

19 March 2010

To: Shareholders

Re: Notice of the 2010 Annual General Meeting of Shareholders

- Attachments:
1. A copy of the minutes of the 2009 Annual General Meeting of Shareholders;
 2. 2009 Annual report (CD);
 3. Profiles of the directors proposed to replace the directors who are retiring by rotation and the independent directors (as proxies);
 4. Summary of ESOP 2010;
 5. Capital Increase Report Form;
 6. Proxy Form (Form B);
 7. Documents or evidence certifying the identity of the shareholder or proxy attending the meeting;
 8. Company's Articles of Association (Relating to the Annual General Meeting of Shareholders);
 9. Map of the meeting venue;
 10. Request Form for the 2009 annual report (hard copy);
 11. Reservation Form for Transportation and/or Plant Visit; and
 12. Registration Form (please bring this form for registration on the Meeting date)

The Board of Directors of Delta Electronics (Thailand) Public Company Limited (the "**Company**") or "**DELTA**") resolved to call the 2010 Annual General Meeting of Shareholders to be held on **Monday, 5 April 2010 at 9.30 a.m.** at the Company's office located at 909 Moo 4, Bangpoo Industrial Estate, Tambol Prakasa, Amphur Muangsamutprakarn, Samutprakarn to consider the following agenda.

Agenda Item No. 1: To consider and certify the minutes of the 2009 Annual General Meeting of Shareholders

Purpose and Reason: The 2009 Annual General Meeting of Shareholders was held on 3 April 2009 and a copy of those Minutes, attached as Attachment 1 to this notice, was submitted to the Stock Exchange of Thailand and the Ministry of Commerce according to the requirement of the laws and was posted on the Company website (www.deltathailand.com).

Opinion of the Board: The Board of Directors has considered that the minutes of Annual General Shareholders Meeting of the Year 2009, which held on 3 April 2009 have been record correctly and is of the opinion that the minutes of the 2009 Annual General Meeting of Shareholders be certified.

Remarks: The resolution of this agenda must be certified with the majority of the voting of the shareholders attended the meeting and have voting right.

Agenda Item No. 2: To acknowledge the operating results of the Company for the fiscal year ended December 31, 2009

Purpose and Reason: The summary of the Company's operating results for the year 2009 ended December 31, 2009 Annual Report under the heading "Management Discussion & Analysis", which is incorporated as Attachment 2 to this notice.

Opinion of the Board: The Board of Directors has considered the matter and is of the opinion that the Company's operating results for the fiscal year ended December 31, 2009 be proposed to the Annual General Meeting of Shareholders for acknowledgement.

Remarks: To be informed and no voting for this agenda.

Agenda Item No. 3: To consider and approve the Company's audited financial statements for the fiscal year ended December 31, 2009 and the auditor's report

Purpose and Reason: In compliance with the Public Companies Act B.E. 2535 (as amended), the Company must prepare a balance sheet and profit and loss statement at the date of end of each fiscal year of the Company and ensure that they are audited by the auditor before presenting them to the Shareholders' Meeting for approval. Details are in the 2009 Annual Report under the section of Financial Statements, which is incorporated as Attachment 2 to this notice.

Opinion of the Board: The Board of Directors has considered the matter and is of the opinion that the audited balance sheet and profit and loss statement for the fiscal year ended 31 December 2009 and the auditor's report, all of which have been audited by the auditor and reviewed by the Audit Committee, be proposed to the Annual General Meeting of Shareholders for approval.

Remarks: The resolution of this agenda must be approved with the majority of the voting of the shareholders attended the meeting and have voting right.

Agenda Item No. 4: To consider and approve the distribution of dividend for the fiscal year ended December 31, 2009

Purpose and Reason: The Company has a policy to pay a dividend of at least 30% of its net profits. However, the Company may adjust the dividend rate if financing is needed for a new investment plan or other possible future projects. The Company will pay the dividend for the fiscal year ended December 31, 2009 made out of the accumulated profit at the rate of Baht 1.50 per share, which is the rate, which conform to the policy of the dividend distribution of the Company.

