



ບົດລາຍງານ ປະຈຳປີ ANNUAL REPORT 2023



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I Background of EDL-Generation Public Company

❖ Vision

1. A leading company in Lao PDR in generating the stable electric power, to fulfil the demand of socio-economic development of Lao PDR and the region in line with the green and sustainable direction.
2. A leading company in providing the operation and maintenance services to power producers in Lao PDR and the region.
3. A leading company that creates the added values for Shareholders.

❖ Mission

1. To supply electric power from clean and renewable energy sources by taking the environment into account, ensuring the energy security and sustainability for Lao PDR and the region.
2. To comprise the clear, transparent and auditable decision-making process.
3. To collaborate closely with strategic partners and power distributors to supply electricity for domestic and regional socio-economic development.
4. To enhance the effectiveness and improve the company in all aspects, in order to become the producer and provider of the operation-maintenance service for power producers in Lao PDR and the region.
5. To invest in businesses which emphasis the creating of added values both short term and long term with highest returns continuously for Shareholders.

❖ Core Business Operations

1. To generate and sell (wholesale) electricity to EDL as well as to construct transmission lines and substations as necessary.
2. To invest in power generation assets constructed and planned by EDL, or to invest in or acquire shares wholly owned or partially owned by EDL in IPPs.
3. To provide operation and maintenance services to power generation projects in Lao PDR.

II. Message from Board of Director

1. Message from the Chairman of the Board of Directors

Dear respected shareholders,



I, as the chairman of the board of directors of EDL-Generation Public Company, feel honored to represent the board of directors and the company's employees to comment on EDL-Generation Public Company's business performance result in year 2023. During the past year, facing economic and financial challenges, our company, especially all 12 members of the board of directors, including the board of directors at all levels, have focused on the management and implementation of the directions proactively and with high responsibilities with intention to lead the company in operating business, resolving and overcoming difficult situations to gradually improve efficiency, in combination with the commitment and the unity of all employees of the company who have contributed their labor for implementation of the company's plans. In this regard, the board of directors has operated the business according to the principles of good management and has divided duties and assigned responsibilities for the implementation of work to each committee according to different roles clearly in order to perform their duties in considering, resolving and providing directions to the board of directors of EDL-Generation Public Company in the implementation of work effectively. Committees under the Board of Directors include: Risk Management Committee, Nomination and Remuneration Committee, Audit Committee, Corporate Governance Committee and Committee responsible for transfer of dam projects and transfer of EDL-Generation Public Company's shares in independent power producer projects between EDL-Generation Public Company and Electricite Du Laos. Throughout the past year 2023, EDL-Generation Public Company gave importance on management by focusing on implementing the resolutions of the shareholders' meeting and the board of directors' meetings to be effective and realistic.

In year 2023, it can be observed that EDL-Generation Public Company's business operations faced various challenges and difficulties that are the factors which affect business operations. This includes the economic situation at the macro level of Laos, the regional economy and the global economy which still encounters difficulties combined with the risk of global climate change, which is an external factor that our company cannot control. In response to this situation, the company's board of directors has taken all necessary measures to produce and sell electricity to Electricite Du Laos within normal range and to pay attention to administration and management of shares of EDL-Generation Public Company that invested in independent electricity producer projects to maximize its efficiency. The importance is the company has been strict in budget management to ensure it is more effectively used, which would help to save the company's expenses significantly compared to year 2022, we have improved the organizational system and have deployed personnel to each department appropriately to raise the quality of their performance as well as improved and increased the effectiveness in monitoring, inspection and evaluation for each work. The most important issue, EDL-Generation Public Company has also paid attention and prioritized the measures for management of domestic and foreign debts that EDL-Generation Public Company has an obligation to pay in 2023, although it has tendency to increase by around 20% from year 2022 due to the impact of foreign exchange rates, the company is still manage to ensure the payment and fulfilment of obligations to the creditors completely and on time, which is the way to maintain the company's image and confidence of the creditors and shareholders. At the

same time, strict measures have been taken to limit the ceiling of new loans, especially loans with high interest rates in order to maintain the debt position of EDL-Generation Public Company at a manageable level.

However, in 2023, EDL-Generation Public Company also continued to build confidence for investors by continuing to study and create new markets to export electricity to neighboring countries which is in line with the vision, mission and goals of the company's long-term strategic plan to increase the value of the business to grow continuously meanwhile creating new strategies to maintain the company's liquidity, such as buying and selling shares invested in independent electricity producers to select projects that generate remuneration to EDL-Generation Public Company in the short and long term; continue to develop the organization to be a leading company in the supply of electricity with clean renewable energy sources and contribute to the stability and sustainability of energy for the country and the region, which can be seen from the results of the evaluation of the management of the company which are rated as good and it is awarded for outstanding information disclosure and outstanding management in year 2023 for the companies listed in the Lao Stock Market from the Lao Stock Market Company.

In year 2024, I believe that along with generating income and continuing to develop the EDL-Generation Public Company's business, the board of directors and employees at all levels of EDL-Generation Public Company will continue to emphasize and give more importance to social and environmental responsibility work by continuing to implement various projects to improve the quality of life of the communities surrounding the hydropower dams that the company manages gradually on the basis of community participation, creating reasonable added value for shareholders and building confidence for domestic and foreign investors. All of the above will be achieved when the spirit of unity and high responsibility of the members of the board of directors is present, the board of directors and employees at all levels of EDL-Generation Public Company perform their roles and responsibilities according to assigned obligations by the shareholders in business operations to achieve the expected success which contributes to national development.

Your sincerely,

The Chairman of the Board of Directors



Soulivath SOUVANNACHOUMKHAM

2. Message from the Managing Director CEO.

Dear respected shareholders,



EDL-Generation Public Company (EDL-Gen) stands at the forefront of the nation's electricity generation sector, with a strong capacity to consistently deliver energy that aligns with our national demand and socio-economic growth policies. As part of our country's strategic development, EDL-Gen plays a pivotal role in supporting the party's vision for industrialization and modernization.

As the Managing Director, I am filled with pride and gratitude for the opportunity to steer our company towards progressive growth, ensuring we achieve outstanding business results and deliver substantial benefits to our shareholders, the government, and the nation.

In the face of volatile economic conditions affecting global and regional markets, EDL-Gen has felt the impact on our economic, financial, and currency stability. Nevertheless, our executive team, including myself, has been actively managing our operations to mitigate these effects as much as possible.

In the year 2023, EDL-Gen's operations involved generating electricity for Electricite Du Laos (EDL), serving both local and regional needs. Our total energy output reached 7,432.49 GWh, which is 92.53% of our targeted plan. This includes power from our wholly-owned hydroelectric power plants (HPPs) and our investments in Independent Power Producers (IPPs). Notably, our HPPs produced 2,994.76 GWh, surpassing our goal by 11.62% due to higher-than-expected water inflow. However, IPP generation fell short of our projections, largely due to factors beyond our control. Climate change remains a significant risk, affecting water inflow and, consequently, our operations.

Beyond energy production, EDL-Gen is deeply committed to environmental stewardship and social progress. We prioritize the conservation of forests and water resources, essential to our power generation and in harmony with both national and international socio-economic development goals. Our commitment to reducing our carbon footprint is unwavering, with initiatives like the carbon credit mechanism positioning Laos as a leader in carbon neutralization. EDL-Gen also actively engages in social development, fulfilling our responsibilities outlined in government concession agreements and through voluntary Corporate Social Responsibility efforts, all aimed at improving the quality of life for the people of Laos and bolstering the national economy.

Looking ahead to 2024, EDL-Gen is set to further champion the cause of green and sustainable energy, ensuring a reliable electricity supply both locally and regionally. We are also poised to broaden our business horizons in energy development, adding value through activities such as power plant management and maintenance, green carbon credit trading, and strategic investments in IPPs.

Guided by the party committee, the government, and our board of directors, I am confident that our managing directors and staff will dedicate their skills and efforts to drive our development forward and achieve our collective goals.

I extend my best wishes for prosperity, joy, and success in both your professional and personal endeavors.

Warm regards,

Managing Director CEO



Vongsakoun YINGYONG

3. Message from the Audit Committee

EDL-Gen's Audit Committee is honored to express the opinions and guidance on audit works of the Company, which EDL-Gen's Audit Committee consists of 4 members: 1. Mr. Khammoune VIPHONGXAY, Chairman of Audit Committee; 2. Mr. Somlath MEKAKATH, Vice-chairman of Audit Committee, 3. Mr. Khamkeo VISYSOMBATH, Member of Audit Committee, and 4. Mr. Pasomphet KHAMTANH, Member of Audit Committee, whose title is neither EDL-Gen's managing directors or staffs. Therefore, there is an Internal Audit Department which led by Mr. Neekone Keovilay and acts as the leader of corporate secretary of audit committee.

The Audit Committee has diligently fulfilled its duties in accordance with the regulations and requirements of EDL-Gen. Additionally, it has adhering to its obligations as outlined by the related regulations of the Lao Securities Commission Office (LSCO) and Lao Securities Exchange (LSX), as delegated by the Board of Directors (BOD) in alignment with the principles of Good Corporate Governance (CG). The committee has reviewing and encouraged EDL-Gen to adhere to CG principles, including the implementation of robust risk management schemes and effective internal controls, while ensuring compliance with regulations. This is essential for promoting transparency, efficiency, and effectiveness in auditing processes. To further enhance the quality of internal audits and generate sustainable value and profits for EDL-Gen, the committee aligns between the company's missions, visions, objectives, and the functions of the Audit Department. In doing so, it considers all stakeholders of the company across various aspects, thus fulfilling its duties as follows:

1. Building Trust of Good Corporate Governance, Risk Management, and Internal Control, ensuring compliance with laws and standards. This includes empowering among employees regarding the importance of exercising caution and prudence in their work. Additionally, reviewing regulations pertaining to the proper execution of tasks and enforcing administrative controls in accordance with internal control procedures is imperative. These measures are aimed at instilling confidence among stakeholders, thereby facilitating mutual benefits.
2. Enhancing the strength and quality of internal auditing within EDL-Gen is crucial to align with its vision, mission, strategic plan, and stakeholders' expectations in an efficient, effective, and reliable manner. This involves increasing the role of providing advice to add value to EDL-Gen while concurrently focusing on the continuous development of personnel within the audit department. Additionally, improving and developing operational processes by integrating technology into audit work is essential. These efforts are aimed at achieving operational excellence and ensuring that auditing practices meet the evolving needs of the company and its stakeholders.
3. Enhancing monitoring, problem-solving, and prevention of issues or findings from audit results conducted by External Auditors, Internal Auditors, The State Audit Organization, and State Inspection Authority audit agencies across various processes is essential. This can be achieved by encouraging auditees to improve and rectify findings accurately, completely, systematically, and clearly. Additionally, emphasis should be placed on timely submission according to audit principles and legal regulations. This approach ensures adherence to audit standards and promotes effective governance within the organization.

