

**Delta Electronics, Inc. (“Company”)**  
**Minutes of 2009 General Shareholders' Meeting**  
(Translation)

Time: 10:00 AM, June 10, 2009

Place: Golden Dragon Hall, Taoyuan Chuto Plaza Hotel  
No. 398 Taoying Rd., Taoyuan City

Quorum: 1,845,269,439 shares were represented by the shareholders and proxies present, which amounted to 84.45% of the Company's 2,185,045,600 issued and outstanding shares.

Attendance: Ms. Vanessa Yeh, CPA, PricewaterhouseCoopers  
Mr. James Chen, Attorney-at-Law, Lee and Li

Chairman: Bruce CH Cheng, Chairman of the Board of Directors  
Recorder: Ms. Jill Lee

Commencement: (The aggregate shareholding of the shareholders and proxies present constituted a quorum. The Chairman called the meeting to order.)

Salute according to the etiquette

Chairman's speech: (omitted)

**I. Report Items**

- (1) 2008 Operation Results (See Attachment)
- (2) 2008 Financial Results (See Attachment)
- (3) Supervisors' Review Opinions on 2008 Financial Results (See Attachment)

## **II. ACKNOWLEDGEMENT, DISCUSSION AND ELECTION ITEMS**

Item 1 Acknowledge the 2008 Financial Results (Proposed by the Board of Directors)

Explanation: (1) This Company's 2008 Financial Statements including the Business Report, Financial Statements and Consolidated Financial Statements (please refer to the Attachment) have been reviewed by the Company's Supervisors. The Company's Supervisors have found no discrepancies after a thorough review and have made a written review report for records.  
(2) Please acknowledge.

Resolution: There is no objection from any shareholders after solicitation by the Chairman and the resolution is passed.

Item 2 Acknowledge the 2008 Earnings Distribution (Proposed by the Board of Directors)

Explanation: (1) With regard to earnings in 2008, an earnings distribution table has been prepared and attached below in accordance with the Company Law and the Company's Articles of Incorporation. This earnings distribution table was approved by the meeting of the Board of Directors of the Company held on February 27, 2009.

(2) With regard to shareholders' dividends in 2008, the record date for cash dividends and stock distribution shall be designated after the shareholders' meeting approves the distribution proposal. Each one thousand shares shall receive a distribution of 10 shares of new stock and a cash dividend of NT\$3,500 based on the number of shares held as recorded in the shareholders' register on the record date.

(3) Please acknowledge.

Delta Electronics, Inc.  
2008 Earnings Distribution Table

Item	Explanation	(in NT\$) Amount
Undistributed earnings of previous year		3,312,870,520
Earnings in 2008		
Pre-tax earnings in 2008		11,386,851,416
Income tax expense		1,135,935,951
After-tax earnings in 2008 [Note 1]		10,250,915,465
Subtract: setting aside 10% legal reserve		1,025,091,547
Earnings available for distribution by the end of 2008 [Note 2]		12,538,694,438
Distribution items:		
Shareholders bonuses-- stocks	NT\$0.1 per share	218,504,560
Shareholders bonuses--cash [Note 3]	NT\$3.5 per share	7,647,659,600
Undistributed earnings by the end of 2008		4,672,530,278

- Note 1: Allocated employee bonuses--stock: NT\$1,622,674,836.  
Allocated employee bonuses--cash: NT\$270,445,806.  
Allocated directors' and supervisors' compensation--NT\$16,200,000.
- Note 2: Principle of earnings distribution in the Company's 2008 Earnings Distribution Table: Distribution of 2008 distributable earnings first.
- Note 3: Distribution of cash dividends will be calculated to New Taiwan Dollar. Fractional amount less than one dollar will be set aside as undistributed earnings.

Resolution: There is no objection from any shareholders after solicitation by the Chairman and the resolution is passed.

Item 3 Discussion of Amendments to Operational Procedures of Fund Lending  
(Proposed by the Board of Directors)

- Explanation: (1) Amendments to this Company's Operational Procedures of Fund Lending have been drafted in order to meet the revision of the "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies" issued by Financial Supervisory Commission, Executive Yuan, and the business needs of our Company. Please see the comparison table for Operational Procedures of Fund Lending before and after revision. per
- (2) The proposed amendments are submitted for discussion and voting.

Comparison Table of Articles of the Operational Procedures of Fund Lending

Article	Article after revision	Article before revision	Explanation
Article 2 Recipients, Reasons and Necessity of Fund Lending	<p>1. The lending of funds made to other companies or enterprises with which the Company has business relations shall be confined to the operating needs of <u>a related party</u>.</p> <p>2. The Company shall not provide short-term financings to other companies or enterprises except under the following circumstances:</p> <p>(1) Where more than 50% of the equity</p>	<p>1. The lending of funds made to other companies or enterprises with which the Company has business relations shall be confined to the operating needs of <u>the borrowers</u>.</p> <p>2. The Company shall not provide short-term financings to other companies or enterprises except under the following circumstances:</p> <p>(1) Where more than 50% of the equity</p>	Amendments to the recipients of fund lending.

	<p>shares with voting rights of the funding recipients is held directly and indirectly by the Company, and the recipient is in need of short-term financing in connection with its financial and operational demands.</p> <p>(2) Where more than 50% of the Company's equity shares with voting rights are directly and indirectly owned by another company, and such company is in need of short-term financing in connection with its financial and operational demands.</p> <p>(3) Where a</p>	<p>shares with voting rights of the funding recipient is held directly and indirectly by the Company, and the recipient is in need of short-term financing in connection with its financial and operational demands.</p> <p>(2) Where more than 50% of the Company's equity shares with voting rights are directly and indirectly owned by another company, and such company is in need of short-term financing in connection with its financial and operational demands.</p> <p>(3) Where the</p>	
--	---	--	--

	<p><u>related party</u> is in need of short-term financing in connection with its material-purchasing or operational needs.</p>	<p>Company's <u>main customers or suppliers</u> are in need of short-term financing in connection with its material-purchasing or operational needs.</p> <p>(4) Other circumstances where the funding recipient is in need of short-term financing, and the funding is approved by the Board of Directors of the Company.</p>	
<p>Article 3 Total Amount of Funds Lending and Limit for Each Recipient</p>	<p>1. When lending funds to other companies or enterprises with which the Company has business relations, the amount lent to a single recipient shall not exceed the total transaction amount between the recipient and the Company in the most recent year</p>	<p>1. When lending funds to other companies or enterprises with which the Company has business relations, the amount lent to a single recipient shall not exceed the total transaction amount between the recipient and</p>	<p>Amendments have been drafted in order to meet the revision of the "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies" and the business needs of our Company.</p>

	<p>and shall not exceed 10 percent of the Company's net worth as stated in the Company's latest financial statements, and the total amount lent shall not exceed 20 percent of the Company's net worth as stated in the Company's latest financial statements; when providing short-term financing to other companies or enterprises, the short-term financing amount to a single recipient shall not exceed 10 percent of the Company's net worth as stated in the Company's latest financial statements, and the total short-term financing amount shall not exceed 20 percent of the Company's net worth as stated in the Company's latest financial statements. The aggregate amount of total funds lent to other companies or enterprises with which the Company has business</p>	<p>the Company in the most recent year and shall not exceed 10 percent of the Company's net worth as stated in the Company's latest financial statements, and the total amount lent shall not exceed 20 percent of the Company's net worth as stated in the Company's latest financial statements; when providing short-term financing to other companies or enterprises, the short-term financing amount to a single recipient shall not exceed 10 percent of the Company's net worth as stated in the Company's latest financial statements, and the total short-term financing amount shall not exceed 20 percent of the Company's net worth as</p>	
--	--	--	--



	<p>relations and total short-term financing provided to other companies or enterprises shall not exceed 20 percent of the Company's net worth as stated in the Company's latest financial statements.</p>	<p>stated in the Company's latest financial statements. The aggregate amount of total funds lent to other companies or enterprises with which the Company has business relations and total short-term financing provided to other companies or enterprises shall not exceed 20 percent of the Company's net worth as stated in the Company's latest financial statements.</p>	
	<p>2. When a subsidiary of the Company ("Subsidiary") lends funds to other companies or enterprises with which the Subsidiary has business relations, the amount lent to a single recipient shall not exceed the total transaction amount between</p>	<p>2. When a subsidiary of the Company ("Subsidiary") lends funds to other companies or enterprises with which the Subsidiary has business relations, the amount lent to a single recipient shall not exceed the total transaction amount between</p>	

	<p>the recipient and the Subsidiary in the most recent year and shall not exceed 20 percent of the Subsidiary's net worth as stated in the Subsidiary's latest financial statements, and the total amount lent shall not exceed 40 percent of the Subsidiary's net worth as stated in the Subsidiary's latest financial statements; when providing short-term financing to other companies or enterprises, the short-term financing amount to a single recipient shall not exceed 20 percent of the Subsidiary's net worth as stated in the Subsidiary's latest financial statements, and the total short-term financing amount shall not exceed 40 percent of the Subsidiary's net</p>	<p>the recipient and the Subsidiary in the most recent year and shall not exceed 20 percent of the Subsidiary's net worth as stated in the Subsidiary's latest financial statements, and the total amount lent shall not exceed 40 percent of the Subsidiary's net worth as stated in the Subsidiary's latest financial statements; when providing short-term financing to other companies or enterprises, the short-term financing amount to a single recipient shall not exceed 20 percent of the Subsidiary's net worth as stated in the Subsidiary's latest financial statements, and the total short-term financing amount shall not exceed 40 percent of the Subsidiary's</p>	
--	---	---	--

	<p>worth as stated in the Subsidiary's latest financial statements. The aggregate amount of total funds lent to other companies or enterprises with which the Subsidiary has business relations and total short-term financing provided to other companies or enterprises shall not exceed 40 percent of the Subsidiary's net worth as stated in the Subsidiary's latest financial statements.</p> <p><u>3. The lending of funds between the Company and the foreign Subsidiaries whose equity shares with voting rights are 100% held (directly and indirectly) by the Company may be exempt from the restrictions prescribed in the</u></p>	<p>net worth as stated in the Subsidiary's latest financial statements. The aggregate amount of total funds lent to other companies or enterprises with which the Subsidiary has business relations and total short-term financing provided to other companies or enterprises shall not exceed 40 percent of the Subsidiary's net worth as stated in the Subsidiary's latest financial statements.</p>	
--	---	--	--

	<u>preceding two paragraphs.</u>		
Article 5 Procedures for Fund Lending	<p>1. Handling Procedures (1)~(4). (not revised.)</p> <p>(5) Where <u>the recipients of the fund lending are not in compliance with the Operating Procedures or the amount of funds lent exceeds the limits set forth in the Operating Procedures as a result of change of conditions, the Finance Division of the Company shall prepare corrective plans and submit such corrective plans to the Supervisors of the Company and rectify as scheduled under the corrective</u></p>	<p>1. Handling Procedures (1)~(4) (omitted for simplicity.)</p> <p>(5) Where the amount of funds lent exceeds the limits set forth in the Operating Procedures as a result of change of conditions, the Finance Division of the Company shall prepare corrective plans and submit such corrective plans to the Supervisors of the Company.</p>	<p>Amendments have been drafted in order to meet the revision of the "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies."</p>

	<p style="text-align: center;"><u>plans.</u></p> <p>2. (not revised.))</p>	2. (omitted for simplicity.)	
Article 7 Additional Guidelines of Lending Funds to Others	<p>1~2. (not revised.)</p> <p>3. Where <u>the recipients of the fund lending are not in compliance with the Operating Procedures</u> or the amount of funds lent exceeds the limit as set forth in the Operating Procedures as a result of changes of condition, the auditors shall urge the Finance Division to withdraw the excess amount within a specified period and submit a corrective plan to the Supervisors of the Company <u>and rectify as scheduled under the corrective plans.</u></p>	<p>1~2. (omitted for simplicity.)</p> <p>3. Where amount of funds lent exceeds the limit as set forth in the Operating Procedures as a result of changes of condition, the auditors shall urge the Finance Division to withdraw the excess amount within a specified period and submit a corrective plan to the Supervisors of the Company.</p>	Amendments have been drafted in order to meet the revision of the "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies."
Article 8 Procedures for Controlling Fund Lending Made by Subsidiaries	<p>1. (not revised.)</p> <p>2. When a Subsidiary lends funds to others, the</p>	<p>1. (omitted for simplicity.)</p> <p>2. When a Subsidiary lends funds to others, the</p>	Amendments to the regulations of Subsidiaries have been made to meet the revision of the controlling procedures of the parent company.

