

(Translation)

**LAO PEOPLE'S DEMOCRATIC REPUBLIC**  
**PEACE INDEPENDENCE DEMOCRACY UNITY PROSPERITY**

EDL-Generation Public Company



No. 1764/EDL-Gen

Vientiane Capital, Date 07 July 2022

**INVITATION LETTER**

To: Shareholders of EDL-Generation Public Company.

Subject: Invitation to the Extraordinary General Meeting of Shareholders No.1/2022.

- Pursuant to Resolutions of Extraordinary Board of Directors Meeting No.3/2022 of EDL-Generation Public Company, dated 31 May 2022.
- Pursuant to Resolutions of Extraordinary Board of Directors Meeting No.4/2022 of EDL-Generation Public Company, dated 30 June 2022

EDL-Generation Public Company (the “**Company**”) is honoured to inform you that the Extraordinary General Meeting of Shareholders No.1/2022 (the “**EGM No.1/2022**”) will be held in two ways via a physical meeting at Conference Room, 1<sup>st</sup> Floor, EDL Headquarters Building and an online meeting. The Company is honoured to invite you to attend the EGM No.1/2022 on **29 July 2022 at 03:00 p.m.** For shareholders who wish to attend the online meeting, please kindly refer to details in Attachment 6. For shareholders who wish to attend the meeting in person, registration will start at **01:30 p.m.** at Conference Room, 1<sup>st</sup> Floor, EDL Headquarters Building, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital. The Company announced the date, time and agenda of the EGM No.1/2022 on the websites of the Company ([www.edlgen.com.la](http://www.edlgen.com.la)) and the Lao Securities Exchange ([www.lsx.com.la](http://www.lsx.com.la)).

The closing date of shareholders register book to determine the right of shareholders to attend the EGM No.1/2022 is on **08 July 2022** as per the Company’s prior announcement.

Your attendance is always highly appreciated.

Sincerely yours,

Chairman of Board of Directors

-Signature and Company Seal Affixed-

Bounleua SINXAYVORAVONG

### Attachments:

1. Agenda of the Extraordinary General Meeting of Shareholders No.1/2022 (the “EGM No.1/2022”).
2. Minutes of the Annual General Meeting of Shareholders for the year 2021.
3. Curriculum Vitae of new Managing Director.
4. Proxy Form.
5. Documents and evidence required to be presented prior to attending the meeting, appointment of proxy, registration procedure and vote casting at the shareholders’ meeting.
6. Instructions on attending the EGM No.1/2022 via the online system, which needs to be registered by **26 July 2022**.
7. Map of the meeting venue for the EGM No.1/2022.

### Remarks:

1. Due to a global pandemic of coronavirus disease 2019 (COVID-19), and to enhance prevention measures against COVID-19 infection and outbreak, the Company would like to notify shareholders as follows:
  - 1.1. Shareholders are encouraged to download the invitation letter and its attachments from the websites of the Company ([www.edlgen.com.la](http://www.edlgen.com.la)) and the Lao Securities Exchange ([www.lsx.com.la](http://www.lsx.com.la)). Alternatively, shareholders can obtain the invitation letter from Lao Securities Exchange, 4<sup>th</sup> Floor, Settlement and Securities Depository Department, Phonthan Neua Village, T4 Road, Saysettha District, Vientiane Capital, Tel: +85621 454361-4, from **08 July 2022** onwards.
  - 1.2. Shareholders who are to attend the meeting via the online system are welcomed to send specific questions related to the Meeting Agenda **in advance by 26 July 2022** via email: [agm-egm@edlgen.com.la](mailto:agm-egm@edlgen.com.la). The Company would like to inform shareholders who will attend the meeting online that they cannot post questions during the meeting.
  - 1.3. It is kindly proposed to shareholders to appoint an independent director of the Company to attend and vote on their behalves by duly completing and signing the Proxy Form in **Attachment 4** and put (✓) in the  in front of the name of one of the independent directors provided in the Proxy Form to be your proxy, and send the completed Proxy Form with required supporting documents to the Company via email at [agm-egm@edlgen.com.la](mailto:agm-egm@edlgen.com.la); or by post to the address: EDL-Generation Public Company, 7<sup>th</sup> Floor, the **Company Secretary Division**, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital, Lao PDR. P.O. Box 2392, with the delivery date **before 29 July 2022**.
2. For shareholders who will attend the meeting in person, please kindly bring your personal identification (ID) card or passport (for foreign shareholders) for registration and attending the meeting.
3. Proxies who will attend the meeting in person must present documents or evidence to identify themselves, according to the details specified in **Attachment 5**, and submit to the Chairman of the Meeting and/or a person authorised by the Chairman before attending the meeting.
4. If you have any queries or questions in relation to the proxy appointment, you may contact the Company contact persons as follows: Mr. Inpanh BORIHANE, Tel: (856-20) 5559 2263, and Mr. Phoutthasone INTHAPANYA Tel: (856-20) 2989 8989 during office hours.

**Agenda 1. To consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2021.**

**Details:**

The Annual General Meeting of Shareholders for the year 2021 (the “2021 AGM”) was convened on **27 April 2022**. The Company prepared the Minutes of this meeting as per **Attachment 2**.

**Board of Directors’ opinion:**

The minutes of the meeting were recorded accurately and completely. Therefore, it is agreed to propose to the shareholders’ meeting to consider and adopt the Minutes of the 2021 AGM held on 27 April 2022.

**Required Votes:**

The Law on Enterprises stipulates that passing a resolution for this agenda requires approval votes of more than half of the total votes attending the meeting.

**Agenda 2: To consider and adopt the appointment of acting Managing Director and a new Director of the Board of Directors in replacement of the former Director who was assigned to a new position, and the term of office of the Director.**

**Details:**

According to the Company’s business plan aiming for continued business growth and achievement of targets, the Company would like to propose the appointment of new Managing Director whose curriculum vitae is in Attachment 3 and who is named below:

1. Appointment of Mr. Vanhseng VANNAVONG as acting Managing Director and a new Director of the Board of Directors to continue duties of managing the Company in replacement of the former Director who was assigned to a new position.

And the term of office of the Director of the Board of Directors is determined to be no more than two (2) years from the EGM No.1/2022 onwards.

**Board of Directors’ opinion:**

The Board of Directors thoroughly considered and agreed to propose to the shareholders’ meeting to consider and adopt the appointment of acting Managing Director and a new Director, and the term of office of the Director as proposed above.

**Required Votes:**

The Law on Enterprises stipulates that passing a resolution for this agenda requires approval votes of more than half of the total votes attending the meeting.

**Agenda 3: To consider and adopt the amendments to the Company’s Articles of Association in Article 9: Directors.**

**Details:**

Due to changes to the Company’s director and to ensure the Company’s operation and governance are in accordance with related laws and regulations, it is proposed to the meeting to consider and adopt the amendments to the Company’s Articles of Association under Article 9:

Directors in order to update name and information of the new Director in replacement of the former Director who was assigned to a new position as per details below:

- Name and Surname: Mr. Vanhseng VANNAVONG
- Nationality: Lao
- Current Address: Unit 31, Thongpong Village, Sikhottabong District, Vientiane Capital.

And authorized Managing Director and/or any person entrusted by such person to be the authorized person to amend the Company's Articles of Association as per details above, including the authority to amend the Articles of Association according to recommendations and/or orders of the Enterprise Registration officers and/or the officers of the Lao Securities Commission Office and the Lao Securities Exchange.

**Board of Directors' opinion:**

The Board of Directors thoroughly considered and agreed to propose to the shareholders' meeting to adopt the amendments to the Company's Articles of Association under Article 9 and the authorization as proposed above.

**Required Votes:**

The Law on Enterprises stipulates that passing a resolution for this agenda requires approval votes of at least two-thirds (2/3) of shareholders attending the meeting; and at least 80 percent of total paid-up shares.

