohibited characteristics under the Public Limited Company Act B.E. 2535 (as amended) (the "Public Limited Company Act"), the Securities and Exchange Act B.E. 2535 (as amended), and relevant regulations.

Notwithstanding, three Nominated Persons are currently directors of other companies which their business may be considered to be in the same nature of the Company. In this regard, the Company is required to inform the shareholders' meeting prior to the appointment, according to Section 86 of the Public Limited Company Act. After the Shareholders' meeting has approved, the Company will have the Board of Directors in the total number of 9 persons.

Opinion of the Board: The Board of Directors of the Company has considered and opined to propose the Extraordinary General Meeting of Shareholders to approve the appointment of (1) Mr. Cheng Ping, (2) Mr. Ko Tzu-shing, and (3) Mr. Jackie Chang to be new directors of the Company, replacing the resigned directors which shall be effective from June 24, 2019.

**Remarks:** A resolution on this agenda item must be approved with the majority of the votes of the shareholders attending the meeting and casting their votes (in consideration of the appointment of new directors, the Company shall consider and approve on an individual basis).

## Agenda Item No. 3: To consider any other business (if any)

You are cordially invited to attend the meeting at the date, time, and venue stated above. The Company has published the invitation notice for this meeting and other documents, related to this meeting, on the Company's website (<a href="www.deltathailand.com">www.deltathailand.com</a>) since May 27, 2019 in order that the shareholders are able to consider the agenda items in advance. On the meeting date, registration for attendance at the meeting will begin at 8.30 a.m.. To speed up the registration process, the shareholders and/or proxies are requested to <a href="mailto:fillout and bring the Registration Form">form</a>, along with their identity card, passport, government official identity card, or driver's licence, to identify their presence to the registration staff before attending the meeting, as detailed in the Documents or evidences which the person who will attend the Meeting of Shareholders must take and present at the Meeting (Attachment 4).

In case shareholder wishes to appoint another person or a Director of the Company (profiles of Directors for proxy are set out in the Attachment 2) to attend and vote at the meeting on the shareholder's behalf, please completely fill out and execute the enclosed Proxy Form B. In the case of foreign shareholders who appointed a custodian in Thailand to be a share depository and keeper, please use any of Proxy Form A, Proxy Form B, or Proxy Form C in the Attachment 3, or download the Proxy Form in the Company's website at <a href="www.deltathailand.com">www.deltathailand.com</a>, including bringing the Documents or evidences which the person who will attend the Meeting of Shareholders must take and present at the Meeting (Attachment 4). A duty stamp for the Proxy Form will be provided at the registration desk without charge. Shareholders who have questions concerning the meeting or significant matters related to the Company's business may submit those questions to the Company or via e-mail: info@deltathailand.com in advance.

For shareholder who expects to attend the Meeting by taking the Company's shuttle bus services, please make a reservation **by June 19, 2019** and see the Attachment 7 for more information regarding the timetable, bus stop, and booking procedures for the Company's shuttle bus services.



Very truly yours,

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(Anusorn Muttaraid)

Director