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Delta Networks, Inc.
達創科技股份有限公司*
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 722)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the “**Meeting**”) of Delta Networks, Inc. (the “**Company**”) will be held at Beijing Suite I, 3/F, Marco Polo Prince Hotel, Harbour City, 23 Canton Road, Kowloon, Hong Kong on 11 June 2009 at 11:30 am (Hong Kong time) (or so soon thereafter as the meeting of the Scheme Shareholders (as defined in the Scheme of Arrangement mentioned below) convened by direction of the Grand Court of the Cayman Islands for the same place and day has been concluded or adjourned), for the purpose of considering and, if thought fit, passing the following resolution as a Special Resolution:

SPECIAL RESOLUTION

“**THAT:**

- (A) the Scheme of Arrangement dated 15 May 2009 (the “**Scheme**”) between the Company and the Scheme Shareholders (as defined in the Scheme) in the form of the print which has been produced to this Meeting and for the purposes of identification signed by the chairman of this Meeting (subject to such modifications, additions or conditions as may be approved or imposed by the Grand Court of the Cayman Islands) be approved;
- (B) for the purposes of giving effect to the Scheme, on the Effective Date (as defined in the Scheme):
 - (i) the cancellation and extinguishment of the Scheme Shares (as defined in the Scheme) in consideration of which Scheme Shareholders will receive HK\$1.83 in cash for each Scheme Share;
 - (ii) subject to and forthwith upon such reduction of capital by the cancellation and extinguishment of the Scheme Shares taking effect, the share capital of the Company be increased to its former amount by allotting and issuing to Offeror (as defined in the Scheme), credited as fully paid, the same number of shares as the number of Scheme Shares cancelled and extinguished; and
 - (iii) the credit arising in the books of account of the Company, as a result of the reduction of its issued share capital resulting from the cancellation and extinguishment of the Scheme Shares referred to in paragraph B(i) above, being applied in paying up in full at par the new shares issued to Offeror (credited as fully paid) pursuant to paragraph B(ii) above,

(collectively, the “**Capital Reduction**”); and

- (C) the directors of the Company be authorised to do all such acts and things as may be considered by them to be necessary or desirable in connection with the implementation of the Scheme and the Capital Reduction (including, without limitation, giving consent to any modification of or addition to the Scheme and the Capital Reduction, which the Grand Court of the Cayman Islands may see fit to impose).”

By order of the board of
Delta Networks, Inc.
LIANG Ker-Uon, Sam
Chairman

Dated 15 May 2009

Registered Office:

PO Box 2804
Scotia Centre
4th Floor
George Town
Grand Cayman
Cayman Islands

Head Office and Principal Place of Business in Hong Kong:

Level 28
Three Pacific Place
1 Queen’s Road East
Hong Kong

Notes:

1. A member entitled to attend and vote at the Meeting is entitled to appoint one or more than one proxy to attend and to vote instead of him. A proxy need not be a member of the Company, but must attend the Meeting in person to represent him.
2. A white form of proxy for use at the Meeting is enclosed with the composite document containing the Scheme which was despatched to members of the Company on 15 May 2009.

3. In order to be valid, the white form of proxy (together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such authority) should be lodged with the Company's branch share registrar in Hong Kong (being Tricor Investor Services Limited, at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong) as soon as possible, but in any event not less than 48 hours before the time for holding the Meeting (or any adjournment of the Meeting). Completion and delivery of the form of proxy will not preclude a member from attending the Meeting (or any adjournment of the Meeting) and voting in person if he so wishes. In the event that a member attends and votes at the Meeting after having lodged his form of proxy, his form of proxy will be deemed to have been revoked.
4. In the case of joint holders of a share, the vote of the senior who tenders a vote (whether in person or by proxy) will be accepted to the exclusion of the vote of the other joint holder(s) and, for this purpose, seniority will be determined by the order in which their names stand in the register of members of the Company in respect of the relevant joint holding.
5. At the Meeting, the chairman of the Meeting will exercise his power under article 90 of the articles of association of the Company to put the above resolution to vote by way of a poll.
6. The register of members of the Company will be closed from 9 June 2009 to 11 June 2009 (both days inclusive) during which period no transfer of shares will be registered. In order to be entitled to attend and vote at the Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong (being Tricor Investor Services Limited, at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong) not later than 4:30 pm on 8 June 2009.

As at the date of this announcement, the Board comprises 2 executive directors, namely Mr. LIANG Ker Uon, Sam and Mr. CHENG An, Victor; 2 non-executive directors, namely Mr. CHENG Chung Hua, Bruce and Mr. HAI Ing-Jiunn, Yancey; and 3 independent non-executive directors, namely Mr. ZUE Wai To, Victor, Mr. LIU Chung Laung and Mr. SHEN Bing.

* *For identification purpose only*