**Minutes of Annual General Meeting of Shareholders for the year 2021**

(Translation)

**LAO PEOPLE'S DEMOCRATIC REPUBLIC**  
**PEACE INDEPENDENCE DEMOCRACY UNITY PROSPERITY**

EDL-Generation Public Company  
Annual General Shareholders' Meeting



Vientiane Capital, Date 06 May 2022

**Minutes of the Annual General Meeting of Shareholders for the Year 2021**  
**EDL-Generation Public Company**

The Annual General Meeting of Shareholders for the year 2021 (the “Meeting”) was held on 27 April 2022 at 3:00 pm at Meeting Room 1<sup>st</sup> Floor, EDL Headquarters Building, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital. Mr. Chanthaboun SOUK ALOUN, Vice Chairman of the Board of Directors, acted as Chairman of the Meeting. There were 50 shareholders attended the Meeting in person and 25 shareholders attended the Meeting by proxy. Therefore, the Meeting was attended by a total of 75 shareholders, holding a total of 1.533.007.633 shares and representing 91,29 percent of the total paid-up shares of the Company, thereby the required quorum was present for the Meeting in accordance with the relevant law and the Articles of Association of EDL-Generation Public Company (“EDL-Gen” or the “Company”).

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

- |   |                            |            |   |
|---|----------------------------|------------|---|
| 1 | Mr. Chanthaboun SOUK ALOUN | Positions: | Vice Chairman of Board of Directors/<br>Managing Director of Electricite Du Laos<br>(“EDL”);  |
| 2 | Mr. Duangsy PHARANHOK      | Positions: | Director/Managing Director (CEO) of<br>EDL-Gen;   |
| 3 | Mr. Somphith KEOVICHITH    | Positions: | Director/Director General of Energy<br>Business Department, Ministry of Energy<br>and Mines;  |
| 4 | Mr. Phongsavath SENAPHUAN  | Positions: | Director/Chairman of Phongsavath<br>Road, Building and Irrigation Construction<br>Sole Co., Ltd. (Attended the Meeting via<br>the online system); |
| 5 | Mr. Somlath MEK AKATH      | Positions: | Director/ Managing Director of<br>Phongsavath Road, Building and<br>Irrigation Construction Sole Co., Ltd.;                                       |
| 6 | Mr. Khamkeo VISISOMBATH    | Positions: | Independent Director/ Director General of<br>Banking Operations Department, Bank of<br>Lao PDR.   |

Furthermore, the Meeting was also attended by representatives from the Lao Securities Commission Office, the Lao Securities Exchange, Deputy Managing Directors of EDL-Generation Public Company, Deputy Managing Directors of Electricite Du Laos, the external auditor, the inspection committee for the conduct of meeting and voting, the meeting monitoring and evaluation committee, and

the internal audit committee of the Company, invited guests and shareholders, who attended the Meeting in person and via the online system.

In addition, the Chairman delivered a remark to meeting attendees as follows: Due to the pandemic of COVID-19, which remains ongoing and intensifying domestically and globally, EDL-Gen has exerted our effort to comply with instructions and measures of the National Taskforce Committee for COVID-19 Prevention and Control. Specifically, this is the first time that EDL-Gen organized both physical and online meeting to better facilitate shareholders to attend the Meeting as per their convenience. Shareholders attending the Meeting in person are required to wear face masks and seated by keeping physical distance as arranged. Shareholders attending the Meeting online are advised to follow the guide and manual distributed with the invitation letter. Should shareholders encounter any issues with the online system, the support is available via the contacts given in the guide and manual.

Thereafter, Mr. Duangsy PHARANHOK, Managing Director of EDL-Gen, was delegated by the Chairman to explain voting procedure and agenda details as follows:

### **1. Voting:**

Each shareholder is entitled to the votes equalling 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.

As per the Chairman's earlier remark, the Meeting this year is organised for both physical and online attendance. Therefore, voting method for each type of attendance is as follows:

For shareholders attending the Meeting in person: If a shareholder disapproves, the shareholder shall put a mark in the disapprove box in the ballots which were distributed by the Company's staff members before attending the Meeting and raise the marked ballots up for the Company's staff members to collect for vote counting for that agenda. The shareholders who do not raise their ballots up will be deemed that they approve that agenda as proposed to the Meeting. If there is no shareholder raising their ballot, 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.

For shareholders attending the Meeting online: shareholders can cast their votes via the online system. The details on steps and methods can be accessed via the guide already distributed, specifically section 1.2 on page 2 of the invitation letter. In addition, it was notified to shareholders that questions sent from shareholders according to the instructions detailed in the disclosed invitation letter shall be answered by EDL-Gen in the minutes of the Meeting.

For shareholders who appointed their 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 further cast any vote in the ballots during the Meeting.

### **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 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 result 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.

Pursuant to relevant laws and regulations, the Company's Annual General Meeting of Shareholders does not allow observers to post questions during the Meeting. Only shareholders of the Company have the right to post questions and contribute comments regarding the meeting agenda.

After that, the 2021 Annual General Meeting of Shareholders proceeded with Managing Director of EDL-Gen providing details of each agenda below:

**Agenda 1. To consider and adopt the appointment of new directors of the Board of Directors in replacement of directors whose term is completed and who was assigned to a new position, and the re-appointment of directors.**

The Managing Director reported to the Meeting that pursuant to the minutes of the Annual General Meeting of Shareholders for the year 2019 dated 22 June 2020, Agenda 8, Paragraph 4 of the minutes specified that the term of directors is two years beginning from the 2019 Annual General Meeting of Shareholders. Currently, some members of the Board of Directors have fully served for a term of two years.

The Nomination Committee has researched for director candidates from various organisations based on academic qualifications, expertise and skills, business and work experiences for replacing the members of Board of Directors whose term is completed. The new directors shall serve a term of two (2) years beginning from the Annual General Meeting of Shareholders for the year 2021. Curriculum vitae of new directors of the Board of Directors is attached to the invitation letter.

The new directors of the Board of Directors are as follows:

1. Dr. Bounleua SINCAYVORAVONG Vice Minister of Ministry of Finance, as Chairman;
2. Mr. Somphith KEOVICHITH Director General of Energy Business Department, Ministry of Energy and Mines, as Director;
3. Ms. Manivone PHONH AMATH Deputy Director General of Public Debt Management Department, Ministry of Finance, as Director.
4. Mr. Chollawit WINITCHAI Managing Director of RATCH-Lao Services Co., Ltd., as Director;
5. Mr. Khammoune VIPHONGXAY Former Vice Minister of Ministry of Home Affairs, as Independent Director;
6. Mr. Khamkeo VISISOMBATH Director General of Banking Operations Department, Bank of Lao PDR, as Independent Director;
7. Dr. Phanpakit ONPHANDALA Deputy Director General of Research and General Affairs Department, Office of the Party Central Committee, as Independent Director;

And the determination of the authorised persons who can sign to bind the company is 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 other two directors jointly sign with the Company's seal affixed.

And the term of Directors of the Board of Directors is determined to be no more than two (2) years from the date of Annual General Meeting of Shareholders for the year 2021.

The Board of Directors thoroughly considered and agreed to propose to the shareholders' meeting to consider and adopt the appointment of new Directors of the Board of Directors and the determination of the authority of directors as proposed.

After the Managing Director briefly proposed Agenda 1, the Chairman encouraged questions and suggestions from shareholders in the Meeting and there was none.

The Chairman then proposed to the Meeting to consider and adopt the appointment of new directors of the Board of Directors in replacement of directors whose term is completed and who was assigned to a new position, and the re-appointment of directors. Passing a resolution for this agenda requires approval votes of more than half of the total votes attending the meeting.