Overall, the audit committee will continue to encourage, improve, and monitor so that EDL-Gen maintains a strong corporate governance system, effective risk management, and robust internal controls. This commitment aims to build trust, enhance credibility, and create sustainable added value for the company's shareholders.

Khammoune VIPHONGXAY
Chairman of Audit Committee

4. Message from the Risk Management Committee

EDL-Gen's Risk Management Committee consists of 3 independent directors, is responsible for controlling, studying, seeking solutions for monitoring, and assessing the risk of production, administration, and financial status of the company. These are efforts to ensure the business implementation of EDL-Gen as assigned by the Board of Directors (BOD), shareholders and related requirements.

The Risk Management Committee has complied the requirements of the ordinary and extraordinary meetings to review and examine the result of previous risk management-related issues in EDL-Gen BOD's meetings. Thus, most of the risks that occurred and might occur in the future would be significantly resolved and reduced.

From now onwards, the Risk Management Committee will continually collaborate with other committees of EDL-Gen's BOD to resolve problems and create measurements against any potential risks that might be found from both internal and external factors, in order to guarantee the efficiency and effectiveness of the business operation.

Mr. Somphit KEOVICHIT
Chairman of Risk Management Committee

5. Message from Corporate Governance Committee

The Corporate Governance Committee consists of 5 members, with 1 vice-chairman of BOD, who appointed as chairman of Corporate Governance Committee. The CGC has responsible for:

- Researching, creating, and improving policies on human resources and organization management.
- Researching, creating, and improving strategy plan, implementation plan, monthly, quarterly, and annual budgeting plan.
- Research the roles, rights, and duties between board of directors and EDL-Gen's management team.
- Research, follow up, resolve any dispute that related to EDL-Gen's benefits, in order to propose to the BOD to be considered.
- Report EDL-Gen's business operation outcomes to BOD.
- Disclose the annual report of business operation regarding lists of participants; number of meetings, assessment results and the summary of activities that the committees practiced.
- Practice the rights and duties in comply with the board of director agreement of Lao Securities Committee, EDL-Gen's regulations, related rules or according to the assignment of the BOD.

In 2023, the Corporate Governance Committee held 02 ordinary meetings in which the meeting discussed the business plan of EDL-Gen for the year 2023 and the organizational framework of Nam Ngum-1 and Nam Song HPPs and researched the approval of the business plan of EDL-Gen for the year 2024.

Chanthaboun SOUKALOUN

Chairman of Corporate Governance Committee

III. Background of EDL-Generation Public Company

1. Establishment and history of growth

EDL-Generation Public Company (“EDL-Gen” or the “Company”) was incorporated as a public company with limited liability on 15 December 2010 through a corporate spinoff from Electricité Du Laos (“EDL”). EDL’s power generation assets, including Nam Ngum 1, Nam Mang 3, Nam Leuk, Xeset 1, Xeset 2, Selabam and Nam Song hydropower plants, with the total installed capacity of 387 Megawatts (MW), as well as technical staff of the hydropower plants and related employees at EDL headquarters were transferred to EDL-Gen.

EDL-Gen’s initial registered capital was 2.605.792.200.000 Kip, divided into 651.448.050 shares (4.000 Kip per share). EDL-Gen then approved the increase of its capital by issuing 217.149.000 shares for the initial public offering (IPO). On 7 January 2011, the company had the registered capital of 3.474.388.200.000 Kip, which amounted to 868.597.050 shares. On 11 January 2011, EDL-Gen was officially listed on the Lao Securities Exchange (LSX). As a result, EDL-Gen’s shareholding structure changed to 75% owned by EDL and 25% owned by the public investors.

In the middle of 2012, EDL-Gen successfully increased its capital through the Rights Offering (RO) and Public Offering (PO) in order to purchase equity stakes in four Independent Power Producers (IPPs) from EDL, namely Theun Hinboun (60%), Nam Ngum 2 (25%), Houay Ho (20%) and Nam Lik 1-2 (10%). These equity stakes represent a combined additional capacity of 494 MW. Consequently, the Company’s operating installed capacity increased to 881 MW. Therefore, at the end of 2012, EDL-Gen had the registered capital of 4.904.867.060.000 Kip and 1.226.216.765 shares. EDL was still maintained its 75% shareholding in EDL-Gen.

On 12 December 2014, EDL-Gen officially issued debentures and successfully raised the targeted THB 6.500 million. This financial capital is for financing investments in additional 392 MW, comprising of 4 hydropower projects to be transferred from EDL to EDL-Gen with a combined installed capacity of 292 MW; and the acquisitions of shares from EDL held at 5 IPPs with a total of 100 MW.

On 10 February 2015, EDL-Gen successfully transferred shares of Nam Ngum 5 Hydropower plant (15%) from EDL, which increased the total installed capacity of the Company to 899 MW.

To promote continued growth, in September 2015 EDL-Gen issued the third ordinary shares under RO and PO, raising 2.754 billion Kip. This amount of funds was used to finance a further business expansion of 386,2 MW, including 5 wholly-owned projects from EDL with a combined 277,9 MW, and shares from EDL in 6 IPPs with equity attributed installed capacity of 108,3 MW. The registered capital of the Company increased to 6.717.214.788.000 Kip and the total number of shares increased to 1.679.303.697 shares; EDL was still maintained its 75% shareholding in EDL-Gen.

On 24 December 2015, EDL-Gen completed the transfer of 3 hydropower projects from EDL, namely Nam Khan 2 hydropower plant with an installed capacity of 130 MW,

HouayLamphanGnai hydropower plant with an installed capacity of 88 MW and Nam Sana hydropower plant with an installed capacity of 14 MW, which increased the total installed capacity of the Company to 1.131 MW.

EDL-Gen issued USD debentures valued USD 312 million in Thailand on September 2nd, 2016. The financial capital was planned for investments in 10 projects, which are Selabam Extension Project, Xeset 2 Extension Project, Nam Theun 1 Project, Pak Beng Project, Solar Farm Project Phase 1, Nam Dik 1 Project, Overhaul of Xeset 1-2 and Nam Mang 3 unit 2, Nam Phoun Project (Finance cost), and Nam Bi 1,2,3 Project (Finance cost).

EDL-Gen Operation and Maintenance Service Sole Co., Ltd was established on December 14, 2017.

On 18 January 2018, EDL-Gen completed the transfer of shares representing 10% or 3,4 MW in Nam Beng hydropower plant. On 4 February 2018, EDL-Gen successfully acquired 20% equity stake, equivalent to 52 MW, in Don Sahong hydropower plant. On 13 July 2018, EDL-Gen issued Thai Baht Debentures in Thailand valued at THB 13.660,4 Million. This fund was used to acquire shares of Xayabury and Donsahong hydropower plants. In the same year, 20 % share of Nam Long HPP, equivalent to equity capacity of 1 MW, was transferred to EDL-Gen. Moreover, a Solar farm with 19,2 MW of EDL-Gen equity megawatt ownership was built.

On 19 March 2019, EDL-Gen successfully acquired shares of Xayaburi Power Company Limited (20%) from EDL with an installed capacity of 257 MW. In May 2019, EDL-Gen completed the acquisitions of 10% shares of Nam Mang 1 Power Company Limited with an installed capacity of 6,4 MW, and 15% of Nam Ou 2, 5 and 6 with an installed capacity of 18 MW, 36 MW and 27 MW respectively. As a result, the total operating installed capacity of the Company rose to 1.643,2 MW.

In 2020, the total operating installed capacity of EDL-Gen was 1.682,75 MW, which includes 10 wholly owned hydropower projects with the total installed capacity of 699 MW (including Nam ngeum-1 extension Project), and 16 Independent Power Producer (IPPs) that EDL-Gen invested in equity stakes with the total installed capacity by stake of 983,75 MW, in which 15 hydropower projects and 1 solar power project.

On 19 February 2021, Transfer of 24% EDL-Gen shares from Electricite Du Laos (“EDL”) to Phongsubthavy Road-Bridge, Building and Irrigation Construction Sole Co., Ltd (“PGC”).

In the year 2022, the total operating installed capacity of EDL-Gen was 1.789,7MW, which includes 10 wholly owned hydropower projects with the total installed capacity of 699MW (including Nam ngeum-1 extension Project), and 18 Independent Power Producer (IPPs) that EDL-Gen invested in equity stakes with the total installed capacity by stake of 1.090,7MW.

In the end of 2023, the total operating installed capacity of EDL-Gen was 1.736,72 MW, which includes 10 wholly owned hydropower projects with the total installed capacity of 717 MW (including Nam ngeum-1 extension Project No 7&8, Xeset2 and Selabam extension Project), and Power Producer (IPPs) that EDL-Gen invested in equity stakes with the total installed capacity by stake of 1.019,72 MW.