In this regards, the comparison of the rate of the dividend distribution of the fiscal year ended December 31, 2009 and of the fiscal year ended December 31, 2008 is presented as follows:

Details of Dividend Payment	The fiscal year ended December 31, 2009 (Proposed)	The fiscal year ended December 31, 2008
1. Net Profit (based on consolidated financial statements) (Baht)	2,189,799,668	2,897,838,140
2. Number of shares (share)	1,247,380,634	1,247,380,634
3. Dividend per share (Baht)	1.50	1.10
4. Total dividends paid (Baht)	1,871,070,951	1,372,118,697
5. Dividends as percentage of the total net profit	85%	47%

The date to fix the shareholders entitled to receive of dividend (Record Date) is set on March 12, 2010, and to gather the names of shareholders under Section 225 of the Securities and Exchange Act B.E. 2535 (as amended) by closing the share register book and suspension of share transfer on March 15, 2010. The dividend payment is scheduled for April 9, 2010

Opinion of the Board: The Board of Directors has considered the matter and is of the opinion that Company's dividend payment for the fiscal year ended December 31, 2009 made out of the accumulated profit at the rate of Baht 1.50 per share and the date to fix the shareholders entitled to receive of dividend is set on March 12, 2010 (Record Date) as well as the date of the dividend payment is on April 9, 2010 as proposed details above be proposed to the Annual General Meeting of Shareholders for approval.

Remarks: The resolution of this agenda must be approved with the majority of the voting of the shareholders attended the meeting and have voting right.

Agenda Item No. 5: To consider and approve the appointment of directors to replace the directors who will be retired by rotation in 2010

Purpose and Reason: In compliance with the Public Companies Act B.E. 2535 (as amended) and Article 15 of the Company's Articles of Association, at every annual general meeting of shareholders, one-third of the directors, or if the number is not a multiple of three, then the number nearest to one-third, who have been in office for the longest period must retire from office. For the 2010 Annual General Meeting of Shareholders, the retiring directors are:

Director who retires by rotation	Position	Tenure of Directorship	Meeting Attendance in 2009
1. Mr. Chu, Chih-Yuan	Director of the Board	22 years	6/6
2. Ms. Niramol Tantipuntum	Director of the Board	16 years	6/6
3. Mr. Supat Limpaporn	1) Independent Director 2) Audit Committee 3) Compensation Committee Chairman	1) 3 years 2) 3 years 3) 3 years	1) 6/6 2) 8/8 3) 1/1

By proposing these three directors, who will be retired, be re-elected as the directors for another term (profiles of the directors proposed has been sent to the shareholders of the Company together with this Notice as Attachment 3) due to each director being an expert and having knowledge, capacity and experience in the business of the Company. In the past, the directors had good performance of their duties as director and have all qualifications of director under the law. In addition, the Company provided opportunities for the shareholders to propose name of qualified person to be elected but it received no response.

Mr. Chu Chih-Yuan is also Senior Vice President and Corporate CFO of Delta Electronics Inc., Taiwan, which is a shareholder of the Company.

In this regards, Mr. Supat Limpaporn, who be proposed to be re-elected for another term, will also be an independent director of the Company, which the qualifications of an independent director (definition of independent director) of the Company has the same particular as principles of the Capital Market Supervisory Board in the Annual Report of Year 2009 in the item "Managerial Structure" which be attached with this notice (Attachment 2) and not being an executive director, staff member, employee or adviser who earn salary from the Company and not being professional service provider of the Company, parent company, affiliated and

associated company or a juristic person which potential conflict of interest during the past two years.

Although the process of selecting the directors is not supervised by a nomination committee, as the Company has no such committee, the Board selected the candidates by considering their qualifications. The Board considered each candidate's competence, experience and expertise, including their performance as directors in recent years (please find the director selection and nomination criteria and the qualifications of the independent directors in the annual report of Year 2009 under the Section of Managerial Structure as attached with this notice (Attachment 2).

Opinion of the Board: The Board of Directors, excluding the nominated Directors, has considered the matter and is of the opinion that the re-appointment of Mr. Chu, Chih-Yuan, Ms. Niramol Tantipuntum and Mr. Supat Limpaporn for another term be proposed to the Annual General Meeting of Shareholders for approval.

