

(Translation)

LAO PEOPLE'S DEMOCRATIC REPUBLIC
PEACE INDEPENDENCE DEMOCRACY UNITY PROSPERITY

EDL-Generation Public Company



No: 0599/EDL-Gen
Vientiane Capital, dated 20 March 2018

INVITATION LETTER

To: Shareholders of EDL-Generation Public Company

Subject: Invitation to the Annual General Shareholders' Meeting for the Year 2017

- Pursuant to the resolution of the Extraordinary Board of Directors' Meeting No. 1/2018 of EDL-Generation Public Company, dated 14 February 2018.
- Pursuant to the resolution of the Ordinary Board of Directors' Meeting No. 1/2018 of EDL-Generation Public Company, dated 16 March 2018.

EDL-Generation Public Company (the "**Company**") is honored to invite you to attend the Annual General Shareholders' Meeting for the Year 2017 on **06 April 2018** at 3:00 p.m. (registration process starts at 1:30 p.m.), at Meeting Room, 1st Floor, EDL Headquarter Building, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital. The Company has announced the date, time and agenda of the Annual General Shareholders' Meeting for the Year 2017 on the websites of the Company (www.edlgen.com.la) and the Lao Securities Exchange (www.lsx.com.la).

The shareholder register book shall be closed to determine the rights of shareholders to attend the Annual General Shareholders' Meeting for the Year 2017 on **07 March 2018**.

Sincerely yours,

Vice Chairman of Board of Directors

-signature-

Bounoum SYVANPHENG

Attachments:

1. Agenda of the Annual General Shareholders' Meeting for the year 2017;
2. Minutes of the Extraordinary General Shareholders' Meeting No.1/2017,
3. The financial statements of the Company for the year 2017;
4. Curriculum Vitae of the Board of Directors;
5. Proxy Form;
6. Documents and evidences required to be presented prior to attending the meeting, proxy registration and voting at the shareholders' meeting;
7. Map of the meeting venue.

Remarks:

1. All shareholders shall obtain the invitation letter and all attachments at the Lao Securities Exchange, starting from **26 March 2018**, 4th Floor, Settlement and Depository Department, Phonthan Neua Village, T4 Road, Saysetha District, Vientiane Capital (Tel: (856-21) 454 361-4, Fax: (856-21) 454361-4 or directly contact **Mr. Souphone PONGSINGBOUNTHAM**.
2. Please kindly attend the Meeting on the date, time specified above, by presenting cards or passports (for foreign shareholders).
3. In case of Proxy, please complete the enclose proxy form, if you are unable to attend the meeting in attached hereto in the **Attachment 5**.
4. The proxy who will be attending the Meeting must present documents or evidences to identify himself/herself for attending the Meeting, according to the details specified in the **Attachment 6** attached hereto, and submit to the Chairman of the Meeting and/or a person authorized by the Chairman before attending the Meeting.
5. If any shareholder wishes to appoint a director of the Company to attend and cast votes on your behalf, please complete the Proxy Form and put a mark (✓) in the ☐ in front of the name of one of the directors as provided in the Proxy Form to be the proxy, and please submit such Proxy Form, including supporting documents to EDL-Generation Public Company, 7th Floor, the **Company Secretary Office**, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital, Lao PDR. P.O. Box 2392, and **please deliver to the Company before 06 April 2017**.
6. If you have any queries or questions in relation to the proxy appointment, you may contact the Company Tel: (856-20) 5454 9978 Mrs. Phokhine UPPHAY and (856-20) 2224 8202 Mr. Bounkeuth XAYASONE, during the office hours.

Agenda 1. Report of the Result on Resolution of previous Annual General Shareholders' Meeting for further information.

To report to shareholders regarding the results of implementing resolutions of previous Annual General Shareholders' Meeting.

I. The Annual General Shareholders' Meeting of year 2016:

1. Agenda 1, 2, 3, 4, 5, 6 were successfully implemented as per the Meeting approvals.
2. Agenda 7: The asset purchasing of Nam San 3A Hydropower Plant and Nam San 3B Hydropower Plant Projects in under the implementation process.

II. The Extraordinary General Shareholders' Meeting No. 1/2017

Agenda 1 was successfully implemented as per the Meeting approvals.

Agenda 2 to consider and approve the purchase 20 percent of the ordinary shares in Don Sahong Power Company Limited and 20% of Xayaburi Power Company Limited from EDL and Agenda 3 to consider and approve the capital sources to purchase shares of independent power producers (IPPs) from Electricite Du Laos. The Current process, which is expected to be complete in June 2018.

Board of Directors' opinion:

Reporting on the implementation of Resolutions of previous Annual General Shareholders' Meeting is for informing shareholders only without voting required.

Agenda 2. To consider and adopt the Minutes of the Extraordinary General Shareholders' Meeting No.1/2017, dated 25/10/2017.

The Extraordinary General Shareholders' Meeting No. 1/2017 was convened on **25 October 2017**. The Minutes of the Extraordinary General Shareholders' Meeting has been proposed to the shareholders' meeting to consider and adopt, details of which appear in the **Attachment 2** attached hereto.

Board of Directors' opinion:

The minutes of the meeting were recorded accurately and completely so that the Annual General shareholders' meeting shall approve the Minutes of the Extraordinary General Shareholders' Meeting No. 1/2017, held on 25 October 2017.

Required Votes:

The Law on Enterprises stipulates that this agenda must be approved by the votes of more than half of the total votes in the Meeting.

Agenda 3. To consider and adopt the financial statements of the company for the first 6-month-period of the year 2017 (01/01/2017-30/06/2017) and the dividend payment from the business operating result for the first 6-month-period of the year 2017.

Pursuant to the authorization from Annual General Shareholders' Meeting of the year 2012, dated 22 April 2013. The Company has a net profit from the business operating result of the Company for the first 6-month-period of 2017 in the total net profit amount of **129,41** Billion Kip, which was reviewed by the independent auditor and disclosed to the company (www.edlgen.com.la) and the Lao Securities Exchange (www.lsx.com.la) websites.

The Company paid the dividend for the first 6-month-period of the year 2017 to shareholders whose names appear in the shareholder register book on the closing date of the shareholder register book, which determined the right of shareholder to receiving the dividend, dated **29 September 2017**, at the rate of **110** Kip per share. The total of

dividend had been paid of approximately **184,72** Billion Kip and had been paid to shareholder on dated **09 October 2017**.

Board of Directors' opinion:

The Board of Directors has thoroughly considered and is of the opinion that the shareholders' meeting shall approve the financial statements of the company for the first 6-month-period of the year 2017 and the dividend payment from the business operating result for the first 6-month-period of the year 2017 as such purposed.

Required Votes:

The Law on Enterprises stipulates that this agenda must be approved by the votes of more than half of the total votes attending the Meeting.

Agenda 4. To consider and adopt the report on the business operating result of the Company for the year 2017, the financial statements of the Company for the year 2017 and the business plan of the Company for the year 2018.

Report on the Business Operating Result of the Company for the year 2017

In the year 2017, the Company has operated its business of generating electricity for whole sale to ELECTRICITE DU LAOS (EDL), meanwhile we have to improve to consistency with regulation and law of listed company in Lao Securities Exchange. The Company has successfully purchased shares of five independent power producers (IPPs), which resulting in a present registered capital increased to 6.717.214.788.000 Kip and 1.679.303.697 shares. Hence, the report on the business operation of the year 2017 can be summarized as follows:

1. Generation:

For the business operation of year 2017, with the total installed capacity of 1.131 MW, owned 100% by the Company was 619 MW and the production capacity from 5 Independent Power Producers (IPPs) in which EDL-Gen is the shareholder was 512 MW (in proportion to the shareholding). In the year 2017, EDL-Gen was able to generate the electricity with the total of 2.610,37 GWh and from 5 IPPs in which the Company is the shareholder was able to produce electricity production was 2.582,11 GWh (in proportion to the shareholding) and the total electricity production in year 2017 was 5.192,48 GWh.

2. Revenue:

The main revenue of the Company came from selling electricite to EDL. The revenue of the Company in the year 2017 was 1.241,12 Billion Kip, which was 97,93% of which come from the electricity sale.

3. Expenses:

The total expenses were at 1.179,68 Billion Kip which equal to 95,05% of the revenue.

4. Royalty fee and taxes:

The Company paid to government royalty fee of 1% of revenue from selling electricity, 10% corporate profit tax, 10% of dividend income tax and personal income taxes, with a total amount of approximately of 210,47 Billion Kip in 2017.

5. Profit:

- ❖ The year 2017, EDL-Gen generated the total net profit of 61,44 Billion Kip, which was 4,95% of the revenue.
- ❖ The net profit from the investments in the 5 IPPs was 410,70 Billion Kip.

The total net profit in 2017 was 472,15 Billion Kip.

6. Staff Number and Human Resources Development:

The Company has a total 594 staff members, in which 104 are females. In 2017, there were training sessions in both domestic and overseas with the total of 744 times.

7. Social and Environmental Contribution:

1. EDL-Gen in collaboration with the Ministry of Energy and Mines supported 100 blankets to the Ministry of National Defence on January 19, 2017 to commemorate the 68th Anniversary of Lao People's Army.
2. EDL-Gen supported Department of Cinema, Ministry of Information, Culture and Tourism for showcasing films in commemoration of the 68th Anniversary of Lao People's Army on January 20, 2017.
3. From 25 April to 20 June 2017, EDL-Gen in collaboration with the National Institute of Fine Arts has set out the drawing contest on the concept of Sustainable Power for the Nation which was aimed to raise awareness and interest in environmental sustainability, and to know more about sustainable hydropower plants. Also Study funds were given to all contestants, and the drawings will be used in EDL-Gen advertising (publicity) campaign.
4. EDL-GEN provided the Programmable Logic Controller equipment to the Faculty of Engineering, National University of Lao on May 19, 2017. They will be used as test equipment, and structural and functional researches for the purpose to improve the students' ability in utilizing those equipment.
5. EDL-Gen held biodiversity conservation and promotion activities by planting trees and releasing fingerling to the surrounding environment of its HPP. On 27th May 2017 the activity was held at Nam Ngum 1 HPP, which is located in Keo-oudom district, Vientiane Province, and at others dams as well.
6. EDL-Gen provided financial support to the Training Center of Ministry of Natural resources and Environment amount of 20 Million Kip on November 1, 2017.
7. EDL-Gen participated financially in the "Phoukhaokhuay-PhouPhaNang Biodiversity Conservation Area" for 2017-2018 for an amount of 100 Million Kip.
8. EDL-Gen participated in funding affected people from disasters in the Salavan province for an amount of 45,06 Million Kip.
9. EDL-Gen has renovated the road between Phoukhaokhuay and Ban NaGnang for 5 Km.
10. EDL-Gen conscientiously participated in repairing schools nearby and surrounding the dams, provided in funding for The Foundation for assisting poor people of Lao PDR, Champasak Province for an amount of 111,59 Million Kip.
11. EDL-Gen provided funding of medical equipment to disability associations in Champassak province, and has practiced against forest fire with authorities for twice in this year for the amount of 43,45 Million Kip.
12. EDL-Gen donated study equipment such as textbook, notebook, pens, pencils and shoes and sweaters to more than 300 people in Huayhow Village which is located in Xiengngern district, Luangprabang Province. In total amount of 13,40 Million Kip.

8. Investment and Business Development:

1. On February 7, 2017, EDL-Gen and Solar Power Development Company Limited held the opening ceremony of the first solar power project in Lao PDR. Currently 10 MW have been installed at two projects (Nasaithong and Nabong Project).
2. On June 12, 2017, EDL-Gen and its senior unsecured debenture were rated by TRIS Rating at "BBB+" with "negative" outlook.

3. During July 06 to 07, 2017, EDL-Gen organized seminars on Analysis of Hydro Electric Project Feasibility Study, which aims to develop and share knowledge about the hydropower plant project development in Lao PDR.

8.1 Investment with external investors

1. Negotiated the Shareholders Agreement of Pak Beng hydropower project between EDL-Gen, China Datang Overseas Investment Co., Ltd and EGCO.
2. Signed a Shareholders Agreement for Nam Theun 1 Hydropower Project dated 04/09/2017 and achieved a financial close on March 12/2018.
3. Signed a Shareholders Agreement for Xekong 5 Hydropower Project between EDL-Gen and A-RKSENA PTE. LTD, dated 26/09/2017.
4. Signed an MOU between EDL-Gen and Pinggao for 50 MW Wind Power Project dated 07/12/2017.
5. Signed an MOU between EDL-Gen and CamCe for Nam Mang 3 Pump Station project, dated 11/12/2017.
6. Signed a Framework Agreement between four parties including EDL-Gen, Shanghai Zhixin Electric Company Limited, VASE and JiangshuZhida High Voltage Electric Company Limited, dated 15/12/2017.