	<p>Subsidiary shall act in accordance with its own "Internal Control Rules" and "Operating Procedures of Fund Lending". The Subsidiary shall also submit to the Company a written report every month summarizing the balance of funds lent, recipients of funds lent, and the term of funds lent in the preceding month by the fifth day of the current month. The internal auditors of the Company shall include the operating specifics of the lending of funds by the Subsidiaries as one of the items to be audited <u>quarterly. If there is any material violation of the Internal Control Rules and/or the Operating Procedures of Fund Lending, the internal auditors of</u></p>	<p>Subsidiary shall act in accordance with its own "Internal Control Rules" and "Operating Procedures of Fund Lending". The Subsidiary shall also submit to the Company a written report every month summarizing the balance of funds lent, recipients of funds lent, and the term of funds lent in the preceding month by the fifth day of the current month. The internal auditors of the Company shall include the operating specifics of the lending of funds by the Subsidiaries as one of the items to be audited <u>monthly. The results of such audit shall also be a required item of the auditors' report to the Board of Directors and Supervisors.</u></p>	
--	--	--	--

	<p><u>the Company shall promptly notify the Board of Directors and Supervisors.</u></p> <p>3. (not revised.)</p>	<p>3. (omitted for simplicity.)</p>	
<p>Article 9 Public Announcement and Reporting Procedures</p>	<p>1. (not revised.)</p> <p>2. In addition to the monthly public announcement and reporting of the Company's balance of lending of funds, in the event that the balance of funds lent by the Company and its Subsidiaries reaches any of the following thresholds, the Finance Division of the Company shall immediately notify the Stock Affairs Division of the Company and provide relevant materials for the Stock Affairs Division to make the public announcement and reporting within two days of the occurrence of</p>	<p>1. (omitted for simplicity.)</p> <p>2. In addition to the monthly public announcement and reporting of the Company's balance of lending of funds, in the event that the balance of funds lent by the Company and its Subsidiaries reaches any of the following thresholds, the Finance Division of the Company shall immediately notify the Stock Affairs Division of the Company and provide relevant materials for the Stock Affairs Division to make the public announcement and reporting within two days of the occurrence of</p>	<p>Amendments have been drafted in order to meet the revision of the "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies."</p>

	<p>such event:</p> <p>(1) The balance of lending of funds <u>lent to others by the Company and its Subsidiaries</u> reaches 20 percent or more of the Company's net worth as stated in the Company's latest financial statements.</p> <p>(2) The balance of funds lent <u>by the Company and its Subsidiaries</u> to a single enterprise reaches 10 percent or more of the Company's net worth as stated in the Company's latest financial statements.</p> <p>(3) <u>Amount of funds newly lent by the Company or its Subsidiaries exceeds</u></p>	<p>such event:</p> <p>(1) The balance of lending of funds reaches 20 percent or more of the Company's net worth as stated in the Company's latest financial statements.</p> <p>(2) The balance of funds lent to a single enterprise reaches 10 percent or more of the Company's net worth as stated in the Company's latest financial statements.</p> <p>(3) <u>The balance of funds lent for an enterprise with which the Company has</u></p>	
--	--	--	--



	<p><u>NT\$10,000,000 and reaches 2 percent or more of the Company's net worth as stated in the Company's latest financial statements.</u></p>	<p><u>business relations exceeds the total transactions amount between such enterprise and the Company in the most recent year.</u></p> <p><u>(4) After the public announcement and reporting has been made pursuant to any of the preceding items (1)-(3), the balance of funds lent increases by more than 2 percent of the Company's net worth as stated in the Company's latest financial statements.</u></p>	
	<p>3. (not revised.)</p>	<p>3. (omitted for simplicity.)</p>	

Resolution: There is no objection from any shareholders after solicitation by the Chairman and the resolution is passed.

Item 4 Discussion of Amendments to Operational Procedures of Endorsement and Guarantee (Proposed by the Board of Directors)

Explanation: (1) Amendments to this Company's Operational Procedures of Endorsement and Guarantee have been drafted in order to meet the revision of the "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies" issued by Financial Supervisory Commission, Executive Yuan, and the business needs of our Company. Please see the comparison table for Operational Procedures of Endorsement and Guarantee before and after revision.  
 (2) The proposed amendments are submitted for discussion and voting.

Comparison Table of Articles of the Operational Procedures of Endorsement and Guarantee

Article	Article after revision	Article before revision	Explanation
III. Recipients of Endorsements and Guarantees	<u>The Company may make endorsements and/or guarantees for the following companies:</u>  1. <u>Related parties</u> with which the Company has business relations.	<u>The recipients of the Company's endorsements and guarantees shall be limited to the following companies; however, where the shareholders make endorsements and guarantees for their jointly invested company in proportion to their shareholdings, such endorsements and guarantees shall not be subject to the following restrictions:</u>  1. <u>Companies</u> with which the Company has business relations.	Amendments to the recipients of endorsements and guarantees have been drafted in order to meet the revision of the "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies" and the business needs of our Company.

	<p>2. A company in which the Company directly and indirectly owns more than 50 % of its voting shares.</p> <p>3. The company which directly and indirectly owns more than 50% of the Company's voting shares.</p> <p><u>A company in which the Company directly and indirectly owns 100% of its voting shares may make endorsements and/or guarantees to another company in which the Company directly and indirectly owns 100% of its voting shares.</u></p> <p><u>The mutual guarantees made by and between the Company and other enterprises of the same trade for the need of contracting for construction work or between joint builders in compliance with the contracts or the</u></p>	<p>2. A company in which the Company directly and indirectly owns more than 50 % of its voting shares.</p> <p>3. The company which directly and indirectly owns more than 50% of the Company's voting shares.</p>	
--	---	---	--

	<p><u>endorsements/ guarantees made by the shareholders for joint investment in a company in proportion to their shareholdings shall be exempt from the restrictions prescribed in the preceding two paragraphs.</u></p> <p><u>The aforementioned investment refers to the investment directly made by the Company or indirectly made through a company whose voting shares are 100% owned by the Company.</u></p> <p>The terms "<u>related party</u>", "subsidiary" and "parent company" referred to herein shall be determined according to the provisions set forth in the Statement of Financial Accounting Standards No. 5, <u>No. 6</u> and No. 7 published by the Accounting Research and Development</p>	<p>The terms "subsidiary" and "parent company" referred to herein shall be determined according to the provisions set forth in the Statement of Financial Accounting Standards No. 5 and No. 7 published by the Accounting Research and Development Foundations of the Republic of China.</p>	
--	--	---	--

	Foundations of the Republic of China.		
V Procedures for Making Endorsement and Guarantee	1-4. (not revised.)  5. If the qualification of the entity for which an endorsement or guarantee is made no longer meets the requirements <u>set forth in the Operating Procedures</u> , or the amount of endorsements and guarantees made exceeds the limits set forth in the Operating Procedures as a result of changes of the basis of calculating the limits, the Finance Division of the Company shall prepare corrective plans for the endorsement and guarantee made to the entity which is no longer qualified or the amount in excess of the limits for the Chairman's approval and to	1-4. (omitted for simplicity.)  5. If the qualification of the entity for which an endorsement or guarantee is made no longer meets the requirements, or the amount of endorsements and guarantees made exceeds the limits set forth in the Operating Procedures as a result of changes of the basis of calculating the limits, the Finance Division of the Company shall prepare corrective plans for the endorsement and guarantee made to the entity which is no longer qualified or the amount in excess of the limits for the Chairman's approval and to correct all such issues within a specified period. The Finance Division of the	Amendments have been drafted in order to meet the revision of the "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies."

	<p>correct all such issues within a specified period. The Finance Division of the Company shall also submit such corrective plans to the Supervisors of the Company and <u>rectify as scheduled under the corrective plans.</u></p> <p>6. (not revised.)</p>	<p>Company shall also submit such corrective plans to the Supervisors of the Company.</p> <p>6. (omitted for simplicity.)</p>	
<p>VII Procedures for Controlling Endorsements and Guarantees Made by Subsidiaries</p>	<p>1. When a subsidiary of the Company wishes to provide endorsements and guarantees to other entity, the subsidiary shall act in accordance with its own "Internal Control Rules" and "Operating Procedures of Endorsement and Guarantee". The subsidiary shall also submit to the Company a written report summarizing the balance of endorsements and guarantees made, entities for which the endorsements and guarantees</p>	<p>1. When a subsidiary of the Company wishes to provide endorsements and guarantees to other entity, the subsidiary shall act in accordance with its own "Internal Control Rules" and "Operating Procedures of Endorsement and Guarantee". The subsidiary shall also submit to the Company a written report summarizing the balance of endorsements and guarantees made, entities for which the endorsements and guarantees are made, and the term of the endorsements and</p>	<p>Amendments to the regulation of the subsidiary have been drafted in order to meet the revision of the controlling procedures of the parent company.</p>

	<p>are made, and the term of the endorsements and guarantees made in the preceding month by the fifth day of the following month. The Audit Division of the Company shall include the operating specifics of the endorsements and guarantees made by the subsidiaries as one of the items to be audited <u>quarterly</u>. <u>If there is any material violation of the Internal Control Rules and/or the Operating Procedures of Fund Lending, the internal auditors of the Company shall promptly notify the Board of Directors and Supervisors.</u></p> <p>2. (not revised.)</p>	<p>guarantees made in the preceding month by the fifth day of the following month. The Audit Division of the Company shall include the operating specifics of the endorsements and guarantees made by the subsidiaries as one of the items to be audited <u>monthly</u>. <u>The results of such audit shall also be a required item of the Audit Division's report to the Board of Directors and Supervisors.</u></p> <p>2. (omitted for simplicity.)</p>	
X Public Announcement and Reporting Procedures	<p>1. (not revised.)</p> <p>2. In addition to the monthly public announcement and reporting of</p>	<p>1. (omitted for simplicity.)</p> <p>2. In addition to the monthly public announcement and reporting of the</p>	<p>Amendments have been drafted in order to meet the revision of the "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies."</p>

	<p>the Company's balance of endorsements and guarantees, when the amount of endorsements and guarantees made by the Company and its subsidiaries reaches any of the following thresholds, the Finance Division of the Company shall immediately notify the Stock Affairs Division of the Company and provide relevant materials for the Stock Affairs Division to make the public announcement and reporting within two days of the occurrence of such event:</p> <p>(1) The <u>balance</u> of endorsements and guarantees made <u>by the Company and its Subsidiaries</u> reaches 50</p>	<p>Company's balance of endorsements and guarantees, when the amount of endorsements and guarantees made by the Company and its subsidiaries reaches any of the following thresholds, the Finance Division of the Company shall immediately notify the Stock Affairs Division of the Company and provide relevant materials for the Stock Affairs Division to make the public announcement and reporting within two days of the occurrence of such event:</p> <p>(1) The <u>aggregate amount</u> of endorsements and guarantees made reaches 50 percent or more of the Company's net worth as stated in the</p>	
--	---	---	--



	<p>percent or more of the Company's net worth as stated in the Company's latest financial statements.</p> <p>(2) The <u>balance</u> of endorsements and guarantees <u>made by the Company and its Subsidiaries</u> to a single enterprise reaches 20 percent or more of the Company's net worth as stated in the Company's latest financial statements.</p> <p>(3) The <u>balance</u> of endorsements and guarantees <u>made by the Company and its Subsidiaries</u></p>	<p>Company's latest financial statements.</p> <p>(2) The <u>aggregate amount</u> of endorsements and guarantees made to a single enterprise reaches 20 percent or more of the Company's net worth as stated in the Company's latest financial statements.</p> <p>(3) The <u>aggregate amount</u> of endorsements and guarantees made to a single enterprise reaches NT\$10 million or more and the aggregate</p>	
--	--	--	--

	<p>to a single enterprise reaches NT\$10 million or more and the aggregate amount of endorsements and guarantees for, long-term investment in, and balance of loans to such enterprise reaches 30 percent or more of the Company's net worth as stated in the Company's latest financial statements.</p>	<p>amount of endorsements and guarantees for, long-term investment in, and balance of loans to such enterprise reaches 30 percent or more of the Company's net worth as stated in the Company's latest financial statements.</p> <p>(4) <u>The aggregate amount of endorsements and guarantees made for an enterprise which the Company has business relations with exceeds the total transactions amount between such enterprise and the Company in the most recent</u></p>	
--	--	--	--

	<p>(4) <u>The amount of endorsements and guarantees newly made by the Company or its Subsidiaries exceeds NT\$30 million and reaches 5 percent or more of the Company's net worth as stated in the Company's latest financial statements.</u></p> <p>3. (not revised.)</p>	<p>year.</p> <p><u>(5) After the public announcement and reporting is made pursuant to any of the preceding four paragraphs, the aggregate amount of endorsements and guarantees made to the same recipient increases by more than 5 percent of the Company's net worth as stated in the Company's latest financial statements.</u></p> <p>3. (omitted for simplicity.)</p>	
--	--	---	--

Resolution: There is no objection from any shareholders after solicitation by the Chairman and the resolution is passed.