Remarks: The resolution of this agenda must be approved with the majority of the voting of the shareholders attended the meeting and have voting right.

Agenda Item No. 6: To consider and approve the remuneration of directors for the fiscal year ended December 31, 2010

Purpose and Reason: As designated by the Board of Directors, the Compensation Committee is responsible for determining the remuneration for the directors. The consideration is based on the scope of responsibilities and performance of each individual director, the Company's overall performance, and market conditions. However, pursuant to the Public Companies Act B.E. 2535 (as amended) the remuneration determined by the Compensation Committee must be proposed to the board of directors for approval and the director remuneration must also be approved by the shareholders' meeting.

Particulars of comparison of the directors' remuneration between the fiscal year ended December 31, 2010 and the fiscal year ended December 31, 2009 are presented as follows:

Remuneration	2010 (Proposed)					2009				
	Chairman of the Board	Director of the Board	Independent Director/ Audit Committee Chairperson	Independent Director / Compensation Committee Chairman	Independent Director / Audit Committee Member	Chairman of the Board	Director of the Board	Independent Director/ Audit Committee Chairperson	Independent Director / Compensation Committee Chairman	Independent Director / Audit Committee Member
Remuneration /year (Baht/ Person)	1,500,000	480,000	1,100,000	1,100,000	1,000,000	1,500,000	480,000	1,100,000	1,100,000	1,000,000
Meeting fee (Baht/Person/ Meeting)	10,000	-	10,000	10,000	10,000	10,000	-	10,000	10,000	10,000

Remarks

1. Total of the directors' remuneration for the fiscal year ended December 31, 2010 is in the amount of Baht 7,100,000
2. The amount of the directors' remuneration for the fiscal year ended December 31, 2010 is equal to the amount of the directors' remuneration for the fiscal year ended December 31, 2009

A meeting allowance fee for the fiscal year ended December 31, 2010 is in the amount of Baht 10,000 per meeting and equal to a meeting allowance fee for the fiscal year ended December 31, 2009 (the Company will pay such meeting allowance fee to the Chairman and independent directors as in the Board of Directors, Audit Committee and Compensation Committee only.

Opinion of the Board: The Board of Directors has considered the matter and is of the opinion that the annual director remuneration for the fiscal year ended December 31, 2010 as proposed above be proposed to the Annual General Meeting of Shareholders for approval.

Remarks: This agenda item must be approved with not less than two-thirds of the votes of the shareholders attending the meeting.

Agenda Item No. 7: To consider and approve the appointment of the auditors and their remuneration for the fiscal year ended December 31, 2010

Purpose and Reason: In compliance with the Public Companies Act B.E. 2535 (as amended), the shareholders' meeting must approve the appointment of the auditors and determine the auditor remuneration for each fiscal year. For the fiscal year ended December 31, 2010, the audit committee has proposed to the Board of Director to appoint the auditors from Ernst and Young Office Limited as the auditors of the Company which any one of the following persons can conduct the audit and express an opinion as to the financial statements of the Company (but not of its subsidiaries):

1. Mr. Supachai Phanyawattano , CPA No. 3930
(who endorsed the Company's financial statements in 2003-2007), or
2. Ms. Thipawan Nananuwat, CPA No. 3459
(who has never endorsed the Company's financial statements), or
3. Ms. Siraporn Ouaanunkun, CPA No. 3844
(who has never endorsed the Company's financial statements)

Their independence is satisfactory, they have no relationships or interests with the Company or its subsidiaries, executives, major shareholders or their affiliates.

In this regards, the reason to change the auditor from Mr. Supachai Phanyawattano to Mr. Narong Puntawong from the same audit firm, Ernst & Young (Thailand), because all Ernst and Young's auditors/independent reviewers are required to comply with its Ernst &Young (E&Y) Global Independence Rule which does not allow E&Y partner to be an engagement partner and/or independent reviewer of the same client for over the period of 5 consecutive years.