8.2 Investment with EDL

1. Completed the signing of project operation and development agreement of Nam Sana between the Governor of Vientiane province, the representative of planning and investment division of Vientiane province and EDL-Gen, dated March 28, 2017.
2. Completed the Land lease Agreement of Nam Sana hydropower project between the governor of Vientiane province, the representative from natural resources and environment division and EDL-Gen, dated May 4, 2017.
3. Signed an MOU between EDL-Gen and EDL for the transfer of shares in Don Sahong and Xayabury Hydropower Projects dated 21/07/2017.
4. Negotiation the Concession Agreement of Nam Khan 2 Hydropower project and Houay Lamphanhyai Hydropower project between the Government and EDL-Gen, dated September 15, 2017 and December 1, 2017.

9. Fund Raising Projects:

EDL-Gen a 7 year loan from the Banque Franco-Lao Ltd (BFL) in amount of Euro 17,20 Million or the equivalent of USD 20 Million to use for working capital of the Company and the short term loan from KASIKORNBANK Public Company Limited in amount of USD 100 Million to use for advance payment in the acquisition of shares of Xayaburi Hydropower project and Don Sahong Hydropower project with the 1 year term, the loan from Vietin Bank Lao in amount of USD 23 Million with semi-annually principal repayment and monthly interest payment. The first drawdown was made on 27/12/2017 in amount of USD 5 Million to be used as Working Capital, the loan from the Industry and Commerce Bank of China (ICBC) Vientiane branch in amount of USD 40 Million with a 3 year term to use as Working Capital.

I. Business Plan of the Company for the year 2018 (Summary).

The business operation plan of 2018 with the installed capacity of 1.131 MW, the 10 wholly owned plants with a total of 619 MW are expected to generated 2.732,11 GWh and the 512 MW capacity via investments in 5 IPPs are expected to yield 2.433,20 GWh. As a result, the expected total electricity generation in 2018 is approximately 5.165,31 GWh.

The Company is expected to sell electricity of 2.692,22 GWh to EDL and sales from 5 IPPs in which EDL-Gen is a shareholder is expected to be 2.433,20 GWh (in

proportion to the shareholding), and therefore the total energy sale is expected to be 5.125,41 GWh.

II. Investment and Business Development

In 2018, the Company will carry on to invest in Hydropower Projects which mentioned in the EDL-Gen Prospectus as follows:

1. Investment in EDL-Wholly owned Projects

- | | | |
|---------------------------------------|--------------------|-------|
| 1. Nam Ngum1 Expansion HPP (Dongfang) | installed capacity | 80 MW |
| 2. Nam Ngum1 Expansion HPP (JICA) | installed capacity | 40 MW |
| 3. Xeset 2 Expansion HPP | installed capacity | 10 MW |
| 4. Xelabam Expansion HPP | installed capacity | 8 MW |
| 5. Theun Hinboun HPP | installed capacity | 30 MW |
| 6. Xeset 2 HPP | installed capacity | 23 MW |

2. Investment in EDL Shares held in

- | | | |
|-------------------|---------------------|----------------------------|
| 1. Nam Long HPP | (hold 20% of stake) | with Equity MW of 1 MW. |
| 2. Nam Ou 2 HPP | (hold 15% of stake) | with Equity MW of 18 MW. |
| 3. Nam Ou 5 HPP | (hold 15% of stake) | with Equity MW of 36 MW. |
| 4. Nam Ou 6 HPP | (hold 15% of stake) | with Equity MW of 27 MW. |
| 5. Nam Ngiep2 HPP | (hold 10% of stake) | with Equity MW of 18 MW. |
| 6. Nam Beng HPP | (hold 10% of stake) | with Equity MW of 3,4 MW. |
| 7. Nam Mang1 HPP | (hold 10% of stake) | with Equity MW of 6,4 MW. |
| 8. Nam Tha 1 HPP | (hold 25% of stake) | with Equity MW of 42 MW. |
| 9. Nam Lik 1 HPP | (hold 15% of stake) | with Equity MW of 6,5 MW. |
| 10. Xehaman3 HPP | (hold 15% of stake) | with Equity MW of 37,5 MW. |

3. Investment in Joint venture with IPPs Projects

Apart from investment in the EDL-owned projects, EDL-Gen also plans to invest in IPP's projects as follows:

1. Solar Power with an installed capacity of 13,2 MW (60% Equity Megawatts).
2. Nam Bi 1,2 & 3 HPP with an installed capacity of 108 MW (80% Equity Megawatts).
3. Nam Phoun HPP with an installed capacity of 23 MW (51% Equity Megawatts).
4. Nam San 3A HPP with an installed capacity of 52,44 MW (76% Equity Megawatts).
8. Nam San 3B HPP with an installed capacity of 22,05 MW (49% Equity Megawatts).

4. Overhaul Plan (the Company owned Projects)

1. Replacement Current Transdormer Unit 3, 4 and Tie Bus. CT 500-250A/5A, (115 kV), (GE) of Nam Ngum 1 Hydropower Plant.
2. Replacement Governor Break Unit 4 of Nam Ngum 1 Hydropower Plant.
3. Replacement GIS Bay E01 from Nam Leuk to Nam Ngum 1 Hydropower Plant to Nam Leuk HPP.
4. Design and set up the optical table line protection of Nam Ngum 1 Hydropower Plant and Nam Leuk Hydropower Plant.
5. Upgrade new version HMI for governor U1&U2 (version V.7.0) of Nam Leuk Hydropower Plant.
6. Buy equipment of Switchyard to Nam Ngum 1 HPP and Nam Leuk Hydropower Plant.
7. Changed the device to the protective system of Nam Leuk Hydropower Plant.
8. Overhaul the Pit Liner Unit 2 of Nam Mang 3 Hydropower Plant.
9. Changed the PLC SCADA Unit 1 of Nam Song Hydropower Plant.

10. Changed the 22 kV Switch Gear (Serial No. 1VYN020213001503, IEC 62271-100,VD4/W36.12.32) of Nam Sana Hydropower Plant.

For the development of other sources of income beside the electricity sale, the Company will continues to expand its business related to the operation and maintenance services to other IPPs' projects including dam construction and facilities monitoring by the Company diving team and other services by increasing efficiency.

Board of Directors' opinion:

The Board of Directors has thoroughly considered and is of the opinion that the shareholders' meeting shall approve the report on the business operating result of the Company for the year 2017, the financial statements of the Company for the year 2017 and the business plan of the Company for the year 2018.

Required Votes:

The Law on Enterprises stipulates that this agenda must be approved by the votes of more than half of the total votes attending the Meeting.

Agenda 5. To consider and approve the dividend payment from the business operating result for the last 6-month-period of 2017 (01/07/2017 - 31/12/2017).

Pursuant to the Articles of Association of the Company, the Company has the policy to pay dividend at the rate of at least 50 percent of the net profits after deducting legal reserve fund and other reserve funds (if any) every year. The dividend payment will be subject to the economic situations and various future investment plans.

The Company has a net profit from the business operating result of the Company for the last 6-month-period of 2017 (01/07/2017 - 31/12/2017) in the total amount of **342,95** Billion Kip. Proposed to the Annual General Shareholders' Meeting consider and approve the dividend payment from the business operating result of the Company for the last 6-month-period of 2017 after deducting legal reserve fund, reserve funds for power plant repair and business expansion and bonus for employees, to the shareholders whose names appear in the shareholder register book on the closing date of the shareholder register book to determine the rights of shareholders to receive dividend on **25 April 2018** at the rate of **180** Kip per share, with the total dividend to be paid of **302,27** Billion Kip. The dividend payment will be made on **9 May 2018**. The dividend payment for the last 6 month period of 2015 and 2016 compared to the dividend payment for the last 6 month period of 2017, as follows:

Details	Last 6 month period year 2017	Last 6 month period year 2016	Last 6 month period year 2015
Net Profit	342,95 Billion Kip	302,87 Billon Kip	382,27 Billion Kip
Number of Shares	1.679.303.697 shares	1.679.303.697 shares	1.679.303.697 Shares
Dividend payment per share	180 Kip	160 Kip	150 Kip
Total Dividend Payment	302,27 Billion Kip	268,69 Billion Kip	251,89 Billion Kip

Board of Directors' opinion:

The dividend payment as proposed above complies with the company's dividend policy and the Board of Directors has thoroughly considered and agreed that the dividend payment shall be approved in the shareholders' meeting.

Required Votes:

The Law on Enterprise stipulated that this agenda must be approved by the votes of more than half of the total votes attending the Meeting.

Agenda 6. To consider and approve the appointment of the independent auditor and the determination of the remuneration of the independent auditor for the year 2018.

Detail and Background:

Pursuant to the Enterprises Law and relevant regulations. The Company proposed to appoint the independent auditors, i.e. Klynveld Peat Marwick Goerdeler (KPMG) to be the independent auditor of the Company for the year 2018. This is because Klynveld Peat Marwick Goerdeler (KPMG) has shown satisfactory performances in terms of auditing, which reviews and audits company with due care, great consideration and professionalism. The remuneration of the independent auditors for the year 2018 shall be USD 94.500.

Table of previous the remuneration of the independent auditors as follows:

No.	Details	Unit	Year		
			2016	2017	2018
1	KPMG	USD	82.000		
2	KPMG	USD		93.500	
3	KPMG	USD			94.500

Board of Directors' opinion:

The Board of Directors has thoroughly considered and is of the opinion that the Annual General Shareholders' Meeting shall approve the appointment of the independent auditor and the determination of the remuneration of the independent auditor.

Required Votes:

The Law on Enterprises stipulated that this agenda must be approved by the votes of more than half of the total votes attending the Meeting.

Agenda 7. To consider and adopt the members of the Board of Directors in replacement of the members of the Board of Directors whose term are finished.

Pursuant to the Law on enterprises and Pursuant to the minutes of the shareholder's Annual General Meeting for the year 2015 specify that the term of Board of Directors is two years beginning from the year 2015 Annual General Shareholders' meeting. Currently, the Board of Directors, whose term has terminated, namely:

- | | |
|----------------------------|---------------|
| 1. Dr. Khammany INTIRATH | Chairman |
| 2. Mr. Bounoum SYVANPHENG | Vice Chairman |
| 3. Mrs.Rattana PRATHOUMVAN | Director |
| 4. Mr. Bounma MANIVONG | Director |

5. Mrs. Vanida SAVADDY	Director
6. Mr. Sychath BOUTSAKITIRATH	Director
7. Assoc.Prof. Dr. Kongsy SENGMAHY	Independent Director
8. Prof. Dr. Khamlusa NOUANSAVANH	Independent Director
9. Assoc. Prof. Khamphoui PHOMMACHANH	Independent Director

Because of the above mentioned directors have prestigious educational qualification, great competency and overwhelming business experience, enthusiastically contribute to the operation of the company and regularly attend the board of directors' meeting.

The company has proposed the above mentioned directors to continue to perform their roles for another term beginning from the year 2017 Annual General Shareholders' Meeting.

And the determination of the authority of directors who can sign to bind the company to be as follows:

1. Any one of the chairman of the Board of Directors or the vice chairman of the Board of Directors or the Managing Director (CEO) signs alone with the company's seal affixed; or
2. Any two directors jointly sign together with the company's seal affixed.

(The brief biography of each director is provided with the detail in the attachment 4)

Board of Directors' opinion:

The Board of Directors has thoroughly considered and is of the opinion that the shareholders' meeting shall adopt the appointment of the Board of Directors to perform their roles for another term as the rights and duties in previous agenda.

Required Votes:

The Law on Enterprises stipulated that this agenda must be approved by the votes of more than half of the total votes attending the Meeting.

Agenda 8. To consider and approve strategic plan of the Company from the year 2016-2025.

Detail and background:

In order to continue expanding an installed capacity as planned, the Company has improved its vision, mission and strategy from 2016-2025 as follows:

1. Vision

1. Number one leading company in Lao PDR in ensuring a reliable electric power supply for the socio-economic development of Lao PDR.
2. A leading company which strongly contributes to the realization of Lao PDR's vision of being a battery of ASEAN in order to contribute and ensure sustainable and reliable power supplies to ASEAN community.
3. A leading company which provide operation and maintenance services to power producers in Lao PDR and ASEAN community.
4. A leading company which increase value for the shareholders.

2. Mission

1. To stand side by side and coordinate closely with EDL on ensuring energy security in term of quality and quantity in order to support the socio-economic development of Lao PDR as well as the development of ASEAN nations with reasonable price and also increasing value for the shareholder.

2. To supply electric power from clean alternative energy sources to ensure energy security and sustainability.
3. To invest in businesses that increase value for shareholders.
4. To be fully responsible to the shareholders and stakeholder in the protection of company's assets.
5. To firmly create new wealth and value of shareholders in the long run.
6. To act principally and actively in accordance with the visions and missions considering present and future risks.
7. To have transparent and accountable process of decision making.
8. To equally, fairly and justly treat all involved parties and avoid the situations leading to the conflict of interest.
9. To increase continuously the effectiveness and competitiveness of business management and electricity generation through creative thinking and technology.
10. To enhance and develop the qualities and capacity of its staff at all levels so as to encourage them to actively participate in the company development with the sense of pride, responsibility and ownership. Focus on human resource development in the field of O&M service for energy producers in Laos and also in ASEAN community.
11. To enhance corporate social responsibilities.