Item 5 Discussion of Capital Increase and Issue of New Shares (Proposed by the Board of Directors)

- Explanation:(1) This Company plans to allocate NT\$218,504,560 as the shareholders' stock dividends from the earnings as of 2008 and to allocate NT\$218,504,560 from the legal reserve to issue new shares in order to augment the Company's operating funds and strengthen its financial structure. The total number of the new shares to be issued is 43,700,912 shares. This Company plans to allocate NT\$1,622,674,836 as employee stock bonus where the issued shares will be calculated based on the closing price on the previous day of the shareholders' meeting after taking into consideration the ex-rights or ex-dividend impact. For fractional shares, the distribution will be made in the form of cash.
- (2) The record date with regard to this issue of new shares shall be determined after being approved by the shareholders' meeting and obtaining the competent authority's approval. Shareholders registered in the shareholders register on the record date shall be entitled to 10 shares per thousand shares allocated from the earnings and 10 shares per thousand shares allocated from the capital reserve (in total to 20 new shares per thousand shares gratuitously) in proportion to the total shareholdings registered in the shareholders register. For fractional shares, the distribution will be made in the form of cash calculated at par value. Such shares will be purchase by the Employee Welfare Committee of the Company.
- (3) This proposal is submitted for discussion and approval.

Supplement Explanation by the Chairman:

The Company plans to allocate NT\$1,622,674,836 as employee stock bonus where the issued shares will be calculated based on the closing price dated June 9, 2009, NT\$70.30, after taking into consideration the ex-rights or ex-dividend impact. The total number of the new shares to be issued for employ stock bonus is 24,777,444 shares. For fractional shares, NT\$28 will be distributed in the form of cash. The Company will issue 68,478,356 new shares for the contemplated capital increase.

Resolution: There is no objection from any shareholders after solicitation by the

Chairman and the resolution is passed. The Company will allocate NT\$218,504,560 as the shareholders' stock dividends from the earnings as of 2008 and allocate NT\$218,504,560 from the legal reserve. The total number of the new shares to be issued is 43,700,912 shares. In addition, the Company will allocate NT\$1,622,674,836 as employee stock bonus where the issued shares will be calculated based on the closing price dated June 9, 2009, NT\$70.30, after taking into consideration the ex-rights or ex-dividend impact. For fractional shares, NT\$28 will be distributed in the form of cash. This Company will issue 68,478,356 new shares for the contemplated capital increase.

Item 6 Discussion of the Amendments to Articles of Incorporation (Proposed by the Board of Directors)

Explanation: (1) The Company plans to revise Articles 2, 5, 24, 30-1, and 33 and add Article 22-1 of the Articles of Incorporation in conformity with the Company Law and other regulations and to better meet the Company's business needs. Please see the comparison table of the Company's Articles of Incorporation before and after revision.

(2) The proposed amendments are submitted for discussion and approval.

Comparison Table of Articles of the Articles of Incorporation

Article	Article after revision	Article before revision	Explanation
Article 2	<p>The Company is engaged in the following businesses:</p> <ol style="list-style-type: none"> <li>1. CC01010 Electronic power generating, Electric transmission and power distributing machinery manufacturing business;</li> <li>2. CC01030 <u>Electric appliance and audiovisual electric products manufacturing business;</u></li> <li>3. CC01040 Lighting equipment manufacturing business;</li> <li>4. CC01060 Wire communication equipment and apparatus manufacturing business;</li> <li>5. CC01080 Electronic parts and components manufacturing business;</li> <li>6. CC01990 Other electrical and electronic machinery</li> </ol>	<p>The Company is engaged in the following businesses:</p> <ol style="list-style-type: none"> <li>1. CC01010 Electronic power generating, Electric transmission and power distributing machinery manufacturing business;</li> <li>2. CC01030 <u>Household appliances manufacturing business;</u></li> <li>3. CC01040 Lighting equipment manufacturing business;</li> <li>4. <u>CC01050 Data storage and processing equipment manufacturing business;</u></li> <li>5. CC01060 Wire communication equipment and apparatus manufacturing business;</li> <li>6. CC01080 Electronic parts and components manufacturing business;</li> <li>7. CC01990 Other electrical and electronic machinery</li> </ol>	<p>Amendments to the business items have been drafted to better meet the Company's business needs: delete subparagraphs 4 and 13, add subparagraphs 37-47 and move the original subparagraph 39 to subparagraph 48 to meet the revision of the Codes of Business Items made by the MOEA.</p>

	<p>and materials manufacturing business;</p> <p><u>7.</u> CE01030 Photographic and Optical Equipment Manufacturing business;</p> <p><u>8.</u> CB01990 Other machinery manufacturing business;</p> <p><u>9.</u> CD01030 Automobiles and auto-parts manufacturing business;</p> <p><u>10.</u> CD01040 Motorcycles and motorcycle parts manufacturing business;</p> <p><u>11.</u> CD01050 Bicycles and bicycle parts manufacturing business;</p> <p><u>12.</u> E605010 Computer equipment installation business;</p> <p><u>13.</u> E603050 Automation control equipment manufacturing business;</p> <p><u>14.</u> I501010 Product external appearance designing business;</p> <p><u>15.</u> I599990 Other design business;</p> <p><u>16.</u> F219010 Electronic components and materials retail business;</p> <p><u>17.</u> F119010 Electronic components and materials</p>	<p>and materials manufacturing business (<u>manufacturing of parts and components of household appliances, and parts and components of lighting equipment</u>);</p> <p>8. CE01030 Photographic and Optical Equipment Manufacturing business;</p> <p>9. CB01990 Other machinery manufacturing business (<u>mechanics components</u>);</p> <p>10. CD01030 Automobiles and auto-parts manufacturing business;</p> <p>11. CD01040 Motorcycles and motorcycle parts manufacturing business;</p> <p>12. CD01050 Bicycles and bicycle parts manufacturing business;</p> <p><u>13. F401030 Manufacture and export business</u>;</p> <p>14. E605010 Computer equipment installation business;</p> <p>15. E603050 Automation control equipment manufacturing business;</p> <p>16. I501010 Product external appearance designing business;</p> <p>17. I599990 Other design business (<u>electronics</u>);</p> <p>18. F219010 Electronic components and materials retail business;</p> <p>19. F119010 Electronic components and materials</p>	
--	--	---	--

	<p>wholesale business;  <u>18.</u> CC01090 Batteries manufacturing business;  <u>19.</u> CC01070 Wireless communication devices and equipment manufacturing business;  <u>20.</u> F113070 Telecommunication equipment wholesale business;  <u>21.</u> F213060 Telecommunication equipment retail business;  <u>22.</u> CC01101 Restrained telecommunication radio frequency equipment and materials manufacturing;  <u>23.</u> F113020 Electrical appliances wholesale business;  <u>24.</u> F113050 <u>Computer</u> and office appliances and equipment wholesale business;  <u>25.</u> F213010 Electrical appliances retail business;  <u>26.</u> F213030 <u>Computer</u> and office appliances and equipment retail business;  <u>27.</u> F401010 International trade business;  <u>28.</u> G801010 Warehousing and storage business;  <u>29.</u> E701010 Telecommunication engineering and construction business;  <u>30.</u> I301010 Software design and service business;</p>	<p>wholesale business;  20. CC01090 Batteries manufacturing business;  21. CC01070 Wireless communication devices and equipment manufacturing business;  22. F113070 Telecommunication equipment wholesale business;  23. F213060 Telecommunication equipment retail business;  24. CC01101 Restrained telecommunication radio frequency equipment and materials manufacturing;  25. F113020 Electrical appliances wholesale business;  26. F113050 Office appliances and equipment wholesale business;  27. F213010 Electrical appliances retail business;  28. F213030 Office appliances and equipment retail business;  29. F401010 International trade business;  30. G801010 Warehousing and storage business;  31. E701010 Telecommunication engineering and construction business;  32. I301010 Software design and service business;</p>	
--	---	--	--



	<p><u>31.</u> CF01011 Medical appliances and equipment business;</p> <p><u>32.</u> CB01010 Machinery equipment manufacturing business;</p> <p><u>33.</u> CE01040 Clocks and Watches manufacturing business;</p> <p><u>34.</u> CC01110 Computers and its peripheral equipment manufacturing business;</p> <p><u>35.</u> CE01010 General equipment and instruments manufacturing business;</p> <p><u>36.</u> F401021 Restricted telecommunication radio frequency equipment and materials import business;</p> <p><u>37.</u> <u>CD01010 Ship and parts manufacturing business;</u></p> <p><u>38.</u> <u>CD01020 Tramway Cars manufacturing business;</u></p> <p><u>39.</u> <u>CD01060 Aircraft and parts manufacturing business;</u></p> <p><u>40.</u> <u>CD01990 Other transportation equipment and parts manufacturing business;</u></p> <p><u>41.</u> <u>F108031 Drugs and medical goods wholesale business.</u></p> <p><u>42.</u> <u>F118010 Computer software wholesale business;</u></p> <p><u>43.</u> <u>F208031 Medical equipment retail business;</u></p> <p><u>44.</u> <u>F218010 Computer software retail business;</u></p> <p><u>45.</u> <u>I301020 Data processing</u></p>	<p>33. CF01011 Medical appliances and equipment business;</p> <p>34. CB01010 Machinery equipment manufacturing business;</p> <p>35. CE01040 Clocks and Watches manufacturing business;</p> <p>36. CC01110 Computers and its peripheral equipment manufacturing business;</p> <p>37. CE01010 General equipment and instruments manufacturing business;</p> <p>38. F401021 Restricted telecommunication radio frequency equipment and materials import business;</p>	
--	---	--	--

	<p><u>services business;</u>  <u>46. I301030 Digital information supply services business;</u>  <u>47. IG03010 Energy technical services business;</u>  <u>48. ZZ99999 All businesses</u> that are not prohibited or restricted by laws and regulations other than those requiring special permits.</p>	<p>39. All businesses that are not prohibited or restricted by laws and regulations other than those requiring special permits.</p>	
Article 5	<p>The total capital stock of the Company shall be <u>in the amount of NT\$27,000,000,000, divided into 2,700,000,000 shares</u>, at a par value of Ten New Taiwan Dollars (NT\$10) each, and may be issued in installments subject to the resolution of the Board of Directors. Within the aforementioned capital, NT\$1,000,000,000 divided into 100,000,000 shares shall be reserved for issuing warrants, preferred shares with warrants or corporate bonds with warrants.</p> <p>In the event that the Company intends to issue employee warrants whose exercise price is lower than the closing price of the Company stocks as of the issue date, a resolution at a shareholders' meeting shall be adopted if voted in favor by two-thirds of the votes at a shareholders' meeting at which shareholders of more than one-half of the total</p>	<p>The total capital stock of the Company shall be <u>in the amount of NT\$25,000,000,000, divided into 2,500,000,000 shares</u>, at a par value of Ten New Taiwan Dollars (NT\$10) each, and may be issued in installments subject to the resolution of the Board of Directors. Within the aforementioned capital, NT\$1,000,000,000 divided into 100,000,000 shares shall be reserved for issuing warrants, preferred shares with warrants or corporate bonds with warrants.</p> <p>In the event that the Company intends to issue employee warrants whose exercise price is lower than the closing price of the Company stocks as of the issue date, a resolution at a shareholders' meeting shall be adopted if voted in favor by two-thirds of the votes at a shareholders' meeting at which shareholders of more than one-half of the total</p>	<p>To better meet the Company's business needs.</p>