Having considered the Audit Committee's advice, the Board is of the opinion that the auditor's remuneration of Baht 4,200,000 for 5,000 audit service hours and if the actual number of audit hours exceeds the estimated hours, the Company must pay 70% of the additional cost of the audit calculated at the auditor's normal rate. Such rate is equal to the auditor's remuneration for the fiscal year ended December 31, 2009,

Comparison of the auditor's remuneration for the fiscal year ended December 31, 2010 and the fiscal year ended December 31, 2009 is as follows:

Audit Fee	2010 (Proposed)	2009*
1. Audit Fee (Baht)	4,200,000	4,200,000
2. Others Fee (Baht)	None	None

Remark: * Actual audit fee for the fiscal year 2009 is Baht. 5,000,000 including all out-of-pocket expenses such as photocopying of documents, travel expenses and others, which the Company paid the actual expenses to the auditors.

The auditors of its subsidiaries are the auditors from the same audit firm but different branches in various countries as all of the Company's subsidiaries are abroad. Some subsidiaries (most of which are in Europe) use the services provided by Pricewaterhouse Coopers (PWC) and the rest of them engage other audit firms as their auditor. The selection criteria of auditors are principally based on the service quality and the fees of the auditor.

Opinion of the Board: Having considered the Audit Committee's advice, the Board of Directors is of the opinion that the appointment of the auditors of the Company and the auditor's remuneration for the fiscal year ended December 31, 2010 as proposed by the audit committee above be proposed to the Annual General Meeting of Shareholders for approval.

Remarks: The resolution of this agenda must be approved with the majority of the voting of the shareholders attended the meeting and have voting right.

Agenda Item No. 8: To consider and approve the issuance and offering of warrants to the directors and employees of Delta Electronics (Thailand) Public Company Limited and its subsidiaries under the Employee Stock Option Plan (“ESOP 2010”)

Purpose and Reason: In order to maximize the interests of the Company and its subsidiaries by providing directors and employees with additional incentives through the grant of warrants, thereby increasing the personal stake of such directors and employees in the continued success and growth of the Company and encouraging them to remain in the employment of the Company. (The features of the warrant have been sent to the shareholders of the Company together with this Notice as Attachment 4.)

In registering those warrants to be tradable in the Stock Exchange of Thailand, the Company shall proceed with relevant laws, rules and regulations of the Securities and Exchange Commission and/or the Capital Market Supervisory Board and/or the Stock Exchange of Thailand as the case may be.

Opinion of the Board: The Board of Directors has considered the matter and is of the opinion that the issuance and offering of warrants to the directors and employees of the Company and its subsidiaries under the Employee Stock Option Plan (“ESOP 2010”) with the detail provided in Attachment 4 be proposed to the Annual General Meeting of Shareholders for approval.

Remark:

1. This agenda item must be approved with not less than three-fourths of the votes of the shareholders attending the meeting and having the right to vote, provided that shareholders holding an aggregate number of shares exceeding 10 percent of the votes of shareholders attending the meeting do not oppose the offering of warrants to the directors and employees of the Company and its subsidiaries under ESOP 2010.
2. In considering and approving the issuance and offering of the Warrant to the directors and employees of the Company and its subsidiaries under the ESOP 2010 is consist of substantial relevant matters which shall be considered as shown in the Agenda Item No. 8 to Agenda Item No. 11. The Agenda Item No. 8 to Agenda Item No. 11 shall be regarded as interrelated matters. Therefore, if one of this Agenda Item is not approved, it shall be deemed that other Agenda Item is not approved.

Agenda Item No. 9: To consider and approve the decrease of the registered capital from Baht 1,259,000,000 to Baht 1,247,385,000 by canceling 11,615,000 unissued shares of the Company at a par value of Baht 1 each, and the amendment to Clause 4. of the Company’s Memorandum of Association to be in line with the decrease of registered capital

Purpose and Reason: According to the Annual General Meeting of Shareholders No. 1/2005 held on March 30, 2005; the Meeting passed the resolution with regard to the issuance, offering and allocation of warrants to the directors and employees of the Company (“DELTA-W2”) with the term of 5 years. Up to now, there are 3,198 units of DELTA-W2 being unexercised and which shall reach their 5-year term within this year (December 19, 2010). In supporting the issuance and offer of DELTA-W2, the Company had issued and allocated ordinary shares to be reserved for the exercise of right under DELTA-W2, which, as of March 3, 2010, remained unallocated in the amount of 11,619,366 shares with the par value of Baht 1 each.