3. Strategic Plan

3.1 Direction of the Electric Energy Development

1. To develop human resources to participate in the company business development.
2. To invest in hydropower development together with EDL and to invest in IPPs.
3. To expand business in providing operation and maintenance service for energy producers e.g. hydropower plants, solar farms, etc.
4. To expand distribution channels/customer base to industry sector together with EDL and to improve energy quality to be firm energy for export.
5. Explore new energy sources e.g. solar power, wind energy, waste to energy, etc.
6. To invest in neighboring countries and also in ASEAN community.

3.2 Source of funding

1. Internal cashflow
2. Debt: e.g. bank loan, bond, infrastructure fund, etc.
3. Equity (Right offering and public offering)

3.3 Projection of installed capacity in 2016-2025

During 2016-2025 EDL-Gen plans to develop in hydropower together with EDL and to invest higher portion in IPPs. Moreover EDL-Gen plan to explore new energy sources e.g. solar power, wind energy, waste to energy, etc in order to expand distribution channels/customer bases and mitigate risks from investment in hydropower.

Year	Capacity Increase				Installed Capacity
	HPP	Coal IPP	Renew.	Total	
2016	1,131.2				1,131.2
2017			6.0	6.0	1,137.2
2018	350.2		13.2	363.4	1,500.6
2019	318.0	375.0	5.0	698.0	2,198.6
2020	44.5		45.8	90.3	2,288.9
2021	125.5		30.0	155.5	2,444.4
2022	155.6	240.0	50.0	445.6	2,890.0
2023	305.3			305.3	3,195.3
2024	350.0		30.0	380.0	3,575.3
2025	398.7		26.0	424.7	4,000.0
Total	2,047.8	615.0	200.0	2,862.8	

Remark: Capacity increase is based on the COD of the powerplants.

Board of Directors' opinion:

Board of Directors has thoroughly considered and is of the opinion that the Annual General Shareholders' Meeting shall approve the strategic plan of the Company.

Required Votes:

The Law on Enterprises stipulated that this agenda must be approved by the votes of more than half of the total votes attending the Meeting.

Agenda 9. To consider and approve the establishing of EDL-Gen Operation and Maintenance Service Sole Company Limited.

Detail and background:

In order to steadily expand business of the company, EDL-Gen understands the importance of operation and maintenance services for hydropower plants of domestic power projects, which are owned by independent power producers (IPPS) and owned by EDL-Gen 100%. Therefore, the Company has agreed in principle to establish EDL-Gen Operation and Maintenance Service Sole Company Limited as a subsidiary company. The value of registered capital of the subsidiary company is 2,4 Billion KIP and total number of shares is 6.000 shares with a par value of 4.000 Kip per share.

Board of Directors' opinion:

Board of Directors has thoroughly considered and is of the opinion that the Annual General Shareholders' Meeting shall approve the establishing of EDL-Gen Operation and Maintenance service sole Company Limited and authorized as such purposed.

Required Votes:

The law on Enterprises stipulates that this agenda must be approved by the votes of at least two-third (2/3) of the total votes attending the meeting and at least 80 percent of total paid-up shares.

**Minutes of the Extraordinary General Shareholders' Meeting No.1/2017,
dated 25 October 2017**

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LAO PEOPLE'S DEMOCRATIC REPUBLIC
PEACE INDEPENDENCE DEMOCRACY UNITY PROSPERITY

EDL-Generation Public Company



Vientiane Capital, Date 31/10/2017

Minutes of the Extraordinary General Shareholders' Meeting No.1/2017
EDL-Generation Public Company

The Meeting was held on 25 October 2017 at 15:00 p.m. at Meeting Room 1st Floor, EDL Headquarter Building, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital. Dr. Khammany INTHIRATH Chairman of Board of Directors/Minister of Ministry of Energy and Mines acted as the Chairman of the Meeting.

There were 179 shareholders attending the Meeting in person and 476 shareholders attending the Meeting by proxy, totaling 655 shareholders, holding the total of 1.524.328.509 shares, representing 90,77 percent of the total paid-up shares of the company, thereby forming a quorum pursuant to the Enterprise Law and the Articles of Association of the Company.

Chairman introduced each of the Directors and the relevant officers attending the Meeting as follows:

- | | |
|---|--|
| 1. Dr. Khammany INTHIRATH | Positions: Chairman of the Board of Directors of EDL-Generation Public Company (EDL-Gen or the " Company ") / Vice Minister of Ministry of Energy and Mines |
| 2. Mr. Bounoum SYVANPHENG | Positions: Vice Chairman of the Board of Directors of EDL-Generation Public Company (EDL-Gen or the " Company ") / Managing Director of Electricity Du Laos (EDL) |
| 3. Mrs. Rattana PRATHOUMVAN | Positions: Director of EDL-Gen/Managing Director (CEO) of EDL-Gen |
| 4. Mrs. Vanida SAVADDY | Positions: Director of EDL-Gen / Deputy Director of International Cooperation Department, Ministry of Finance |
| 5. Mr. Bounma MANIVONG | Positions: Director of EDL-Gen / Deputy Managing Director of ELECTRICITE DU LAOS (EDL) |
| 6. Mr. Sychath BOUTSAKITIRATH | Positions: Director of EDL-Gen / Acting Director of Energy Management Department, Ministry of Energy and Mines |
| 7. Assoc. Prof. Dr. Kongsy SENGMANY | Positions: Independent Director of EDL-Gen/ Deputy Minister of Ministry of Education and Sports |
| 8. Prof. Dr. Khamlusa NOUANSAVANH | Positions: Independent Director of EDL-Gen / General Director of Department of Student Affairs, Ministry of Education and Sports |
| 9. Assoc. Prof. Khampheui PHOMMACHAN | Positions: Independent Director of EDL-Gen / Acting Head of the Office of Financial Affairs, National University of Lao PDR |

In addition, there were representatives from the Lao Securities Commission Office, Managing Director of the Lao Securities Exchange, Lawyer Consultant (LS Horizon Lao Limited), Deputy Managing Directors of EDL-Generation Public Company (EDL-Gen), Deputy Managing Director of ELECTRICITE DU LAOS (EDL), the inspection committee for the conduct of meeting and voting, the monitor and evaluate Committee of the meeting and internal audit committee of the Company attending the Meeting.

Prior to the commencement of the Meeting, Mrs. Rattana PRATHOUMVAN Managing Director of Company has informed the Meeting the voting procedures as per the following details:

1. Voting:

- Each shareholder is entitled to the votes equaling to the number of shares held by them, whereby one share is entitled to one vote.
- In casting votes in each agenda, the Chairman will ask if anyone disapproves and will ask the shareholders who disapprove to raise their hands.
 - * If there are the shareholders who disapprove and raise their hands, such shareholders shall put a mark in the disapprove box in the ballots which were distributed by the Company's staff members before attending the Meeting. The Company's staff members will collect the ballots for vote counting. The shareholders who do not raise their hands will be deemed that they approve as proposed to the Meeting for consideration.
 - * If there is no shareholder raising their hands, it will be deemed that all shareholders approve as proposed to the Meeting for consideration, except for the case in which the disapproval votes have been clearly specified in the Proxy Form by the shareholders and the Company has already recorded such votes.
- In the case where the shareholders have appointed the proxies to attend the Meeting and to cast the votes as specified by the shareholders in the Proxy Form, the Company has already recorded such votes at the registration for the convenience of the proxies. The proxies are not required to put any mark in the ballots.

2. Vote Counting

- In vote counting of each agenda, the disapproval votes of the shareholders attending the Meeting in person and by proxy, which the Company has already recorded the votes at the registration, will be deducted from the amount of the total shares of the shareholders attending the Meeting and casting the votes in each agenda.
- The Chairman will announce the voting results of each Agenda to the Meeting after the vote casting of each agenda is completed by specifying the numbers and percentages of the approval votes and the disapproval votes. The Company will not count the disapproval votes of the shareholders who submit the ballots after the Chairman has announced the voting results of each agenda to the Meeting.

And once again, according to the regulations and the law related, I would like to inform that the Extraordinary General Shareholders' Meeting of the Company today not allowed the observers ask questions when conducting the Meeting, only the shareholders to ask the questions and opinion in related to the agenda of the Meeting.

After that Managing Director has convened the Meeting according to the agenda as per the details as follows:

Agenda 1. To consider and adopt the Minutes of the Annual General Shareholders' Meeting for the year 2016.

Managing Director, proposed the Minutes of the Annual General Shareholders' Meeting for the year 2016, which was held on 6 April 2017 to the Meeting, details of which appeared in a copy of the said minutes attached to the Invitation to this Meeting; and the Board of Directors was of the opinion that the Extraordinary General Shareholders' Meeting No.1/2017 should consider and adopt the Minutes of the Annual General Shareholders' Meeting for the year 2016.

The Chairman encouraged questions and suggestions from the Meeting and there was none.

The Chairman proposed that the Meeting to consider and adopt the Minutes of the Annual General Shareholders' Meeting for the year 2016 as per the details proposed. In this regard, the Meeting must adopt such minutes by the votes of more than half of the total votes attending the Meeting.

Resolution: The Meeting has thoroughly considered and the unanimous resolution adopted the Minutes of the Annual General Shareholders' Meeting for the year 2016, held on 6 April 2017 with the votes of more than half of the shareholder attending the meeting as follow:

- **Approved with 1,524,338,409 votes equivalent to 99,99 percent of the total votes attending the meeting**
- **Disapproved with 200 votes equivalent to 0,00001 percent of the total votes attending the meeting**

Agenda 2. To consider and approve 20 percent of the ordinary shares purchase in Don Sahong Power Company Limited and 20 percent of the ordinary shares purchase in Xayaburi Power Company Limited of the independent power producers (IPPs) from Electricite Du Laos (EDL).

Managing Director, proposed the meeting: According to its business expansion plan and to create the shareholder's value. Thus, the Company proposed to the Extraordinary General Shareholders' meeting shall be approve the ordinary shares purchase in Independence Power Producers (IPPs) as details follows:

- (1) Xayaburi hydropower project is located in Xayaburi province with an total installed capacity of 1,285 MW, hereby for Electricite Du Laos holding 20% equal to 257 MW, the Commercial Operation Date (COD) of the project is expected to be in the year 2019, with an approximately amount in cash not exceeding of USD 378 Million.
- (2) Don Sahong hydropower project is located in Champasak province with an total installed capacity of 260 MW, hereby for Electricity Du Laos (EDL) 20% equal to 52 MW, the Commercial Operation Date (COD) of the project is expected to be in the year 2019, with an approximately amount in cash not exceeding of USD 72 Million.

Nonetheless, the purchase ordinary shares in (1) Xayaburi Power Company Limited, (2) Don Sahong Power Company Limited by EDL and the acceptance of the transfer by the company will take place only after both parties have completely fulfilled the conditions which were specified by both parties in the Memorandum of Understanding (MOU) for the Share Transfer of the project dated 21 July 2017, which include the following essential conditions:

- (1) The both party having received any and all approvals from its Board of Directors necessary to effect the share transfer contemplated in the MOU and the Share Transfer Agreement;
- (2) The both party having received all government approvals necessary to effect the share transfer contemplated in the MOU and the Share Transfer Agreement;

- (3) EDL has received any and all necessary consents, authorizations and approvals from any other shareholders in (1) Xayaburi Power Company Limited (2) Don Sahong Power Company Limited and the various lenders (if any), to complete the share purchase contemplated in the MOU and the Share Transfer Agreement; and
- (4) The Company having received approval from its shareholders' meeting, if necessary, to accept the transfer of share contemplated in the MOU and the Share Transfer Agreement.

And proposed to the Extraordinary General Shareholders' Meeting No. 1/2017 authorized to Board of Directors and/or any person entrusted by such person shall be authorized to contact, negotiation, determine conditions, values and relevant details, amend, add, agree, execute, sign, deliver documents and/or agreement relating to the aforementioned purchase of shares from EDL and/or any person relevant to the said purchase of shares, including without limitation, the share transfer agreement and shareholders agreement, including without limitation, disclose any relevant information, contact, make statement or provide information to the relevant governmental authorities and/or entities, the Lao Securities Commission Office, and the Lao Security Exchange, and to prepare, amend, add and/or change any relevant information to be disclosed, as well as to take any other actions necessary and relevant to the transaction until completion, including to have the power to appoint and/or remove any substitute to take the foregoing actions.

Thus, the shares purchase of the two hydropower projects can be made only getting the consensus from the Extraordinary General Shareholders' Meeting No. 1/2017.

The Board of Directors has thoroughly considered and is of the opinion that the shareholders' meeting shall approve the ordinary shares purchase of two hydropower projects from EDL and the authorization as said above.

The Chairman encouraged questions and suggestions from the Meeting and there was none.

The Chairman proposed that the Meeting to consider and approve 20 percent of the ordinary shares purchase in Don Sahong Power Company Limited and 20 percent of the ordinary shares purchase in Xayaburi Power Company Limited of the independent power producers (IPPs) from Electricite Du Laos (EDL). In this regard, the Meeting must approve such matters by the votes of shareholders or representative of shareholders at least two-third (2/3) of the total votes attending the meeting and at least 80 percent of total paid-up shares of the Company.