2. EDL-Gen to invest 25% or more

Project Name	Share of EDL-Gen(%)	Shareholders
Theun-Hinboun Power Company(THPC)	60	1) EDL-GEN: 60% 2) GMS International Pte., Limited: 20% 3) Nordic Hydropower AB: 20%
Nam Ngum 2 Power Company (NN2PC)	25	1) SouthEast Asia Energy Limited: 75% 2) EDL-GEN: 25%
Lower HouayLamphan	60	1) EDL-Gen: 60% 2) Vientiane Automation and Solution Engineering Co., Ltd.: 40%
Nam Dik 1	70	1) EDL-Gen: 70% 2) National Consulting Group (NCG): 30%
Nam Bi Power Co.,Ltd 1-2-3	80	1) EDL-Gen: 80% 2) Chanthavone Road and Bridge Construction and Maintenance Company: 20%
Nam Phoun	51	1) EDL-Gen: 51% 2) SOK Corporation Co., Ltd.: 49%

IV. Business Operation and Productivity Performance

1. Electricity Generation

In 2023, EDL-Gen was able to generate electricity with a total energy of 7.432,49 GWh, equivalent to 92,53% of plan and 97,42% of the last year's actual generation. More details are followed:

All Hydro Power Plants (HPPs) that are wholly owned by EDL-Gen generated electricity of 2.994,76 GWh, which was 111,62% of the company's plan, and equal to 107,10% compared to the year 2022.

The power production of Power Producers (IPPs) according to EDL-Gen shareholding proportion achieved 4.437,73 GWh, equal to 82,95% of plan and 91,82% in comparison to last year.

Description (Unit: GWh)	2023			2022	
	Actual Implementation	Planning	Comparison of Planning	Actual Implementation	Comparison of 2021
EDL-Gen HPPs	2.994,76	2.683,02	111,62%	2.796,30	107,10%
IPPs	4.437,73	5.349,66	82,95%	4.833,27	91,82%
Total	7.432,49	8.032,68	92,53%	7.629,57	97,42%

2. Financial Performance

In 2023, the revenue, expenses and profit (loss) are reported in the table below:

Unit: Million LAK

Description	Actual 2023	Plan 2023	Changes	Comparison of 2023's Plan	Actual 2022	Changes	Comparison of 2022
	1	2	3=1-2	4=3/2	5	6=1-5	7=6/5
Revenue	3.152.517	2.788.753	363.764	13,04%	6.733.987	(3.581.470)	-53,18%
Revenue from sale	1.410.011	1.265.358	144.653	11,43%	1.267.355	142.656	11,26%
Other income	462.865	42.741	420.124	982,95%	4.027.326	(3.564.461)	-88,51%
Share of profit from investment in associates and joint ventures	1.279.641	1.480.654	(201.013)	-13,58%	1.439.306	(159.665)	-11,09%
Expenses	4.246.253	4.375.597	(129.344)	-2,96%	4.595.974	(349.721)	-7,61%
Cost of sale	693.656	586.697	106.959	18,23%	632.991	60.665	9,58%
Operating and administrative expenses	241.219	187.376	53.843	28,74%	210.120	31.099	14,80%
Financial cost	1.233.223	1.119.982	113.241	10,11%	1.049.068	184.155	17,55%
Net Foreign Exchange Loss	2.077.036	2.481.542	(404.506)	-16,30%	2.623.348	(546.312)	-20,82%
Income Tax expense	1.119	-	1.119		80.447	(79.328)	-98,61%
Net Profit/(Loss)	(1.093.736)	(1.586.844)	493.108	-31,07%	2.138.013	(3.231.749)	-151,16%

- **Revenue:** EDL-Gen's total revenue comprises of revenue from electricity sales to EDL, share of profits from investments in joint ventures and associates (IPPs) and other income, details of which are as below:

- Revenue from sales of electricity to EDL: LAK 1.410.011 Million.
- Share of profits from investments in IPPs: LAK 1.279.641 Million.
- Other income: LAK 462.865 Million.

Therefore, the total revenue was LAK 3.152.517 Million.

- **Expenses:** the expenses incurred for business operation include costs of sales, operating and administrative expenses, net foreign exchange loss, finance costs and profit tax expense, details of which are as below:

- Costs of sales: LAK 693.656 Million.
- Operating and administrative expenses: LAK 241.219 Million.
- Net foreign exchange loss: LAK 2.077.036 Million.
- Finance costs: LAK 1.233.223 Million.
- Income Tax expense: LAK 1.119 Million.

Therefore, the total expenses were LAK 4.246.253 Million.

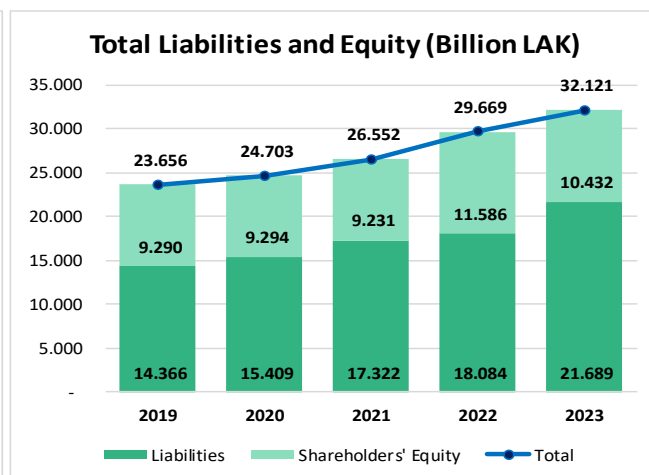
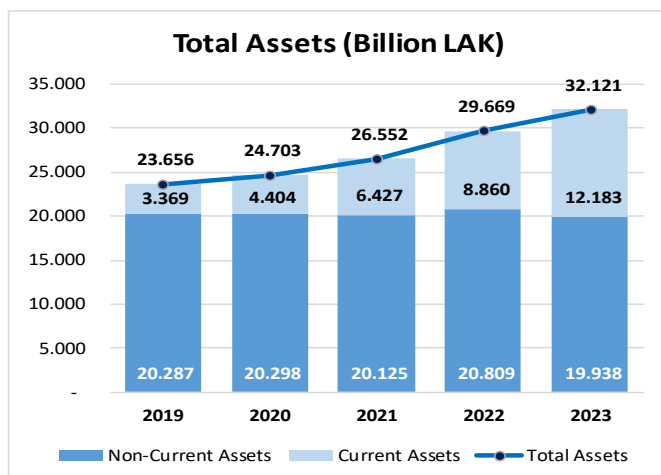
- **Net Profit/(Loss):** In 2023, EDL-Gen's total revenue was 3.152.517 Million and total expenses were LAK 4.246.253 Million. Therefore, the net loss was LAK **(1.093.736)** Million.

3. Financial status information for the past 5 years

❖ Financial Highlights

Financial Highlights	Unit	2019	2020	2021	2022	2023
Total Assets	LAK Million	23.656.378	24.702.826	26.552.167	29.669.222	32.120.934
Total Liabilities	LAK Million	14.365.973	15.409.106	17.321.573	18.083.654	21.688.730
Total Shareholders' Equity	LAK Million	9.290.405	9.293.720	9.230.594	11.585.568	10.432.204
Total Revenue	LAK Million	1.588.177	1.710.170	2.212.671	6.733.987	3.152.517
Total Expenses	LAK Million	1.390.561	1.552.727	2.208.789	4.595.974	4.246.253
Earnings before interest, taxes, depreciation and amortisation (EBITDA)	LAK Million	1.392.102	1.459.889	1.992.967	6.431.103	2.790.409
Net Profit/(Loss)	LAK Million	197.616	157.443	3.882	2.138.013	(1.093.736)

- **Total Revenue:** the sum of Revenue from Sale, Share of Profit from investments in associates and joint ventures, and other income.
- **Total Expenses:** the sum of Cost of Sales, Operating and Administrative Expenses, Finance Costs, Income Tax Expense, Net foreign exchange gain/(loss).
- **Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA):** excluding net foreign exchange gain/loss.

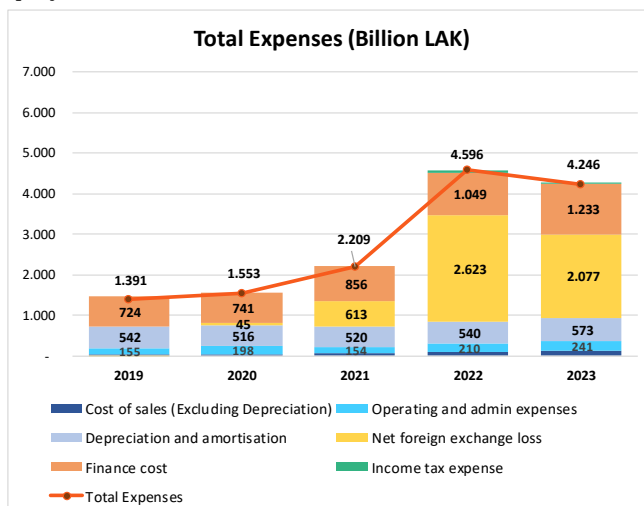
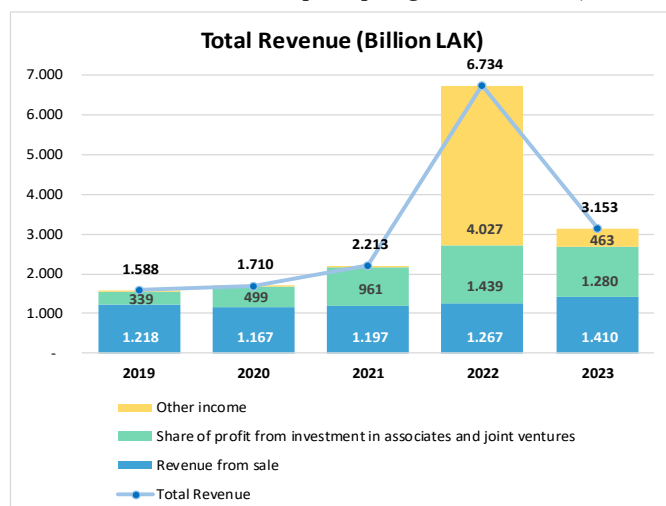