However, for the 3,198 units of DELTA-W2 which are remained unexercised, there are only 4,366 ordinary shares required to reserve for the exercise of right under DELTA-W2. In this regard, the amount of such 4,366 ordinary shares is calculated based on the adjustment of exercise ratio which was made as a result of dividend payment for the year ending December 31, 2009. Such adjustment is made by high side estimation which shall result in a holder of 1 unit of warrant having a right to subscribe not exceeding 1.365 ordinary shares. Therefore, the adjustment of exercise ratio shall be made from 1 warrant per 1 share to 1 warrant per not exceeding 1.365 shares. Consequently, the Company intended to leave the amount of 4,366 ordinary shares to reserve such exercises of right under DELTA-W2.

As above-mentioned, the Company, consequently, has to cancel those 11,615,000 shares of the Company with the par value of Baht 1 each and leave the amount of 4,366 ordinary shares to reserve the exercises of right under DELTA-W2.

Additionally, due to the decrease of registered capital by canceling 11,615,000 unissued shares of the Company, Clause 4 of the Memorandum of Association of the Company has to be amended in order to be in line with the decrease of registered capital. Clause 4 of the Memorandum of Association to be amended is described below.

“Clause 4	Registered capital	1,247,385,000 Baht	(One billion two hundred forty seven million and three hundred eighty five thousand Baht)
	Divided into	1,247,385,000 shares	(One billion two hundred forty seven million and three hundred eighty five thousand shares)
	Value per share	1 Baht	(One Baht)
	Divided into		
	Common shares	1,247,385,000 shares	(One billion two hundred forty seven million and three hundred eighty five thousand shares)
	Preferred shares	-	(- shares)”

In this regard, the person(s) authorized by the management of the Company to register such amendment of Memorandum of Association of the Company with the Department of

Business Development, Ministry of Commerce, shall have power to alter or add other related wordings as instructed by the registrar.

Opinion of the Board: The Board of Directors has considered the matter and is of the opinion that the decrease of the registered capital from Baht 1,259,000,000 to Baht 1,247,385,000 by canceling the unissued shares of the Company and the amendment to Clause 4. of the Company’s Memorandum of Association to be in line with the decrease of registered capital be proposed to the Annual General Meeting of Shareholders for approval as previously proposed in all respects.

Remark: This agenda item must be approved with not less than three-fourths of the votes of the shareholders attending the meeting and having the right to vote.

Agenda Item No. 10: To consider and approve the increase of the registered capital from Baht 1,247,385,000 to Baht 1,309,685,000 by issuing 62,300,000 new ordinary shares at a par value of Baht 1 each to reserve for the proposed ESOP 2010 and the amendment to Clause 4 of the Memorandum of Association to be in line with the increase of registered capital

Purpose and Reason: After the reduction of the Company’s registered capital by canceling its unissued shares as proposed for the Meeting’s approval in Agenda Item No. 9 above, the Company intended to increase the registered capital from Baht 1,247,385,000 to Baht 1,309,685,000 by issuing 62,300,000 new ordinary shares, at the par value of Baht 1 each to reserve for the proposed ESOP 2010 in Agenda Item No. 8 above. (The detail of the increase of registered capital has been sent to the shareholders of the Company together with this Notice as Attachment 5)

Additionally, due to the increase of registered capital, Clause 4 of the Memorandum of Association of the Company has to be amended in order to be in line with the increase of registered capital. Clause 4 of the Memorandum of Association to be amended is described below.

“Clause 4	Registered capital	1,309,685,000 Baht	(One billion three hundred nine million and six hundred eighty five thousand Baht)
	Divided into	1,309,685,000 shares	(One billion three hundred nine million and six hundred eighty five thousand shares)
	Value per share	1 Baht	(One Baht)
	Divided into		
	Common shares	1,309,685,000 shares	(One billion three hundred nine million and six hundred eighty five thousand shares)
	Preferred shares	-	(- shares)”

In this regard, the person(s) authorized by the management of the Company to register such amendment of Memorandum of Association of the Company with the Department of Business Development, Ministry of Commerce, shall have power to alter or add other related wordings as instructed by the registrar.