**Resolution: The Meeting resolved to adopt the appointment of new directors of the Board of Directors in replacement of directors whose term is completed and who was assigned to a new position, and the re-appointment of directors, as follows:**

1. **Dr. Bounleua SINXAYVORAVONG** Vice Minister of Ministry of Finance, as Chairman;
2. **Mr. Somphith KEOVICHITH** Director General of Energy Business Department, Ministry of Energy and Mines, as Director;
3. **Ms. Manivone PHONH AMATH** Deputy Director General of Public Debt Management Department, Ministry of Finance, as Director.
4. **Mr. Chollawit WINITCHAI** Managing Director of RATCH-Lao Services Co., Ltd., as Director;
5. **Mr. Khammoune VIPHONGXAY** Former Vice Minister of Ministry of Home Affairs, as Independent Director;
6. **Mr. Khamkeo VISISOMBATH** Director General of Banking Operations Department, Bank of Lao PDR, as Independent Director;
7. **Dr. Phanpakit ONPHANDALA** Deputy Director General of Research and General Affairs Department, Office of the Party Central Committee, as Independent Director;

And the determination of the authorised persons who can sign to bind the company is 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 other two directors jointly sign with the Company's seal affixed.

And the term of Directors of the Board of Directors is determined to be no more than two (2) years from the date of Annual General Meeting of Shareholders for the year 2021.

The Meeting resolved this with the votes of more than half of the total votes of shareholders attending the Meeting as follows:

- **Approved with 1.533.007.633 votes, equivalent to 100% of the total votes attending the meeting.**

Next, the Chairman notified distinguished guests in the Meeting that according to the power of attorney no. 002/EDL-Gen/BOD dated 19 April 2022, due to an urgent and necessary mission, the Chairman of the Board of Directors of EDL-Generation Public Company authorised the Vice Chairman of the Board of Directors to be the Chairman of the meeting.

After that, the Chairman of the meeting introduced directors of the Board of Directors of the Company who were appointed in replacement of directors whose term is completed and who was assigned to a new position, and who were re-appointed, as follows:

1. Dr. Bounleua SINXAYVORAVONG Chairman of the Board of Directors of the Company (cannot attend the meeting due to an urgent and necessary mission);
2. Mr. Chanthaboun SOUK ALOUN Vice Chairman of the Board of Directors;
3. Mr. Duangsy PHARANHOK Director;
4. Mr. Somphith KEOVICHITH Director;
5. Ms. Manivone PHONH AMATH Director;
6. Mr. Phongsavath SENAPHUAN Director;
7. Mr. Somlath MEK AKATH Director;
8. Mr. Chollawit WINITCHAI Director;
9. Mr. Khamkeo VISISOMBATH Independent Director;
10. Mr. Khammoune VIPHONGXAY Independent Director;
11. Dr. Phanpakit ONPHANDALA Independent Director;

Next, the Managing Director proceeded to the following agendas of the Meeting, details of which are as below:

**Agenda 2. To consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2020.**

The Managing Director reported to the Meeting regarding the Minutes of the Annual General Meeting of Shareholders for the year 2020 (the “2020 AGM”) held on 09 April 2021, details of which are in attachment to the invitation letter to this Meeting; and the Board of Directors adopted the Minutes as accurate and complete, and agreed to propose to the Meeting to consider and adopt such Minutes of the 2020 AGM.

After the Managing Director briefly proposed Agenda 2, the Chairman encouraged questions and suggestions from shareholders in the Meeting and there was none.

The Chairman then proposed to the Meeting to consider and adopt the Minutes of the 2020 AGM. Passing a resolution for this agenda requires approval votes of more than half of the total votes attending the meeting.

**Resolution: The Meeting resolved to adopt the Minutes of the 2020 AGM held on 09 April 2021 with the votes of more than half of the total votes of shareholders attending the meeting as follows:**

- **Approved with 1.533.007.633 votes, equivalent to 100% of the total votes attending the meeting.**

**Agenda 3. To consider and approve the Company’s financial statements for the first six-month period of 2021 and no dividend payment from the business performance of the first six-month period of 2021; the Company’s business performance report including the Company’s financial statements for the year 2021; the Company’s 2022 business plan and the revised vision and mission of the Company.**

The Managing Director proposed the Meeting regarding the Company’s financial statements for the first six-month period of 2021 and no dividend payment from the business performance of the first six-month period of 2021; the Company’s business performance report including the Company’s financial statements for the year 2021; the Company’s 2022 business plan and the revised vision and mission of the Company, as per details below:

**I. Financial statements for the first six-month period of 2021**

Pursuant to the authorization from Annual General Meeting of Shareholders of the year 2012, dated 22 April 2013. The Company’s business performance for the first six-month period of 2021 was a net profit of 329,19 billion Lao Kip (LAK). The Company’s financial statements for the first six-month period of 2021 were reviewed by the external auditor and disclosed via websites of the Lao Securities Exchange and the Company.

The Company approved no dividend payment to shareholders from the Company’s business performance for the first six-month period of 2021 because the Company reserved cash for principal repayments and interest payments of loans as well as repayment of foreign currency debenture by the end of 2021.

**II. The Company’s 2021 business performance report.**

In 2021, the Company operates the business of electricity generation for wholesale to Electricite Du Laos (“EDL”) in accordance with Power Purchase Agreements (“PPA”) and in compliance with relevant laws and regulations for listed companies on Lao Securities Exchange. The Company has a registered capital of 6.717,21 billion LAK, which is divided into 1.679.303.697 ordinary shares. EDL-Gen’s business performance in 2021 is summarised as follows:

**1. Installed Capacity and Generation**

EDL-Gen’s total installed capacity is 1.683,22 Megawatts (MW), comprising of 699 MW from 10 wholly-owned hydropower plants, 965,02 MW from investments in hydropower projects of 15 Independent Power Producers (IPPs) and 19,20 MW from EDL-Gen Solar Power Co., Ltd. (according to EDL-Gen shareholding proportions).

In 2021, EDL-Gen’s wholly-owned power plants generated **2.292,04 GWh**, EDL-Gen’s IPPs generated **4.920,68 GWh** (according to EDL-Gen shareholding proportions), and EDL-Gen Solar Power Co., Ltd. generated **27,64 GWh** (according to EDL-Gen shareholding proportion). Therefore, EDL-Gen’s total electricity generation in 2021 was **7.240,36 GWh**.

**2. Revenue and Expenses**

**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 amounted to **1.196,66 Billion LAK**.
- Share of profits from investments in IPPs with the amount of **960,72 Billion LAK**.
- Other income of **55,29 Billion LAK**.

Therefore, the total revenue was **2.212,67** Billion LAK.

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

- Costs of sales: **585,97** Billion LAK.
- Operating and administrative expenses: **154,09** Billion LAK.
- Net foreign exchange loss: **612,91** Billion LAK.
- Finance costs: **855,82** Billion LAK.

Therefore, the total expenses were **2.208,79** Billion LAK.

### **3. Profit:**

In 2021, EDL-Gen had a total revenue of **2.212,67** Billion LAK and total expenses were **2.208,79** Billion LAK. Therefore, the net profit was **3,88** Billion LAK.

### **4. Royalty fee and taxes to the government:**

In 2021, EDL-Gen's payment of obligations to the government was regular and timely, which include royalty fee of 1% of revenue from electricity sales, corporate profit tax of 10%, dividend income tax of 10%, value added tax and personal income taxes, which amounted to 88,75 Billion LAK in total.

### **5. Staff headcount and human resource development:**

The Company has a total of 779 staff members, in which 126 are females. According to the vision and policies for human resource development, employees participated in upgrading their academic qualifications and in training sessions in both domestic and overseas with the total of 644 man-days.