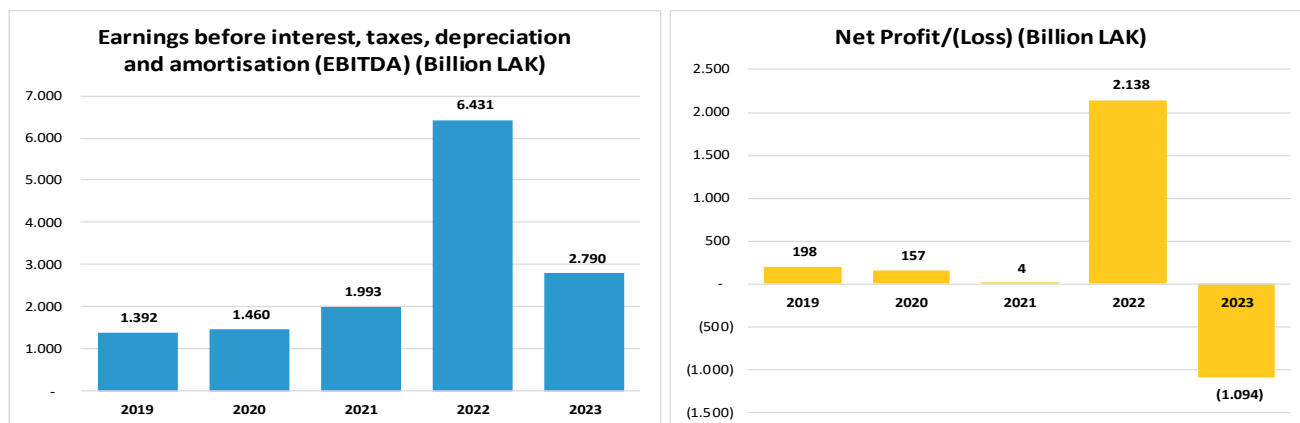
❖ Financial Ratios

Financial Ratios	Unit	2019	2020	2021	2022	2023
EBITDA Margin	%	87,65%	85,37%	90,07%	95,50%	88,51%
Net Profit Margin	%	12,44%	9,21%	0,18%	31,75%	-34,69%
Return on assets (ROA)	%	0,86%	0,65%	0,02%	7,61%	-3,54%
Return on Equity (ROE)	%	2,12%	1,69%	0,04%	20,54%	-9,94%
Debt to Equity (D/E)	Times	1,55	1,66	1,88	1,56	2,08
Interest Bearing Debt to Equity (IBD)	Times	1,49	1,57	1,74	1,45	1,92
Net Interest Bearing Debt to Equity (Net IBD/E)	Times	1,37	1,53	1,72	1,43	1,82

Definition of Financial Ratios:

- EBITDA Margin = EBITDA (excluding net foreign exchange gain/(loss)) / Total Revenue
- Net Profit Margin = Net Profit / Total Revenue.
- Return on Assets (ROA) = Net Profit / Average Total Assets from current and previous year.
- Return on Equity (ROE) = Net Profit / Average Total Equity from current and previous year.
- Debt to Equity Ratio (D/E) = Total Liabilities / Total Equity.
- Interest Bearing Debts to Equity Ratio (IBD/E) = (Long-term Borrowing + Debenture + Current portion of Long-term borrowing + Current portion of debenture + Short-term Borrowing) / Total Equity
- Net Interest Bearing Debts to Equity Ratio (Net IBD/E) = (IBD - Cash or cash equivalent - Short-term investments - Deposit pledged as collateral) / Total Equity





* EBITDA excluding net foreign exchange gain/(loss)

4. Taxes

EDL-Gen is a public company listed in the Lao Securities Exchange and operates its business under the laws of the Lao PDR. Therefore, EDL-Gen obligates to pay taxes to the Government of Laos, Personal Income Tax-Meeting, Royalty Fee, Value Added Tax (VAT) and Withholding Tax. In 2023, the total amount of paid taxes was 11.556 million LAK, equivalent to 39,20% compared to last year, details of which are presented below:

Description (Unit: Million LAK)	2023	Compared to 2022
Personal Income Tax-Meeting	7.592	135,16%
Royalty Fee	3.279	42,36%
Value Added Tax (VAT)	361	2,24%
Withholding Tax	324	-
Total	11.556	39,20%

V. General and Crucial Information of the Company

EDL-Gen located at Lao-Thai Friendship Road, ThongKang Village, Sisattanak District, Vientiane Capital, P.O. Box: 2392, Tel: (856-21) 316142 ; Fax: (856-21) 316141 ; E-mail: edlgenhq@edlgen.com.la, Website: www.edlgen.com.la. There are wholly owned 10 HPPs by EDL-Gen, 18 Projects that EDL-Gen invest in IPPs. In addition to investment in energy generation projects, EDL-Gen provides the operation and maintenance services to power producers in Lao PDR and foreign countries by providing services in the field of personnel, experts, production management consultants, power production management, repair and maintenance of large-small HPPs and power stations of public and private sectors.

VI. Capital Structure and Shareholders

1. Capital Structure

- Registered capital: 6.717.214.788.000 KIP
- The Total Number of Shares: 1.679.303.697 Shares

2. Shareholders' Structure

Shareholders who hold more than 5% of the total number of shares as of **11 March 2024** (Record date).

- 1) Electricite du Laos (EDL) holds 1.259.477.773 shares, equivalent to 75% of EDL-Gen's total number of shares.
- 2) RATCH-Lao Services Company Limited holds 94.848.324 shares, equivalent to 5,65% of EDL-Gen's total number of shares.
- 3) Domestic investors (including EDL-Gen Staff, Individuals and Corporates) and Foreign investors (Individuals and Corporates) hold 324.977.600 shares, equivalent to 19,35% of EDL-Gen's total number of shares.

Top 10 Major Shareholders of EDL-Gen

Rank	Major Shareholders	Type	No. of Shares	% Shares
1	ELECTRICITE DU LAOS	D	1.259.477.773	75,00
2	RATCH-LAO SERVICES COMPANY LIMITED	D	94.848.324	5,65
3	RH INTERNATIONAL (SINGAPORE) CORPORATION PTE	F	74.929.210	4,46
4	BANQUE POUR LE COMMERCE EXTERIEUR LAO	D	38.350.000	2,28
5	VIENGSAVANH SENAPHUAN	D	26.110.680	1,55
6	KRUNG THAI BANK PUBLIC COMPANY LIMITED	F	25.839.533	1,54
7	KRUNGTHAI XSPRING SECURITIES COMPANY LIMITED FOR INDIVIDUAL CLIENT	F	14.807.584	0,88
8	SENGLATY SAVANHKHAM	D	11.528.200	0,69
9	PT SOLE COMPANY LIMITED	D	10.430.800	0,62
10	GULF INTERNATIONAL INVESTMENT HONG KONG LIMITED	F	7.766.666	0,46
Total for Top 10 Major Shareholders			1.564.088.770	93,14
Other shareholders			115.214.927	6,86
Grand Total			1.679.303.697	100,00

Remark: D=Domestic, F=Foreign; Data from Lao Securities Exchange as of 11 March 2024 (latest Record Date)

Shareholders who are legal entities and hold shares of 5 percent or more

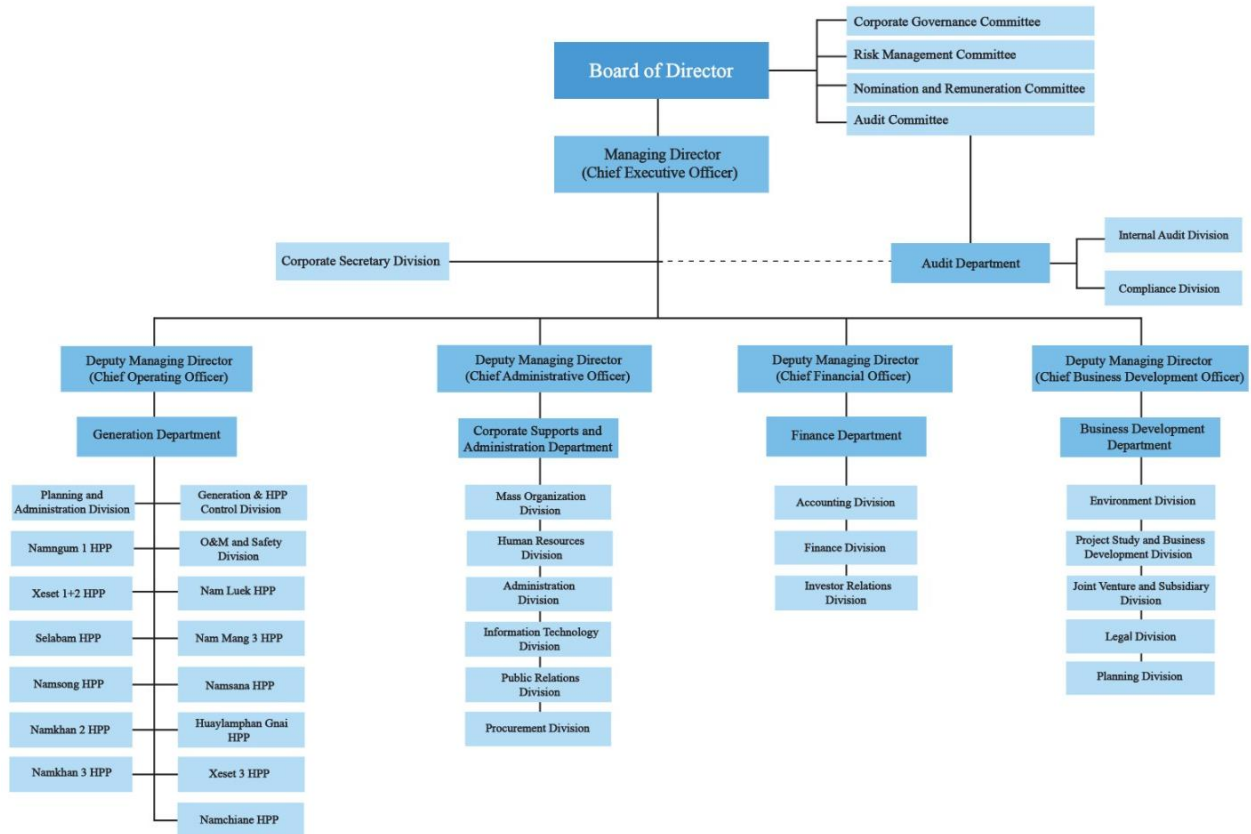
No.	Shareholder name	Details
1	Electricite Du Laos (EDL)	(1) Major shareholder: Ministry of Finance of Lao PDR (100%) (2) Main Business: EDL is a stated-owned enterprise operating Laos' critical energy businesses including investment, management and services related to electrical power generation, transmission and distribution system of Laos.
2	RATCH-Lao Services Co., Ltd.	(1)Major shareholder: RATCH Group Public Company Limited (99,99%). (2)Main Business: a subsidiary holding investments in Laos for RATCH Group and providing operation and maintenance services to power plants in Laos.