Resolution: The Meeting has thoroughly considered and the unanimous resolution approve the ordinary shares purchase of two hydropower projects from EDL and the authorization to Board of Directors, as follow:

- 1) 20 percent of the ordinary shares purchase in Xayaburi Power Company Limited. With an approximately amount in cash not exceeding of USD 378 Million.
- 2) 20 percent of the ordinary shares purchase in Don Sahong Power Company Limited. With an approximately amount in cash not exceeding of USD 72 Million.

Nonetheless, the purchase ordinary shares in (1) Xayaburi Power Company Limited, (2) Don Sahong Power Company Limited by EDL and the acceptance of the transfer by the company will take place only after both parties have completely fulfilled the conditions which

were specified by both parties in the Memorandum of Understanding (MOU) for the Share Transfer of the project dated 21 July 2017, which include the following essential conditions:

- (1) The both party having received any and all approvals from its Board of Directors necessary to effect the share transfer contemplated in the MOU and the Share Transfer Agreement;
- (2) The both party having received all government approvals necessary to effect the share transfer contemplated in the MOU and the Share Transfer Agreement;
- (3) EDL has received any and all necessary consents, authorizations and approvals from any other shareholders in (1) Xayaburi Power Company Limited (2) Don Sahong Power Company Limited and the various lenders (if any), to complete the share purchase contemplated in the MOU and the Share Transfer Agreement; and
- (4) The Company having received approval from its shareholders' meeting, if necessary, to accept the transfer of share contemplated in the MOU and the Share Transfer Agreement.

And authorized to Board of Directors and/or any person entrusted by such person shall be authorized to contact, negotiation, determine conditions, values and relevant details, amend, add, agree, execute, sign, deliver documents and/or agreement relating to the aforementioned purchase of shares from EDL and/or any person relevant to the said purchase of shares, including without limitation, the share transfer agreement and shareholders agreement, including without limitation, disclose any relevant information, contact, make statement or provide information to the relevant governmental authorities and/or entities, the Lao Securities Commission Office, and the Lao Security Exchange, and to prepare, amend, add and/or change any relevant information to be disclosed, as well as to take any other actions necessary and relevant to the transaction until completion, including to have the power to appoint and/or remove any substitute to take the foregoing actions.

The Meeting has unanimous resolution of more than two-third (2/3) of the total votes attending the meeting and at least 80 percent of total paid-up shares of the Company as follow:

- **Number of vote of shareholders attending the meeting:**
 1. **Approved by 650 shareholders equivalent to 98,63 percent of the total shareholders attending the meeting**
 2. **Disapproved with 9 shareholders equivalent to 1,37 percent of the total shareholders attending the meeting**
- **Number of Shares (vote) of shareholders attending the meeting:**
 1. **Approved with 1.514.540.312 shares (vote) equivalent to 90,18 percent of the total paid-up shares of the Company**
 2. **Disapproved with 12.400.797 shares (vote) equivalent to 0,73 of the total paid-up shares of the Company**

Agenda 3. To consider and approve the capital sources to purchase the shares of Independent Power Producers (IPPs) from Electricite Du Laos (EDL).

Managing Director, proposed the meeting : To achieve the company's business target i.e: according to its business expansion plan and to create the shareholder's value. Thus, the Company propose to the meeting shall be approve the issuance offering of the Corporate Debenture from financial institutions to US Dollar currency as details follows:

Purpose:	To invest in Independent Power Producers (IPPs) such as Don Sahong hydropower project and Xayaburi hydropower project and/or to investment in related activities.
Amount:	The approximate amount not exceeding of USD 550 Million.
Interest rate:	Subject to credit rating result of the company and the market situation at the time of borrowing and offering debenture.
Maturity:	According to the budget plan and situation of the market while offering/borrowing.
Offering:	Amount to be offered domestic and/or internationally, to general and/or specific investors and/or major investors and/or domestically and/or International Institutional investors according to the relevant or enforced regulation and enforceable at the time of issuance and offering debenture.

Propose to the Extraordinary Shareholders' Meeting No. 1/2017 authorize to the Board of Directors and/or any person entrusted by such person to consideration borrowing from financial institutes and/or offering debenture; as follows:

(1) Consider and determine amount of borrowing from the financial institutes and/or offering debenture, relevant details, amend, add, agree, execute, sign, deliver documents and/or agreement relating to the loaning from financial institutes and/or offering debenture, including without limitation disclose any relevant information, contact, make statement or provide information to the relevant governmental authorities and/or entities, the Lao Securities Commission Office, and the Lao Security Exchange, and to prepare, amend, add and/or change any relevant information to be disclosed, as well as to take any other actions necessary and relevant to the transaction until completion, including to have the authorize to appoint and/or remove any substitute to take the foregoing actions.

(2) Consider and determine amount relevant details and conditions necessary with the borrowing from financial institutions and/or issuance and offering debenture to comply with all applicable laws, and other relevant details of the issuance debenture such as: type, maturity, amount, interest rate, currency, duration and method of allocation, details on offering to secondary market of the debenture, including without limited to the determination of appointment of consultant, the underwriter, perform, sign, deliver applications, agreements and/or various documents with to the Lao Securities Commission Office, Lao securities Exchange, governmental authorities and/or any relevant persons for such matters.

The Board of Directors has thoroughly considered and is of the opinion that the shareholders' meeting shall approve the borrowing from financial institutions and/or issuance offering debenture and the authorization as said above.

The Chairman encouraged questions and suggestions from the Meeting and there was none.

The Chairman proposed that the Meeting to consider and approve the borrowing from the financial institutions and/or issuance offering debenture to purchase 20 percent of the ordinary shares purchase in Don Sahong Power Company Limited and 20 percent of the ordinary shares purchase in

Xayaburi Power Company Limited of the independent power producers (IPPs) from Electricite Du Laos (EDL) and/or invest in related activities. In this regard, the Meeting must approve such matters by the votes of shareholders or representative of shareholders at least two-third (2/3) of the total votes attending the meeting and at least 80 percent of total paid-up shares of the Company.

Resolution: **The Meeting has thoroughly considered and the unanimous resolution approve the capital sources with approximate amount not exceeding of USD 550 Million by borrowing from the financial institutes and/or offering debenture to purchase the shares of independent Power Producers (IPPs) from Electricite Du Laos (EDL) andand/or invest in related activities and authorized to Board of Directors of the Company as follows:**

Purpose: To invest in Independent Power Producers (IPPs) such as 20 percent of the ordinary shares of Don Sahong hydropower project and 20 percent of the ordinary shares Xayaburi hydropower project and/or to investment in related activities.

Interest rate: Subject to credit rating result of the company and the market situation at the time of borrowing and offering debenture.

Maturity: According to the budget plan and situation of the market while offering/borrowing.

Offering: Amount to be offered domestic and/or internationally, to general and/or specific investors and/or major investors and/or domestically and/or International Institutional investors according to the relevant or enforced regulation and enforceable at the time of issuance offering debenture.

And authorize to the Board of Directors and/or any person entrusted by such person to consideration borrowing from financial institution and/or issuance offering debenture; as follows:

(1) Consider and determine amount of borrowing from the financial institutes and/or offering debenture, relevant details, amend, add, agree, execute, sign, deliver documents and/or agreement relating to the loaning from financial institution and/or issuance offering debenture, including without limitation disclose any relevant information, contact, make statement or provide information to the relevant governmental authorities and/or entities, the Lao Securities Commission Office, and the Lao Security Exchange, and to prepare, amend, add and/or change any relevant information to be disclosed, as well as to take any other actions necessary and relevant to the transaction until completion, including to have the authorize to appoint and/or remove any substitute to take the foregoing actions.

(2) Consider and determine amount relevant details and conditions necessary with the borrowing from financial institution and/or issuance offering debenture to comply with all applicable laws, and other relevant details of the issuance debenture such as: type, maturity, amount, interest rate, currency, duration and method of allocation, details on offering to secondary market of the debenture, including without limited to the determination of appointment of consultant, the underwriter, perform, sign, deliver applications, agreements and/or various documents with to the Lao Securities Commission Office, Lao securities Exchange, governmental authorities and/or any relevant persons for such matters.

The Meeting has unanimous resolution of more than two-third (2/3) of the total votes attending the meeting and at least 80 percent of total paid-up shares of the Company as follow:

- Number of vote of shareholders attending the meeting:
 1. Approved by 648 shareholders equivalent to 98,33 percent of the total shareholders attending the meeting
 2. Disapproved with 11 shareholders equivalent to 1,67 percent of the total shareholders attending the meeting
- Number of Shares (vote) of shareholders attending the meeting:
 1. Approved with 1.514.539.568 shares (vote) equivalent to 90,18 percent of the total paid-up shares of the Company
 2. Disapproved with 12.401.541 shares (vote) equivalent to 0,73 of the total paid-up shares of the Company

At the end of the Meeting, the Chairman informed that there were 183 shareholders attending the meeting in person and 476 shareholders by proxy, totaling 659 shareholders, holding the total of 1.526.941.109 shares, representing 90,93 percent of the total paid-up shares of the Company.

The Chairman thanked the shareholders for attending the Extraordinay General shareholders' Meeting No.1/2017 and wish to extend my sincerest gratitude to all shareholders, honor of guests and the Managing Director be healthy and prosperity.

The Chairman finally declared the Meeting closed at 16:00 p.m.

Chairman of the Meeting

-signature-

Dr. Khammany INTHIRATH

Certified by

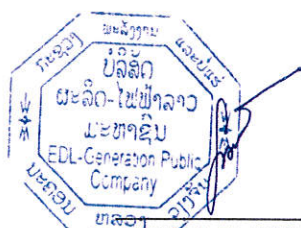
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Rattana PRATHOUMVAN

The Financial Statements of the Year 2017

EDL-Generation Public Company and its subsidiaries
Statement of financial position

	Note	Consolidated financial statements		Separate financial statements	
		31 December		31 December	
		2017	2016	2017	2016
<i>(in million Kip)</i>					
Assets					
Investments in subsidiaries	4	-	-	82.760	81.260
Investments in associates and joint ventures	5	2.606.394	2.297.166	2.606.394	2.297.166
Advance payment for assets under concession and investments	6, 24	4.436.159	3.133.596	5.101.121	3.169.551
Advance payment for interest rate collar contracts	15	36.058	-	36.058	-
Assets under concession	7	9.790.198	9.435.337	9.408.829	9.412.504
Other non-current assets	24	256.552	124.743	72.872	112.422
Total non-current assets		17.125.361	14.990.842	17.308.034	15.072.903
Cash and cash equivalents	8	756.738	2.249.635	678.322	2.235.280
Current investments	9	955.301	918.603	955.301	918.603
Short-term loan to related party	24	463.392	-	463.392	-
Trade and other receivables	10, 24	149.452	490.973	144.598	491.469
Current portion of advance payment for interest rate collar contracts	15	14.581	-	14.581	-
Spare parts and supplies		4.458	4.765	4.458	4.765
Other current assets		149.910	74.747	35.594	8.826
Total current assets		2.493.832	3.738.723	2.296.246	3.658.943
Total assets		19.619.193	18.729.565	19.604.280	18.731.846



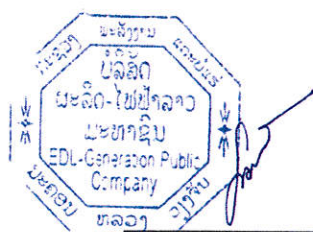
RATTANA PRATHOUMVAN
Chief Executive Officer
Date: 16 March 2018

BOUNSALONG SOUTHIDARA
Chief Financial Officer
Date: 16 March 2018

The accompanying notes are an integral part of these financial statements.

EDL-Generation Public Company and its subsidiaries
Statement of financial position

	Note	Consolidated financial statements		Separate financial statements	
		31 December		31 December	
		2017	2016	2017	2016
<i>(in million Kip)</i>					
Equity					
Share capital	11	6.717.215	6.717.215	6.717.215	6.717.215
Share premium	11	985.621	985.621	985.621	985.621
Legal reserve	12	463.944	416.729	463.944	416.729
Translation reserve		2.302	(1.342)	2.302	(1.342)
Retained earnings		1.040.000	1.068.179	1.042.447	1.070.927
Equity attributable to owners of the Company		9.209.082	9.186.402	9.211.529	9.189.150
Non-controlling interests		(263)	-	-	-
Total shareholders' equity		9.208.819	9.186.402	9.211.529	9.189.150
Liabilities					
Long-term borrowings	13, 24	4.206.348	838.969	4.206.348	838.969
Debentures	14	4.152.882	3.985.936	4.152.882	3.985.936
Swap contract payables	15	3.856	145.676	3.856	145.676
Total non-current liabilities		8.363.086	4.970.581	8.363.086	4.970.581
Short-term borrowings	13	870.573	-	870.573	-
Current portion of long-term borrowings	13, 24	529.912	214.484	529.912	214.484
Trade and other payables		535.079	228.730	517.911	228.730
Payables for assets under concession	24	-	3.957.400	-	3.957.400
Income tax payable		-	12.238	-	12.238
Accrued expenses	16	111.222	159.355	110.767	158.888
Other current liabilities		502	375	502	375
Total current liabilities		2.047.288	4.572.582	2.029.665	4.572.115
Total liabilities		10.410.374	9.543.163	10.392.751	9.542.696
Total equity and liabilities		19.619.193	18.729.565	19.604.280	18.731.846



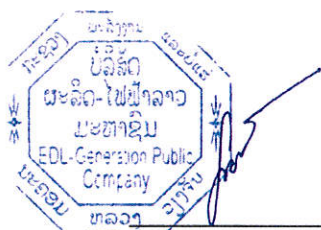
RATTANA PRATHOUMVAN
Chief Executive Officer
Date: 16 March 2018

BOUNSALONG SOUTHIDARA
Chief Financial Officer
Date: 16 March 2018

The accompanying notes are an integral part of these financial statements.

