

24 February 2005

Subject: Report on the Board of Directors' Resolutions and Schedule for the Annual General Shareholders Meeting No. 1/2005

To: The President
The Stock Exchange of Thailand

Enclosures: 1. Annex A: Detail of ESOP 2005 Project
2. Capital Increase Report Form

Delta Electronics (Thailand) Plc. would like to inform that the Board of Directors' Meeting No. 1/2005 was held at 909 Moo 4, T. Praksa, A. Muang Samutprakan, Samutprakan on 23 February 2005 with the following resolutions:

- Agenda 1:** Approved the minutes of the Board of Directors' Meeting No. 7/2004 held on 23 December 2004
- Agenda 2:** Approved the Financial Statements for the year ended 31 December 2004 and the auditor's report.
- Agenda 3:** Approved to reelect Directors Mr. Wang, Ming-Cheng, Mr. Anusorn Muttaraid and Assistant Professor Wattanee Phanachet Independent Director & Audit Committee Chairman, whose terms will expire by rotation be re-elected as Directors of the Company. Which is subjected to the approval of the Annual General Shareholders Meeting No. 1/2005. The Board also approved the remuneration for Directors at Baht 240,000 per annum paid in two equal payment at Baht 120,000 and the meeting fee for each Independent Director was fixed at Baht 10,000 per meeting, which is subjected to the approval of the Annual General Shareholders Meeting No. 1/2005.
- Agenda 4:** Approved to appoint Khun Narong Puntawong, CPA No. 3315 and/or Khun Ruth Chaowanagawi CPA No. 3247 and/or Khun Supachai Phanyawattano, CPA No. 3930 and/or Khun Siraporn Ouuanunkun CPA No. 3844 in the absence of the above-named auditors, Ernst & Young Office Limited is authorized to identify another Certified Public Accountant with the company to carry out the work to be auditor for the year 2005 with the estimated audit fee of Baht 600,000, which is subjected to the approval of the Annual General Shareholders' Meeting No. 1/2005.
- Agenda 5:** Approved the payment of bonus of Directors total amount Baht 2,020,000, which is subjected to the approval of the Annual General Shareholders Meeting No. 1/2005.
- Agenda 6:** Approved the dividend payment of seventy eight percent form the EPS, Baht 0.80 per share to the shareholders whose names appeared on the Registration Book as of 10 March 2005 ("XD") at noon. The dividend will be paid from net profit of BOI privilege and is scheduled on 7 April 2005, which is subjected to the approval of the Annual General Shareholders Meeting No.1/2005.
- Agenda 7:** Approved to changing of Executive Committee member

Previously

1.Mr. Wang, Ming-Cheng (Stronger) Executive Committee Chairman

2.Mr. Anusorn Muttaraid	Executive Committee Member
3.Ms. Niramol Tantipuntum	Executive Committee Member
4.Mr. Yu, Po-Wen (Beau)	Executive Committee Member
5.Mr. Vichai Saksuriya	Executive Committee Member
6.Mr. Felix Deutsch	Executive Committee Member
7.Mr. Ter Chai Seng	Executive Committee Member
8.Mr. Hsieh, Heng-Hsien (Henry)	Executive Committee Member
9.Mr. Mana Tangchatsiri	Executive Committee Member
10.Mr. Ng Kong Meng (James)	Executive Committee Member

Update to

1. Mr. Wang, Ming-Cheng (Stronger)	Executive Committee Chairman
2. Mr. Anusorn Muttaraid	Executive Committee Member
3. Ms. Niramol Tantipuntum	Executive Committee Member
4. Mr. Yu, Po-Wen (Beau)	Executive Committee Member
5. Mr. Vichai Saksuriya	Executive Committee Member
6. Mr. Ter Chai Seng	Executive Committee Member
7. Mr. Hsieh, Heng-Hsien (Henry)	Executive Committee Member
8. Mr. Mana Tangchatsiri	Executive Committee Member
9. Mr. Ng Kong Meng (James)	Executive Committee Member

Agenda 8: Approved the issuance and offering of the warrants to purchase the Company's ordinary shares to Directors and employees of the Company ("ESOP 2005 Project"). The details of the ESOP 2005 Project appear in Annex A.