VII. Organization Structure

The organization chart of the EDL-Generation Public Company consists of:

As of December 31, 2023 The organization chart of EDL-Gen consists of the board of directors with 12 members, 3 of which are independent directors; 3 members of executive management team, 5 departments, 20 divisions, and 13 hydropower plants.

Organization Chart of EDL-Generation Public Company



❖ EDL-Gen Staff

EDL-Gen and Subsidiaries have 795 staffs, of whom 139 are females.

Details	Permanent staff	
	Total of staff	Female
Head office	127	56
Nam Ngum 1	113	21
Nam Kham 2-3	67	7
Xeset 1-2	68	12
HouayLamphanGnai	39	4
Nam Leuk	57	4
Nam Mung 3	58	10
Xeset 3	28	3
Nam Sana	32	4
Nam Song	24	-
Selabam	32	4
Nam Chain	32	2
Staff in IPP & Joint-Ventures / Associates	105	8
Staff in Xepien-Xenamnoy Project	2	-
Staffs studying abroad	11	4
Total	795	139

Board of Directors

- * Date of Birth: 30/10/1977
- * Nationality: Lao
- * Position : Director General, Public Debt Management Department, Ministry of Finance.
- * Education: Master of International Relations in Economics and Politics, University of Lodz, Lodz, Poland.



Mr. Soulivath SOUVANNACHOUMKHAM
Chairman

- * Date of Birth: 03/05/1973
- * Nationality: Lao
- * Position: Managing Director of Electricite Du Laos (EDL)
- * Education: Master of Business Administration, emphasis in Finance, Avila University, Kansas City, the United States. Bachelor of Science Degree in Electrical Engineering, National University of Laos.



Mr. Chanthaboun SOUKALOUN
Vice Chairman

- * Date of Birth: 05/10/1964
- * Nationality: Lao
- * Position: Managing Director & CEO (EDL-GEN)
- * Education: Master's Degree of Hydropower and Operating Systems, at University of Mechanical Engineering, in Soviet Union.



Mr. Vongsakoun YINGYONG
Director

- * Date of Birth: 01/05/1968
- * Nationality: Lao
- * Positon: Director General of Energy Business Department, Ministry of Energy and Mines
- * Education: Bachelor of Mechanical Engineering, National University of Laos



Mr. Somphith KEOVICHITH
Director

- * Date of Birth: 25/05/1970
- * Nationality: Lao
- * Position: Deputy Director General of State-Owned Enterprises Reform and Insurance Department, Ministry of Finance.
- * Education: Master of Economics and Business, Kyung Hee University, the Republic of Korea.



Mr. Pasomphet KHAMTANH
Director

- * Date of Birth: 20/03/1985
- * Nationality: Lao
- * Position: Deputy Managing Director of Eletricite Du Laos (EDL).
- * Education: Master of Energy and Environmental Engineering, Japan.



Mr. Souksavart SOSOUPHANH
Director

- * Date of Birth: 10/10/1978
- * Nationality: Lao
- * Position: Chairman of the Board of Directors and President of Phongsubthavy Road, Building and Irrigation Construction Sole Co., Ltd.
- * Education: Sengsavanh Business Management University



Mr. Phongsavath SENAPHUAN
Director

- * Date of Birth: 21/07/1972
- * Nationality: Thai
- * Position: Managing Director of Phongsubthavy Road, Building and Irrigation Construction Sole Co., Ltd.
- * Education: Master of Public Administration, Tsinghua University, China.



Mr. Somlath MEKAKATH
Director

- * Date of Birth: 12/03/1978
- * Nationality: Thai
- * Position: Board of Director, Hongsa Power Co., Ltd and Phufai Mining Company Limited
Managing Director of Ratch-Lao Service Co., Ltd
Managing Director of Asia Water Company Limited
CEO of Foreast Renewable Development
- * Education:
 - Master of Science (Banking and Finance), (English Program), Chulalongkorn University, Thailand
 - Master of Engineering (Electrical Engineering), Chulalongkorn University, Thailand



Mr. Chollawit WINITCHAI
Director

- * Date of Birth: 13/02/1958
- * Nationality: Lao
- * Position: Committee of Lao Securities Commission.
- * Education: Master of Law and Public Administration.



Mr. Khammoune VIPHONGXAY
Independent Director

- * Date of Birth: 29/12/1975
- * Nationality: Lao
- * Position: Director General of Banking Operation Department, Bank of Lao PDR.
- * Education: Master of Economics, Australia



Mr. Khamkeo VISISOMBATH
Independent Director

- * Date of Birth: 22/08/1979
- * Nationality: Lao
- * Position: Deputy Director General of Research and General Affairs Department, Office of the Party Central Committee.
- * Education: PhD in Economics, Kobe University, Japan.



Dr. Phanhpakit ONPHANDALA
Independent Director

Managing Directors of EDL-Gen



Vongsakoun YINGYONG
Managing Director



Ph.D Bounthene CHANSAMAY
Deputy Managing Director



Daovieng SOUNANTHALATH
Deputy Managing Director

❖ Brief biographies of Managing directors



1. Mr. Vongsakoun YINGYONG

- Date of Birth: 05/10/1964
- Nationality: Lao

❖ Education, Training and Experience:

- **Education Background:** Master's Degree of Hydropower and Operating Systems, at University of Mechanical Engineering, in Soviet Union.

- **Training:**

1991-1993	Repair and Maintenance of Hydropower Turbine at Machine Construction Institute, Former Soviet Union.
1995	Repair of water and wind pump, water gate valve and pipe, shaft alignment of turbine and generator, bearing and lubrication at IKATAM University, Malaysia.
2001	Market Economic Management by PricewaterhouseCoopers Institute.
2001	Accounting Management, Managing Hydropower Institute.
2007	Small Scale and Clean Energy Power (Solar and Wind Power) at TEPCO, Japan.
2023	Training on Fundamentals of Diplomatic Protocol, Social and International Etiquette, Lao PDR.

- **Experience:**

1993-1999	Manager of Mechanical Division, Construction Division and Administration Division at Selabam Hydropower Plant, Electricite Du Laos (EDL).
1999-2000	Director of Selabam Hydropower Plant, EDL.
10/03-18/06/2010	Deputy Director of Xeset 1-2 Hydropower Plant.
2010-2011	Director of Construction of HouayLamphanhGnai Hydropower Project.
2013-2017	Deputy Director of the Hydropower Construction Department, EDL. Director of Construction of Nam Ngum 3 Hydropower Project.
2011-2020	Deputy Director of the Hydropower Construction and Joint Venture Project Management Department, EDL.
08/2020 - 12/2023	Member of Board of Directors, EDL-Gen O&M
08/2020 -09/2022	Member of Board of Directors, EDL-Gen Solar Power Co., Ltd.

08/2020 - Present	Member of Board of Directors, Nam Ngum 2 Power Co., Ltd.
09/2020 - 09/2022	Member of Board of Directors, Nam Ngiep 2 Power Co., Ltd.
07/2020- 08/2023	Deputy Managing Director of EDL-Generation Public Company.
06/2022 - 12/2023	President, EDL-Gen O&M
09/2022 - 04/2023	President, EDL-Gen Solar Power Co., Ltd.
09/2022 - 07/2023	Member of Board of Directors, Nam Phoun Power Co., Ltd.
09/2022- Present	Member of Board of Directors, Nam Tha 1 Power Co., Ltd.
09/2022- Present	Member of Board of Directors, Nam Beng Power Co., Ltd.
07/2023 - 01/2024	President, Nam Dik 1 Power Co., Ltd.
07/2023- Present	President, Nam Phoun Power Co., Ltd.
08/2023-Present	Managing Director of EDL-Generation Public Company.
01/2024-Present	Member of Board of Directors, Nam Ou River Basin Hydropower
01/2024-Present	Member of Board of Directors, Theun-Hinboun Power Co., Ltd.
02/2024-Present	Managing Director of Electricite Du Laos (EDL)



2. Mr. Ph.D Bounthene CHANSAMAY

- Date of Brith: 09/06/1972
- Nationality: Lao

❖ Education, Training and Experience:

- **Education Backgroud:** Ph.D in Electrical Engineering, Hanoi University of Science and Technology, Hanoi, Vietnam.

- **Training:**

- | | |
|------|---|
| 1998 | Energy Meter Calibration Training, EDL Training Centre, Vientiane Capital |
| 1998 | Electrical Installation Techniques in Buildings and Industry Training, EDL Training Centre, Vientiane Capital. |
| 1999 | Energy Management Training, EDL Training Centre, Vientiane Capital. |
| 2000 | Energy Meter Calibration and Testing Training, EDL Training Centre, |
| 2000 | Training on Basic Program Visual & C Plus, TPS Training Centre, Vientiane Capital. |
| 2001 | English for Lao Government Official Training, Institute of Foreign Affairs, Ministry of Foreign Affairs, Vientiane Capital. |
| 2001 | Business Course in Management Strategy Training, National University of Laos, Vientiane Capital. |
| 2002 | Demand Side Management (DSM) Training, EDL Training Centre, Vientiane Capital. |
| 2004 | Demand Side Management (DSM) Training, EDL Training Centre, Vientiane Capital. |
| 2009 | Improving Power Factor (PF) for customers and distribution system, EDL Training Centre, Vientiane Capital. |
| 2010 | Distribution Line Intermediate Training, EDL Training Centre, Vientiane Capital. |
| 2011 | Leadership Training, EDL Training Centre, Vientiane Capital. |
| 2020 | Workshop on “Upgrading New Generation of Leaders” at Katalyst Centre. |
| 2023 | Board Leadership Program (2nd BLP) at the Banking Institute and Lao Securities Commission Office (LSCO). |

- **Experience:**

- | | |
|-----------------|---|
| 1996-2006 | Manager of Electricity Technical Division, Huaphanh Province Branch, EDL |
| 03/2008-03/2009 | Manager of Invoice Billing Division, Huaphanh Province Branch, EDL |
| 03/2009-2013 | Deputy Director of Huaphanh Province Branch, EDL |
| 02/2020-10/2020 | Deputy Director of Transmission and Substation Management Department, EDL |
| 10/2020-09/2021 | Deputy Director of Business Development Department, EDL-Gen. |
| 09/2021-11/2023 | Director of Business Development Department, EDL-Gen. |
| 01/2023-Present | Member of Board of Directors, Houay Ho Power Co., Ltd |
| 11/2023-Present | Deputy Managing Director of EDL-Gen. |
| 01/2024-Present | President, Nam Dik 1 Power Co., Ltd. |
| 01/2024-Present | Member of Board of Directors and Executive Committee, Theun-Hinboun Power Company Limited |
| 01/2024-Present | President, Nam Bi Power Co., Ltd |



3. **Mr. Daovieng SOUNANTHALATH**

- Date of Birth: 03/05/1972
- Nationality: Lao

❖ **Education, Training and Experience:**

- **Education Background:** Master of Engineering (M.Eng), Majoring in Energy Engineering, Chiang Mai University, Thailand.

