

Minutes of the Annual General Shareholders' Meeting No. 1/2006

Date, time and Place

The meeting was held on 30 March 2006 at 10:20 a.m. at 909 Moo 4, T. Prakasa, A. Muang Samutprakarn, Samutprakarn.

Preliminary Proceedings

Mr. Wang, Ming-Cheng, Vice Chairman of the Board of Directors was elected as Chairman of the meeting and Mr. Anusorn Muttaraid, Director, as the Master of Ceremony of the meeting. The Chairman announced that as there were 205 shareholders present in persons and by proxies, representing 1,064,006,613 shares or 85.90% (total shares of the Company were 1,238,585,440 shares), a quorum was thus constituted. The Chairman then declared the meeting duly convened to consider the agenda as follows:

Agenda 1 To consider and approve the minutes of the Annual General Shareholders' Meeting No. 1/2005 held on 30 March 2005

The Chairman proposed the meeting to consider and approve the minutes of the Annual General Shareholders' Meeting No. 1/2005, held on 30 March 2005 a copy of which was sent to the shareholders together with the notice of this meeting.

Resolved: The meeting was resolved that the Minutes of the Annual General Shareholders' Meeting No. 1/2005, be approved.

There were shareholders holding 1,060,645,613 shares equivalent to 99.68% of the shares held by the shareholders attending the meeting and eligible to vote, voted to approve, and shareholders holding 3,361,000 shares equivalent to 0.32% of the shares held by the shareholders attending the meeting and eligible to vote, voted to abstain.

Agenda 2 To acknowledge the operating results of the Company in 2005

The Chairman presented the summary information regarding the operating results of the Company for the year 2005 and proposed the meeting to acknowledge the operating results of the Company in 2005 as described in the Company's annual report 2005 which was sent to the shareholders together with the notice of this meeting.

Resolved: The meeting was majority resolved that the operating results of the Company in 2005 be acknowledged.

There were shareholders holding 1,060,645,613 shares equivalent to 99.68% of the shares held by the shareholders attending the meeting and eligible to vote, voted to approve, and shareholders holding 3,361,000 shares equivalent to 0.32% of the shares held by the shareholders attending the meeting and eligible to vote, voted to abstain.

Agenda 3 To consider and approve the audited balance sheet and profit and loss statement for the year ended 31 December 2005 as well as the auditor's report

The Chairman proposed the meeting to consider and approve the audited balance sheet and profit and loss statement for the year ended 31 December 2005 and the auditor's report. Details of which were sent to the shareholders together with the notice of this meeting.

Resolved: The meeting was majority resolved that the audited balance sheet and profit and loss statement for the year ended 31 December 2005 and the auditor's report, be approved.

There were shareholders holding 1,060,645,613 shares equivalent to 99.68% of the shares held by the shareholders attending the meeting and eligible to vote, voted to approve, and shareholders holding 3,361,000 shares equivalent to 0.32% of the shares held by the shareholders attending the meeting and eligible to vote, voted to abstain.

Agenda 4 To consider and approve the appointment of additional director.

The Chairman proposed the meeting to consider and approve the appointment of Mr. Hsieh, Heng-Hsien as an additional director of the Company.

Resolved: The meeting was majority resolved that the appointment of a new director of the Company as proposed by the Chairman be approved.

There were shareholders holding 1,057,920,813 shares equivalent to 99.43% of the shares held by the shareholders attending the meeting and eligible to vote, voted to approve, shareholders holding 2,724,800 shares equivalent to 0.26% of the shares held by the shareholders attending the meeting and eligible to vote, voted to disapprove and shareholders holding 3,361,000 shares equivalent to 0.32% of the shares held by the shareholders attending the meeting and eligible to vote, voted to abstain.

Agenda 5 To consider and approve the appointment of directors replacing those retired by rotation.

The Chairman informed that meeting that according to the Public Companies Act B.E. 2535, at every annual general meeting of shareholders, one-third (1/3) of the directors, or if it is not a multiple of three, then the number nearest to one-third (1/3) must retire from office. There must be a drawing by lots to determine the directors retiring on the first and

second years following the registration of the Company. In each subsequent year, the directors who occupy the position for the longest period must retire.

For the Annual General Meeting of Shareholders No. 1/2006, the retiring directors by drawing were:

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|----|---------------------------------------------|------------------------------------------|
| 1. | Mr. Ng Kong Meng | Director |
| 2. | Professor Supapun Ruttanaporn | Independent Director and Audit Committee |
| 3. | Associate Professor Vudtechai Kapilkanchana | Independent Director and Audit Committee |

The Chairman further informed the meeting that Associate Professor Vudtechai Kapilkanchana who would retire by rotation and expressed his intention not to be re-appointed. The Chairman then proposed the meeting to consider and approve the re-appointment of Mr. Ng Kong Meng as the director and Professor Supapun Ruttanaporn as the independent directors and audit committee of the Company for another term and the appointment of Professor Lee, Ji-Ren as an independent director and audit committee in place of Associate Professor Vudtechai Kapilkanchana.