EDL-Generation Public Company and its subsidiaries
Statement of income

	Note	Consolidated financial statements		Separate financial statements	
		For the year ended 31 December		For the year ended 31 December	
		2017	2016	2017	2016
<i>(in million Kip)</i>					
Continuing operation					
Sales	24	1,219,825	1,241,181	1,215,414	1,241,181
Costs of sales	17	(489,057)	(486,391)	(485,871)	(486,391)
Gross profit		730,768	754,790	729,543	754,790
Other income		25,710	11,065	25,710	11,065
Operating and administrative expenses	17	(140,850)	(124,265)	(136,226)	(120,729)
Net foreign exchange loss		(47,301)	(64,012)	(49,738)	(64,800)
Share of profit from investments in associates and joint ventures	5	410,703	178,051	410,703	178,051
Operating profit		979,030	755,629	979,992	758,377
Finance costs	18	(491,902)	(154,918)	(491,902)	(154,918)
Profit before income tax expense		487,128	600,711	488,090	603,459
Income tax expense	19	(15,943)	(49,110)	(15,943)	(49,110)
Profit for the year		471,185	551,601	472,147	554,349
Profit attributable to:					
Owners of parent		472,448	551,601	472,147	554,349
Non-controlling interests		(1,263)	-	-	-
Profit for the year		471,185	551,601	472,147	554,349
Earning per share					
Basis earning per share <i>(in Kip)</i>	20	281,34	328,47	281,16	330,11



RATTANA PRATHOUMVAN
Chief Executive Officer
Date: 16 March 2018

BOUNSALONG SOUTHIDARA
Chief Financial Officer
Date: 16 March 2018

The accompanying notes are an integral part of these financial statements.

EDL-Generation Public Company and its subsidiaries
Statement of changes in equity

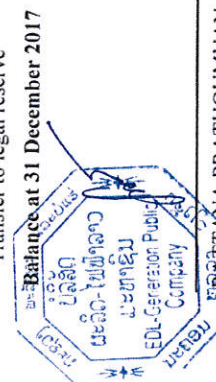
Consolidated financial statements									
Attributable to owners of the Company									
	Note	Share capital	Share premium	Legal reserve	Currency translation differences	Retained earnings	Total	Non-controlling interests	Total equity
(in million Kip)									
For the year ended 31 December 2016									
Balance at 1 January 2016		6,717,215	985,621	361,294	(2,119)	1,042,217	9,104,228	-	9,104,228
Profit for the year		-	-	-	-	551,601	551,601	-	551,601
Currency translation differences	5	-	-	-	777	-	777	-	777
Dividends paid	21	-	-	-	-	(470,204)	(470,204)	-	(470,204)
Transfer to legal reserve	12	-	-	55,435	-	(55,435)	-	-	-
Balance at 31 December 2016		6,717,215	985,621	416,729	(1,342)	1,068,179	9,186,402	-	9,186,402
For the year ended 31 December 2017									
Balance at 1 January 2017		6,717,215	985,621	416,729	(1,342)	1,068,179	9,186,402	-	9,186,402
Acquisition of subsidiary's non-controlling interest		-	-	-	-	-	-	1,000	1,000
Profit for the year		-	-	-	-	472,448	472,448	(1,263)	471,185
Currency translation differences	5	-	-	-	3,644	-	3,644	-	3,644
Dividends paid	21	-	-	-	-	(453,412)	(453,412)	-	(453,412)
Transfer to legal reserve	12	-	-	47,215	-	(47,215)	-	-	-
Balance at 31 December 2017		6,717,215	985,621	463,944	2,302	1,040,000	9,209,082	(263)	9,208,819

The accompanying notes are an integral part of these financial statements.

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EDL-Generation Public Company and its subsidiaries
Statement of changes in equity

	Note	Share capital	Share premium	Legal reserve (in million Kip)	Translation reserve	Retained earnings	Total equity
For the year ended 31 December 2016							
Balance at 1 January 2016		6,717,215	985,621	361,294	(2,119)	1,042,217	9,104,228
Profit for the year		-	-	-	-	554,349	554,349
Translation reserve	5	-	-	-	777	-	777
Dividend paid	21	-	-	-	-	(470,204)	(470,204)
Transfer to legal reserve	12	-	-	55,435	-	(55,435)	-
Balance at 31 December 2016		6,717,215	985,621	416,729	(1,342)	1,070,927	9,189,150
For the year ended 31 December 2017							
Balance at 1 January 2017		6,717,215	985,621	416,729	(1,342)	1,070,927	9,189,150
Profit for the year		-	-	-	-	472,147	472,147
Translation reserve	5	-	-	-	3,644	-	3,644
Dividend paid	21	-	-	-	-	(453,412)	(453,412)
Transfer to legal reserve	12	-	-	47,215	-	(47,215)	-
Balance at 31 December 2017		6,717,215	985,621	463,944	2,302	1,042,447	9,211,529



PRATITANA PRATHOUMVAN

Chief Executive Officer

Date: 16 March 2018

BOUNSALONG SOUTHDARA

Chief Financial Officer

Date: 16 March 2018

The accompanying notes are an integral part of these financial statements.

EDL-Generation Public Company and its subsidiaries
Statement of cash flows

	Consolidated financial statements		Separate financial statements	
	For the year ended 31 December		For the year ended 31 December	
Note	2017	2016	2017	2016
	(in million Kip)			
Cash flows from operating activities				
Profit for the year	471.185	551.601	472.147	554.349
Adjustments :				
Depreciation	7 434.274	434.106	431.919	434.047
Loss on disposal of assets under concession	59	-	59	-
Finance costs	491.902	154.918	491.902	154.918
Unrealise loss on foreign exchange	86.675	67.074	86.675	67.074
Share of profit of associates and joint ventures	6 (410.703)	(178.051)	(410.703)	(178.051)
Income tax expense	15.943	49.110	15.943	49.110
	1.089.335	1.078.758	1.087.942	1.081.447
<i>Changes in:</i>				
Other non-current assets	(165.943)	11.067	5.416	(12.567)
Trade and other receivables	161.387	(276.658)	166.738	(277.154)
Spare parts and supplies	307	(676)	307	(676)
Other current assets	(51.126)	(68.061)	(2.731)	(2.140)
Trade and other payables	505.050	120.241	487.882	120.241
Accrued expenses	(79.906)	19.783	(79.894)	19.316
Other current liabilities	127	212	127	212
Cash generated from operating activities	1.459.231	884.666	1.665.787	928.679
Income tax paid	(52.218)	(45.071)	(52.218)	(45.071)
Net cash from operating activities	1.407.013	839.595	1.613.569	883.608

The accompanying notes are an integral part of these financial statements.

EDL-Generation Public Company and its subsidiaries
Statement of cash flows

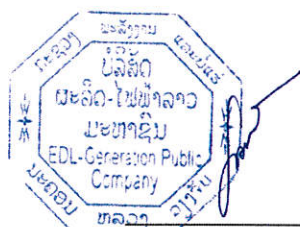
	Note	Consolidated financial statements		Separate financial statements	
		For the year ended 31 December		For the year ended 31 December	
		2017	2016	2017	2016
<i>(in million Kip)</i>					
Cash flows from investing activities					
Cash paid for advance payment for investments		(1.288.980)	(41.025)	(1.917.988)	(41.025)
Cash paid for investments in subsidiaries		-	-	(1.500)	(81.260)
Cash proceed from non-controlling interest		1.000	-	-	-
Purchase of investment in associate and joint-venture	6	(234.115)	(6.379)	(234.115)	(6.379)
Purchase of assets under concession		(987.895)	(756.108)	(627.004)	(733.216)
Cash paid for short-term loan to related party	24	(463.784)	-	(463.784)	-
Increase in current investments		(24.803)	(890.413)	(24.803)	(890.413)
Dividend received from investment in associates and joint-ventures	6	339.234	156.963	339.234	156.963
Net cash used in investing activities		(2.659.343)	(1.536.962)	(2.929.960)	(1.595.330)
Cash flows from financing activities					
Finance costs paid		(520.139)	(99.053)	(520.139)	(99.053)
Cash paid for issuance cost		-	(50.836)	-	(50.836)
Cash proceed from for debentures issuance		-	2.520.124	-	2.520.124
Dividends paid		(257.681)	(470.204)	(257.681)	(470.204)
Proceeds from short-term borrowings	13	870.090	-	870.090	-
Proceeds from long-term borrowings	13	177.022	42.677	177.022	42.677
Repayment of long-term borrowings	13	(512.820)	(193.197)	(512.820)	(193.197)
Cash pledged as collateral		-	(26.765)	-	(26.765)
Net cash from (used in) financing activities		(243.528)	1.722.746	(243.528)	1.722.746

The accompanying notes are an integral part of these financial statements.

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EDL-Generation Public Company and its subsidiaries
Statement of cash flows

Note	Consolidated financial statements		Separate financial statements	
	For the year ended 31 December		For the year ended 31 December	
	2017	2016	2017	2016
	<i>(in million Kip)</i>			
Net increase (decrease) in cash and cash equivalents	(1.495.858)	1.025.379	(1.559.919)	1.011.024
Effect of exchange rate change on balance held in foreign currencies at end of year	2.961	10.486	2.961	10.486
Cash and cash equivalents at 1 January	2.249.635	1.213.770	2.235.280	1.213.770
Cash and cash equivalents at 31 December	756.738	2.249.635	678.322	2.235.280
Non-cash transactions				
Payables on purchase of assets under concession	427.431	3.995.884	427.431	3.995.884
Settlement of trade accounts receivable and long-term borrowing and interest from related party	19.364	77.264	19.364	77.264
Settlement of trade and other accounts receivable and dividend payment	195.731	-	195.731	-
Acquisition of assets under concession under long-term borrowing agreement with related party	-	185.502	-	185.502
Settlement of payables on purchase of assets under concession with long-term borrowing from related party	3.995.884	-	3.995.884	-



RATTANA PRATHOUMVAN
 Chief Executive Officer
 Date: 16 March 2018

BOUNSALONG SOUTHIDARA
 Chief Financial Officer
 Date: 16 March 2018

The accompanying notes are an integral part of these financial statements.

Curriculum Vitae of the Board of Directors

Curriculum Vitae
Dr. Khammany INTHIRATH

Name and Surname: Dr. Khammany INTHIRATH
Date of Birth: 05/05/1955
Ages: 63
Nationality: Lao
Address: Donkoy Village, Sisattanak District, Vientiane Capital
Education:

- Master of Electrical Engineering, Krasnodar University, Soviet Union Former
- Doctor of Development Economics (Investment Economics), National Economics University of the Socialist Republic of Vietnam

Training:

01/9/2000-05/10/2000	Power Management at CHUBU, Japan
02/4/2002-10/4/2002	Power Electricity Management at MERITEE, New Zealand
29/6/2003-05/7/2003	Business Management at National University, Thailand
17/4/2012-28/4/2012	Theory and Behavior, China

Experience in working:

1983-1986	Deputy of Project Manager for Savannakhet Province of Rural Electrification Project
1986-1995	Manager of Project for Khammouane Province of Rural Electrification Project
1996-2006	Manager, Khammouane's Branch (EDL)
1997-2002	4 th National Parliament, Khammouane Province
2002-2006	5 th National Parliament, Khammouane Province
2006-2010	6 th National Parliament, Vientiane Province
2006-2007	Deputy General Managing of EDL
2007-2009	Acting Managing Director of EDL
2009-2/10/2011	Managing Director of EDL
2010-Present	- Chairman of the Board Directors of EDL-Gen - Chairman of the National Chess Federation Sport
2011-Present	7 th National Parliament Savannakhet Province
2011-2016	Vice President of the National Olympic Committee
2011-2015	Vice Minister of Ministry of Energy and Mine
2015-Present	Minister of Ministry of Energy and Mine

Curriculum Vitae
Mr. Bounoum SYVANPHENG

Name and Surname: Mr. Bounoum SYVANPHENG

Date of Birth: 06/01/1958

Ages: 60

Nationality: Lao

Address: Kang Village, Hathsayfong District, Vientiane Capital

Education:

- Master Degree of Engineering from institution of Asian Institute of Technology, Thailand (AIT), Major of Control Power System.
- Master Degree of Sciences, Power system and Transmission line in Union of Soviet.