- **Training:**

- | | |
|------|---|
| 1994 | Training and Workshop on Substation Operation & Control, EDL Training Centre, Vientiane Capital. |
| 2005 | VHDL and FPGA Digital Circuit Design Training, Faculty of Engineering Training Centre, National University of Laos, Vientiane Capital. |
| 2007 | Workshop Training on Web Database Design and Application, EGAT Training Centre, Sirikit HPP, Uttaradit, Thailand. |
| 2008 | Hydropower Plant Technical Standard Level 1 Training, EDL Training Centre, Vientiane Capital. |
| 2008 | Training on Nam Ngum 1 HPP Reservoir Water Management by Using PARSIFAL Program, EDF Training Centre, Grenoble, Lyon, France. |
| 2009 | Electronics and Electrical Training, EDL Training Centre, Vientiane Capital. |
| 2009 | Hydropower Plant Technical Standard Level 2 Training, EDL Training Centre, Vientiane Capital. |
| 2010 | Hydropower and Environment Training (HE210), ICH Training Centre, Trondheim, Norway. |
| 2012 | English Language Training supported by EDL-EGAT-CMU Cooperation Project, Chiang Mai University Language Centre, Chiang Mai, Thailand. |
| 2013 | Training on the Load Dispatch Control (LDC), EDL Training Centre, Vientiane Capital. |
| 2014 | Model of Energy Supply System Alternatives and Their General Environmental Impact (MESSAGE) Training, (Participated for 10 Times), Ministry of Energy and Mines, Trainer: Mr. Amin Gauss (Expert from Germany) and Mr. Manfred Strubegger (Expert from Fichtner Company, Austria) |
| 2014 | Sub-Basin Reservoir Simulation Modelling and Development of Hydropower Decision Support Planning Tools Lao PDR, (Participated for 10 Times), Ministry of Energy and Mines, Trainer: Mr. Edurdo, Mr. Manuel and Mr. Alfredo (Experts from Spain), Supported by World Bank. |
| 2015 | Workshop on Leadership and Team Building, EDL Meeting Room, 1st Floor, EDL Headquarters Building, Vientiane Capital, Training by Public Administration Research and Training Institute, Ministry of Home Affairs. |
| 2017 | Internal Audit Training for Updating ISO 14001:2015 EMS of Nam Ngum 1, Nam Ngum 1 HPP, Trainer: Mr. Ho Yoon Sin (Expert from Malaysia) |

2017	Analysis of Hydroelectric Project Feasibility Study (FS) Training, EDL Training Centre, Vientiane Capital, Lao PDR (Training provided by RATCH-Lao Co., Ltd.)
2018	Capacity Building on IWRM Master Plan for Nam Ngum River Basin in Lao PDR, K-Water Center, South Korea. (Training provided by K-Water).
2018	Renewable Energy Training, Marriott, Kuala Lumpur, Malaysia, organised by the International Renewable Energy Agency (IRENA)
2019	Power Projects in Lao PDR Training, Avani Hotel, Khon Kaen, Thailand (Training provided by LS Horizon Limited).
2020	Accounting Training on “Dissemination of Financial Statements and Enterprise Accounting System (Revised 2020)”, EDL-Gen Head Office (Trainer from Ministry of Finance)
2022	Training on Hydropower O&M Contract Management and O&M Cost Estimate, EDL Training Centre, Vientiane Capital.
2023	Risk Management Workshop for Non-Finance.

- Experience:

2010-2015	Manager of Operation and Control Division, Nam Ngum 1 HPP, EDL-Generation Public Company (EDL-Gen).
03/2014-2016	Deputy Manager of Nam Ngum 1 Unit 7-8 Expansion Project and Manager of Operation and Control Division at Nam Ngum 1 HPP, EDL-Gen.
06/2016-06/2020	Deputy Director of Nam Ngum 1 HPP, EDL-Gen.
06/2020-09/2021	Acting Director of Planning Department, EDL-Gen.
09/2021-08/2022	Director of Planning Department, EDL-Gen.
08/2022-11/2023	Director of Technical Department, EDL-Gen O&M.
07/2023-Present	Member of Board of Directors, Nam Dik 1 Power Co., Ltd.
11/2023-Present	Deputy Managing Director of EDL-Gen
12-2023-Present	President, E&E Engineering and Service Co., Ltd.
12-2023-Present	President, EDL-Gen O&M
01-2024-Present	Member of Board of Directors, Nam Lik 1 Power Co., Ltd.
01-2024-Present	Member of Board of Directors, HouayLamphan Power Co., Ltd.
01-2024-Present	Member of Board of Directors, Xayaburi Power Co., Ltd.

VIII. Committees

In order to secure the quality and the regulations of the company, the board of directors appointed a number of committees, consisting of committees under Board of Directors and under the Managing Directors.

1. Committees under Board of Directors

Committees to the Board of Directors comprises of 5 committees and each committee includes members. The details are as follows:

Audit Committee

1. Mr. Khammoune VIPHONGXAY	Independent Director	Chairman
2. Mr. Somlath MEK AKATH	Director	Vice Chairman
3. Mr. Khamkeo VISISOMBATH	Independent Director	Member
4. Mr. Pasomphet KHAMTANH	Director	Member

Risk Management Committee

1. Mr. Somphith KEOVICHITH	Director	Chairman
2. Mr. Phongsavath SENAPHUAN	Director	Vice Chairman
3. Dr. Phanhpakit ONPHANDALA	Independent Director	Member
4. Mr. Pasomphet KHAMTANH	Director	Member
5. Mr. Souksavart SOSOUPHANH	Director	Member

Nomination and Remuneration Committee

1. Mr. Chanthaboun SOUKALOUN	Vice Chairman	Chairman
2. Mr. Phongsavath SENAPHUAN	Director	Vice Chairman
3. Soulivath SOUVANNACHOUMKHAM	Chairman	Member
4. Mr. Chollawit WINITCHAI	Director	Member

Corporate Governance Committee

1. Mr. Chanthaboun SOUKALOUN	Vice Chairman	Chairman
2. Mr. Somphith KEOVICHITH	Director	Vice Chairman
3. Mr. Somlath MEK AKATH	Director	Member
4. Mr. Vongsakoun YINGYONG	Director	Member
5. Mr. Souksavart SOSOUPHANH	Director	Member

Hydropower Project Transfer and Shares in IPPs Transfer from EDL to EDL-GEN Committee

1. Mr. Souksavart SOSOUPHANH	Director	Chairman
2. Mr. Phongsavath SENAPHUAN	Director	Vice Chairman
3. Mr. Chollawit WINITCHAI	Director	Member
4. Mr. Pasomphet KHAMTANH	Director	Member
5. Mr. Vongsakoun YINGYONG	Director	Member

1.1 Secretary of Board Director

In 2023, the EDL-Gen Board of Director has considered and approve fundamental issues, upon 7 meetings, 4 of which were ordinary, and 3 were extraordinary meetings, as the details below:

- The Board of Director extraordinary meeting 1/2023, on 09 of February 2023, in the absence of 1 member: Mr Bounleua Sinxayvoravong, the chairman, on the occurrence of the urgent mission. the main agenda is:

- Determination of date, time and venue of the Annual General Meeting of Shareholder for the year 2022
- The Agenda of the Annual General meeting of Shareholders for the year 2022
On 09 Feb 2022.
- The Board of Director Ordinary meeting 1/2023 on 20 March 2023, the main agenda is:
 - The Company's 2022 business performance report including the Company's financial statements for the year 2022; and the Company's 2023 business plan.
 - Approved the dividend payment from the Company's 2022
 - Approved the increase of index multiplier of the basic salary of the Company's employees by 12 percent for the fiscal year 2023.
 - Adopted the appointment of Chairman and Director of the Board of Directors in replacement of former members, the re-appointment of Vice Chairman and some Directors, the appointment of additional Director, and the determination of term of office of the Directors.
- The Board of Director Ordinary meeting 2/2023 on 11 of May 2023, in the absence of 2 member: Mr. Pasomphet KHAMTANH and Mr. Souksavart SOSOUPHANH, the main agenda is:
 - Approved the Company's business performance report including the financial statements for first quarter of 2023.
- The Board of Directors Ordinary meeting 3/2023 on 28 of August 2023, in the absence of 1 member: Mr. Souksavart SOSOUPHANH, the main agenda is::
 - The company's business performance report including the company's financial statements for six-month period of 2023.
 - No dividend payment from the company's business performance of six-month period of 2023 as the company still has obligations to repay maturing debentures and loan in quarter 3 and 4 of 2023.
- The Board of Director extraordinary meeting 2/2023, on 29 of August 2023, in the absence of 2 member: Mr. Pasomphet KHAMTANH and Mr. Souksavart SOSOUPHANH, the main agenda is:
 - Adopted the appointment of the new managing director to continue duties of managing director the company in replacement of the former acting Managing director.
- The Board of Directors Ordinary meeting 4/2023 on 10 of November 2023, in the absence of 2 member: Mr. Phongsavath SENAPHUAN and Mr. Souksavart SOSOUPHANH, the main agenda is:
 - The company's business performance report including the company's financial statements for the Third quarter of 2023.
- The Board of Director extraordinary meeting 3/2023, on 21 of December 2023, in the absence of 4 member: Mr. Chanthaboun SOUKALOUN, Mr. Phongsavath SENAPHUAN, Mr. Vongsakoun YINGYONG and Mr. Souksavart SOSOUPHANH, the main agenda is:
 - Adopted the appointment of new members of managing directors team to replace former members who was assigned to new positions.