In this regard, the Board of Directors and/or the Executive Director and/or the person(s) entrusted by the Board of Directors or the Executive Director shall have the power to determine and fix other details and conditions in relation to the ESOP 2005 Project and the warrants such as fixing the Exercise Date, the termination of the exercise rights under the warrants, etc, and to have the powers tot do any acts and things necessary and desirable in connection with the establishment of the ESOP 2005 Project and the issuance and offering of the warrants in all respects, including but not limited to, contacting the Office of the Securities and Exchange Commission, preparing any Exchange Commission, amending or adding any other details related thereto in accordance with the order or suggestion of the Office of the Securities and Exchange Commission, the Stock Exchange of Thailand and/or any other government authority or to be in accordance with the applicable law or as such person(s) deem appropriate, provided that in the latter case, such amendment shall not be material in nature, allotment of the newly issued shares as well as listing of the warrants on the Stock Exchange of Thailand and, listing of the ordinary shares resulting from the exercise of rights under the warrants on the Stock Exchange of Thailand, which is subjected to the approval of the Annual General Shareholders Meeting No.1/2005.

Agenda 9: Approved the increase of the registered capital from Baht [1,200,000,000] to Baht

[1,259,000,000] by issuing [59,000,000] new ordinary shares at a par value of Baht 1 each, and approved the amendment to Clause 4 of the Memorandum of Association of the Company with respect to the registered capital of the Company, to be inline with the increase of capital, to bread as follows:

"Clause 4.Registered capital of Baht [1,259,000,000] ([One Thousand Two Hundred Fifty Nine Million] Baht) divided into [1,259,000,000] shares ([One Thousand Two Hundred Fifty Nine Million] shares) with a par value of Baht 1 (one Baht) each, categorized into ordinary shares in the number of [1,259,000,000] shares ([One Thousand Two Hundred Fifty Nine Million] shares), preference share -None- " which is subjected to the approval of the Annual General Shareholders Meeting No.1/2005.

Agenda 10: Approved the allotment of [59,000,000] new ordinary shares at a par value of Baht 1 each for the exercise of the rights of purchase the ordinary shares of the Company under the warrants to be issued and offered under the ESOP, which is subjected to the approval of the Annual General Shareholders Meeting No.1/2005.

Agenda 11: Approved the listing of the warrants to be issued under the ESOP 2005 Project on the Stock Exchange of Thailand, which is subjected to the approval of the Annual General Shareholders Meeting No.1/2005.

Agenda 12: Approved the convening of the Annual General Shareholders Meeting No.1/2005 on 30 March 2005 at 10:00 a.m. at the Company office No. 909 Moo 4, T. Praksa, A. Muang Samutprakan, Samutprakan, with the following agenda:

- 12.1 To consider and approve the minutes of Annual General Shareholders' Meeting No. 1/2004 held on 29 March 2004
- 12.2 To acknowledge the operation result of the Company in 2004
- 12.3 To consider and approve Financial Statements for the year ended as at 31 December 2004 as well as the auditor's report
- 12.4 To consider the election of the Directors & Audit Committee Chairman, whose term will expire by rotation be re-elected as directors of the Company and approve the remuneration
- 12.5 To consider the appointment of external auditor and approve the audit fee for year 2005
- 12.6 To consider and approve the payment of bonus to Directors
- 12.7 To consider and approve the dividend payment for the fiscal year 2004
- 12.8 To consider and approve the issuance and offering of warrants to the Directors and employees of the Company ("ESOP 2005 Project"). The details of which are as appeared in Annex A.
- 12.9 To consider and approve the increase of the Company's registered capital from Baht [1,200,000,000] to Baht [1,259,000,000].
- 12.10 To consider and approve the amendment to the Memorandum of Association with respect to the increase of the Company's registered capital
- 12.11 To consider and approve the allotment of new ordinary shares pursuant to the capital increase for the exercise of the rights to purchase the ordinary shares under the warrants to be offered and sold under the ESOP 2005 Project.
- 12.12 To consider and approve the listing of the Warrants under the ESOP 2005 Project on the Stock Exchange of Thailand.

12.13 Other business (if any)

Agenda 13: The Share Register Book of the Company will be closed for the purpose of the determining the right of the shareholders to attend the Annual General Shareholders Meeting No. 1/2005 on 10 March 2005 at 12:00 noon until the said meeting is over

Yours very truly,

Wang, Ming-Cheng Anusorn Muttaraid
Vice Chairman Director