



February 23, 2018

Re: Distribution of dividends, fixing the date to convene the 2018 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 inform that the following resolutions of the Board of Directors Meeting No.1/2018 held on February 23, 2018 were passed:

- 1) Resolved to propose the 2018 Annual General Meeting of Shareholders (the “**2018 AGM**”) to approve the Company’s audited financial statements, the statement of comprehensive income for the year ended December 31, 2017 and the auditor’s report.
- 2) Resolved to propose the 2018 AGM to approve the Company’s dividend payment made out of the net profit at the rate of Baht 2.20 per share and the payment to be made on April 11, 2018. 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 shall be on March 9, 2018.
However, the right to receive the Company’s dividend remains uncertain pending the approval of the 2018 AGM to be held on April 2, 2018.

- 3) Resolved to propose the 2018 AGM to approve the re-appointment of the following directors who will be retired by rotation at the 2018 AGM to be directors of the Company for another tenure:

1. Mr. Ng Kong Meng Director
2. Mr. Chu Chih-yuan Independent Director
3. Dr. Witoon Simachokedee Independent Director

- 4) Resolved to propose the 2018 AGM to approve the appointment Mrs. Tipawan Chayutimand to be a new director of the Company. In this regard, the Board of Directors had considered qualifications of the aforementioned person, it is deemed that she has knowledge, ability, experience and expertise which will be the advantage for the Company’s operation. Also, she does not possess any prohibited qualifications pursuant to relevant laws and regulations.

- 5) Resolved to propose the 2018 AGM to approve the remuneration of the directors for the year 2018, and meeting allowance with the following details:

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



The meeting allowance for the year 2018 is proposed to be Baht 10,000 per meeting, equaling to the meeting allowance for the year 2017. Such meeting allowance shall be paid only to the Chairman of the Board, Directors, Independent Directors who are members of the Board, Audit Committee and Nomination & Compensation Committee.

- 6) Resolved to propose the 2018 AGM to approve the appointment of Mr. Narong Puntawong, C.P.A Registration No. 3315, or Ms. Supanee Triyanantakul, C.P.A Registration No. 4498, or Mr. Preecha Arunnara, C.P.A Registration No. 5800, of EY Office Limited, to be the Company's auditor for the year 2018 for a total remuneration of Baht 4,910,000. 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, EY 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.
- 7) Resolved to propose the 2018 AGM to approve the addition of the scope of business and amendment to clause 3 of the Memorandum of Association of the company to be in line with the amendment of the scope of business as follows:

“Clause 21: To carry on the business of monitoring and/or servicing affiliates as international headquarters of affiliated companies and their branches as follows:

- (a) General management, business planning, and business cooperation;
- (b) Technical support;
- (c) Marketing planning and sale promotion;
- (d) Human resource management and training;
- (e) Business advisory services, e.g. financial management, marketing, accounting system, etc.;
- (f) Economic and investment analysis and research;
- (g) Credit management and control;
- (h) Other managements.”

“Clause 22: To carry on business as international trading center and provide international trading-related services as follows:

- (a) Procurement of goods;
- (b) Warehousing and inventory services prior to delivery;
- (c) Packaging services;
- (d) Transportation of goods;
- (e) Insurance on goods;
- (f) Advisory, technical and training services on goods;
- (g) Other services.”



and amendment of Clause 3 of the Company's Memorandum of Association re: scope of business to reflect the addition of three more scope of business as follows;

Previous version

“Clause 3. The Company’s objectives have 20 clauses as detailed in Bor Mor Jor 002”.

Revised version

“Clause 3. The Company’s objectives have 22 clauses as detailed in Bor Mor Jor 002”.

- 8) Resolved to determine the names of shareholders who shall have the right to attend the 2018 AGM (Record Date) on March 9, 2018.
- 9) The 2018 AGM shall be convened on April 2, 2018 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 2017 Annual General Meeting of Shareholders;
 2. To consider and acknowledge the Company's operational results for the year 2017;
 3. To consider and approve the Company's audited financial statements, the statement of comprehensive income for the year ended December 31, 2017 and the auditor’s report;
 4. To consider and approve the distribution of dividends for the year 2017;
 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 appointment of new director
 7. To consider and approve the determination of remuneration of directors for the year 2018;
 8. To consider and approve the appointment of the auditor and the determination of their remuneration for the year 2018;
 9. To consider and approve the addition of the scope of business and amendment to clause 3 of the Memorandum of Association of the company to be in line with the amendment of the scope of business and
 10. To consider other business (if any)

Please be informed accordingly.

Yours sincerely,

Delta Electronics (Thailand) Public Company Limited

)Anusorn Muttaraid(

Director