### **6. Social and environmental contributions:**

The Company has placed special emphasis and consideration to social and environmental contributions. In 2021, EDL-Gen approved and implemented a number of environmental and social projects as detailed below:

#### **❖ Environmental conservation**

- 1) Monitoring and organizing the meeting with local authorities of Thateng district, Xekong province in regards to the implementation of livelihood restoration plan for villagers at Ban HuayDamMai, which is the resettlement village of Houay Lamphan Gnai HPP in the amount of 6.400.000 LAK.
- 2) Providing budget for demarcation and land allocation at Nam Khan 2 HPP in the amount of 155.670.000 LAK.
- 3) Providing budget in the amount of 27.475.000 LAK for land measurement fee including the service fee for land boundary measurement at Nam Ngum 1 expansion project.
- 4) Hosting the consultation meeting on drafting the watershed management plan (The Bio-offset plan) in collaboration with Forestry Department, Ministry of Agriculture and Forestry, of Nam Khan 2 and Houay Lamphan Gnai HPPs according to the conditions of SESO, which is the annex of project concession agreement in the amount of 29.680.000 LAK.
- 5) Contributed 10.000 fingerlings to Vientiane Province authority for releasing into at Nam Ngum 1 HPP downstream on the occasion of the National Fish Release and Wildlife Conservation's Day on 13 July 2021.
- 6) Providing budget to the Department of Meteorology and Hydrology with an amount of 3.420.000 LAK for the monitoring of water management along the Nam Ngum River. This is meant to be used as budget for water level monitoring and data collection for hydropower dams as well as to

enable exchange of meteorological information and weather forecasts to support the mitigations works against drought and flood in 2021.

- 7) Providing budget for demarcation and land allocation at Nam Chiane HPP in the amount of 46.582.000 kip.
- 8) EDL-Gen has regularly monitored water levels, examined water qualities and conducted reservoir surface clearance. In addition, EDL-Gen regularly surveyed surrounding areas of its HPPs, observed its environment and contributed to biodiversity abundance on monthly/quarterly/annually basis.

❖ **Social Contribution**

- 1) On 11 January 2021 at Thateng Province, EDL-Gen contributed a budget on registration and issuing family books for resettled communities at Ban HuayDamMai, a resettlement village of Houay Lamphan Gnai HPP, in the amount of 40.025.000 LAK.
- 2) Surveying the village loudspeakers and radio system within the downstream area of Nam Ngum 1 and Nam Song HPPs, and contributed fund on the installation and reparation of the broken items in the amount of 43.200.000 LAK.
- 3) During February 2021, Nam Khan 2-3 organized a skill training on making broomsticks from broom grass, which was participated by villagers from Ban Phouxang, a resettlement village of Nam Khan 2-3 HPPs, in the amount of 11.330.000 LAK.
- 4) Nam Chiane HPP contributed budget to constructing a new office building for Ban XamKorThong, ThaThom district, Xaysomboun province in the amount of 20.000.000 LAK.
- 5) Selabam HPP supported educational materials including young plants for Selabam Primary school, Xanasomboun district, Champasak province in the amount of 5.040.000 LAK.
- 6) Xeset 3 HPP contributed wall paints to a local healthcare centre at Ban PhorKhem, Laongam district, Salavanh province in the amount of 3.500.000 LAK.
- 7) Houay Lamphan Gnai HPP organised a technical training on mushroom growing for the villagers at Ban HuayDamMai in February, and later in March, organised the dissemination meeting on the governing legal documents regarding natural resource management within the HPP's management area, with the total budget of 9.535.000 LAK.
- 8) Providing budget on issuing the family books for resettled villagers at Ban HuayDamMai, a resettlement village of Houy Lamphan Gnai HPP, in the amount of 65.123.320 LAK.
- 9) On 27 August 2021, EDL Gen together with EDL supported a budget of 5.000.000 LAK to flood victims in Xayabouly Province.
- 10) Contributed 335.544.000 LAK for renovating-repairing Sane Vang Yai primary School, Ground water and concrete Bridge at Kieng Tang Lae village and Sa Nim Nok villages in the areas of Xeset 1-2 HPP.
- 11) Buildd a new school at Vang Heua village, Long San District, Xaysomboun Province, located in the areas of Nam Leuk HPP, in the amount of 999.098.001 LAK.
- 12) EDL-Gen HPPs prioritise Corporate Social Responsibilities (CSR) works and participation of local communities in all respects, especially in promoting local livelihood and youth education as well as provision and maintenance the infrastructures to the local communities.

## 7. Legal work related to investments:

- Preparation for signing Concession Agreements with the government for Nam Khan 2 and Houay Lamphanh Gnai Hydro Power Plants (HPPs).
- Preparation for asset transfer of Nam Ngum 1 Extension Project (Unit 7 and 8).
- Continue to prepare fixed asset register for the transfer of 100% invested hydropower assets, namely Nam Chiane, Xeset 3 and Nam Khan 3 HPPs.
- Continue with the transfer of shares in IPPs from EDL, including Nam Ou 2-5-6, Nam Ngiep 2 and Nam Lik 1.

## 8. Capital raising:

EDL-Gen issued THB debentures on two occasions: the first issue was on 08 July 2021 with the amount of THB 2.099,4 million, and the second issue was on 23 September 2021 with the amount of THB 3.527,4 million. In summary, EDL-Gen raised a total of THB 5.626,8 million through issuance of debentures with the weighted average interest rate of 6,19% per annum.

### III. EDL-Gen's 2022 Business Plan.

#### 1. Power generation

##### ❖ Installed capacity

- EDL-Gen's 13 wholly-owned hydropower plants with a total installed capacity of **886 MW**.
- EDL-Gen shareholdings in 17 Independent Power Producers (IPPs) with a combined installed capacity of **1.071,52 MW** according to shareholding proportions.
- EDL-Gen's shareholding in EDL-Gen Solar Power Co., Ltd with installed capacity of **19,20 MW** according to shareholding proportion.

**Therefore, the total installed capacity is 1.976,72 MW.**

##### ❖ Power generation plan:

- Power generation plan from EDL-Gen's wholly-owned hydropower plants is **3.293,85 GWh**.
- Power generation plan from EDL-Gen's shareholdings in IPPs is **5.064,10 GWh** according to shareholding proportions.
- Power generation plan from EDL-Gen Solar Power Co., Ltd. is **28,84 GWh** according to shareholding proportion.

**Therefore, the total power generation plan of EDL-Gen in 2022 is 8.386,79 GWh.**

#### 2. Electricity Sales

- The Company plans to sell **3.238,07 GWh** of electricity from wholly owned hydropower plants;
- The electricity sales from EDL-Gen's IPPs are planned at **5.060,46 GWh** according to its shareholding proportions;
- The electricity sales from EDL-Gen Solar Power Co., Ltd. are planned at **28,84 GWh** according to its shareholding proportion.

**Therefore, EDL-Gen's total planned electricity sales in 2022 is 8.327,37 GWh.**

#### 3. Investments in installed capacity expansion

In 2022, EDL-Gen will continue to invest in hydropower projects as specified in EDL-Gen prospectus and in other new projects as follows:

##### ➤ Direct investments in equity stakes in IPPs

- 1) Nam Phoun HPP: equity MW according to 51% stake is 23 MW.
- 2) Nam Dik 1: equity MW according to 70% stake is 10,5 MW.

#### **4. Taxes and fees to government**

EDL-Gen's obligations to pay taxes and fees to the government include a royalty fee of 1% of electricity sales, a dividend tax of 10%, Value Added Tax (VAT) of 7%, corporate profit tax and personal income taxes.

#### **5. Human resources development**

With the objective to enhance professionalism, efficiency and effectiveness of EDL-Gen staff in order to respond to future business operation requirements, the Company focuses on its short-term and long-term plans to systematically upgrade worker skills, especially regarding basic knowledge of regulatory procedures and upgrade of technical qualifications. In 2022, EDL-Gen will continue its specialist development programme, increase knowledge and capacity of staff, provide trainings in business finance and regulations of the securities market. EDL-Gen's human resource development plan covers management, financial and technical skills, with plans to provide the staff trainings at EDL training centre, as well as other domestic and international training centres and educational institutions.

#### **6. Environmental and Social Activities**

To continue enhancing the contributions of power generation business to the development and sustainability of society and the natural environment surrounding the hydropower sites, in 2022 EDL-Gen has an action plan for social and environmental projects, which are divided into two parts: (1) Implementation of projects under contractual obligations of Concession Agreements such as maintenance and protection of catchment areas, the natural environment surrounding the dam sites and water quality management; (2) Contributions to society and development of local communities around the dam sites by implementing projects with participation of the local communities and authorities.