	<p>issued and outstanding shares are present.</p> <p>In the event that the Company intends to transfer to employees the bought-back shares at the price lower than the actual average buying-back price, a resolution at a shareholders' meeting shall be adopted prior to such transfer if voted in favor by two-thirds of the votes at a shareholders' meeting at which shareholders of more than one-half of the total issued and outstanding shares are present.</p>	<p>issued and outstanding shares are present.</p> <p>In the event that the Company intends to transfer to employees the bought-back shares at the price lower than the actual average buying-back price, a resolution at a shareholders' meeting shall be adopted prior to such transfer if voted in favor by two-thirds of the votes at a shareholders' meeting at which shareholders of more than one-half of the total issued and outstanding shares are present.</p>	
Article 22-1	<p><u>The meeting of Board of Directors shall be convened in accordance with Article 204 of the Company Law. In the event of emergency, the notice of the meeting of the Board of Directors may be made by phone, facsimile or e-mail rather than in writing.</u></p>		<p>Amendments to the convention of the meeting of the Board of Directors upon emergency have been drafted to meet the Company Law and the regulations made by the competent authorities.</p>
Article 24	<p>Resolutions adopted at the meeting of the Board of Directors shall be recorded in the minutes and signed or sealed by the chairman of the meeting and <u>the recorder</u>. The minutes shall be distributed to each director <u>and supervisor</u> within twenty (20) days after the meeting. <u>The minutes</u></p>	<p>Resolutions adopted at the meeting of the Board of Directors shall be recorded in the minutes and signed or sealed by the chairman of the meeting. <u>The minutes</u> shall be distributed to each director within twenty (20) days after the meeting. <u>The minutes shall record the time, the date</u></p>	<p>Amendments to the minutes and the execution procedures have been made in order to meet the Company Law and the regulations made by the</p>

	<p><u>shall be classified as important files of this Company and shall be well preserved during the existence of the Company. The required items of the minutes shall be subject to the Company Law and the Regulations Governing Procedure for Board of Directors Meetings of Public Companies.</u></p> <p><u>The production and distribution of the meeting minutes may be made in the electronic form.</u></p>	<p><u>and place of the meeting, name of chairman and the manner for adopting a resolution, the key contents and the results of the meeting. The minutes, sign-in book of directors and proxy forms shall be kept in the Company, and the preservation period of the same shall be subject to the Company Law.</u></p>	<p>competent authority.</p>
Article 30-1	<p>The Company is situated in a volatile environment and is at the stable growth phase of the enterprise life cycle. Furthermore, taking into account the Company's financial structure, ability to generate operating profits, and the need to expand the operating scale, the Company decides to adopt a residual dividend policy.</p> <p>The proposal concerning the allocation of earnings raised by the Board of Directors shall be made <u>where</u> at least 50% of the distributable earnings as of that year should be allocated as the shareholders' dividends, and no less than 5% of the distributed dividends shall be in the form of cash.</p>	<p>The Company is situated in a volatile environment and is at the stable growth phase of the enterprise life cycle. Furthermore, taking into account the Company's financial structure, ability to generate operating profits, and the need to expand the operating scale, the Company decides to adopt a residual dividend policy.</p> <p>The proposal concerning the allocation of earnings raised by the Board of Directors shall be made <u>according to the principle</u> that at least 50% of the distributable earnings as of that year should be allocated as the shareholders' dividends, and no less than 5% of the distributed dividends shall be in the form of cash.</p>	<p>Minor amendment to wording.</p>
Article 33	<p>These Articles of Incorporation were enacted on July 28,</p>	<p>These Articles of Incorporation were enacted on July 28,</p>	<p>Addition of the 42<sup>nd</sup> revision</p>

	1975. (the 1 <sup>st</sup> through <u>41<sup>st</sup></u> revision dates have been omitted for simplicity) The <u>42<sup>nd</sup></u> amendment is made on <u>June 10, 2009.</u>	1975. (the 1 <sup>st</sup> through <u>40<sup>th</sup></u> revision dates have been omitted for simplicity) The <u>41<sup>h</sup></u> amendment is made on <u>June 13, 2008.</u>	date.
--	--	---	-------

Resolution: There is no objection from any shareholders after solicitation by the Chairman and the resolution is passed.

Item 7 Re-election of the Directors and Supervisors (Proposed by the Board of Directors)

Explanation: (1) The current term of the office of the directors and supervisors will be expired on May 17, 2009. According to Articles 195 and 217 of the Company Law, if the re-election of directors and supervisors is not held before the current term of office expires, the incumbent directors and supervisors shall hold office until their successors have been elected and have assumed their office subject to the Company Law.

(2) In order to meet Article 18 of the Articles of Incorporation of the Company, the Company proposes to elect the directors and supervisors of the 15th session and will elect 9 directors (including 1 independent director) and 2 supervisors at the shareholders meeting. The term of office of the newly elected directors and supervisors will start from June 10, 2009 and will expire on June 9, 2012. The directors and supervisors will assume office immediately after the shareholders meeting.

(3) The election of independent directors of the Company adopts candidates nomination system. The roster of director candidates nominated has been approved by the meeting of the Board of Directors on April 27, 2009 and the relevant information is as follows:

Independent Director Candidates	Education	Experience	Number of Holding Shares
Yi-Chiang Lo	Department of Physics, National Cheng Kung University	Executive Vice President of Royal Philips Electronics 、 Philips Components Chairman & CEO	259,922

(4) The proposals are submitted for re-election.

The election result: 9 directors (including 1 independent director) and two supervisors; the election result is as follows:

<u>Title</u>	<u>Account name (Name)</u>	<u>Voting rights received</u>
Director	Bruce CH Cheng	1,648,279,090 rights
Director	Yancey Hai	1,540,890,640 rights
Director	Mark Ko	1,460,395,572 rights
Director	Fred Chai Yan Lee	1,375,039,314 rights
Director	Raymond Hsu	1,362,757,470 rights
Director	Simon Chang	1,350,882,546 rights
Director	Ping Cheng	1,329,025,623 rights

Director	Albert Chang	1,308,500,428 rights
Independent Director	Yi-Chiang Lo	1,419,402,438 rights
Supervisor	E-Ying Hsieh	1,430,001,912 rights
Supervisor	Chung-Hsing Huang	1,418,220,128 rights

The term of office of the newly elected directors and supervisors will start from June 10, 2009 and will expire on June 9, 2012.

Item 8 Discussion of Releasing the Directors Elected from Non-Competition Restrictions (Proposed by the Board of Directors)

- Explanation: (1) According to Article 209 of the Company Law, a director who conducts business within the business scope of the Company for himself or others shall explain in the shareholders' meeting the essential contents of such conduct and obtain the shareholders' approval.
- (2) The directors elected from this shareholders meeting may have additional position in the Company's affiliated enterprises or other enterprises or conduct business within the business scope of the Company for himself/herself or others. To meet the actual needs of the Company, the relevant additional position and other competitive conducts will be explained and submitted for the shareholders meeting to remove the non-competition restrictions after the directors assume the office, provided that such act will not detriment the Company's benefit. Please see the details disclosed at the place of the shareholders' meeting.
- (3) The proposals are submitted for discussion and voting.

Resolution: There is no objection from any shareholders after solicitation by the Chairman and the resolution is passed.

**III. Provisional Motions: None**

**IV. Meeting Adjourned**

Chairman: Bruce CH Cheng

Recorder: Ms. Jill Lee

Explanation of Directors' holding of important positions in other companies

Name of Director	Important position in other companies
Bruce CH Cheng	DAC Holding (Cayman) Ltd. Director
	Cyntec Co., Ltd. Director
	Cyntec Holding Ltd. Director
	Pu Shi Venture Capital Co., Ltd. Director
	Pu Shin Wu Venture Capital Co., Ltd. Director
	Delta Electronics (Japan) Inc. Representative Director
	Delta Electronics (H.K.) Limited Director
	Delta International Holding Ltd. Director
	De He Venture Capital Co., Ltd. Director



	Delta Electronics (Jiang Su) Ltd. Fairview Assets Ltd. Delta Electronics Components (Wujiang) Ltd. Delta Eletro-Optics (Wujiang) Ltd. Delta Video (Wujiang) Ltd. Finestar International Limited Hua Zhi Investment Co., Ltd. Delta Networks Holding Limited Delta Networks, Inc. (Cayman) Delta Energy Technology (Shanghi) Ltd. DeISolar Co., Ltd. Pu Shin Chi Venture Capital Co., Ltd. DeISolar Holding (Cayman) Ltd. DeISolar (HK) Ltd.	Chairman Director Chairman Chairman Chairman Director Chairman Director Director Chairman Director Director Director Director Director
Yancey Hai	Pu Shin Venture Capital Co., Ltd. Delta Electronics Power Supply (Dongguan) Ltd. Delta International Holding Ltd. Delta Energy Technology (Shanghi) Ltd. CTCI Corporation Delta Electronics International Ltd. (Labuan) DAC Holding (Cayman) Ltd. DeISolar Co., Ltd. Delta Networks, Inc. Delta Electronics (H.K.) Limited DeISolar Holding (Cayman) Ltd. DeISolar (HK) Ltd.	Director Director Director Director Independent Director Director Director Director Director Director Director Director
Mark Ko	Delta Electronics (Japan) Inc. Delta Electronics (Dongguan) Co., Ltd Delta Electronics (H.K.) Limited Delta Electronics Componets (Dongguan) Ltd. Delta Electronics Power Supply (Dongguan) Ltd. Delta International Holding Ltd. Delta Electronics (Jiang Su) Ltd. Delta Eletro-Optics (Wujiang) Ltd. Delta Electronics International Ltd. (Labuan) Delta Electronics (WuHu) Ltd. Delta Electronics (Chenzhou) Ltd. NeoEnergy Microelectronics Co., Ltd.	Director Chairman Director Chairman Chairman Director Director Director Director Chairman Chairman Director
Raymond Hsu	Deltronics (Netherlands) B.V. Delta Electronics (H.K.) Limited	Director Director

	Delta Electronics Components (Dongguan) Ltd.	Director
	Delta International Holding Ltd.	Director
	Delta Power Sharp Ltd.	Director
	Delta Electronics Components (Wujiang) Ltd.	Director
	Delta Electronics International Ltd. (Labuan)	Director
	Delta Electronics (WuHu) Ltd.	Director
	Delta Electronics (Chenzhou) Co., Ltd	Director
Ping Cheng	Delta Greentech (China) Co., Ltd.	Director
	Delta Electronics (Dongguan) Co., Ltd	Director/President
	Delta Electronics (H.K.) Limited	Director
	Delta Electronics Components (Dongguan) Ltd.	Director/President
	Delta Electronics Power Supply (Dongguan) Ltd.	Director/President
	Delta International Holding Ltd.	Director
	Delta Power Sharp Ltd.	Director
	Delta Electronics International Ltd. (Labuan)	Director
	Delta Electronics (Thailand) Public Co., Ltd.	Consultant
	Delta Electronics (Jiang Su) Ltd.	President
	Delta Electronics Components (Wujiang) Ltd.	President
	Delta Eletro-Optics (Wujiang) Ltd.	President
	Delta Video (Wujiang) Ltd.	President
	Delta Electronics (WuHu) Ltd.	Director/President
	Delta Electronics (Chenzhou) Co., Ltd	Director/President
Fred Chai Yan Lee	Professor and Director, Center of Power Electronics Systems, Virginia Tech. Blacksburg, Va.	
	Delta Energy Technology (Shanghi) Ltd.	Director/President
	Cyntec Co., Ltd.	Director
	NeoEnergy Microelectronics Co., Ltd.	Director
Simon Chang	Betacera Inc.	Director
	Delta Eletro-Optics (Wujiang) Ltd.	Director
	Deltronics (Netherlands) B.V.	Director
	Amita Technologies Inc. Ltd.	Director
Albert Chang	Delta Greentech International Holding Limited	Director
	Delta Greentech (USA) Corp.	Director
	Delta Greentech SGP Pte Ltd.	Director
	Delta Greentech (Hong Kong) Ltd.	Director
	Delta Power Solutions Private Limited	Director
Yi-Chiang Lo	Nil	



## Business Report

Driven by the belief of "dare to change" and "dedicate to innovate", every business group at Delta always sets aggressive growth target and budget plans before the year ends and we used to surpass our goals. However, due to adverse economic conditions resulting from global financial tsunami starting from end of Q3, 2008, we failed to achieve our plans set for the year. Delta's consolidated sales revenues totaled NT\$142.6 billion, an increase of 9.2% from 2007. To be consistent with international financial accounting standards, the Taiwan government implemented a new accounting rule to expense employee bonuses and remuneration to board of directors and supervisors at fair market value last year. Based on the new Statement of Financial Accounting Standards, our gross profit totaled NT\$25.5 billion (17.9% of revenues), 7% decrease from 2007 figure which was based on old accounting standard. Our net operating profit totaled NT\$10.9 billion (7.6% of revenues), 30.6% decrease and net income of NT\$10.3 billion (7.2% of revenues) which represented a decrease of 31.9% from the previous year. Earnings per share (EPS) was NT\$4.69.

