

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness, and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**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 “**Reconvened EGM**”) of Delta Networks, Inc. (the “**Company**”), having been adjourned on 11 June 2009, will be reconvened at the Beijing Suite I, 3/F, Marco Polo Prince Hotel, Harbour City, 23 Canton Road, Kowloon, Hong Kong on 20 August 2009 at 9:30 am (Hong Kong time) (or so soon thereafter as the meeting of the Scheme Shareholders (as defined in the Revised Scheme of Arrangement mentioned below) reconvened 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 Revised Scheme of Arrangement dated 23 July 2009 (the “**Revised Scheme**”) between the Company and the Scheme Shareholders (as defined in the Revised Scheme) in the form of the print which has been produced to this Reconvened EGM and for the purposes of identification signed by the chairman of this Reconvened EGM (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 Revised Scheme, on the Effective Date (as defined in the Revised Scheme):
  - (i) the cancellation and extinguishment of the Scheme Shares (as defined in the Revised Scheme) in consideration of which Scheme Shareholders will receive HK\$2.20 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 the Offeror (as defined in the Revised 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 the 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 Revised Scheme and the Capital Reduction (including, without limitation, giving consent to any modification of or addition to the Revised 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 23 July 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 Reconvened EGM 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 Reconvened EGM in person to represent him.
2. A yellow form of proxy for use at the Reconvened EGM is enclosed with the supplemental scheme document containing the Scheme which was despatched to members of the Company on 23 July 2009. The yellow form of proxy should be completed by Scheme Shareholders who wish to make any proxy appointment (or to revoke or revise any proxy appointment that was previously made) in connection with the Reconvened EGM. The lodgement of the yellow form of proxy will supersede any form of proxy that was previously lodged.

3. In order to be valid, the yellow 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 Reconvened EGM (or any adjournment of the Reconvened EGM). Completion and delivery of the form of proxy will not preclude a member from attending the Reconvened EGM (or any adjournment of the Reconvened EGM) and voting in person if he so wishes. In the event that a member attends and votes at the Reconvened EGM 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 Reconvened EGM, the chairman of the Reconvened EGM 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 18 August 2009 to 20 August 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 Reconvened EGM, 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 17 August 2009.

*As at the date of this announcement, the board of the directors of the Company (the "Director") comprises two executive Directors, namely Mr. LIANG Ker Uon, Sam and Mr. CHENG An, Victor; two non-executive Directors, namely Mr. CHENG Chung Hua, Bruce and Mr. HAI Ing-Jiunn, Yancey; and three independent non-executive Directors, namely Mr. ZUE Wai To, Victor, Mr. LIU Chung Laung and Mr. SHEN Bing.*

*\* For identification purpose only*