❖ Meeting Participation of Board of Directors' Meetings

No	Name and Surname	Position	Absence	Note
1	Mr. Soulivath SOUVANNACHOUMKHAM	Chairman	-	Appointed 26 April 2023
2	Mr. Chanthaboun SOUKALOUN	Vice Chairman	1	Absent from meeting due to work
3	Mr. Vongsakoun YINGYONG	Director/ CEO	1	Appointed 19 October 2023 Absent from meeting due to work
4	Mr. Somphit KEOVICHIT	Director		
5	Mr. Pasomphet KHAMTANH	Director	2	Appointed 26 April 2023 Absent from meeting due to work
6	Mr. Souksavart SOSOUPHANH	Director	4	Appointed 26 April 2023 Absent from meeting due to work
7	Mr. Phongsavath SENAPHUAN	Director	2	Absent from meeting due to work
8	Mr. Somlath MEKAKATH	Director		
9	Mr. Chollawit WINITCHAI	Director		
10	Mr. Khammoune VIPHONGXAY	Independent Director		
11	Mr. Khamkeo VISYSOMBATH	Independent Director		
12	Dr. Phanpakit ONPHANDALA	Independent Director		

❖ EDL-Generation Public company's shares held by the BOD's members

1. BOD's Member

No	Name and Surname	Position	Shares	Note
1	Mr. Soulivath SOUVANNACHOUMKHAM	Chairman	-	
2	Mr. Chanthaboun SOUKALOUN	Vice Chairman	-	
3	Mr. Vongsakoun YINGYONG	Director/ CEO	99.500	
4	Mr. Somphit KEOVICHIT	Director	-	
5	Mr. Pasomphet KHAMTANH	Director	-	
6	Mr. Souksavart SOSOUPHANH	Director	-	
7	Mr. Phongsavath SENAPHUAN	Director	403.032.887	Share holding on behalf of Phongsubthavi group
8	Mr. Somlath MEKAKATH	Director	-	
9	Mr. Chollawit WINITCHAI	Director	-	
10	Mr. Khamkeo VISYSOMBATH	Independent Director	-	
11	Mr. Khammoune VIPHONGXAY	Independent Director	-	
12	Dr. Phanpakit ONPHANDALA	Independent Director	-	

2. Board of management (Directors)

No.	Name and Surname	Position	Shares	Note
1	Mr. Vongsakoun YINGYONG	Acting Managing Director	99.500	
2	Dr. Bounthene CHANSAMAY	Deputy Managing Director	6.650	
3	Mr. Daovieng SOUNANTHALATH	Deputy Managing Director	2.300	

1.2 Audit Committee

In 2023, the Audit Committee successfully performed their tasks and held annual meetings as follows:

❖ The significant works of the audit committee in 2023

- Review of financial report:

The committee meticulously reviewed the accuracy, completeness, and reliability of the quarterly, semi-annual, and annual financial reports of the company and its subsidiary entities. This involved addressing significant issues and soliciting feedback from external auditors until confident that the financial reports adhere to the company's accounting principles and comply with legal requirements and reporting standards. The finalized reports were presented to the board of directors for consideration.

- Review of Related Party Transactions:

The committee assessed transactions qualifying as related items to ensure compliance with the requirements of the Lao Securities Exchange (LSX) and the Lao Securities Commission Office (LSCO). Key considerations included rationality and benefit to the company. In 2023, EDL-Gen did not have related items based on regulatory criteria, with only normal operating-related items identified.

- Review of the risk management process:

The committee reviewed the risk management policy and guidelines, engaging in discussions with the Executive director, director, and manager to address various risk points within EDL-Gen.

- Review of the internal control process:

The adequacy of the company's internal control system was thoroughly reviewed and assessed to ensure alignment with operational efficiency, effectiveness, and goal achievement.

- Supervision of internal audit work:

Direct oversight was provided to the audit department to enhance the efficiency and effectiveness of internal audit activities. This involved providing feedback on the annual audit plan, audit results reports, and internal control measures aimed at preventing or mitigating potential risks. Additionally, the committee proposed guidelines for work implementation, monitored outcomes, and evaluated the appropriateness of budget utilization, personnel numbers, and personnel development within the audit department.

❖ The audit committee of EDL-Gen conducted 4 meetings in 2023 as outlined below:

- The 1st General Meeting took place on March 13, 2023, to discuss the Management letter from the external auditor by (PwC Laos) and review the audited 2022 annual financial report. Notes were prepared for submission to the Secretariat of the Board of Directors for approval before releasing information to the Lao Securities Exchange (LSX).

- The 2nd General Meeting took place on May 5, 2023, to review the financial report for the first quarter of 2023 and assessing the internal audit results for this period.
- The 3rd General Meeting took place on August 18, 2023, focusing on reviewing the Management letter from the external auditor by (E&Y Laos), commenting on the financial report for the first six months of 2023, and assessing the internal audit results for this period.
- The 4th General Meeting took place on November 5, 2023, to discuss the financial report for the third quarter of 2023.

1.3 Risk Management Committee

In 2023, the Risk Management Committees held 4 meetings; 2 of which were ordinary and the other 2 was extraordinary. The meetings considered and approved the following matters:

- Researching on negotiations to move forward on making the loan agreement of working capital from VietinBank Lao Limited.
- Reporting the negotiation progress and making the loan agreement of EDL-Gen working capital from Agricultural Promotion Bank Co.,Ltd.
- Reporting on the liquidity of EDL-Gen in January and February of 2023 and estimate the financial situation for the period of March-May of 2023
- Conversion of the floating interest rate of bond in 2014 using LIBOR to SOFR (Secured Overnight Financing Rate) with KrungsriAyudhya Bank and Kasikorn Thai Bank
- Report the Progress Projects transfer of EDL-Generation Public Company.
- Report the Progress Of Loan contractbetween EDL-Gen and Agricultural Promotion Bank
- To find a source of reserve fund to repay bond and loans by borrowing from domestic banks
- Report on the issuance of bond in the Laos as a source of reserve fund of EDL-Gen

1.4 Nomination and Remuneration Committee

In 2023, Nomination and Remuneration Committee held two meeting which considered and approved the following

- To consider and adopt the appointment of Chairman and Director of the Board of directors in replacement of former members, the re-appointment of Vice Chairman and some Directors, the appointment of additional Director, and the determination of term of office of Directors.
- To consider the increase of index multiplier of the basic salary of the Company's Employee.
- To consider the bonus of Board of Directors and the Company's Employee for the year 2022
- To consider and adopted the nomination of the succession staff of EDL-Gen and subsidiary companies to replace employees who will retire in 2023.

1.5 Corporate Governance Committee

In 2023 the EDL-Gen Corporate Governance Committee held one Ordinary Meeting No.1/2023 on February 8th, 2023; the main focus of the meeting was on the approval of EDL-GEN 2023 Business Budget Plan and the Organizational Structure of Nam Ngum-1 and Nam Song HPP.

2. Committee of Managing Director

2.1 Procurement and Equipment's Supply Committee (PESC)

In 2023, the Procurement and Equipment's Supply Committee held meetings on procurement to negotiate and consult with suppliers/contractors and signed 56 projects which were divided into three sections as follows:

- | | |
|---------------------------|-------------|
| 1. Work Contracts | 24 projects |
| 2. Goods Supply Contracts | 19 projects |
| 3. Service Contracts | 13 projects |

2.2 Honor Policy and Discipline Committee (HPDC).

Through the operation in 2023, the Honor Policy and Discipline Committee held Six meetings to address business operations within the EDL-Gen as follows:

Seven sections were considered as below:

- Policies and regulations for employees who work at joint venture companies or other organizations (1st revision).
- Oversea working policy (3rd revision).
- Rules and regulations for the employees (7th revision).
- Electric vehicle regulations.
- Temporary employment policy (6th revision).
- EDL-GEN vehicles and fuel policy (4th revision).
- EDL-GEN policy (13th revision).

IX. Business Expansion and Development

EDL-Gen has continued to proceed on documentations of transfer of target projects from EDL to EDL-Gen has invested in, such as Hinboun hydropower project (HPP) with an installed capacity of 30 MW, Nam Khan 3 HPP with an installed capacity of 60 MW, Xeset 3HPP with an installed capacity of 23 MW, and Nam Chiane HPP with an installed capacity of 104 MW.

EDL-Gen has continued the transfer of shares, including 10% share in Nam Lik 1 Project (installed capacity of 64,7 MW) with an equity capacity of 6,4 MW, 60% share in Lower Houay Lamphan Project (installed capacity of 15 MW) with an equity capacity of 9 MW, and 15% share in Xekaman 3 Project (installed capacity of 250 MW) with an equity capacity of 37,5 MW.

EDL-Gen has its investment in projects and co-invest in IPPs, namely Nam Bi 1, 2, 3 Project (installed capacity of 135 MW) with 80% shareholding or 108 MW, Nam Dik 1 Project (installed capacity of 15 MW) with 70% shareholding or 10,5 MW, Nam Phoun Project (installed capacity of 45 MW) with 51% shareholding or 22,95 MW, Nam Theun 1 Project (installed capacity of 650 MW) with 15% shareholding or 97,5 MW. In addition, EDL-Gen is under negotiation process with our partners for co-investing in the projects, namely 19% share in Pak Beng Project (installed capacity of 912 MW) or equal to 173,3 MW, 19% share in Xanakhm Project (installed capacity of 660 MW) or equal to 125,4 MW, 20% share in Xekong 5 Project (installed capacity of 330 MW) or equal to 66 MW, 15% share in Thadsakoi Project (installed capacity of 30 MW) or equal to 4,5 MW.