Training:

10/1991-12/1991: Inspect and Repair Electric equipment Training in India.

01/1995-04/1995: Repairing and Maintenance of Power substation Training in France.

15-19/06/1998: Energy Business Training in United States America (USA).

15-19/02/1999: Electrical Energy Management Training in Thailand.

09/1999-10/1999: Power System Control Training in Japan.

15/02-15/08/2011: Politics and Public Administration Training at National Academic of Politics and Public Administration.

08-11/2013: DCP-181 at Thai Institute of Directors: member No. GM 6445, Bangkok, Thailand

Experience in working:

1987-1991: Manager of Substation, Electricite du Laos (EDL)

1991-1995: Deputy of Manager Transmission line & Substation Department, EDL

1997-2004: Manager of Technical Department, EDL/Deputy of party Cell Secretary

2005-2007: Manager of Vientiane Capital Branch of EDL, EDL/Party Cell Secretary

2007-Present: Deputy Managing Director, EDL/Party Cell Committee Secretary

2010-Present: Member of Party committee secretary of Ministry of Energy and Mines

2011-Present: Director of Boards of Director of Xekaman 1 Hydropower Company Limited

2012-2016: Director of Boards of Director of EDL-Gen/Managing Director of EDL-Gen

2013-Present: Director of Boards of Director of Theun-Hinboun Power Company Limited

Director of Boards of Director of Nam Ou Power Company Limited

2016-Present: Managing Director of Electricite Du Laos (EDL)

2016-present: Vice Chairman of Board of Directors of EDL-Generation Public Company

- Chairman of Nam Phoun Company Limited
- Vice Chairman of Industry and Commerce Committee

Curriculum Vitae

Mrs. Rattana PRATHOUMVAN

Name and Surname: Mrs. Rattana PRATHOUMVAN
Date of Birth: 08/08/1958
Ages: 60
Nationality: Lao
Address: Phakhao Village, Saythany District, Vientiane Capital
Education: - Master of Transmission Line and Substation in Donesk, Union of Soviet Former
 - Public Administration at NIDA, Thailand

Training :

1996	Management of HP Development in Sweden Hydro Power and Environment in Norway (one week) Hydro Power Management in Sweden (one month)
2002	HVDC AIT Thailand, HP and Environment Management of ICH in Norway Hydro Power Management in Norway (one month)
2003	E-Commerce in Zungmiao Korea DSM in AIT
2008	Financing and Project Economic in ICH Norway
2009	Environment Management of HPP at TNB/EGAT/JEPIC
2009	Project financial in ICH Norway
2011	Director Certification Program IOD in Bangkok, Thailand
2011	Director Accreditation Program
2017	GE Global Learning Crotonville Leadership in USA

Experience in working:

1982-1989	Technical Staff at Electricity Du Laos, Sysakheth Branch
1990-1992	Unit Chief at Technical Department, EDL
1992-1996	Technical Staff at Nam Ngum 1 HPP
1996-2001	Technical Staff at Joint Venture Department, EDL
2001-2004	Technical Staff at Managing Director's office
2004-2005	Director of Development Office, EDL
2005-2008	Director of Operation, Transmission Line and Substation Project and Hydro Power Project, EDL
2008-2010	Director of Operation Department, Hydro Power Project, EDL
2010-2016	Deputy Managing Director (COO) of EDL-Gen
2010-Present	Director of Board of Directors of EDL-Gen
2013-Present	Director of Board of Directors of Nam Lik1-2 Hydropower Company Limited
2016-present	Director of Board of Directors of Lower HouayLamphanh Co., Ltd Managing Director of EDL-Generation Public Company Chairman of EDL-Gen Solar Power Company Limited Chairman of Nam Dik Hydro Power Company Limited Board of Directors of Nam Theun 1 Company Limited Board of Directors of Pak Beng Company Limited

Curriculum Vitae
Mr. Bounma MANYVONG

Name and Surname: Mr. Bounma MANYVONG
Date of Birth: 17 June 1958
Ages: 60
Nationality: Lao
Address: Saysavang Village, Saythany District, Vientiane Capital
Education:

- Master of Electrotechnic from Germany in 1986
- Accounting Consultant Course, Batch #2 in 1997
- Enterprise Accounting Course in 1992

Training:

2008	Financing Management at AFM, Philippine
2011	- Director Certificate Program IOD at Thai Institute of Director, Thailand - IOD Batch #1441/2011, Thailand; IOD member GR4841 start 2011 - Leadership Management at Mekong River Commission Institute Khonkane 2005 - FIDIC Training course Tokyo, Japan 2010 - PPA Training course, Singapore 2013
2013	- Workshop on technological innovation for SME, Beijing
2015	Energy Sector-High Level partnership Korea Program
2017	GE Global Learning Crotonville Leadership in USA

Experience in working:

1998-1999	Director of Administration – Business Office
1999-2006	Director of Planning office, EDL
2007-2009	Deputy Chief Committee Business, EDL
6/2009-7/2012	Director of Business - Finance Department
7/2012-4/2014	Director of Finance Department
4/2014-3/2015	Director of Finance Department/Assistant to the Managing Director
2008-Present	Member of Board of Directors of Houay Ho Hydropower Company Limited
2011-Present	Director of Board of Directors of Nam Lik1 Hydropower Company Limited
2011-Present	Director of Board of Directors of EDL-Gen from 2011-present
4/2015-Present	Deputy Managing Director of EDL



Curriculum Vitae
Mrs. Vanida SAVADDY

Name and Surname: Mrs. Vanida SAVADDY

Date of birth: 20 August 1962

Age: 56

Nationality : Lao

Address : Oubmoung Village, Sikhottabong District, Vientiane Capital

Education: 1978-1997 Graduate National University of Laos
1978-1982 Graduate Minsk Finance Institute (Belarus)
2010 Graduate Political and Administrative Institute (Lao)

Training:

1994, 1996, 1997 and 2000	Attending the Seminar and courses on Project Management, Procurement of Civil works and Consultant services, external Debt management and skills of effective negotiation organized by International Financial Institutions.
2010	Attending the Harvard Kennedy School on Public financial Management
2012	Attending the Course of Director Accreditation Program at Thai Institute of Directors.
2015	Skills commanded on international meeting for official coverage employee At International Business and Economic University, Chenghai, China
2017	Advanced Audit Committee Program (AACP) at IOD, Thailand

Working Experiences:

1982-1997	Working at Foreign Currency Department (MOF) after Graduate from Minsk Finance Institute, Belarus (Former Soviet Union)
1996-1997	Director of the Division at National Budget Department on External Debt Management
1997-2000	Director of the Division at Treasury Department on Loan and Grant Disbursement Management
2000-2007	Director of the Division at External Finance Department (MOF) Assisting on Cooperation Work of Ministry of Finance with Donor Agencies, Coordinating with the International Financial Institute on the Loans and Grants to Laos and also Coordinating with Multi and BI-Lateral Donors
10/2007-Present	Deputy Directors of State-Owned Enterprises Financial Management Department, Responsible for the Investment of the Government in Enterprises and On-Lending to enterprises
2010-Present	Director of Board of Directors of EDL-Gen
2014-Present	Deputy Director of International Corporation Department



Curriculum Vitae
Mr. Sychath BOUTSAKITIRATH

Name and Surname: Mr. Sychath BOUTSAKITIRATH
Date of birth: 10/10/1959
Age: 59
Nationality : Lao
Address : Bonangua Village, Chanthaboury District, Vientiane Capital
Education: - Master of Science in Hydropower Civil Engineering, University of Technology Dresden, Germany

Training:

- | | |
|------|---|
| 1991 | Attended a 5 month training programs in Hydropower Development, at the Bergen State Electricity Enterprise(BKK) and the University of Trondheim, Norway |
| 1994 | Attended training programs on the economic and financial appraisals for the power projects sponsored by ADB, Vientiane |
| 1998 | <ul style="list-style-type: none">- Attended seminar on the BOT format of Power Project Development (Project Financing) sponsored by UNIDO, Vientiane- Attended training course on English for Government Officials carried out by British-Lao Partnership Scheme organized by Ministry of Foreign Affairs, Vientiane- Attended seminar on the Environment Legislative sponsored by ADB, Vientiane |
| 2001 | Attended seminar on Foreign Direct Investment sponsored by Government of Singapore, in Singapore |
| 2002 | <ul style="list-style-type: none">- Attended seminar on the Management of Hydropower Development in Stockholm, Sweden- Attended a 10 month ASEAN SKILLS TRAINING PROGRAMME and received a Diploma with distinction from the Irish Management Institute Organized by Ministry of Foreign Affairs, Vientiane |
| 2006 | <ul style="list-style-type: none">- Attended seminar on Public Private Partnership in Infrastructure and Project Finance sponsored by AFD, Bangkok, Thailand- Attended seminar on Energy Efficiency and Emission Reduction at the Singapore National Environment Center, Singapore- Attended seminar on Electric Power for Asia organized by JICA , in Tokyo, Japan- Attended seminar on Sustainable Urban Energy for Policy Maker in the Asia Pacific Region organized by IUTC, HIS, UN-HABITA, Gangwon Province, Republic of Korea |
| 2010 | - Attended Conference on Water Power and Dam Construction, Lisbon, Portugal |
| 2011 | <ul style="list-style-type: none">- Attended training course on Financial Modelling carried out by Terrapinn Financial Training Center, Hongkong- Attended a 5 moth training course in Politics and Administration at the Academy for Politics and Public Administration and received Higher Diploma, Vientiane |
| 2012 | - Attended seminar on Director Accreditation Program organized at Thai Institute of Directors, Bangkok, Thailand |



- 2013
- Attended seminar Exchanges Experiences on the Best Practice on Infrastructure Development in Lower Mekong river Basin organized by US Embassy in Hanoi, SR Vietnam
 - Attended Study tours , Trainings and seminars in various topics at home and abroad

Working Experiences:

- 1988-1992: Filed Engineer during survey of the Selabam Power Plant for Extension Project and then at the Construction Sites of Xeset and Selabam Hydropower Projects in Saravan and Champasack Province , Electricite du Laos (EDL)
- 1992-1993: Engineer at Hydropower Study Division, Project Department, EDL
- 1993-1994: Site Manager for the Nam Song Diversion Project and Deputy Manager of the Nam Mang3 survey Project in Vientiane Province, EDL
- 1995-1997: Deputy National Project Director for Xekaman1, Nam Cha1,2 and Southern Lao Transmission Projects(BOT Projects undertaken by Electricity of Tasmania, Australia), Permanent Office of Foreign Investment Management Committee (FIMC), Prime Minister's Office
- 1997-2000: Deputy Director Of Power and Mining Projects division, Department of Foreign Investment, Committee for Planning and Co-operation (CPC)
- 2000-2004: Director of Project Screening division, Department of Promotion and Management of Domestic and Foreign Investment, CPC
- 2004-2006: Director of Project Negotiation and Contract Management division, Bureau of Secretariat, The Lao National Committee for Energy(LNCE)
- 2006-2007: Director of Project Development and Monitoring division, Department of Energy Promotion and Development (DEPD), Ministry of Energy and Mines (MEM)
- 2005-2010: Lao Government Taskforce Manager on the Nam Theun2 Hydropower Project
- 2007-2011: Deputy Director General of DEPD, MEM
- 2008 to present: Member of EDL's Shareholding Board
- 2010 to present: - Director of Board of Directors of EDL Generation Public Company (EDL-Gen)
- 2011 to present: - Member of Secretariat of Forestry and Forestry Resource Fund
- 2011 to present: - Member of National Secretariat for Development of Water Resource within Nam Theun2 Downstream, Xebangfai and Xebanghieng basins
- 2011 to present: - Deputy Director General of the Department of Energy Business(DEB), MEM
- 2007 to present: Member of Secretariat for National Steering Committee for Construction of Independent Power Projects(IPPs)
- 2011 to present: Head of Capacity Building Project for DEB and all the business sector at Provincial Department of Energy and Mines under the Financial Assistance from World Bank and AUSAID.
- 2013 to present: - Member of committee for Harvesting timber from the reservoir of Xekong4, Nam Kong1,2,3 Hydropower Projects and from the coal mining Project in Sekong Province
- 2013 to present: - Having been appointed members of different Ad-hoc committees to assist and resolve various matters related to the mandate of DEB.
- 2015-Present Committee member in charge of revenue management of Nam Theun 2 project management sector integration rights obligations in the agreement between the Lao Government and International Institutions.
- 2017-Present Acting Director of Energy Management Department, Ministry of Energy and Mines

Curriculum Vitae
Assoc. Prof. Dr. Kongsy SENGMAN

Name and Surname: Assoc. Prof. Dr. Kongsy SENGMAN
Date of Birth: 13/05/1953
Ages: 65
Nationality: Lao
Address: Phontong village, Chanthabouly District, Vientiane Capital
Education:

- BSc of Hanoi University, Vietnam, Physics in 1971-1976
- Master & Ph.D of Jena University, Germany, Physics (Optics) 1986-1991

Training:

1991-1992	University Management in University of Kassel, Germany
1995	Uni. Staff Development in University of Kassel, Germany
1996	Education Management in Institute of Educational Administrators, Thailand
1998	University Management in University of Malaysia, Malaysia
1999	University Management in Kobe University, Japan and HRD in Central Officials Training Institute (COTI), R. of Korea
2007-2008	Higher Dip. On Political Science and Public Administration in Hanoi, Vietnam

Experience in working:

1977-1985	Lecturer, teaching on Physics at Vientiane Pedagogical University, Laos
1992-1995	Head of Higher Education & University Division, Ministry of Education, Lao PDR
1996-2003	Director of President Office and Prof. of the National University of Laos, Director Project Implementation Unit "Postsecondary Education Rationalization Project, ADB-Loan No. 1374 LAO (SF)"
02/2003-05/2008	- Director General HTVE. Department, MOE - National Director of Lao-German Human Resource Development for Market Economy Program (HRD-ME) (Component 2 : IVETS) (GTZ) - Director of Luangprabang University Project (Lao-Korea Cooperation).
2008 to May 2011	- Director General of TVE Department, MOE - Vice chairman Lao-German Friendship Association - National Director of Lao-German Cooperation Program (VTP) - Director of STVET Project (ADB-Grand Aid No. 0211-Lao, 2010-2015)
2010-Present	Independent Director of Board Directors of EDL-Gen
03/05/2011-Present	Vice Minister, Ministry of Education and Sports



Curriculum Vitae

Prof. Dr. Khamlusa NOUANSAVANH

Name and Surname: Prof. Dr. Khamlusa NOUANSAVANH
Date of Birth: 19 October 1954
Ages: 64
Nationality: Lao
Address: Dongpalap, Chanthabuly District, Vientiane Capital
Education: - Ph. D. in Economics, University of Dijon, France
- MBA, Lyon Graduate School of Business, Lyon, France

Training:

1996 Project Management, AusAid, in Vientiane, Lao PDR
1997 Economic Planning and Industrial Development of the Republic of Korea, Seoul, South Korea
- Gender Balance, SDC Swiss at HuaHinh, Thailand
1999 Sustainable Development, JICA Tokyo, Japan
2000 International Business at Washington State University, USA
2005 - Entrepreneurship and Innovation” EU-Asian Link Project at Lancaster University in United Kingdom, Stockholm University in Sweden and University of Sciences and Technology Beijing in China
- Trade Negotiation” AIF, in Hanoi, Vietnam
2006 - Creating a New Methodology for the Knowledge Society”, JICA, Tokyo, Japan
- Teaching Economics and Business Administration”, at University of Bourgogne, Dijon, France.
2007 Strategic Management at Tokai University and Meiji University, Japan
2015 Investment Banking Professional, Vientiane, Lao PDR
2017 Advanced Audit Committee Program (AACP) at IOD, Thailand

Experience in working:

1979-1984: Lecturer of Physics at Department of Mathematics-Physics, Pedagogical University of Vientiane.
1984-1989: Director of Academic Office, Director of General Supervision and External Relation Office of National Polytechnic Institute 2 December, Lecturer of Physics
1989-1998: Deputy Director of National Polytechnic Institute Project 2 December, Ministry of Education, From 1992: Lecturer of Business Administration subjects
1998-2011: - Dean of Faculty of Economics and Business Administration, National University of Laos
- Lecturer of Business Administration subjects; Visiting professor for South-East Asia Studies program at Arizona State University, USA (March 2003)
- Visiting Scholar at Kobe University in Japan (October 2008)
2010-Present Independent Member of Board Directors of EDL-Gen
2011-present Director General of Student Affairs Department, Ministry of Education and Sports, visiting professor at National University of Laos

Curriculum Vitae
Assoc. Pro. Khampheui PHOMMACHANH

Name and Surname: Assoc. Pro. Khampheui PHOMMACHANH

Date of Birth: 30/08/1961

Ages: 57

Nationality: Lao

Address: Dongdok Village, Saythany District, Vientiane Capital

Education:

- Diploma of Advanced Studies in Agricultural Sciences and Biological Engineering, Faculty of Agricultural Sciences of Gembloux Belgium
- Complementary Diploma in Agricultural Sciences and Biological Engineering, Faculty of Agricultural Sciences of Gembloux, Belgium
- Master of Management , Institut Supérieur de Gestion, Paris, France
- Master of Industrial Management , Bratislava, Czechoslovakia

Training:

1999	Training Workshop on the theme of development history, Faculty of Agricultural Sciences of Gembloux, Belgium
2002	Training Workshop on the theme of strengthening research capacity, Chiang Mai University, Thailand
2004	Training Workshop on the theme accountant , ACCA, Malaysia
2005	Training Workshop on the theme of management of the University, University of Kobe, Japan
2007	Training Workshop on the theme of marketing, Graduate School of National Economy of Hanoi, Vietnam
2013	DCP-181 at Thai Institute of Directors, Bangkok, Thailand
2017	Advanced Audit Committee Program (AACP) at IOD, Thailand

Experience in working:

1997-2007	Project Manager Interuniversity Cooperation with Belgium
2000-2009	President of the Association of Accountants and Independent Auditors
2010-Present	Manager of planning and finance office, National University of Laos
	Independent Member of Board Directors of EDL-Gen
2017-Present	Board of Directors of National Accounting Consult.



ໃບມອບສັນທະ
PROXY

ຂຽນທີ່
Written at
ວັນທີ
Date
ເດືອນ
Month
ປີ
Year

(1) ຂ້າພະເຈົ້າ
I/We
ສັນຊາດ
Nationality
ວັນທີ, ເດືອນ ແລະປີເກີດ
date, month and year of birth

-ບັດປະຈຳຕົວເລກທີ
ID card number
ຢູ່ເຮືອນເລກທີ
Reside at
ບ້ານ
Village
ຖະໜົນ
Road
ເມືອງ
District
ແຂວງ
Province

(2) ເປັນຜູ້ຖືຮຸ້ນຂອງບໍລິສັດຜະລິດ-ໄຟຟ້າລາວມະຫາຊຸນ.

Being a shareholder of EDL-Generation Public Company.

ໂດຍຖືຮຸ້ນສາມັນຈຳນວນລວມທັງໝົດ
holding the ordinary shares in the total amount of
ຮຸ້ນຊຶ່ງເທົ່າກັບຈຳນວນສຽງທີ່ຈະລົງຄະແນນສຽງໄດ້.
shares, which are equivalent to the same number of
votes.

(3) ຂໍມອບໝາຍໃຫ້
Hereby appoint

☐ (1) ທ່ານ/ທ່ານນາງ

Mr./Ms.

ອາຍຸ
age
ປີ, ຢູ່ເຮືອນເລກທີ
years, reside at

ຖະໜົນ
Road
ແຂວງ
Province
ບ້ານ
Village
ລະຫັດໄປສະນີ
Postal Code
ເມືອງ
District
ຫຼື
or

☐ (2) ທ່ານ ສຈ. ດຣ. ຄຳລືຊາ ນວນສະຫວັນ

Prof. Dr. Khamlusa NOUANSAVAHN

ອາຍຸ 64 ປີ, ຢູ່ເຮືອນເລກທີ 44
age 64 years, resides at 44

ຖະໜົນ ດົງປາແລບ
Road Dongpalap
ບ້ານ ດົງປາແລບ
Village Dongpalap
ເມືອງ ຈັນທະບູລີ
District Chanthabouly
ແຂວງ ນະຄອນຫຼວງວຽງຈັນ
ລະຫັດໄປສະນີ 2392
ຫຼື
or
Province Vientiane Capital
Postal Code 2392

☐ (3) ທ່ານ ຮສ. ດຣ. ກອງສີ ແສງມະນີ

Assoc Prof. Dr. Kongsy SENGMAHY

ອາຍຸ 65 ປີ, ຢູ່ເຮືອນເລກທີ 645
age 65 years, resides at 645

ຖະໜົນ ໂພນຕ້ອງ
Road Phongtong
ບ້ານ ໂພນຕ້ອງຈອມມະນີ
Village PhotongChommani
ເມືອງ ຈັນທະບູລີ
District Chanthabouly
ແຂວງ ນະຄອນຫຼວງວຽງຈັນ
ລະຫັດໄປສະນີ 2392
ຫຼື
or
Province Vientiane Capital
Postal Code 2392

☐ (4) ທ່ານ ຮສ. ຄຳເຜີຍ ພົມມະຈັນ

Assoc. Prof. Khamphuei PHOMMACHANH

ອາຍຸ 57 ປີ, ຢູ່ເຮືອນເລກທີ 074
age 57 years, resides at 074

ຖະໜົນ ດົງໂດກ
Road Dongdok
ບ້ານ ດົງໂດກ
Village Dongdok
ເມືອງ ໄຊທານີ
District Xaythany
ແຂວງ ນະຄອນຫຼວງວຽງຈັນ
ລະຫັດໄປສະນີ 2392
Vientiane Capital
Postal Code 2392

ຄົນໃດຄົນໜຶ່ງພຽງຄົນດຽວ ເປັນຜູ້ຕາງໜ້າຂອງຂ້າພະເຈົ້າ ເພື່ອເຂົ້າຮ່ວມປະຊຸມ ແລະລົງຄະແນນສຽງແທນຂ້າພະເຈົ້າ ໃນກອງປະຊຸມສາມັນຜູ້ຖືຮຸ້ນປະຈຳ
ປີ 2017 ໃນວັນທີ 06 ເມສາ 2018 ເວລາ 15:00 ໂມງ.

Any one of them to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting for the Year 2017
to be on 06 April 2018 at 3:00 pm.

ສະຖານທີ່ທ້ອງຖານ ຊັ້ນທີ 1 ອາຄານສຳນັກງານ ລັດວິສາຫະກິດໄຟຟ້າລາວ, ຖະໜົນມິດຕະພາບລາວ-ໄທ, ບ້ານທົ່ງກາງ, ເມືອງສີສັດຕະນາກ,
ນະຄອນຫຼວງວຽງຈັນຫຼືທີ່ໄດ້ເລືອນໄປໃນວັນ, ເວລາແລະສະຖານທີ່ອື່ນດ້ວຍ.

(4) ຂ້າພະເຈົ້າຂໍມອບໜ້າໃຫ້ຜູ້ຕາງໜ້າລົງຄະແນນສຽງແທນຂ້າພະເຈົ້າໃນກອງປະຊຸມຄັ້ງນີ້ດັ່ງນີ້:

I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows:

- ☐ ໃຫ້ຜູ້ຕາງໜ້າມີສິດພິຈາລະນາ ແລະລົງມະຕິແທນຂ້າພະເຈົ້າໄດ້ທຸກປະການຕາມທີ່ເຫັນສົມຄວນ;
To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects;
- ☐ ໃຫ້ຜູ້ຕາງໜ້າລົງຄະແນນສຽງຕາມຄວາມຕ້ອງການຂອງຂ້າພະເຈົ້າແລະມີສິດພິຈາລະນາແລະລົງມະຕິແທນຂ້າພະເຈົ້າໃນບາງວາລະ;
To grant my/our proxy to vote as per my/our intention and consider and vote on my/our behalf in some agendas as he/she may deem appropriate in all respects;
- ☐ ໃຫ້ຜູ້ຕາງໜ້າລົງຄະແນນສຽງຕາມຄວາມຕ້ອງການຂອງຂ້າພະເຈົ້າ.
To grant my/our proxy to vote as per my/our intention

ວາລະທີ 1: ລາຍງານຜົນການຈັດຕັ້ງປະຕິບັດມະຕິກອງປະຊຸມສາມັນຜູ້ຖືຮຸ້ນຄັ້ງຜ່ານມາ ເພື່ອຊາບ.

Agenda 1: Report the Result on Resolution of previous Annual General Shareholders' Meeting for further information.

☐ ເຫັນດີ ☐ ບໍ່ເຫັນດີ
Approve Disapprove

ວາລະທີ 2: ພິຈາລະນາ ແລະຮັບຮອງບົດບັນທຶກກອງປະຊຸມວິສາມັນຜູ້ຖືຮຸ້ນ ຄັ້ງທີ1/2017, ວັນທີ 25 ຕຸລາ 2017.

Agenda No. 2 To consider and adopt the Minutes of the Extraordinary General Shareholders' Meeting No.1/2017, held on 25/10/2017.

☐ ເຫັນດີ ☐ ບໍ່ເຫັນດີ
Approve Disapprove

ວາລະທີ 3: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາການຈ່າຍເງິນບັນຜົນຈາກການດຳເນີນທຸລະກິດ 6 ເດືອນຕົ້ນປີ 2017 ແລະ ລາຍງານການເງິນ 6 ເດືອນຕົ້ນປີ 2017 (01/01/2017-30/06/2017).

Agenda No. 3 To consider and adopt the dividend payment from the business operating result for the first 6-month-period of the year 2017 and the financial statements of the Company for the first 6-month-period of the year 2017 (1/01/2017-30/06/2017).