### **IV. Revised vision and mission of the Company.**

To be consistent with current business environment of the Company, the Company proposes a revised vision and mission for EDL-Gen as follows:

#### **Vision:**

1. A leading company in Lao PDR in generating 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 emphasise added value creation in both short term and long term with continuous highest returns for shareholders.

The Board of Directors thoroughly considered and agreed to propose to the Meeting to consider and approve the Company's financial statements for the first six-month period of 2021 and no dividend payment from the business performance of the first six-month period of 2021; the Company's business performance report including the Company's financial statements for the year 2021; the Company's 2022 business plan and the revised vision and mission of the Company.

After the Managing Director briefly proposed Agenda 3, the Chairman encouraged questions and suggestions from shareholders in the Meeting and there was none.

The Chairman then proposed to the Meeting to consider and approve the Company's financial statements for the first six-month period of 2021 and no dividend payment from the business performance of the first six-month period of 2021; the Company's business performance report including the Company's financial statements for the year 2021; the Company's 2022 business plan and the revised vision and mission of the Company. Passing a resolution for this agenda requires approval votes of more than half of the total votes attending the meeting.

**Resolution: The Meeting resolved to approve the Company's financial statements for the first six-month period of 2021 and no dividend payment from the business performance of the first six-month period of 2021; the Company's business performance report including the Company's financial statements for the year 2021; the Company's 2022 business plan and the revised vision and mission of the Company as proposed above with the votes of more than half of total votes of shareholders attending the meeting as follows:**

- **Approved with 1.533.006.133 votes, equivalent to 99,999902% of the total votes attending the meeting.**
- **Disapproved with 1.500 votes, equivalent to 0,000098% of the total votes attending the meeting.**

**Agenda 4. To consider and approve the dividend payment from the Company's 2021 business performance, the determination of the closing date of shareholders register book to determine the right to receive dividend, and the dividend payment date.**

The Managing Director proposed to the Meeting that Pursuant to the Company's Articles of Association, the Company has the policy to pay dividend at least 50 percent of the net profit after deducting required legal reserve fund and other reserve fund (if any) each year. The dividend payment will be subject to the economic conditions and future investment plans.

The Company has a net profit of **3,88** Billion LAK from its 2021 business performance. It is proposed to the 2021 AGM to consider and approve the dividend payment from the Company's 2021 business performance to shareholders listed in the shareholders register book on the book closing date on **22 April 2022** that determines the right to receive the dividend at the rate of **50 Lao Kip (LAK)** per share, with the total dividend to be paid of around **83,96** Billion LAK. The dividend payment date is determined to be on **27 May 2022**.

The proposed dividend payment complies with the Company's dividend policy. The Board of Directors thoroughly considered and agreed to propose to the shareholders' meeting to consider and

approve the dividend payment from the Company's 2021 business performance, the determination of the closing date of shareholders register book to determine the right to receive the dividend, and the dividend payment date.

After the Managing Director briefly proposed Agenda 4, the Chairman encouraged questions and suggestions from shareholders in the Meeting and there was none.

The Chairman then proposed to the Meeting to consider and approve the dividend payment from the Company's 2021 business performance, the determination of the closing date of shareholders register book to determine the right to receive dividend, and the dividend payment date. Passing a resolution for this agenda requires approval votes of more than half of the total votes attending the meeting.

**Resolution: The Meeting resolved to approve the dividend payment from the Company's 2021 business performance to the shareholders listed in the shareholder register book on the book closing date on 22 April 2022 that determines the right to receive the dividend at the rate of 50 Lao Kip (LAK) per share, with total dividend to be paid of 83,96 Billion LAK. The dividend payment date is on 27 May 2022. The meeting resolved this with the votes of more than half of the total votes of shareholders attending the meeting as follows:**

- **Approved with 1.533.007.633 votes, equivalent to 100% of the total votes attending the meeting.**

**Agenda 5. To consider and approve the appointment of the Company's external auditor and its remuneration for the years 2023 to 2025.**

The Managing Director proposed to the Meeting that pursuant to the Law on Enterprises, Article 149 regarding the rights and responsibilities of Annual General Meeting of Shareholders.

The Company proposes to appoint Ernst and Young Lao Limited to be the external auditor of the Company for the years 2023 to 2025 as a result of its successful bidding. The total fees of the external auditor shall not exceed 685.000.000 LAK for the year 2023, 685.000.000 LAK for the year 2024, and 685.000.000 LAK for the year 2025.

The Board of Directors thoroughly considered and agreed to propose to the shareholders' meeting to consider and approve the appointment of the external auditor and its remuneration for the years 2023 to 2025 as detailed above.

After the Managing Director briefly proposed Agenda 5, the Chairman encouraged questions, comments and suggestions from shareholders in the Meeting and there was none.

The Chairman then proposed to the Meeting to consider and approve the appointment of the external auditor and its remuneration for the years 2023 to 2025. Passing a resolution for this agenda requires approval votes of more than half of the total votes attending the meeting.

**Resolution: The Meeting resolved to approve to appoint Ernst and Young Lao Limited to be the external auditor of the Company for the years 2023 to 2025 as a result of its successful bidding. The total fees of the external auditor shall not exceed 685.000.000 LAK for**

**the year 2023, 685.000.000 LAK for the year 2024, and 685.000.000 LAK for the year 2025. The meeting resolved this with the votes of more than half of the total votes of shareholders attending the meeting as follows:**

- **Approved with 1.533.007.633 votes, equivalent to 100% of the total votes attending the meeting.**

**Agenda 6. To consider and approve the increase of index multiplier of the basic salary of the Company's employees for the fiscal year 2022.**

The Managing Director proposed to the meeting that pursuant to changing economic conditions, higher inflation rates and the objectives to maintain livelihoods of employees, organisational development and competitiveness with other joint venture and private companies, and to encourage employee participation in the Company's businesses with their maximum potentials, it is proposed to the shareholders' meeting to consider and approve the increase of index multiplier of the basic salary of the Company's employees by 10,5 percent in the year 2022.

The Board of Directors thoroughly considered and agreed to propose to the shareholders' meeting to consider and approve the increase of index multiplier of the basic salary of the Company's employees as above.

After the Managing Director briefly proposed Agenda 6, the Chairman encouraged comments and questions from shareholders in the Meeting and there was none.

The Chairman then proposed to the Meeting to consider and approve the increase of index multiplier of the basic salary of the Company's employees by 10,5 percent beginning from 2022. Passing a resolution for this agenda requires approval votes of more than half of the total votes attending the meeting.

**Resolution: The Meeting resolved to approve the increase of index multiplier of the basic salary of the Company's employees by 10,5 percent effective from July 2022 onwards. The meeting resolved this with the votes of more than half of the total votes of shareholders attending the meeting as follows:**

- **Approved with 1.532.987.933 votes, equivalent to 99,998715% of the total votes attending the meeting.**
- **Disapproved with 19.700 votes, equivalent to 0,001285% of the total votes attending the meeting.**

**Agenda 7. To consider and adopt the amendments to the Company's Articles of Association in Article 9: Directors and Article 12: Board of Directors.**

The Managing Director proposed to the Meeting that due to changes to the Company's Board of Directors and to ensure the Company's operation and governance are in accordance with related laws and regulations, it is proposed to the meeting to consider and adopt the amendments to the Company's Articles of Association under Article 9: Directors and Article 12: Board of Directors as per details below:

- 1) Amendments to Article 9: Directors: by changing names and details of new directors in replacement of former directors as follows:**

1. Name and Surname: Dr. Bounleua SINXAYVORAVONG
  - Nationality: Lao;
  - Current Address: House No. 187, Unit 12, Phonsavanh Tai Village, Sisattanak District, Vientiane Capital.
2. Name and Surname: Ms. Manivone PHONH AMATH
  - Nationality: Lao;
  - Current Address: House No. 143, Unit 28, Saphanthong Neua Village, Sisattanak District, Vientiane Capital.
3. Name and Surname: Mr. Chollawit WINITCHAI
  - Nationality: Thai;
  - Current Address: House No. 20, Unit 902, Nongduang Neua Village, Sikhottabong District, Vientiane Capital.
4. Name and Surname: Mr. Somphith KEOVICHITH
  - Nationality: Lao;
  - Current Address: House No. 161, Unit 12, Phonsavath Tai Village, Sikhottabong District, Vientiane Capital.
5. Name and Surname: Mr. Khammoune VIPHONGXAY
  - Nationality: Lao;
  - Current Address: House No. 390, Unit 38, Phonsavang Village, Chanthabouly District, Vientiane Capital.
6. Name and Surname: Mr. Khamkeo VISISOMBATH
  - Nationality: Lao;
  - Current Address: House No. 015, Unit 02, Phonxay Village, Xaysettha District, Vientiane Capital.
7. Name and Surname: Dr. Phanpakit ONPHANDALA
  - Nationality: Lao;
  - Current Address: House No. 593, Unit 43, Houayhong Village, Chanthabouly District, Vientiane Capital.

