

## Notice of the Annual General Shareholders' Meeting

To: The Shareholders

Dear Sir/Madam,

- I. The 2014 Annual General Shareholders' Meeting (the "Meeting") will be held at the auditorium at 2F., No. 18, Xinglong Rd., Taoyuan City, Taoyuan County on June 10, 2014 (Tuesday) at 10:00 a.m. (reception begins at 9:30 a.m.) for the following purposes:
  1. Report items: (1) 2013 Operation Results; (2) 2013 Financial Results; (3) Audit Committee's Review Opinions on 2013 Financial Results; (4) the Company's short-form merger with Delta Robot Automatic Co. Ltd.;
  2. Acknowledgement items: (1) Acknowledgement of the 2013 Financial Results; (2) Acknowledgement of the 2013 Earnings Distribution;
  3. Discussion items: (1) Discussion of the Amendments to Articles of Incorporation; (2) Discussion of the Amendments to Operating Procedures of Acquisition or Disposal of Assets ; (3) Discussion of Releasing the Director from Non-competition Restrictions; and
  4. Extemporaneous motions.
- II. The registration of change of shareholders will be suspended from April 12, 2014 to June 10, 2014 in accordance with Article 165 of the Company Act.
- III. The proposal for 2013 earnings distribution was resolved by the Board of Directors as follows: it was proposed to set aside NT\$14,137,751,308 for cash dividends. After approval by the Meeting, the Board of Directors would be authorized to set a record date of dividends distribution to the shareholders of record for the shares held on the record date. Based on the number of the issued shares of the Company entitled to receive distribution (i.e., 2,437,543,329 shares), each one thousand shares shall receive a cash dividend of approximately NT\$5,800. If there is any change in laws and regulations, change in competent authority's approval or change in the number of common shares of the Company (such as transferring or cancelling the registration of the Company's shares bought back by the Company, increasing cash capital domestically, or exercise of employee stock options) which consequently leads to a change in the dividend distribution ratio approved by the Meeting, the Board of Directors of the Company is authorized to adjust the ratio based on the actual number of outstanding shares.
- IV. Pursuant to Article 209 of the Company Act, it was proposed to submit to the Meeting for resolution to release the non-competition restrictions on the director Yancey Hai,

without prejudice to the interests of the Company.

- V. In addition to the announcement on the Market Observation Post System website, this letter is delivered to you together with a Notice of Annual General Shareholders' Meeting and a Form of Proxy enclosed herein. We sincerely hope you will attend the Meeting. To attend in person, please send back the first page and the second page for registration, or come to the Meeting on that day and go through registration formalities. To attend by proxy, please refer to the guidance for using proxy, and fill out and return the proxy form set forth on the third page. For your representative to attend the Meeting, please deliver the proxy form to the stock affairs service agent of the Company, the stock affairs service agent department of MasterLink Securities Corporation, 5 days prior to the Meeting.
- VI. If someone solicits the proxies publicly, the Company will compile and upload the relevant information to the Securities and Futures Institute (website: <http://free.sfib.org.tw>) no later than May 9, 2014. To search for such information, please click on "enter to check proxies/announcement/meeting materials" (Ticker Number: 2308). The proxy tallying and verification service agent for the Meeting is the stock affairs service agent department of MasterLink Securities Corporation.**
- VII. The shareholder voting right could be exercised through the Internet from May 10, 2014 to June 7, 2014. Please login to the TDCC (Taiwan Depository & Clearing Corporation) website to exercise voting rights in accordance with the online instruction (website: <http://www.stockvote.com.tw>).**

VIII. Please note and act accordingly.

Sincerely Yours,

Board of Directors of Delta Electronics, Inc.