☐ ເຫັນດີ ☐ ບໍ່ເຫັນດີ
Approve Disapprove

ວາລະທີ 4: ພິຈາລະນາ ແລະຮັບຮອງບົດລາຍງານຜົນການດຳເນີນທຸລະກິດຂອງບໍລິສັດ ປີ 2017 ລວມທັງລາຍງານການເງິນຂອງບໍລິສັດ ປີ 2017 ແລະ ແຜນການດຳເນີນທຸລະກິດຂອງບໍລິສັດ ປີ 2018.

Agenda No. 4 To consider and adopt the report on the business operating result of the Company for the year 2017, the financial statements of the Company for the year 2017, and the business plan of the Company for the year 2018.

☐ ເຫັນດີ ☐ ບໍ່ເຫັນດີ
Approve Disapprove

ວາລະທີ 5: ພິຈາລະນາ ແລະອະນຸມັດການຈ່າຍເງິນບັນຜົນ ຈາກຜົນການດຳເນີນທຸລະກິດ 6 ເດືອນທ້າຍປີ 2017 (1/07/2017-31/12/2017).

Agenda No. 5 To consider and approve the dividend payment from the business operating result for the last 6-month-period of the year 2017 (01/07/2017 - 31/12/2017).

☐ ເຫັນດີ ☐ ບໍ່ເຫັນດີ
Approve Disapprove

ວາລະທີ 6: ພິຈາລະນາ ແລະ ອະນຸມັດແຕ່ງຕັ້ງຜູ້ກວດສອບບັນຊີພາຍນອກ ແລະ ການກຳນົດຄ່າຈ້າງ ຂອງຜູ້ກວດສອບບັນຊີພາຍນອກ ປີ 2018.

Agenda No. 6 To Consider and approve the appointment of the independent auditors and the determination of the remuneration of the independent auditors for the year 2018.

☐ ເຫັນດີ
Approve

☐ ບໍ່ເຫັນດີ
Disapprove

ວາລະທີ 7: ພິຈາລະນາ ແລະ ອະນຸມັດການຄັດເລືອກສະພາບໍລິຫານຊຸດໃໝ່ແທນສະພາບໍລິຫານຊຸດເກົ່າ ທີ່ຄົບອາຍຸການ.
Agenda No. 7 To consider and approve the members of the Board of Directors in replacement of the members of the Board of Directors whose term are finished.

☐ ເຫັນດີ
Approve

☐ ບໍ່ເຫັນດີ
Disapprove

ວາລະທີ 8: ພິຈາລະນາ ແລະ ອະນຸມັດແຜນຍຸດທະສາດ ຂອງບໍລິສັດ ປີ 2016-2025.
Agenda No. 8 To consider and approve the strategic plan of the Company from the year 2016-2015.

☐ ເຫັນດີ
Approve

☐ ບໍ່ເຫັນດີ
Disapprove

ວາລະທີ 9: ພິຈາລະນາ ແລະ ອະນຸມັດການສ້າງຕັ້ງບໍລິສັດ ບໍລິການຄຸ້ມຄອງການຜະລິດ ແລະ ປ່າລຸງຮັກສາຈຳກັດຜູ້ດຽວ.
Agenda No.9 To consider and approve the establishing of EDL-Gen Operation and Maintenance service sole Company Limited.

☐ ເຫັນດີ
Approve

☐ ບໍ່ເຫັນດີ
Disapprove

(5) ການລົງຄະແນນສຽງຂອງຜູ້ຕາງໜ້າ ໃນວາລະປະຊຸມໃດທີ່ບໍ່ເປັນໄປຕາມທີ່ລະບຸໄວ້ໃນໃບມອບສັນທະສະບັບນີ້ ໃຫ້ຖືວ່າການລົງຄະແນນສຽງນັ້ນບໍ່ຖືກຕ້ອງ ແລະບໍ່ແມ່ນການລົງຄະແນນສຽງຂອງຂ້າພະເຈົ້າ ໃນຖານະຜູ້ຖືຮຸ້ນ.

Voting of the proxy in any agenda that is not as specified in this Proxy shall be considered as invalid and shall not be my/our voting as a shareholder.

(6) ໃນກໍລະນີທີ່ຂ້າພະເຈົ້າ ບໍ່ໄດ້ລະບຸຄວາມຕ້ອງການໃນການລົງຄະແນນສຽງໃນວາລະປະຊຸມໃດໄວ້ ຫຼືລະບຸໄວ້ບໍ່ຈະແຈ້ງໃຫ້ຖືວ່າເຫັນດີ.

In case I/we have not specified my/our voting intention in any agenda or not clearly specified, it shall be deemed approved.

ການກະທຳໃດ ທີ່ຜູ້ຕາງໜ້າໄດ້ກະທຳໄປໃນກອງປະຊຸມ, ເວັ້ນແຕ່ກໍລະນີທີ່ຜູ້ຕາງໜ້າບໍ່ລົງຄະແນນສຽງ ຕາມທີ່ຂ້າພະເຈົ້າລະບຸໃນໃບມອບສັນທະສະບັບນີ້, ໃຫ້ຖືວ່າຂ້າພະເຈົ້າໄດ້ກະທຳເອງທຸກຢ່າງ.

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified in the Proxy, shall be deemed as having been carried out by myself/ourselves in all respects.

ລົງລາຍເຊັນ/Signed ຜູ້ຖືຮຸ້ນທີ່ມອບໝາຍ/Grantor

(.....)

ລົງລາຍເຊັນ/Signed ຜູ້ຕາງໜ້າ/Proxy

(.....)

ໝາຍເຫດ

1. ຜູ້ຖືຮຸ້ນທີ່ມອບໝາຍຈະຕ້ອງມອບໝາຍໃຫ້ຜູ້ຕາງໜ້າພຽງຜູ້ດຽວເປັນຜູ້ເຂົ້າຮ່ວມປະຊຸມແລະລົງຄະແນນສຽງ, ແລະບໍ່ສາມາດແບ່ງແຍກຈຳນວນຮຸ້ນໃຫ້ຜູ້ຕາງໜ້າຫຼາຍຄົນເພື່ອແຍກການລົງຄະແນນສຽງໄດ້.

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.

2. ກົດໝາຍວ່າດ້ວຍທະບຽນສານ (ສະບັບປັບປຸງ) ເລກທີ 11/ສພຊ, ລົງວັນທີ 26 ພະຈິກ 2009, ເພື່ອເປັນການຮັບປະກັນຄວາມຜຸກພັນຂອງຜູ້ມອບໝາຍແລະຜູ້ຕາງໜ້າທາງດ້ານກົດໝາຍ, ດັ່ງນັ້ນໃບມອບສັນທະສະບັບນີ້ຈະຕ້ອງໄດ້ນຳໄປຈົດທະບຽນສານ, ໃນນີ້ບໍລິສັດຈະບໍ່ຮັບຜິດຊອບໃດໆໃນກໍລະນີທີ່ໃບມອບສັນທະສະບັບນີ້ຍື່ນຕໍ່ບໍລິສັດບໍ່ໄດ້ຈົດທະບຽນສານ.

Pursuant to the Law on Notary (Amended) No. 11/NA, dated 26 November 2009, in order for the appointment by the shareholder to the proxy to have legal effect, this Proxy must be registered with the court. In this regard, the Company will not take any responsibility in the case where the Proxy submitted to the Company has not been registered with the court.

**Documents and Evidences Required to be Presented Prior to Attending the Meeting,
Proxy, Registration and Voting at the Shareholders' Meeting**

For your convenience for the registration process to attend the Annual General Shareholders' Meeting for the Year 2017 of EDL-Generation Public Company, the shareholders or the proxies who will attend the Meeting shall bring the invitation to the Meeting, registration form and proxy form for the registration.

The Company reserves the right to allow only the shareholders or the proxies who have proper and complete documents to attend the Meeting.

1. **(Valid) documents and evidences required to be presented by the shareholders or the proxies prior to attending the Meeting**
 - 1.1. Shareholders who are natural persons
 - 1.1.1. Shareholders attending the Meeting themselves shall present valid document issued by governmental authorities, e.g. the identification card or passport (for foreign shareholders), including the evidence of name or last name change (if any).
 - 1.1.2. Shareholders appointing a proxy to attend the Meeting. A proxy shall present the documents as follows:
 - (1) A proxy form as attached to the invitation to the Meeting, which has been duly completed and signed by the shareholder and the proxy.
 - (2) A copy of valid document of the shareholder issued by governmental authorities as specified in Item 1.1.1., which has been certified true and correct by the shareholder.
 - (3) Valid document of the proxy issued by governmental authorities, e.g. the identification card or passport (for foreign proxy), including the evidence of name or last name change (if any).
 - 1.2. Shareholders who are juristic persons
 - 1.2.1. Representatives of shareholders (authorized directors) attending the Meeting themselves shall present the documents as follows:
 - (1) Valid documents of the representatives of the shareholder (authorized directors) issued by governmental authorities, e.g. the identification card or passport (for foreign representatives of the shareholder (authorized directors), including the evidence of name or last name change (if any).
 - (2) Copies of the Foreign Investment License (if any), the Enterprise Registration Certification (Affidavit), the Articles of Association and the Tax Certificate (of the latest year) of the shareholder specifying that the representatives of the juristic person attending the Meeting are duly authorized to represent the shareholder, which have been certified true and correct by the representatives of the shareholder (authorized directors).
 - 1.2.2. Shareholders appointing a proxy to attend the Meeting. A proxy shall provide the documents as follows:
 - (1) A proxy form as attached to the invitation to the Meeting which has been duly completed and signed by the shareholder and the proxy.
 - (2) Copies of the Foreign Investment License (if any), the Enterprise Registration Certification (Affidavit), the Articles of Association and the Tax Certificate (of the latest year) of the shareholder specifying that the representatives of the juristic person are duly authorized to represent the



shareholder, which have been certified true and correct by the representatives of the shareholder (authorized directors).

- (3) Valid documents of the representatives of the shareholder (authorized directors) issued by governmental authorities as specified in Item 1.2.1(1), which have been certified true and correct by the representatives of the shareholder (authorized directors).
- (4) Valid document of the proxy issued by governmental authorities, e.g. the identification card, or passport (for foreign proxy), including the evidence of name or last name change (if any).

1.2.3. Shareholders who are foreign juristic persons

- (1) Please follow the instructions in Item 1.2.1 or Item 1.2.2, as the case may be.
- (2) Documents of foreign juristic person shall be translated into Lao or English, and such translation shall be certified by the representatives (authorized directors) of such foreign juristic persons.

2. Proxy

Shareholders who are unable to attend the Meeting themselves may appoint a proxy to attend the Meeting on the shareholders' behalf by proceeding as follows:

- 2.1. Appoint any person or one of the directors of the Company to attend and vote at the Meeting on the shareholder's behalf by specifying the name and details of the proxy or marking (✓) in the ☐ in front of the name of one of the directors as provided in the proxy form to be the proxy to attend the Meeting.
- 2.2. Return the duly completed proxy form to the Company Secretary Office before **06 April 2018** or at least an hour before the Meeting starts for verification of documents.

In this regard, shareholders may not split shares to appoint several proxies to split votes in the Meeting. Each of the shareholders shall authorize the proxy to cast the votes equaling to the same number of shares held by such shareholder, and shall not appoint only parts of the shares held by such shareholder.

3. Registration

The Company will start the registration process for attending the Annual General Shareholders' Meeting for the Year 2017 of EDL-Generation Public Company 2 hours before the Meeting starts or from 1.30 p.m. - 3.00 p.m. on **06 April 2018**, at Meeting Room, 1st Floor, EDL Headquarter Building, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital. Please refer to the map attached.

In each Agenda, the Company will temporarily suspend the registration process before voting and will re-open the registration process again after the completion of vote counting.

4. Voting

4.1. Voting Regulation

- (1) One share is entitled to one vote. Shareholders shall only cast the votes equaling to the same number of shares held.
- (2) The Company will prepare ballots for every agenda which requires votes. In this regard, the Company will distribute the ballots to the shareholders and proxies at the time of registration. Except for the case of proxy in which the voting has been clearly specified in the proxy form, the Company will not distribute the ballots to the proxies. The shareholders and the proxies who register after the Meeting has commenced will receive only the ballots for the remaining agenda.

4.2. Voting Procedures in Each Agenda

In casting votes in each agenda, the Chairman will ask if anyone disapproves in order to save time of the shareholders and the proxies as a whole. The shareholders and the proxies who approve shall not put any mark in the ballots, while the shareholders and the proxies who disapprove shall put a mark (✓) in the ☐ Disapprove box and sign the ballots and raise their hands to deliver the ballots to the Company's staff members for vote counting. Except for the case of proxy in which the voting has been clearly specified in the proxy form, the Company will record such votes at the time of the registration.

In this regard, in the event that the shareholders or the proxies submit their disapproval ballots after the Chairman has announced the voting result of each Agenda to the Meeting, the Company will disregard such disapproval votes.

4.3. Vote Counting and Announcement of Voting Result

Prior to the commencement of the Meeting, Managing Director of the company shall explain the vote counting procedures to the Meeting. The Company will count the votes and inform the voting result to the Meeting before each agenda is finished.

The Company will deduct the disapproval votes from the total votes. The remaining votes will be deemed as approval votes.



Map of the Meeting Venue



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