With our solid foundation in technology and years of efforts on innovation, Delta has been widely recognized as the leader in switching power supplies for global electronics industry. We are the world's number one in power supplies for servers, workstations and notebook computers and we continue to grow market share in consumer electronics sector through relentless increase in power conversion efficiency which contributes greatly to energy conservation and reduction in greenhouse gases emission. Among all progresses made last year, our achievement in telecom power systems and PV systems was noteworthy in particular. We not only increased the efficiency of our new generation telecom base station power system from 90% to 92% but also reduced the size by two thirds and achieved market leadership in both China and India. We also designed and installed the world's largest stadium solar systems for 2009 World Games in Kaohsiung with solar cells from DelSolar, a subsidiary to Delta, and our own 98% efficiency photovoltaic inverters. Although the capacity of this solar system was one mega watt by design, the actual electricity generated exceeded our expectation. Those examples clearly demonstrated our commitment to innovation and courage to take challenges to realize our corporate mission. We believe our potential to develop system-level businesses is greatly strengthened by the excellent performance of the teams.

For display solutions business, we secured our competitive advantage through in-house key components which weathered us from severe competition in business projector market. Our projection display products such as home theaters, video walls, and large venue projectors with ultra-high brightness for professional markets also earned customer recognition. We partnered with a content provider to broadcast on live the opening ceremony and selected programs of 2008 Beijing Olympics



through our full HD DLP projection display on a 300-inch outdoor screen to the general public, who enjoyed an unprecedented visual experience with absolute clarity and exceptional images. Delta also announced the industry's first full HD LED Home Theater DLP® Projector at IFA 2008 in Berlin featuring energy-saving, high resolution, wide color gamut, long life time, and immediate image display when powering on. We will work harder on marketing initiatives to bring more of our excellent products to customers. In order to provide customers with a complete line of products, we acquired an outstanding team specialized in outdoor large screen LED. We also exhibited our LED streetlamp and e-paper at IFA 2008 in Berlin, and we will continue to develop green products that are eco-friendly to meet the demand of the new century.

Delta was founded in 1971 at a time when the Taiwan government implemented investment incentive programs to attract foreign companies to set up manufacturing bases in Taiwan. We started from scratch to develop electronics components to meet market demand. We witnessed the massive abuse of natural resources and environmental pollution resulting from industrialization as well as the shortage in energy due to rapid increase in demand. We believed energy conservation was the best solution to the problem and since then we made it our corporate mission to develop high-efficiency switching power supplies and provide the world with energy efficient products and services. Over the years we continued to grow our business and market share as a result of strong customer satisfaction to our innovation capability, product quality, agility, and services. Each year we earned vendor awards from customers as a token for recognition. HP, Nokia Siemens, Fujitsu Siemens, for example, awarded Delta in 2008. We also received the "Excellent Innovation Achievement Award", the best of its kind from Ministry of Economic Affairs, last year. Besides innovation, we take corporate social responsibility as a primary consideration. Delta was named the most admired company in electronics industry by Commonwealth Magazine for the seventh consecutive year, and we were listed in the first place with distinction for Corporate Social Responsibility Award from GlobalView Magazine for the third consecutive year. Delta was ranked among Forbe's Asian Fabulous 50 Companies for the second consecutive year, and we received the best Investment Meetings Award from IR Magazine. In addition, Delta was the only Chinese enterprise featured on the list of "Global Top 100 Low-Carbon Pioneers" by CNBC European Business Magazine. We will continue our dedication to making Delta a highly regarded global company making long-lasting impact to the society.

The global financial tsunami caused by the American subprime mortgage crisis has affected Delta's business just as it has created adverse impact on global economy. Although an enterprise is bound to have ups and downs during its history, we will exercise special caution to voyage through this turmoil.



We believe the market will be handicapped by large-scale workforce restructuring and compensation reduction measures adopted by major multinational corporations. As a result, we will further scrutinize our operation processes to identify every productivity increase opportunity, while at the same time spearheading our R&D and marketing efforts to adapt our organization and business activities to meet market requirements. Over the years Delta has committed resources to develop advanced eco-friendly new products with energy-efficient features such as solar systems, LEDs, E-paper, super-capacitor, and key components for electric vehicles. These visionary new products will be launched to the market at the soonest possible pace. With the announcement by major countries to engage in large-scale programs and green technology development to stimulate local economy, we see good potential in renewable energy, products with energy-saving features, telecom business and infrastructure projects. Our mission and new business development direction fit right into the picture. Our sound financial stance and healthy cash flow serve as another competitive weapon to our advantage in difficult economy. We also feel encouraged to keep staying firmly in our areas of core competences and avoid investment into manufacturing businesses with low entry barriers.

Delta is a company that consistently monitors the market trend and takes challenges to change and innovate. This economic downturn brought to our attention the need to expedite our speed of change and new product development. We wish to take this opportunity to thank all Delta members for their contributions to the Company. We believe everyone at Delta will continue to do their best to steer our course up on profitable growth. We would also like to express our gratitude to all shareholders for their support. Please be re-assured that Delta will run at full speed to meet your expectation and we will bring the Company to the next level of success.

  
Bruce C.H. Cheng  
Founder and Chairman

  
Yancey Hai  
Vice Chairman and CEO

  
Roger Chu  
Corporate CFO

## REPORT OF INDEPENDENT ACCOUNTANTS TRANSLATED FROM CHINESE

To Delta Electronics, Inc.

We have audited, in accordance with the “Rules Governing the Examination of Financial Statements by Certified Public Accountants” and generally accepted auditing standards in the Republic of China, the non-consolidated balance sheets of Delta Electronics, Inc. (“the Company”) as of December 31, 2008 and 2007, and the related non-consolidated statements of income, of changes in stockholders' equity and of cash flows for the years then ended appearing on the Market Observation Post System as provided by the Taiwan Stock Exchange Corporation. In our report dated February 16, 2009, in which we indicated that: (a) the financial statements and the related information of certain investees accounted for under the equity method were audited by other auditors, and (b) effective January 1, 2008, the Company adopted R.O.C. Statement of Financial Accounting Standards No. 39, “Accounting for Share-based Payment” and EITF 96-052, “Accounting for Employees’ Bonus and Directors’ and Supervisors’ Remuneration”, prescribed by the R.O.C. Accounting Research and Development Foundation, We expressed a modified unqualified opinion on those non-consolidated financial statements.

The condensed non-consolidated financial statements presented in the Market Observation Post System of the Taiwan Stock Exchange Corporation are fairly stated, in all material respects, in relation to the financial statements from which it has been derived.

PricewaterhouseCoopers  
February 16, 2009

---

The accompanying non-consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying non-consolidated financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

DELTA ELECTRONICS, INC.  
NON-CONSOLIDATED BALANCE SHEETS  
DECEMBER 31  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	2008	2007
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash and cash equivalents (Note 4(1))	\$ 2,282,423	\$ 6,538,089
Financial assets at fair value through profit or loss - current (Note 4(2))	-	1,698
Available-for-sale financial assets - current (Note 4(5))	420,456	468,011
Derivative financial assets for hedging - current (Note 10(9))	11,675	-
Notes receivable, net	79,700	42,159
Accounts receivable, net (Note 4(3))	5,883,460	7,485,290
Accounts receivable, net - related parties (Note 5)	392,370	936,731
Other receivables	167,601	149,733
Other receivables - related parties (Note 5)	225,627	341,799
Other financial assets - current (Note 6)	29,167	21,158
Inventories (Note 4(4))	458,144	637,216
Deferred income tax assets - current (Note 4(18))	121,841	118,676
Other current assets - other	63,650	153,178
<b>Total current assets</b>	<b>10,136,114</b>	<b>16,893,738</b>
<b>Funds and Investments</b>		
Available-for-sale financial assets - non-current (Note 4(5))	76,209	1,272,109
Financial assets carried at cost - non-current (Note 4(6))	758,832	538,969
Investments in bonds without active markets - non-current (Note 4(7))	1,148,700	7,135,700
Long-term equity investments accounted for under the equity method (Note 4(8))	64,213,206	52,522,118
Cash surrender value of life insurance	91,862	87,515
<b>Total funds and investments</b>	<b>66,288,809</b>	<b>61,556,411</b>
<b>Property, Plant and Equipment, Net (Note 4(9))</b>		
<b>Cost</b>		
Land	1,143,562	815,701
Buildings	2,402,927	2,428,541
Machinery and equipment	1,654,402	1,573,492
Molding equipment	267,539	265,430
Computer and communication equipment	305,972	301,572
Testing equipment	1,497,375	1,400,853
Transportation equipment	20,796	18,849
Office equipment	159,852	141,136
Revaluation increments	407,007	291,338
Cost and revaluation increments	7,859,432	7,236,912
Less: Accumulated depreciation	( 3,556,872)	( 3,206,985)
Construction in progress and prepayments for equipment	148,639	116,549
<b>Total property, plant and equipment, net</b>	<b>4,451,199</b>	<b>4,146,476</b>
<b>Intangible Assets</b>		
Patents (Note 5)	56,665	31,982
Deferred pension costs (Note 4(13))	20,579	-
Other intangible assets - other	3,914	3,900
<b>Total intangible assets</b>	<b>81,158</b>	<b>35,882</b>
<b>Other Assets</b>		
Assets leased to others (Notes 4(10) and 5)	641,750	587,021
Refundable deposits	3,403	4,464
Deferred expenses	141,926	111,116
<b>Total other assets</b>	<b>787,079</b>	<b>702,601</b>
<b>TOTAL ASSETS</b>	<b>\$ 81,744,359</b>	<b>\$ 83,335,108</b>

(Continued)

DELTA ELECTRONICS, INC.  
NON-CONSOLIDATED BALANCE SHEETS  
DECEMBER 31  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	2008	2007
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
<b>Current Liabilities</b>		
Short-term loans (Note 4(11))	\$ 3,066,753	\$ -
Financial liabilities at fair value through profit or loss - current (Note 4(12))	218	431
Derivative financial liabilities for hedging - current (Note 10(9))	8,913	-
Accounts payable	440,733	489,497
Accounts payable - related parties (Note 5)	9,157,891	13,688,131
Income tax payable (Note 4(18))	92,122	306,117
Accrued expenses	3,040,839	1,039,540
Other payables - related parties (Note 5)	353,567	1,873,509
Other payables	281,896	334,619
Receipts in advance	228,637	280,149
Other current liabilities	250,087	184,556
<b>Total current liabilities</b>	<u>16,921,656</u>	<u>18,196,549</u>
<b>Reserves</b>		
Land value incremental reserve (Note 4(9))	74,312	57,341
<b>Other Liabilities</b>		
Accrued pension liabilities (Note 4(13))	791,213	681,010
Guarantee deposits received (Note 5)	5,912	5,912
Deferred income tax liabilities - non-current (Note 4(18))	5,491,853	4,453,278
Other liabilities - other (Note 4(8))	115,949	160,165
<b>Total other liabilities</b>	<u>6,404,927</u>	<u>5,300,365</u>
<b>Total liabilities</b>	<u>23,400,895</u>	<u>23,554,255</u>
<b>Stockholders' Equity</b>		
<b>Capital</b>		
Common stock (Notes 1 and 4(14))	21,850,456	21,064,173
<b>Capital Reserves (Note 4(15))</b>		
Capital reserve from conversion of convertible bonds	10,471,921	10,682,563
Capital reserve - other	2,810,283	2,804,693
<b>Retained Earnings</b>		
Legal reserve (Note 4(16))	7,298,319	5,792,189
Undistributed earnings (Note 4(17))	13,563,786	17,361,138
<b>Other Adjustments to Stockholders' Equity</b>		
Asset revaluations (Note 4(9))	359,616	260,918
Unrealized gain or loss on financial instruments	135,764	1,326,699
Cumulative translation adjustments	1,884,323	488,480
Unrecognized pension cost (Note 4(13))	( 31,004)	-
<b>Total stockholders' equity</b>	<u>58,343,464</u>	<u>59,780,853</u>
<b>Commitments And Contingent Liabilities (Notes 5 and 7)</b>		
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<u>\$ 81,744,359</u>	<u>\$ 83,335,108</u>

The accompanying notes are an integral part of these non-consolidated financial statements.  
See report of independent accountants dated February 16, 2009.