**2) Amendments to Article 12: Board of Directors:** details of new Board of Directors below:

1. Name and Surname of Chairman: Dr. Bounleua SINXAYVORAVONG.
2. Name and Surname of Vice Chairman: Mr. Chanthaboun SOUK ALOUN.

And authorized Managing Director and/or any person entrusted by such person to be the authorized person to amend the Company's Articles of Association as per details above, including the authority to amend the Articles of Association according to recommendations and/or orders of the Enterprise Registration officers and/or the officers of the Lao Securities Commission Office and the Lao Securities Exchange.

The Board of Directors thoroughly considered and agreed to propose to the shareholders' meeting to adopt the amendments to Article 9: Directors and Article 12: Board of Directors of the Company's Articles of Association and the authorization as proposed above.

After the Managing Director briefly proposed Agenda 7, the Chairman encouraged questions and suggestions from shareholders in the Meeting and there was none.

The Chairman then proposed to the Meeting to consider and approve the amendments to the Articles of Association of the Company in Article 9: Directors and Article 12: Board of Directors. Passing a resolution for this agenda requires approval votes of at least two-thirds (2/3) of shareholders attending the Meeting; and at least 80 percent of total paid-up shares.

**Resolution: The Meeting resolved to approve the amendments to the Articles of Association of the Company in Article 9: Directors; and Article 12: Board of Directors as per following details:**

- 1) **Amendments to Article 9: Directors: by changing names and details of new directors in replacement of former directors as follows:**
  1. **Name and Surname: Dr. Bounleua SINXAYVORAVONG**
    - **Nationality: Lao;**
    - **Current Address: House No. 187, Unit 12, Phonsavanh Tai Village, Sisattanak District, Vientiane Capital.**
  2. **Name and Surname: Ms. Manivone PHONH AMATH**
    - **Nationality: Lao;**
    - **Current Address: House No. 143, Unit 28, Saphanthong Neua Village, Sisattanak District, Vientiane Capital.**
  3. **Name and Surname: Mr. Chollawit WINITCHAI**
    - **Nationality: Thai;**
    - **Current Address: House No. 20, Unit 902, Nongduang Neua Village, Sikhottabong District, Vientiane Capital.**
  4. **Name and Surname: Mr. Somphith KEOVICHITH**
    - **Nationality: Lao;**
    - **Current Address: House No. 161, Unit 12, Phonsavath Tai Village, Sikhottabong District, Vientiane Capital.**
  5. **Name and Surname: Mr. Khammoune VIPHONGXAY**
    - **Nationality: Lao;**
    - **Current Address: House No. 390, Unit 38, Phonsavang Village, Chanthabouly District, Vientiane Capital.**
  6. **Name and Surname: Mr. Khamkeo VISISOMBATH**
    - **Nationality: Lao;**
    - **Current Address: House No. 015, Unit 02, Phonxay Village, Xaysettha District, Vientiane Capital.**
  7. **Name and Surname: Dr. Phanpakit ONPHANDALA**
    - **Nationality: Lao;**
    - **Current Address: House No. 593, Unit 43, Houayhong Village, Chanthabouly District, Vientiane Capital.**
- 2) **Amendments to Article 12: Board of Directors: details of new Board of Directors below:**
  1. **Name and Surname of Chairman: Dr. Bounleua SINXAYVORAVONG.**
  2. **Name and Surname of Vice Chairman: Mr. Chanthaboun SOUK ALOUN.**

**And authorized Managing Director and/or any person entrusted by such person to be the authorized person to amend the Articles of Association of the Company as per the amendment details above, including the authority to amend the Articles of Association according to recommendations and/or orders of the Enterprise Registration officers and/or the officers of the Lao Securities Commission Office, and the Lao Securities Exchange.**

**The meeting resolved this with the votes of more than two-thirds (2/3) of the shareholders attending the meeting; and more than 80 percent of the total paid-up shares as follows:**

- A. Number of shareholders attending the meeting:**
- **Approved by 75 shareholders, equivalent to 100% of shareholders attending the meeting.**
- B. Number of votes of shareholders attending the meeting:**
- **Approved with 1.533.007.633 votes, equivalent to 91,288290% of the total paid-up shares of the Company.**

After the Meeting considered and resolved all agendas, the Chairman encouraged questions and suggestions from the Meeting and there was no further questions.

At the end of the Meeting, the Chairman informed the Meeting that there were 50 shareholders attending the Meeting in person and 25 shareholders attending the Meeting by proxy, totalling 75 shareholders that together hold the total of 1.533.007.633 shares, representing 91,29 percent of the total paid-up shares of the Company.

The Chairman then extended his sincere gratitude to the shareholders for attending the Meeting and wished all shareholders and distinguished guests with good health and success for all of their duties and endeavours.

As the Meeting completed resolving all agendas and there was no further matter for consideration, the Chairman declared the Meeting closed at 4:00 PM.

**Chairman of the Meeting**

-Signature and Company Seal Affixed-

**Chanthaboun SOUK ALOUN**

**Certified by**

-Signature-

**Duangsy PHARANHOK**

## **Curriculum Vitae of New Managing Director**

## **Curriculum Vitae**

### **Mr. Vanhseng VANNAVONG**

**Name and Surname:** Mr. Vanhseng VANNAVONG  
**Date of Birth:** 30/03/1974  
**Age:** 48  
**Nationality:** Lao  
**Address:** Thongpong Village, Sikhottabong District, Vientiane Capital  
**Education:** Master of Accounting, National University of Laos.

#### **Trainings:**

1999 Trained and granted with a certificate of accounting, Pakpasak Technical College.  
2002 Trained accounting consultancy, Lao Institute of Certified Public Accountants (LICPA).  
2008 Bachelor of Financial Management and Banking, Rattana College of Business Administration.  
2010 45-Day Politics and Public Administration Theories.  
2013 Master of Accounting, National University of Laos.  
2014 Director Certification Program (DCP), Thai Institute of Directors (IOD).  
2019 CMA-GMS International Program at Capital Market Academy, Thailand.  
2022 Company Reporting Program (CRP) online program, Thai Institute of Directors (IOD).

#### **Work Experience:**

1993-1997 Teacher Assistant at N.E.C Training Centre.  
1997-2010 Deputy Manager of Accounting Office, Electricite Du Laos (EDL).  
2010-2016 Acting Director of Finance Department, EDL-Generation Public Company (EDL-Gen).  
2016-2020 Director of Finance Department, EDL-Gen.  
2020-2022 Deputy Managing Director, EDL-Gen.  
05/2022-Present Acting Managing Director, EDL-Gen.

#### **❖ Current Board of Directors positions in 05 Companies:**

- 1) Houay Ho Power Co., Ltd.
- 2) Nam Dik 1 Power Co., Ltd.
- 3) Lower Houay Lamphanh Power Co., Ltd.
- 4) Theun Hinboun Power Co., Ltd.
- 5) Nam Theun 1 Power Co., Ltd.