EDL-Gen has considered the development of hydropower project aimed to be exported to Vietnam which 3 co-investing projects with the expected commercial date before 2025, include: lower Nam Nern Project (installed capacity of 14,8 MW) with 51% shareholdings or 7,548 MW, Nam Lan 1 Project (installed capacity of 14 MW)

with 51% shareholdings or 7,14 MW and Nam Lan 2 Project (installed capacity of 7 MW) with 51% shareholdings or 3,57 MW. Which is recently under the PPA negotiation process. Additionally, EDL-Gen also plans to invest in many projects which will be exported to Vietnam base on the suitable timeline.

Apart from investment in energy generation projects, EDL-Gen provides a range of services, including the operation and maintenance of small and large hydropower plants through EDL-Gen O&M Sole Co., Ltd, maintenance of equipment under water by diving team, meeting hall renting service and other services.

X. Independent Audits

1. Fees and Services

The shareholders' meeting for the year 2021 held on 27 April 2022 appointed EY Lao (Ernst & Young Lao Co., Ltd) the independent auditor of EDL-Gen from 2023-2025 for 3 years with remuneration of LAK 2,055,000,000. The service included the audits in accordance with IFRS and Lao accounting standard, financial status review and annual financial statements in Lao and English languages.

XI. Corporate Governance

Corporate Governance is one of tasks that EDL-Gen emphasizes its importance and pays attention to improve and standardize this work to become a more universal standard, relevant to the LSCO's guidelines on Corporate Governance for Listed Companies, and consequently makes EDL-Gen complete each organizational practice at the international level, thus the important details are summarized as follows:

1. The Rights and Equitable Treatment of Shareholders

EDL-Gen attaches importance to conducting a shareholders' scheme ensuring the right utilization and fair treatment for all shareholders. This has been shown in kinds of actions whenever EDL-Gen releases notifications to allow their shareholders attending-voting in Shareholders' Meetings, receiving dividend, accessing any information related to business operation and financial statements, as much as acknowledging minutes of ordinary and extraordinary meetings of Board of Directors/Shareholders.

2. The Role of Stakeholders.

EDL-Gen fully protects the rights and advantages of those who are involved in the benefits of the company such as employees, customers, creditors, suppliers, community, and related authorities. EDL-Gen has ensured the stability of power generation in compliance with social and environmental standards both locally and internationally. Meanwhile, EDL-Gen continually takes care of the rights and benefits of all stakeholders regularly, such as the customer service, which is EDL, which is continually supplying the stable electricity power. Therefore, for the environment and social contribution works, there is a particular responsible unit to monitor and report any incidents occurred, in order to maintain the sustainable business operation.

3. Disclosure and Transparency

EDL-Gen attaches a crucial act of disclosure to shareholders, in the manner of accuracy, completeness, conciseness and timeliness to information disclosed as stipulated in the regulation of disclosure of Laos Securities Exchange, meanwhile, all forms of disclosure supervised by the company's disclosure committee. Thus, the company secures an equal and fair access of information to shareholders by several disclosures which are vital and necessary. In 2023, EDL-Gen disclosed information in total of 30 times as follows:

Disclosure type	The year 2023
Timely Disclosure	16
Periodical Disclosure	6
Voluntary Disclosure	8
Inquired Disclosure	-
Total	30

4. Responsibilities of Board of Directors

The Board of Directors of EDL-Gen is structured by a range of individuals with appropriate knowledge, capability, and experience from various fields, aiming to the ability to protect shareholders' rights and benefits and elected by the Board of Directors' Committees. In 2023, EDL-Gen have 12 board members and 3 independent directors.

Furthermore, in 2023, the Board of Directors' Meeting was held in the total amount of 7 times, the Ordinary Meeting- 4 times, and Extraordinary Meeting- 3 times. Those meetings generally focused on and were considered on significant business operation in terms of the business performance regularly, such as the financial adjustment and any potential risks as well as the investment monitoring plan and the company development strategy.

XII. Environmental, Social and Sports Activities

1. Environmental Activities

- 1) Had carried out the monitoring and organizing the meeting with local authorities of Thateng district, Xekong province to discuss and evaluate the implementation of environmental work as well as the livelihood development plan for the villagers at Ban HuayDamMai, which is the resettlement village of HLPG HPP.
- 2) Conducted the monitoring and hosted the meeting with local authorities of Xiengngern district, Luangprabang province to discuss and evaluate the implementation of environmental-social work as well as the livelihood development plan for the villagers at Ban Phouxang, which is the resettlement village of NK2 HPP.
- 3) EDL-Gen had held the local stakeholder consultation meeting for seven hydropower projects (Nam Khan 2, Nam Ngum 1 Extension, HouayLamphanhGnai, Nam Khan 3, Xeset 3, Xeset 2 Extension and Nam Chiane Hydropower project). The meeting aims to distribute information about the carbon credit trading and Clean Development Mechanism (CDM) and to discuss the development and benefits of this project and also to understand the concerns and opinion of the stakeholders.
- 4) Provided budget and small plants for local villagers living nearby NamKhan 2 and HLPG Hydropower plants. Therefore, it aims to promote the abundance of forestry and reafforestation after the impoundment. 22 million kip was set for each project.
- 5) Implement the environmental monitoring and organized the meeting with related local authorities at NamChiane hydropower plant to discuss on previous environmental and social work, as well as to share the ideas on the further improvement and address all the local needs.

- 6) On 06/09/2022 at NamKhan 2-3 hydro power plant, EDL-GEN successfully paid the compensations to the affected households, who had adverse impacts from NK3 project, with the total amount of 5.849.241.000LAK for 341 families in 10 villages.
- 7) EDL-Gen has monitored the water level, examine the water qualities and reservoir's surface clearance, meanwhile surveying surrounded area of its HPPs, observed its environment and contributed in the abundance of the biodiversity monthly/quarterly/annually.

2. Social Contribution and Sports

EDL-Gen is the first public company for energy producer in Lao P.D.R. To fulfil the role of the Company along with the business operation, EDL-Gen, since its establishment, has focused on social contribution and development, especially the communities surrounding HPPs according to the guidelines on sustainable energy development and social involvement. In 2022, EDL-Gen carried out various activities as follows:

- 1) Organized the technical training on how to grow mushroom and feeding grass for the villagers at Ban HuayDamMai which is the resettlement village of HPLPG HPP. Meanwhile, the HPP had provided the barbed wire fence for Health center at Ban ThonNoy, Thateng district, Xekong province.
- 2) During 09-12/08/2022, EDL-GEN has organized the public awareness raising event together with the local villagers nearby Xeset3 hydropower plant with the total amount of 29 million kip. This event was aimed to promote knowledge and better understanding on hydropower generation and the importance of water resource-upstream forest conservation.
- 3) Approved budget of 126million kip, for the maintenance, repair and renovation of seedling farm/agricultural center at NamMang 3 hydropower plant.
- 4) Organize the training for EDL-GEN environmental staffs, who responsible for the social and environmental works at the headquarter and sites, in order to increase the personal capacity and experience at their works.
- 5) EDL-Gen has prioritized the concerns the CSR works and keep contributing to its community in all possible sectors, especially in promoting local livelihood and education of unfortunate young generations, as well as providing and maintenance the infrastructures to the local communities.

XIII. Human Resource Development

EDL-Gen continued its role in implementing the policy on human resource development to enhance the experience and increase the knowledge and capacity of employees in a wide range of disciplines related to the Company's professional work.

In 2023 EDL-Gen has completed sending employees for training both in domestic and foreign in the total of 647 people.

XIV. The Company's Policy on Internal Control System

EDL-Gen paid great emphasis to this work to ensure that the Company possesses appropriate and adequate internal control to drive the organization to achieve its goals. This is reflected in the implementation of the work based on compliance with the adopted policies, regulations and instructions set out in each sector. To strengthen the internal control system, EDL-Gen has also established five committees under the Board of

Directors: 1) Audit Committee, 2) Risk Management Committee, 3) Nomination and Remuneration Committee, 4) Corporate Governance Committee and 5) Project asset transfer and share transfer from EDL to EDL-Gen Committee.

XV. The Risk Management Policy of EDL-Gen

1. Risk Management Policy

- 1.1 The Company will develop a risk management system and procedures throughout the Company and its subsidiaries to be in line with the business strategy and goals by applying international standards. The risk assessment must cover the following seven areas:
 - 1) Strategic risk and reputation of the Company
 - 2) Risks in generating and supplying electricity to customers.
 - 3) Financial risk and liquidity.
 - 4) Compliance risk
 - 5) Technology risk.
 - 6) Emerging risk/management or response to emergencies.
 - 7) Sustainability risk.
- 1.2 All executives and staff members of the Company are the owner of the risks and are responsible for identifying and assessing the risks of their respective working units, as well as taking appropriate measures to manage the risks. The Company will manage the risks to the acceptable level (Risks Appetite) or to the level of deviation that the Company can accept (Risk Tolerance).
- 1.3 The Risk Management Committee, in cooperation with the Board of Directors of the Company, formulates the policies, guidelines and the scope of risk management, as well as the acceptable level of risk of the Company; while the departments, HPPs, and divisions of the Company implement them.

The Secretariat of the Risk Management Committee assists in all risk management activities, including consolidating risk information and risk management guidelines from the Risk Management Committee, then analysing and making a report on risks, progress on risks of all activities of the Company to the Committee.
- 1.4 Risks affecting the achievement of the Company's objectives need to be managed as follows:
 - Identifying risks promptly.
 - Assessing the possibility of risks and impacts if such an event occurs.
 - Managing risks following defined risk management principles, taking into account the relevant expenses and benefits that will be derived from such risk management.
 - Monitoring the results and reviewing the risk management regularly to ensure that the risks confronting the Company are managed properly.
- 1.5 Risks, at a high and very high level, that may affect the Company's business plan and strategy must be reported to the Risk Management Committee, the Audit Committee and the Board of Directors of the Company.

Managing Director:

(Signature) Vongsakoun YINGYONG