**DELTA ELECTRONICS, INC.**  
**NON-CONSOLIDATED STATEMENTS OF INCOME**  
**FOR THE YEARS ENDED DECEMBER 31**  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, EXCEPT AS OTHERWISE INDICATED)

	2008		2007
Operating Revenues (Note 5)			
Sales	\$ 32,802,997	\$	35,626,972
Sales returns	( 17,387)	(	23,232)
Sales discounts	( 57,987)	(	37,349)
Net Sales	<u>32,727,623</u>		<u>35,566,391</u>
Service income (Note 5)	5,178,790		3,689,179
Net Operating Revenues	<u>37,906,413</u>		<u>39,255,570</u>
Operating Costs (Notes 4(20) and 5)			
Cost of goods sold	( 30,470,071)	(	32,654,609)
Service costs	( 4,294,124)	(	1,326,672)
Net Operating Costs	<u>( 34,764,195)</u>	(	<u>33,981,281)</u>
Gross profit	<u>3,142,218</u>		<u>5,274,289</u>
Operating Expenses (Note 4(20))			
Sales and marketing expenses	( 472,814)	(	451,587)
General and administrative expenses	( 1,359,930)	(	928,240)
Research and development expenses	( 509,602)	(	1,956,419)
Total Operating Expenses	<u>( 2,342,346)</u>	(	<u>3,336,246)</u>
Operating income	<u>799,872</u>		<u>1,938,043</u>
Non-operating Income and Gains			
Interest income	192,344		228,523
Gain on valuation of financial assets (Note 4(2))	-		1,529
Investment income accounted for under the equity method (Note 4(8))	9,638,686		13,849,603
Dividend income	71,228		56,080
Gain on disposal of property, plant and equipment	1,179		27,998
Gain on disposal of investments	134,819		332,190
Foreign exchange gain, net	44,963		-
Rental income (Note 5)	45,071		45,691
Other non-operating income	481,701		318,792
Non-operating Income and Gains	<u>10,609,991</u>		<u>14,860,406</u>
Non-operating Expenses and Losses			
Interest expense	( 14,123)	(	140)
Loss on valuation of financial liabilities (Note 4(12))	( 218)	(	261)
Foreign exchange loss	-	(	7,433)
Provision for loss on inventory obsolescence and market price declines	-	(	22,631)
Other non-operating losses	( 8,671)	(	33,201)
Non-operating Expenses and Losses	<u>( 23,012)</u>	(	<u>63,666)</u>
Income from continuing operations before income tax	11,386,851		16,734,783
Income tax expense (Note 4(18))	( 1,135,936)	(	1,673,478)
Net income	<u>\$ 10,250,915</u>	\$	<u>15,061,305</u>
	Before Tax	After Tax	Before Tax
Earnings Per Share (in Dollars) (Note 4(19))			
Basic Earnings Per Share			
Net income	<u>\$ 5.21</u>	<u>\$ 4.69</u>	<u>\$ 7.66</u>
Diluted Earnings Per Share (in Dollars)			
Net income	<u>\$ 5.13</u>	<u>\$ 4.62</u>	<u>\$ 7.66</u>

The accompanying notes are an integral part of these non-consolidated financial statements.  
See report of independent accountants dated February 16, 2009.

DELTA ELECTRONICS, INC.  
NON-CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY  
FOR THE YEARS ENDED DECEMBER 31, 2008 AND 2007  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	<u>Retained Earnings</u>								<u>Total</u>
	<u>Common stock</u>	<u>Capital Reserves</u>	<u>Legal reserve</u>	<u>Undistributed earnings</u>	<u>Asset revaluations</u>	<u>Unrealized gain or loss on financial instruments</u>	<u>Cumulative translation adjustments</u>	<u>Unrecognized pension cost</u>	
<u>2007</u>									
Balance at January 1, 2007	\$ 19,694,450	\$ 11,615,396	\$ 4,659,105	\$ 13,086,557	\$ 204,064	\$ 280,829	\$ 279,517	\$ -	\$ 49,819,918
Distribution of 2006 earnings:									
Appropriation of legal reserve	-	-	1,133,084	( 1,133,084)	-	-	-	-	-
Directors' and supervisors' remuneration	-	-	-	( 16,700)	-	-	-	-	( 16,700)
Employees' stock bonus	385,000	-	-	( 385,000)	-	-	-	-	-
Employees' cash bonus	-	-	-	( 192,500)	-	-	-	-	( 192,500)
Issuance of stock dividends	196,945	-	-	( 196,945)	-	-	-	-	-
Cash dividends	-	-	-	( 8,862,495)	-	-	-	-	( 8,862,495)
Capitalization of capital reserve	787,778	( 787,778)	-	-	-	-	-	-	-
Change in ownership percentage of long-term equity investments accounted for under equity method	-	2,659,638	-	-	-	-	-	-	2,659,638
Adjustment for land value appraisal increments	-	-	-	-	56,854	-	-	-	56,854
Proportional adjustments for investee companies' unrealized loss on financial instruments	-	-	-	-	-	502,583	-	-	502,583
Changes in unrealized loss on available-for-sale financial assets	-	-	-	-	-	543,287	-	-	543,287
Changes in cumulative translation adjustments	-	-	-	-	-	-	208,963	-	208,963
Net income for the year	-	-	-	15,061,305	-	-	-	-	15,061,305
Balance at December 31, 2007	<u>\$ 21,064,173</u>	<u>\$ 13,487,256</u>	<u>\$ 5,792,189</u>	<u>\$ 17,361,138</u>	<u>\$ 260,918</u>	<u>\$ 1,326,699</u>	<u>\$ 488,480</u>	<u>\$ -</u>	<u>\$ 59,780,853</u>
<u>2008</u>									
Balance at January 1, 2008	\$ 21,064,173	\$ 13,487,256	\$ 5,792,189	\$ 17,361,138	\$ 260,918	\$ 1,326,699	\$ 488,480	\$ -	\$ 59,780,853
Distribution of 2007 earnings:									
Appropriation of legal reserve	-	-	1,506,130	( 1,506,130)	-	-	-	-	-
Directors' and supervisors' remuneration	-	-	-	( 16,200)	-	-	-	-	( 16,200)
Employees' stock bonus	365,000	-	-	( 365,000)	-	-	-	-	-
Employees' cash bonus	-	-	-	( 365,000)	-	-	-	-	( 365,000)
Issuance of stock dividends	210,642	-	-	( 210,642)	-	-	-	-	-
Cash dividends	-	-	-	( 11,585,295)	-	-	-	-	( 11,585,295)
Capitalization of capital reserve	210,641	( 210,641)	-	-	-	-	-	-	-
Change in ownership percentage of long-term equity investments accounted for under equity method	-	5,589	-	-	-	-	-	-	5,589
Proportional adjustments for investee companies' unrealized loss on financial instruments	-	-	-	-	-	74,473	-	-	74,473
Changes in unrealized gain on available-for-sale financial assets	-	-	-	-	-	( 1,265,408)	-	-	( 1,265,408)
Adjustment for land value appraisal increments	-	-	-	-	98,698	-	-	-	98,698
Changes in cumulative translation adjustments	-	-	-	-	-	-	1,395,843	-	1,395,843
Unrecognized pension cost	-	-	-	-	-	-	-	( 31,004)	( 31,004)
Net income for the year	-	-	-	10,250,915	-	-	-	-	10,250,915
Balance at December 31, 2008	<u>\$ 21,850,456</u>	<u>\$ 13,282,204</u>	<u>\$ 7,298,319</u>	<u>\$ 13,563,786</u>	<u>\$ 359,616</u>	<u>\$ 135,764</u>	<u>\$ 1,884,323</u>	<u>( \$ 31,004)</u>	<u>\$ 58,343,464</u>

Note: For the years ended December 31, 2008, directors' and supervisors' remuneration amounting to \$16,200, respectively, and employees' bonus amounting to \$1,344,879, respectively, had been deducted from the Non-Consolidated Statements of Income.

The accompanying notes are an integral part of these non-consolidated financial statements.  
See report of independent accountants dated February 16, 2009.

DELTA ELECTRONICS, INC.  
NON-CONSOLIDATED STATEMENTS OF CASH FLOWS  
FOR THE YEARS ENDED DECEMBER 31  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	2008	2007
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>		
Net income	\$ 10,250,915	\$ 15,061,305
Adjustments to reconcile net income to net cash provided by operating activities		
Changes in unrealized valuation of financial assets	1,529	2,228
Changes in unrealized valuation of financial liabilities	( 43)	( 1,256)
(Reversal of allowance for) provision for doubtful accounts	( 2,079)	29,600
(Reversal of allowance for) provision for inventory obsolescence and market price declines	( 12,712)	22,631
Gain on disposal of available-for-sale financial assets	( 136,931)	( 94,762)
Loss (gain) on disposal of long-term equity investments accounted for under the equity method	2,112	( 237,428)
Change in foreign exchange on investments in bonds without active markets	( 285,795)	34,100
Cash dividends received from investee companies accounted for under the equity method	474,291	772,524
Investment income recognized under equity method	( 9,638,686)	( 13,849,603)
Depreciation (including assets leased to others) and amortization	676,954	661,240
Gain on disposal of property, plant and equipment, net	( 1,179)	( 27,998)
Amortization of long-term deferred income	( 17,499)	( 15,694)
Changes in assets and liabilities		
Notes receivable	( 37,541)	46,835
Accounts receivable	1,603,908	( 163,687)
Accounts receivable, net - related parties	544,361	( 615,112)
Other receivables	10,970	( 33,808)
Other receivable, net - related parties	103,502	90,192
Inventories	191,784	41,115
Other current assets - other	89,528	( 53,667)
Accounts payable	( 48,764)	( 133,076)
Accounts payable - related parties	( 4,530,240)	3,762,486
Income tax payable	( 213,995)	73,420
Accrued expenses	1,609,942	7,220
Other payables - related parties	( 1,519,942)	1,387,922
Other payables	( 52,723)	89,580
Receipts in advance	( 51,512)	13,580
Other current liabilities - other	65,531	105,064
Accrued pension liabilities	58,621	27,026
Deferred income tax	1,035,410	1,328,578
Net cash provided by operating activities	<u>169,717</u>	<u>8,330,555</u>

(Continued)

**DELTA ELECTRONICS, INC.**  
**NON-CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**FOR THE YEARS ENDED DECEMBER 31**  
**(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)**