**ໃບມອບສັນທະ  
PROXY**

ຂຽນທີ່.....  
Written at  
ວັນທີ..... ປີ.....  
Date Month Year

(1) ຂ້າພະເຈົ້າ..... ສັນຊາດ..... ວັນທີ, ເດືອນ ແລະ ປີເກີດ.....  
I/We Nationality date, month and year of birth  
ບັດປະຈຳຕົວເລກທີ..... ຢູ່ເຮືອນເລກທີ..... ບ້ານ..... ຖະໜົນ.....  
ID card number Reside at Village Road  
ເມືອງ..... ແຂວງ.....  
District Province

(2) ເປັນຜູ້ຖືຮຸ້ນ ຂອງ ບໍລິສັດ ຜະລິດ-ໄຟຟ້າລາວ ມະຫາຊົນ.

Being a shareholder of EDL-Generation Public Company.

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

(3) ຂໍມອບໝາຍໃຫ້

Hereby appoint

(1)  ທ່ານ/ທ່ານນາງ..... ອາຍຸ..... ປີ, ຢູ່ເຮືອນເລກທີ.....  
Mr./Ms. age years, reside at  
ຖະໜົນ..... ບ້ານ..... ເມືອງ.....  
Road Village District  
ແຂວງ..... ລະຫັດໄປສະນີ..... ຫຼື  
Province Postal Code or

(2)  ທ່ານ ຄຳມຸນ ວິຝັງໄຊ..... ອາຍຸ 64 ປີ, ຢູ່ເຮືອນເລກທີ 390  
Mr. Khammoune VIPHONGXAY age 64 years, resides at 390  
ຖະໜົນ..... ບ້ານ..... ໂພນສະຫວ່າງ..... ເມືອງ..... ຈັນທະບູລີ.....  
Road Village Phonsavang District Chanthabouly  
ແຂວງ ນະຄອນຫຼວງວຽງຈັນ ລະຫັດໄປສະນີ 2392 ຫຼື  
Province Postal Code 2392 or

(3)  ທ່ານ ຄຳແກ້ວ ວິສິສິມບັດ..... ອາຍຸ 47 ປີ, ຢູ່ເຮືອນເລກທີ 015  
Mr. Khamkeo VISISOMBATH age 47 years, resides at 015  
ຖະໜົນ..... ບ້ານ..... ໂພນໄຊ..... ເມືອງ..... ໄຊເສດຖາ.....  
Road Village Phonxay District Xaysettha  
ແຂວງ..... ນະຄອນຫຼວງວຽງຈັນ ລະຫັດໄປສະນີ 2392 ຫຼື  
Province Postal Code 2392 or

(4)  ທ່ານ ປອ. ພັນປະກິດ ອ່ອນພັນດາລາ..... ອາຍຸ 43 ປີ, ຢູ່ເຮືອນເລກທີ..... 593.....  
Dr. Phanpakit ONPHANDALA age 43 years, resides at 593  
ຖະໜົນ..... ບ້ານ..... ຫ້ວຍຫົງ..... ເມືອງ..... ຈັນທະບູລີ.....  
Road Village Houayhong District Chanthabouly  
ແຂວງ ນະຄອນຫຼວງວຽງຈັນ ລະຫັດໄປສະນີ 2392 ຫຼື  
Vientiane Capital Postal Code 2392

ຄົນໃດຄົນໜຶ່ງພຽງຄົນດຽວ ເປັນຜູ້ຕາງໜ້າຂອງຂ້າພະເຈົ້າ ເພື່ອເຂົ້າຮ່ວມປະຊຸມ ແລະ ລົງຄະແນນສຽງແທນຂ້າພະເຈົ້າ ໃນກອງປະຊຸມວິສາມັນຜູ້ຖືຮຸ້ນ ຄັ້ງທີ 1 ປະຈຳປີ 2022 ໃນວັນທີ 29 ກໍລະກົດ 2022 ເວລາ 15:00 ໂມງ.

Any one of them to be my/our proxy to attend and vote on my/our behalf at the Extraordinary General Shareholders' Meeting No.1 for the Year 2022 to be held on 29 July 2022 at 3:00 pm.

ສະຖານທີ່ທ້ອງປະຊຸມ ຊັ້ນທີ 1 ອາຄານສຳນັກງານ ລັດວິສາຫະກິດໄຟຟ້າລາວ, ຖະໜົນມິດຕະພາບລາວ-ໄທ, ບ້ານທົ່ງກາງ, ເມືອງ ສີສັດຕະນາກ, ນະຄອນຫຼວງ ວຽງຈັນ ຫຼື ທີ່ໄດ້ເລື່ອນໄປໃນວັນ, ເວລາ ແລະ ສະຖານທີ່ອື່ນດ້ວຍ.

At meeting room, 1<sup>st</sup> floor, EDL Headquarters building, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital or any adjournment at any date, time and place thereof.

(4) ຂ້າພະເຈົ້າຂໍມອບໝາຍໃຫ້ຜູ້ຕາງໜ້າລົງຄະແນນສຽງແທນຂ້າພະເຈົ້າໃນກອງປະຊຸມຄັ້ງນີ້ດັ່ງນີ້:

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: ພິຈາລະນາ ແລະ ຮັບຮອງບົດບັນທຶກກອງປະຊຸມສາມັນຜູ້ຖືຮຸ້ນ ປະຈຳປີ 2021**

**Agenda No. 1 To consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2021.**

ເຫັນດີ

Approve

ບໍ່ເຫັນດີ

Disapprove

**ວາລະທີ 2: ພິຈາລະນາ ແລະ ຮັບຮອງການແຕ່ງຕັ້ງຮັກສາການຜູ້ອຳນວຍການໃຫຍ່ຜູ້ໃຫມ່ ແລະ ກຳມະການສະພາບໍລິຫານຜູ້ໃຫມ່ ເພື່ອປ່ຽນແທນຜູ້ເກົ່າ ທີ່ໄປຮັບໜ້າທີ່ໃຫມ່ ແລະ ອາຍຸການຂອງກຳມະການສະພາບໍລິຫານບໍລິສັດ.**

**Agenda No. 2 To consider and adopt the appointment of new acting Managing Director and new Director of Board of Directors in replacement of Director who was assigned to a new position and the term of office of the Director.**

ເຫັນດີ

Approve

ບໍ່ເຫັນດີ

Disapprove

**ວາລະທີ 3 : ພິຈາລະນາ ແລະ ຮັບຮອງການດັດແກ້ກົດລະບຽບຂອງບໍລິສັດ ມາດຕາ 9 ວ່າດ້ວຍກຳມະການ.**

**Agenda No.3 To consider and adopt the amendments to the Articles of Association of the Company in Article 9: Directors.**

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 ບໍ່ໄດ້ລະບຸຄວາມຕ້ອງການໃນການລົງຄະແນນສຽງ ໃນວາລະປະຊຸມໃດໄວ້ ຫຼື ລະບຸໄວ້ບໍ່ແຈ້ງໃຫ້ຖືວ່າເຫັນດີ.

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, ເພື່ອເປັນການຮັບປະກັນຄວາມຜູກຜັນຂອງຜູ້ມອບໝາຍແລະຜູ້ຕາງໜ້າທາງດ້ານກົດໝາຍ, ດັ່ງນັ້ນໃບມອບສັນທະສະບັບນີ້ຈະຕ້ອງໄດ້ນຳໄປຈົດທະບຽນສານ, ໃນນີ້ບໍລິສັດຈະບໍ່ຮັບຜິດຊອບໃດໆໃນກໍລະນີທີ່ໃບມອບສັນທະສະບັບນີ້ທີ່ຍື່ນຕໍ່ບໍລິສັດບໍ່ໄດ້ຈົດທະບຽນສານ.

