

February 6, 2013

Re: Distribution of dividends, fixing the date to convene the 2013 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 give notice that the following resolutions of the Board of Directors Meeting No.1/2013 held on February 6, 2013 were passed:

- 1) The Company’s audited financial statements for the year ended December 31, 2012 and the report of the auditor shall be presented to the Meeting of Shareholders for approval.
- 2) The Company’s dividend payment made out of the net profit at the rate of Baht 2.40 (Two Baht and Forty Satang) per share and the payment to be made on April 9, 2013 shall be proposed to the Meeting of Shareholders for approval. 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 on February 28, 2013, 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 on March 1, 2013.

- 3) The re-appointment of the following directors to be directors of the Company for another tenure shall be proposed to the Meeting of Shareholders for approval:
 1. Mr. Chu, Chi-Yuan
 2. Ms. Niramol Tantipuntum
 3. Emeritus Prof. Supapun Ruttanaporn
- 4) The remuneration of the directors for the year 2013 shall be proposed to the Meeting of Shareholders for approval with the following details:

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

Total of the directors' remuneration for the year 2013 is in the amount of Baht 7,800,000

The meeting attendance fee for the year 2013 is proposed to be Baht 10,000 per meeting. Such meeting attendance fees shall be paid only to the Chairman of the Board and independent directors who are members of the Board, audit committee and compensation committee.

- 5) The appointment of Mr. Supachai Phanyawattano, C.P.A Registration No. 3930, or Ms. Ms. Waraporn Prapasirikul, C.P.A Registration No. 4579, or, Ms. Supanee Triyanantakul, C.P.A Registration No. 4498, of Ernst & Young Office Limited, to be the Company's auditor for the year 2012 for a total remuneration of Baht 4,400,000 shall be proposed to the Meeting of Shareholders for approval. 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, Ernst and Young 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) The names of shareholders who shall have the right to attend the 2013 Annual General Meeting of Shareholders (Record Date) on February 28, 2013, shall be determined and the share register book shall be closed on March 1, 2013 so as to gather the names of shareholders under Section 225 of the Securities and Exchange Act B.E. 2535 (as amended).
- 7) The 2013 Annual General Meeting of Shareholders shall be convened on March 29, 2013 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 2012 Annual General Meeting of Shareholders;
 2. To consider and acknowledge the Company's operational results for the year 2012;
 3. To consider and approve the Company's audited financial statements for the year ended December 31, 2012 and the auditor's report;
 4. To consider and approve the distribution of dividends for the year 2012;
 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 remuneration of directors for the year 2013;
 7. To consider and approve the appointment of the auditor and their remuneration for the year 2013; and
 - 8 To consider other business (if any).

8) Closure and liquidation of Delta Energy Systems (Arizona) Inc (DES AZ), USA

To have a better focus on R&D operations, some of R&D activities will be moved to be operated in the major R&D center in Europe. Board of directors has approved the closure and liquidation of the above entity which is now engaged in the R&D of power systems in USA.

As all of the R&D activities in DES AZ will be moved to R&D center as mentioned earlier, the closure of the said entity will not affect the Company's operation.

9) Shareholder structuring of subsidiary companies

Delta Greentech (Netherlands) Cooperatie UA ("COOP") is the Company's 100% indirectly owned subsidiary. Being a holding company, COOP currently holds 5 companies including:-

1. Deleta Greentech (Netherlands) B.V., 100% owned by COOP
2. Delta Greentech Electronics Industry LLC, 100% owned by COOP
3. Delta Greentech (USA) Corporation, 100% owned by COOP
4. Delta Greentech (Brasil), 100% owned by COOP
5. Delta Greentech (Curitiba), 100% owned by the entity in item 4

In order to facilitate cash management and tax planning, the Board has approved the restructuring of COOP group of companies from currently being held by Delta Greentech International Holding (a 100% owned subsidiary registered in Cayman Islands) to another 100% owned subsidiary located in Singapore, Delta Energy Systems (Singapore) Pte Ltd. (DESS). The above restructuring is an internal shareholder restructuring within the group. Therefore, there will be no change in the business operation of the Company.

Please be informed accordingly.

Yours sincerely,

Delta Electronics (Thailand) Public Company Limited

(Niramol Tantipuntum)

Director