Opinion of the Board: The Board of Directors has considered the matter and is of the opinion that the increase of the registered capital from Baht 1,247,385,000 to Baht 1,309,685,000 by issuing 62,300,000 new ordinary shares, with the par value of Baht 1 each to reserve for the proposed ESOP 2010 and the amendment of Clause 4 of the Memorandum of Association of the Company to be in line with new capital be proposed to the Meeting of Shareholders for approval.

Remark: This agenda item must be approved with not less than three-fourths of the votes of the shareholders attending the meeting and having the right to vote

Agenda Item No. 11: To consider and approve the allotment of 62,300,000 new ordinary shares to reserve for the exercise of right to purchase ordinary shares by the holders of the warrants to be issued and offered under the ESOP 2010

Purpose and Reason: Due to the increase of the registered capital of the Company by issuing 62,300,000 ordinary shares as proposed for the Meeting's approval approved in the Agenda Item No. 10 above, it is proposed that such amount of newly-issued ordinary shares shall be allocated to reserve for the exercise of the right to purchase the ordinary shares by the Warrant holders to be issued and offered under the ESOP 2010 as proposed for the approval in the Agenda Item No. 8 above.

In this regard, the Board of Directors of the Company, and/or Executive Director and/or person(s) entrusted by the Board of Directors or the Executive Director shall be authorized to determine other details relating to the allocation such as (1) to allocate such newly-issued ordinary shares, by only one allocation or multiple allocation, and to determine the offering period, offering price, payment method and other conditions relating to the allocation of such newly-issued ordinary shares; (2) to negotiate, to agree, to sign other related documents or agreements, and to perform any other actions relating to the allocation of such newly-issued ordinary shares; and (3) to sign any application documents, exemption requests and any other necessary evidence in relation to the allocation of newly-issued ordinary shares, including to contact and file any applications, documents, exemption requests and evidence to the government authorities or any other relevant entities, to take actions on the listing of newly-issued ordinary shares with the SET, and to have power for any other necessary acts relating to the allocation of newly-issued ordinary shares.

Opinion of the Board: The Board of Directors has considered the matter and is of the opinion that the allocation of 62,300,000 new ordinary shares for the exercise of the right to purchase the ordinary shares by the Warrant holders to be issued and offered under the ESOP 2010 be proposed to the Meeting of Shareholders for approval as previously proposed in all respects.

Remarks: The resolution of this agenda must be approved with the majority of the voting of the shareholders attended the meeting and have voting right.

Agenda Item No. 12: To consider any other business

You are cordially invited to attend this meeting at the date, time and venue stated above. The Company will publish the convening notice for this meeting and the other supporting documents on its website (www.deltathailand.com) from March 5, 2010 to enable the shareholders to consider the agenda 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, you are

requested to **fill out the Registration Form (Attachment 12)** and bring your identity card, or passport, or government official identity card, or driver's licence as evidence of your right to attend the meeting (please refer to Attachment 7 for the list of documents or evidence certifying the identity of the shareholder or proxy attending the meeting)

If you wish to appoint another person or an Independent Director of the Company (profiles of the Independent Directors (proxy) are set out in Attachment 3) to attend and vote at the meeting on your behalf, please complete the enclosed Proxy Form B in Attachment 6, or download the Proxy Form including Proxy Form A and Form C from the Company's website **www.deltathailand.com** (please also refer to Attachment 7 for the list of documents or evidence certifying the identity of the shareholder or proxy attending the meeting). A duty stamp for the proxy will be provided at the registration desk without any charge. Shareholders who have questions concerning the meeting or matters related to the Company's business may submit those questions in advance to the Company or via e-mail: info@deltathailand.com.

The Company will organize a plant tour to visit the plant at Wellgrow Industrial Estate, Chachoengsao province after the Annual General Meeting of shareholders. If you expect to attend the Meeting by using the Company's shuttle bus services and/or to take a plant visit after the Meeting, please make a reservation **by March 30, 2010**. Please see Attachment 11 for more information relating to the timetable, bus stop and booking procedures for the Company's shuttle bus services, and the plant visit.

Very truly yours,

(Ming-Cheng Wang)

Vice Chairman