Resolved: The meeting was majority resolved that the re-appointment of directors and the appointment of a new director in place of the director who retired by rotation and expressed his intention not to be re-appointed as proposed by the Chairman be approved.

There were shareholders holding 1,057,920,813 shares equivalent to 99.43% of the shares held by the shareholders attending the meeting and eligible to vote, voted to approve, shareholders holding 2,724,800 shares equivalent to 0.26% of the shares held by the shareholders attending the meeting and eligible to vote, voted to disapprove and shareholders holding 3,361,000 shares equivalent to 0.32% of the shares held by the shareholders attending the meeting and eligible to vote, voted to abstain.

Agenda 6 To consider and approve the remuneration for directors for the year 2006.

The Chairman proposed the meeting to consider and approve the remuneration of the directors for a total amount of Baht 4,660,000 per year and the meeting fee for each Independent Director was fixed at Baht 10,000 per meeting. The Board of Directors will be authorized to allocate such director's remuneration.

Resolved: The meeting was majority resolved that the remuneration and the meeting fee of the directors for the year 2006 be approved as details proposed by the Chairman.

There were shareholders holding 1,060,366,613 shares equivalent to 99.66% of the shares held by the shareholders attending the meeting and eligible to vote, voted to approve, shareholders holding 279,000 shares equivalent to 0.03% of the shares held by the shareholders attending the meeting and eligible to vote, voted to disapprove and

shareholders holding 3,361,000 shares equivalent to 0.32% of the shares held by the shareholders attending the meeting and eligible to vote, voted to abstain.

Agenda 7 To consider and approve the dividend distribution for the year 2005.

The Chairman then proposed the meeting to consider and approve the dividend distribution for the year 2005 arose from the profit which obtained the BOI privileges at Baht 1.20 per share to the shareholders whose names appeared on the register book as of 10 March 2006 ("XD") at noon and the payment is scheduled on 10 April 2006.

Resolved: The meeting was majority resolved that the distribution of dividend for the year 2005 be approved as details proposed by the Chairman.

There were shareholders holding 1,060,645,613 shares equivalent to 99.68% of the shares held by the shareholders attending the meeting and eligible to vote, voted to approve, and shareholders holding 3,361,000 shares equivalent to 0.32% of the shares held by the shareholders attending the meeting and eligible to vote, voted to abstain.

Agenda 8 To consider and approve the appointment of auditors and to determine the audit fee for the year 2006

The Chairman proposed the meeting to consider and approve the appointment of auditors from Ernst & Young Office Limited, Mr. Narong Puntawong, CPA No. 3315 and/or Mr. Ruth Chaowanagawi CPA No. 3247 and/or Mr. Supachai Phanyawattano, CPA No. 3930 and/or Ms. Siraporn Ouaanunkun CPA No. 3844 to be the auditor of the Company for the year 2006, provided that the estimated audit fee for the year 2006 is Baht 600,000. The fee is based on 2,000 audit hours. If the actual hours exceed the above estimated fee, the Company agrees to pay for the actual amount charged by the auditor and the other expenses will be paid based on actual costs.

Resolved: The meeting was majority resolved that the appointment of auditors and their remuneration for the year 2006 be approved as details proposed by the Chairman.

There were shareholders holding 1,060,366,613 shares equivalent to 99.66% of the shares held by the shareholders attending the meeting and eligible to vote, voted to approve, and shareholders holding 3,640,000 shares equivalent to 0.34% of the shares held by the shareholders attending the meeting and eligible to vote, voted to abstain.

Agenda 9: To consider and approve the re-allocation of the 11,883,260 reserved shares under DELTA-W1 as additional reserve for DELTA-W2

The Chairman informed the meeting that due to the proposed declaration of dividend for the 2005 operating result, the Company would be required to adjust the exercise price and exercise ratio of the ESOP 2005 (DELTA-W2) and to reserve additional shares for such adjustments. The

Chairman thus proposed the meeting to consider and approve the re-allocation of the 11,883,260 reserved shares under DELTA-W1 as additional reserve for DELTA-W2. Therefore, there would be an aggregate of 70,883,260 shares reserved for the ESOP 2005 (DELTA-W2).

Resolved: The meeting was majority resolved that the re-allocation of the 11,883,260 reserved shares under DELTA-W1 to be used as additional reserve for the ESOP 2005 (DELTA-W2) as proposed by the Chairman, be approved.

There were shareholders holding 1,036,644,786 shares equivalent to 98.34% of the shares held by the shareholders attending the meeting and eligible to vote, voted to approve, shareholders holding 2,440,000 shares equivalent to 0.23% of the shares held by the shareholders attending the meeting and eligible to vote, voted to disapprove and shareholders holding 15,045,100 shares equivalent to 1.43% of the shares held by the shareholders attending the meeting and eligible to vote, voted to abstain. (There were shareholders holding 9,876,727 shares equivalent to 0.93% ineligible to vote).

Agenda 10 To consider other business

No other business was proposed to the meeting.

The Chairman declared the meeting closed at 10.55 a.m.

_____ Chairman of the Meeting
(Wang, Ming-Cheng)