	2008	2007
<b><u>CASH FLOWS FROM INVESTING ACTIVITIES</u></b>		
Decrease (increase) in financial assets at fair value through profit or loss - current	\$ 169	(\$ 169)
(Decrease) increase in financial liabilities at fair value through profit or loss - current	( 170)	170
Increase in other financial assets - current	( 8,009)	( 19)
Increase in available-for-sale financial assets and financial assets carried at cost	( 338,700)	( 54,000)
Proceeds from disposal of available-for-sale financial assets	177,404	176,405
Proceeds from capital reduction of available-for-sale financial assets and financial assets carried at cost	24,812	5,000
Decrease in investments in bonds without active markets	6,272,795	-
Proceeds from liquidation of long-term equity investments accounted for under equity method	11,909	269,190
Increase in long-term equity investments accounted for under the equity method	( 687,500)	( 410,939)
Increase in cash surrender value of life insurance	( 4,347)	( 5,150)
Acquisition of property, plant and equipment, and increase in intangible assets and deferred expenses	( 982,240)	( 435,071)
Proceeds from disposal of property, plant and equipment	7,175	97,769
Decrease in refundable deposits	1,061	1,440
Net cash provided by (used in) investing activities	4,474,359	( 355,374)
<b><u>CASH FLOWS FROM FINANCING ACTIVITIES</u></b>		
Increase in short-term loans	3,066,753	-
Payment of directors' and supervisors' remuneration	( 16,200)	( 16,700)
Payment of cash dividends	( 11,950,295)	( 9,054,995)
Net cash used in financing activities	( 8,899,742)	( 9,071,695)
Decrease in cash and cash equivalents	( 4,255,666)	( 1,096,514)
Cash and cash equivalents at beginning of year	6,538,089	7,634,603
Cash and cash equivalents at end of year	\$ 2,282,423	\$ 6,538,089
<b><u>Supplemental disclosures of cash flow information</u></b>		
Cash paid during the year for interest	\$ 13,076	\$ 140
Cash paid during the year for income tax	\$ 314,521	\$ 271,480
<b><u>Non-cash flows from investing and financing activities:</u></b>		
Employees' stock bonus	\$ 365,000	\$ 385,000

The accompanying notes are an integral part of these non-consolidated financial statements.  
See report of independent accountants dated February 16, 2009.

## REPORT OF INDEPENDENT ACCOUNTANTS TRANSLATED FROM CHINESE

To Delta Electronics, Inc.

We have audited, in accordance with the “Rules Governing Examination of Financial Statements by Certified Public Accountants” and generally accepted auditing standards in the Republic of China, the consolidated balance sheets of Delta Electronics, Inc. (“the Company”) and its subsidiaries as of December 31, 2008 and 2007, and the related consolidated statements of income, of changes in stockholders' equity and of cash flows for the years then ended appearing in the Market Observation Post System as provided by the Taiwan Stock Exchange Corporation. In our report dated February 16, 2009, in which we indicated that: (a) the financial statements and the related information of certain subsidiaries and certain investees accounted for under the equity method were audited by other auditors, and (b) effective January 1, 2008, the Company and its subsidiaries adopted R.O.C. Statement of Financial Accounting Standards No. 39, “Accounting for Share-based Payment” and EITF 96-052, “Accounting for Employees’ Bonus and Directors’ and Supervisors’ Remuneration”, prescribed by the R.O.C. Accounting Research and Development Foundation, We expressed a modified unqualified opinion on those consolidated financial statements.

The condensed consolidated financial statements presented in the Market Observation Post System of the Taiwan Stock Exchange Corporation are fairly stated, in all material respects, in relation to the consolidated financial statements from which it has been derived.

PricewaterhouseCoopers  
February 16, 2009

-----  
The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

DELTA ELECTRONICS, INC.  
CONSOLIDATED BALANCE SHEETS  
DECEMBER 31  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	2008	2007
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash and cash equivalents (Note 4(1))	\$ 43,093,738	\$ 38,603,513
Financial assets at fair value through profit or loss - current (Note 4(2))	43,491	98,421
Available-for-sale financial assets - current (Note 4(5))	420,456	468,011
Derivative financial assets for hedging - current (Note 10(9))	1,051,215	1,060,589
Notes receivable, net	582,309	472,865
Accounts receivable, net (Note 4(3))	22,810,469	27,469,118
Accounts receivable, net - related parties (Note 5)	1,449,652	1,471,770
Other receivables (Note 4(20))	1,793,032	1,210,874
Other financial assets - current (Note 6)	709,292	21,158
Inventories (Note 4(4))	9,244,953	9,963,199
Prepayments	1,168,419	362,290
Deferred income tax assets - current (Note 4(20))	-	170,104
Other current assets - other	71,405	188,407
<b>Total current assets</b>	<u>82,438,431</u>	<u>81,560,319</u>
<b>Funds and Investments</b>		
Available-for-sale financial assets - non-current (Note 4(5))	79,156	1,365,010
Financial assets carried at cost - non-current (Notes 4(6)(11))	1,240,510	705,945
Investments in bonds without active markets - non-current (Note 4(7))	1,148,700	7,135,700
Long-term equity investments accounted for under the equity method (Note 4(8))	7,227,174	6,586,669
Cash surrender value of life insurance	91,862	87,515
<b>Total funds and investments</b>	<u>9,787,402</u>	<u>15,880,839</u>
<b>Property, Plant and Equipment, Net (Notes 4(9)(11))</b>		
<b>Cost</b>		
Land	1,654,542	1,262,805
Buildings	9,719,960	9,243,448
Machinery and equipment	12,856,518	12,389,872
Molding equipment	1,448,980	1,290,253
Computer and communication equipment	1,006,484	919,337
Testing equipment	6,622,990	5,306,077
Transportation equipment	175,705	141,181
Office equipment	1,639,476	1,497,701
Leasehold improvements	251,918	383,129
Other equipment	13,229	20,887
Revaluation increments	407,007	291,338
Cost and revaluation increments	<u>35,796,809</u>	<u>32,746,028</u>
Less: Accumulated depreciation	( 16,636,294)	( 14,353,630)
Accumulated impairment loss - property, plant and equipment	( 5,748)	( 435,474)
Construction in progress and prepayments for equipment	<u>3,186,542</u>	<u>889,494</u>
<b>Total property, plant and equipment, net</b>	<u>22,341,309</u>	<u>18,846,418</u>
<b>Intangible assets</b>		
Patents (Note 5)	56,665	-
Deferred pension costs (Note 4(15))	20,579	-
Other intangible assets - other	839,196	536,290
<b>Total intangible assets</b>	<u>916,440</u>	<u>536,290</u>
<b>Other Assets</b>		
Assets leased to others (Notes 4(10)(11))	49,597	33,063
Refundable deposits	55,410	80,596
Deferred expenses	339,970	182,121
Other assets - other	1,628,812	795,128
<b>Total other assets</b>	<u>2,073,789</u>	<u>1,090,908</u>
<b>TOTAL ASSETS</b>	<u>\$ 117,557,371</u>	<u>\$ 117,914,774</u>

(Continued)

**DELTA ELECTRONICS, INC.**  
**CONSOLIDATED BALANCE SHEETS**  
**DECEMBER 31**  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	2008	2007
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
<b>Current Liabilities</b>		
Short-term loans (Note 4(12))	\$ 7,093,047	\$ 4,043,062
Financial liabilities at fair value through profit or loss - current (Note 4(13))	83,750	2,470
Derivative financial liabilities for hedging - current (Note 10(9))	476,441	585,124
Accounts payable	19,847,131	25,708,180
Accounts payable - related parties (Note 5)	292,853	374,291
Income tax payable (Note 4(20))	517,009	565,989
Accrued expenses	6,352,437	4,012,734
Other payables	1,732,161	3,309,052
Receipts in advance	524,342	492,941
Deferred income tax liabilities - current (Note 4(20))	40,282	-
Other current liabilities - other	523,160	479,382
<b>Total current liabilities</b>	<b>37,482,613</b>	<b>39,573,225</b>
<b>Long-term Liabilities</b>		
Long-term loans (Note 4(14))	65,640	-
<b>Reserve</b>		
Land value incremental reserve (Note 4(9))	74,312	57,341
<b>Other Liabilities</b>		
Accrued pension liabilities (Note 4(15))	1,575,619	1,241,487
Guarantee deposits received	105,370	97,481
Deferred income tax liabilities - non-current (Note 4(20))	5,242,335	4,345,555
Other liabilities - other	423,106	234,625
<b>Total other liabilities</b>	<b>7,346,430</b>	<b>5,919,148</b>
<b>Total liabilities</b>	<b>44,968,995</b>	<b>45,549,714</b>
<b>Stockholders' Equity</b>		
<b>Capital</b>		
Common stock (Note 4(16))	21,850,456	21,064,173
<b>Capital Reserves (Note 4(17))</b>		
Capital reserve from conversion of convertible bonds	10,471,921	10,682,563
Capital reserve - other	2,810,283	2,804,693
<b>Retained Earnings</b>		
Legal reserve (Note 4(18))	7,298,319	5,792,189
Undistributed earnings (Note 4(19))	13,563,786	17,361,138
<b>Other Adjustments to Stockholders' Equity</b>		
Asset revaluations (Note 4(9))	359,616	260,918
Unrealized gain or loss on financial instruments	135,764	1,326,699
Cumulative translation adjustments	1,884,323	488,480
Unrecognized pension cost (Note 4(15))	(31,004)	-
	58,343,464	59,780,853
Minority interest	14,244,912	12,584,207
<b>TOTAL STOCKHOLDERS' EQUITY</b>	<b>72,588,376</b>	<b>72,365,060</b>
Commitments And Contingent Liabilities (Notes 5 and 7)		
Subsequent Events (Note 9)		
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<b>\$ 117,557,371</b>	<b>\$ 117,914,774</b>

The accompanying notes are an integral part of these consolidated financial statements.  
See report of independent accountants dated February 16, 2009.

**DELTA ELECTRONICS, INC.**  
**CONSOLIDATED STATEMENTS OF INCOME**  
**FOR THE YEARS ENDED DECEMBER 31**  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, EXCEPT AS OTHERWISE INDICATED)

	2008		2007
Operating Revenues (Note 5)			
Sales	\$ 142,921,659	\$	131,273,777
Sales returns	( 1,223,062)	(	1,103,589)
Sales discounts	( 288,766)	(	327,712)
Net Sales	141,409,831		129,842,476
Service income	1,235,023		771,619
Net Operating Revenues	142,644,854		130,614,095
Operating Costs (Notes 4(22) and 5)			
Cost of goods sold	( 116,171,126)	(	102,685,295)
Service costs	( 978,482)	(	524,910)
Net Operating Costs	( 117,149,608)	(	103,210,205)
Gross profit	25,495,246		27,403,890
Operating Expenses (Note 4(22))			
Sales and marketing expenses	( 4,453,121)	(	3,849,467)
General and administrative expenses	( 3,685,370)	(	2,727,998)
Research and development expenses	( 6,446,593)	(	5,109,288)
Total Operating Expenses	( 14,585,084)	(	11,686,753)
Operating income	10,910,162		15,717,137
Non-operating Income and Gains			
Interest income	1,144,013		1,175,501
Gain on valuation of financial assets (Note 4(2))	61,537		86,506
Investment income accounted for under the equity method (Note 4(8))	695,116		750,089
Dividend income	110,886		100,974
Gain on disposal of investments	-		1,324,047
Foreign exchange gain, net	1,069,357		538,696
Rental income	13,682		12,808
Income from sales of scrapped inventory	693,895		371,389
Other non-operating income	1,525,985		1,054,162
Non-operating Income and Gains	5,314,471		5,414,172
Non-operating Expenses and Losses			
Interest expense	( 218,160)	(	159,887)
Loss on valuation of financial liabilities (Note 4(12))	( 83,750)	(	2,300)
Loss on disposal of property, plant and equipment	( 10,587)	(	24,134)
Loss on disposal of investments	( 50,165)	(	-
Provision for loss on inventory obsolescence and market price declines	( 470,987)	(	173,714)
Impairment loss (Note 4(11))	( 7,907)	(	679,227)
Other non-operating losses	( 596,248)	(	544,477)
Non-operating Expenses and Losses	( 1,437,804)	(	1,583,739)
Income from continuing operations before income tax	14,786,829		19,547,570
Income tax expense (Note 4(20))	( 2,524,109)	(	2,400,301)
Consolidated net income	\$ 12,262,720	\$	17,147,269
Attributable to:			
Equity holder of the Company	\$ 10,250,915	\$	15,061,305
Minority interest	2,011,805		2,085,964
	\$ 12,262,720	\$	17,147,269
	Before Tax	After Tax	Before Tax
Earnings Per Share (in Dollars) (Note 4(21))			
Basic Earnings Per Share			
Net income from continuing operations	\$ 6.77	\$ 5.61	\$ 8.95
Minority interest income	( 0.92)	( 0.92)	( 0.96)
Net income	\$ 5.85	\$ 4.69	\$ 7.99
Diluted earnings per share (in Dollars)			
Net income from continuing operations	\$ 6.67	\$ 5.53	\$ 8.95
Minority interest income	( 0.91)	( 0.91)	( 0.96)
Net income	\$ 5.76	\$ 4.62	\$ 7.99

The accompanying notes are an integral part of these consolidated financial statements.  
See report of independent accountants dated February 16, 2009.



DELTA ELECTRONICS, INC.  
CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY  
FOR THE YEARS ENDED DECEMBER 31, 2008 AND 2007  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	Retained Earnings					Unrealized gain or loss on financial instruments	Cumulative translation adjustments	Unrecognized pension cost	Minority interest	Total
	Common stock	Capital Reserves	Legal reserve	Undistributed earnings	Asset revaluations					
<u>2007</u>										
Balance at January 1, 2007	\$ 19,694,450	\$ 11,615,396	\$ 4,659,105	\$ 13,086,557	\$ 204,064	\$ 280,829	\$ 279,517	\$ -	\$ 5,244,793	\$ 55,064,711
Distribution of 2006 earnings:										
Appropriation of legal reserve	-	-	1,133,084	( 1,133,084)	-	-	-	-	-	-
Directors' and supervisors' remuneration	-	-	-	( 16,700)	-	-	-	-	-	( 16,700)
Employees' stock bonus	385,000	-	-	( 385,000)	-	-	-	-	-	-
Employees' cash bonus	-	-	-	( 192,500)	-	-	-	-	-	( 192,500)
Issuance of stock dividends	196,945	-	-	( 196,945)	-	-	-	-	-	-
Cash dividends	-	-	-	( 8,862,495)	-	-	-	-	-	( 8,862,495)
Capitalization of capital reserve	787,778	( 787,778)	-	-	-	-	-	-	-	-
Change in ownership percentage of long-term equity investments accounted for under equity method	-	2,659,638	-	-	-	-	-	-	-	2,659,638
Proportional adjustments for investee companies' unrealized gain on financial instruments	-	-	-	-	-	502,583	-	-	-	502,583
Changes in unrealized loss on available-for-sale financial assets	-	-	-	-	-	543,287	-	-	-	543,287
Adjustment for land value appraisal increments	-	-	-	-	56,854	-	-	-	-	56,854
Changes in cumulative translation adjustments	-	-	-	-	-	-	208,963	-	-	208,963
Changes in minority interest	-	-	-	-	-	-	-	-	5,253,450	5,253,450
Consolidated net income for the year	-	-	-	15,061,305	-	-	-	-	2,085,964	17,147,269
Balance at December 31, 2007	<u>\$ 21,064,173</u>	<u>\$ 13,487,256</u>	<u>\$ 5,792,189</u>	<u>\$ 17,361,138</u>	<u>\$ 260,918</u>	<u>\$ 1,326,699</u>	<u>\$ 488,480</u>	<u>\$ -</u>	<u>\$ 12,584,207</u>	<u>\$ 72,365,060</u>
<u>2008</u>										
Balance at January 1, 2008	\$ 21,064,173	\$ 13,487,256	\$ 5,792,189	\$ 17,361,138	\$ 260,918	\$ 1,326,699	\$ 488,480	\$ -	\$ 12,584,207	\$ 72,365,060
Distribution of 2007 earnings:										
Appropriation of legal reserve	-	-	1,506,130	( 1,506,130)	-	-	-	-	-	-
Directors' and supervisors' remuneration	-	-	-	( 16,200)	-	-	-	-	-	( 16,200)
Employees' stock bonus	365,000	-	-	( 365,000)	-	-	-	-	-	-
Employees' cash bonus	-	-	-	( 365,000)	-	-	-	-	-	( 365,000)
Issuance of stock dividends	210,642	-	-	( 210,642)	-	-	-	-	-	-
Cash dividends	-	-	-	( 11,585,295)	-	-	-	-	-	( 11,585,295)
Capitalization of capital reserve	210,641	( 210,641)	-	-	-	-	-	-	-	-
Change in ownership percentage of long-term equity investments accounted for under equity method	-	5,589	-	-	-	-	-	-	-	5,589
Proportional adjustments for investee companies' unrealized gain on financial instruments	-	-	-	-	-	74,473	-	-	-	74,473
Changes in unrealized loss on available-for-sale financial assets	-	-	-	-	-	( 1,265,408)	-	-	-	( 1,265,408)
Adjustment for land value appraisal increments	-	-	-	-	98,698	-	-	-	-	98,698
Changes in cumulative translation adjustments	-	-	-	-	-	-	1,395,843	-	-	1,395,843
Unrecognized pension cost	-	-	-	-	-	-	-	( 31,004)	-	( 31,004)
Changes in minority interest	-	-	-	-	-	-	-	-	( 351,100)	( 351,100)
Consolidated net income for the year	-	-	-	10,250,915	-	-	-	-	2,011,805	12,262,720
Balance at December 31, 2008	<u>\$ 21,850,456</u>	<u>\$ 13,282,204</u>	<u>\$ 7,298,319</u>	<u>\$ 13,563,786</u>	<u>\$ 359,616</u>	<u>\$ 135,764</u>	<u>\$ 1,884,323</u>	<u>( \$ 31,004)</u>	<u>\$ 14,244,912</u>	<u>\$ 72,588,376</u>

Note: For the years ended December 31, 2008, directors' and supervisors' remuneration amounting to \$28,957, respectively, and employees' bonus amounting to \$2,196,262, respectively, had been deducted from the Consolidated Statements of Income.

The accompanying notes are an integral part of these consolidated financial statements.  
See report of independent accountants dated February 16, 2009.

DELTA ELECTRONICS, INC.  
CONSOLIDATED STATEMENTS OF CASH FLOWS  
FOR THE YEARS ENDED DECEMBER 31  
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	2008		2007
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
Consolidated net income	\$ 12,262,720	\$	17,147,269
Adjustments to reconcile net income to net cash provided by operating activities			
Changes in unrealized valuation of financial assets	24,969	(	82,809)
Changes in unrealized valuation of financial liabilities	81,450	(	19,082)
Provision for doubtful accounts	63,063		28,010
Provision for inventory obsolescence and market price declines	470,987		173,714
Loss (gain) on disposal of financial assets for non-trading purposes	50,165	(	143,898)
Impairment loss on financial assets carried at cost	7,053		229,221
Change in foreign exchange on investments in bonds without active markets	(285,795)		34,100
Investment income recognized under equity method	(695,116)	(	750,089)
Cash dividends received from investee companies accounted for under the equity method	557,228		382,282
Gain on disposal of shares to minority shareholders	-	(	1,173,864)
Depreciation (including assets leased to others) and amortization	4,452,042		3,683,254
Loss on disposal of property, plant and equipment, net	10,587		24,134
Impairment loss on property, plant and equipment	854		450,006
Amortization of long-term deferred income	(17,499)	(	15,694)
Changes in assets and liabilities			
Financial assets at fair value through profit or loss - current	-		158,317
Notes and accounts receivable	4,482,975	(	5,599,825)
Accounts receivable - related parties	22,118	(	465,132)
Other receivables	(555,603)	(	620,040)
Inventories	207,985	(	2,210,445)
Prepayments	(814,025)		201,218
Other current assets - other	117,002	(	158,431)
Other assets - other	(830,418)	(	735,505)
Accounts payable	(5,861,049)		6,356,722
Accounts payable - related parties	(81,438)		56,191
Income tax payable	(48,980)		189,184
Accrued expenses, other payables and receipts in advance	817,532		2,318,786
Other current liabilities - other	43,931		173,942
Deferred income tax	1,107,166		1,280,502
Accrued pension liabilities	282,561		139,375
Other liabilities - other	205,980	(	33,756)
Net cash provided by operating activities	16,078,445		21,017,657

(Continued)

**DELTA ELECTRONICS, INC.**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**FOR THE YEARS ENDED DECEMBER 31**  
**(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)**


	2008	2007
<b><u>CASH FLOWS FROM INVESTING ACTIVITIES</u></b>		
Decrease (increase) in financial assets at fair value through profit or loss - current	\$ 169	(\$ 169)
(Decrease) increase in financial liabilities at fair value through profit or loss - current	( 170)	170
Increase in other financial assets - current	( 688,134)	( 19)
Increase in available-for-sale financial assets and financial assets carried at cost	( 702,854)	( 54,000)
Proceeds from disposal of available-for-sale financial assets and financial assets carried at cost	201,539	186,783
Proceeds from capital reduction of available-for-sale financial assets and financial assets carried at cost	26,871	5,000
Decrease in investments in bonds without active markets	6,272,795	-
Increase in long-term equity investments accounted for under the equity method	( 472,000)	( 583,830)
Proceeds from liquidation of long-term equity investments accounted for under equity method	11,909	-
Increase in cash surrender value of life insurance	( 4,347)	( 5,150)
Acquisition of property, plant and equipment and increase in intangible assets and deferred expenses	( 8,035,489)	( 7,901,089)
Proceeds from disposal of property, plant and equipment	299,965	244,215
Purchase of minority interests	( 249,132)	-
Proceeds from disposal of shares to minority shareholders	-	1,607,825
Decrease (increase) in refundable deposit	19,064	( 34,327)
(Increase) decrease in other assets - other	( 3,266)	17,915
Net cash used in investing activities	( 3,323,080)	( 6,516,676)
<b><u>CASH FLOWS FROM FINANCING ACTIVITIES</u></b>		
Increase in short-term loans	3,049,985	618,058
Increase in long-term loans	65,640	-
Increase in guarantee deposits received	7,889	25,578
Payment of directors' and supervisors' remuneration	( 16,200)	( 16,700)
Payment of cash dividends	( 11,950,295)	( 9,054,995)
Dividends paid to minority interests	( 735,452)	( 15,830)
Increase in subsidiaries' capital from minority shareholders	167,578	7,284,354
Net cash used in financing activities	( 9,410,855)	( 1,159,535)
Effect due to changes in exchange rates	1,163,856	335,673
Effect due to changes in consolidated subsidiaries	( 18,141)	-
Increase in cash and cash equivalents	4,490,225	13,677,119
Cash and cash equivalents at beginning of year	38,603,513	24,926,394
Cash and cash equivalents at end of year	<u>\$ 43,093,738</u>	<u>\$ 38,603,513</u>
<b><u>Supplemental disclosures of cash flow information</u></b>		
Cash paid during the year for interest	\$ 258,287	\$ 158,017
Cash paid during the year for income tax	\$ 1,667,723	\$ 968,135
<b><u>Non-cash flows from investing and financing activities:</u></b>		
Employees' stock bonus	<u>\$ 365,000</u>	<u>\$ 385,000</u>

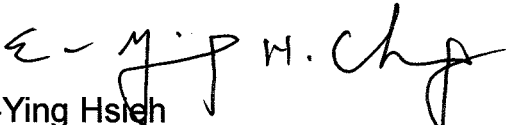
The accompanying notes are an integral part of these consolidated financial statements.  
See report of independent accountants dated February 16, 2009.

## 2008 Supervisors' Report

The Board of Directors has prepared and submitted to the undersigned, the supervisors of Delta Electronics, Inc. (the "Company"), the 2008 Business Report, financial statements, consolidated financial statements and proposal for distribution of earnings of the Company. The above Business Report, financial statements, consolidated financial statements, and earnings distribution proposal have been examined and determined to be correct and accurate by the undersigned. In accordance with Article 219 of the Company Law, we hereby submit this report.

To the 2009 General Shareholders' Meeting of Delta Electronics, Inc.

  
Supervisor Chung-Hsing Huang

  
Supervisor E-Ying Hsieh

February 27, 2009