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, appointment of proxy, registration and vote casting at the shareholders' meeting**

The Extraordinary General Meeting of Shareholders No.1/2022 of EDL-Generation Public Company is held under 2 systems: shareholders can attend the meeting via the online EGM system at <https://agm-egm.edlgen.com.la/user/login> and shareholders can attend the meeting in person at Conference Room, 1<sup>st</sup> Floor, EDL Headquarters Building, by proceeding as follows (as the case may be):

- EDL-Gen's email address used for sending the invitation letter to shareholders is: [agm-egm@edlgen.com.la](mailto:agm-egm@edlgen.com.la)

**I. Shareholders who attend the EGM meeting online**

The shareholders who are allowed to attend the meeting via the online system have to have received the confirmation from the Company only. In this regards, the shareholders have to confirm their intention to attend the online meeting by following instructions in the email from the Company and proceed with the online meeting registration from the date of receiving the email until no later than 26 July 2022.

**1. Documents required for confirming your attendance to EGM meeting for each option are as follows:**

- 1) For shareholders attending the meeting in person by themselves, shareholders do not need to submit any electronic documents to the online EGM system.
- 2) For shareholders who appoint a proxy to:
  - 2.1. Authorise the proxy to consider and vote on the shareholder's behalf as the proxy deems appropriate in all respects (in this case, the proxy can only be one of the Company's independent directors);
  - 2.2. Authorise the proxy to vote as per the shareholder's intention.
- For the proxy appointment in the cases of 2.1 and 2.2 above, shareholders have to scan their own identification card/passport (for foreign shareholders) for identity verification, the completed proxy form and other required documents, and combine them in one PDF file for uploading to the online EGM system to allow for the votes to be duly recorded by relevant officers.
- In addition, shareholders need to register the appointed proxy (except for the case an independent director is appointed as a proxy) by uploading the proxy's identification card/passport (for foreigners) in JPG or JPEG file format to the online EGM system for identity verification.
- 3) For shareholders attending the online meeting by themselves, the shareholder's identification card/passport (for foreign shareholders) in JPG or JPEG file format needs to be uploaded to the online EGM system for identity verification. This is the only option that shareholders can cast their votes online.

**The Company reserves the right to allow only the shareholders or the proxies who have proper and complete documents to attend the Online Meeting. Documents which need to be attached or uploaded onto the system for registration are detailed below:**

## **1. Registration for attending the EGM meeting online.**

Registration for EDL-Gen's EGM No.1/2022 online meeting is open for shareholders from the date of email invitation to shareholders until 26 July 2022. Shareholders who wish to attend the meeting online have to confirm their intention via the only EGM system at <https://agm-egm.edlgen.com.la/user/login>. In the invitation email, shareholders will receive the following information:

- 1) The website link to the online EGM system for registration and vote casting.
- 2) Information on identification card or passport number that is to be used as Username for the online EGM system. By clicking this link <https://agm-egm.edlgen.com.la/user/login> to enter the system for the first time, a shareholder needs to click "Forgot password" in order to set up a new password and this will be sent to your email by the system immediately.
- 3) When logged in to the system, shareholders can accept the meeting invitation by selecting one of the three attendance options, namely:
  - 3.1. "Wish to attend the meeting by myself in person" means the shareholder confirms to attend the meeting physically by themselves.
  - 3.2. "Wish to attend the meeting by appointment of a proxy" means the shareholder intends to pre-register online and appoint a proxy, which can be done for the following cases:
    - Authorise a proxy to consider and vote on behalf of the shareholder as the proxy deems appropriate in all respects (in this case, the proxy can only be one of the Company's independent directors)
    - Authorise a proxy to vote as per the shareholder's intention.
  - 3.3. "Wish to attend the meeting by myself online" means the shareholder intends to register online, attend the meeting online via Microsoft Team and cast votes via the online EGM system.

## **2. Required valid and unexpired documents and evidences for upload to the online EGM system for identity verification of the shareholders attending the online meeting.**

- Identity verification documents such as identification card or passport (for foreigners) and other documents for identity verification, which need to be in JPG or JPEG file.
- Proxy form and other required documents, which need to be in PDF file.

### **2.1. Shareholders who are natural persons**

#### **2.1.1. For shareholders attending the online meeting themselves:**

- (1) Please attach valid documents issued by governmental authorities, e.g., the identification card or passport (for foreign shareholders) in JPG or JPEG file (image file), including the evidence of name or last name change (if any). In case of incomplete or incorrect documents, the Company's registration team will inform shareholders via email and ask for further documents, which can be submitted via either the online EGM system or email.

#### **2.1.2. For shareholders appointing a proxy to attend the meeting on their behalf, the required documents are as follows:**

- (1) A proxy form as attached to the meeting invitation letter, which has been duly completed and signed by the shareholder and the proxy, and prepared in PDF file.

(2) A copy of the valid document of the shareholder issued by governmental authorities as specified in Item 2.1.1., which has been certified true and correct by the shareholder, and prepared in PDF file.

➤ **The above 2 documents must be in PDF file format and combined into one file for upload.**

(3) Valid document of the proxy issued by governmental authorities, e.g. the identification card or passport (for foreign proxy), which is prepared in JPG or JPEG file format, including the evidence of name or last name change (if any).

(4) In case of incorrect or incomplete documents, the Company's registration team will inform the proxy and/or shareholder via email and ask for further documents, which can be submitted via either the online EGM system or email.

## 2.2. Shareholders who are juristic persons

2.2.1. Representatives of shareholders (authorized directors) attending the online meeting themselves shall scan the following documents:

(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)), and upload this in JPG or JPEG file format (image file), including the evidence of name or last name change (if any).

(2) Scanned copies of the Foreign Investment Licence (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 has been certified true and correct by the representatives of the shareholder (authorized directors). Please prepare this in JPG or JPEG file format (image file) and upload to the online EGM system for verification.

(3) In case of incorrect or incomplete documents, the Company's registration team will inform the proxy and/or shareholder via email and ask for further documents, which can be submitted via either the online EGM system or email.

2.2.2. For shareholders appointing a proxy to attend the meeting on their behalf, the required documents are as follows:

(1) A proxy form as attached to the meeting invitation letter, which has been duly completed and signed by the shareholder and the proxy, and prepared in PDF file for submission to the online EGM system.

(2) Scanned copies of the Foreign Investment Licence (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 has been certified true and correct by the representatives of the shareholder (authorized directors). Please prepare this in PDF file format and upload to the online EGM system for verification.

(3) Scanned copies of valid documents of the representatives of the shareholder (authorized directors) issued by governmental authorities as specified in Item 2.2.1(1), which have been certified true and correct by the

representatives of the shareholder (authorized directors) and prepared in PDF file.

➤ **The above 3 documents must be in PDF file format and combined into one file for upload.**

- (4) Valid document of the proxy issued by governmental authorities, e.g. the identification card, or passport (for foreign proxy), which is prepared in JPG or JPEG file format, including the evidence of name or last name change (if any).
- (5) In case of incorrect or incomplete documents, the Company's registration team will inform the proxy and/or shareholder via email and ask for further documents, which can be submitted via either the online EGM system or email.

#### 2.2.3. Shareholders who are foreign juristic persons

- (1) Please follow the instructions in Item 2.2.1 or Item 2.2.2, as the case may be.
- (2) Documents of foreign juristic persons shall be translated into Lao or English, and such translation shall be certified by the representatives (authorized directors) of such foreign juristic persons.

### 3. **Appointment of Proxy**

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

3.1. Appoint any person or one of the independent 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.

- Please scan the completed Proxy Form in PDF file format for upload to the online EGM system within 26 July 2022 for verification by the Company's relevant officers.

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

### 4. **Reply from the online EGM system and receipt of Microsoft Team link for the online meeting.**

- If approved by the Company's registration officers, the system will notify the registration status and provide the Microsoft Team link within the user account on the online EGM system.
- If not approved by the Company's registration officers, the system will inform the shareholder and/or the proxy via their email.
- Email address informing unsuccessful registration is [proxy-register@edlgen.com.la](mailto:proxy-register@edlgen.com.la). This email sent to the shareholder or the proxy from registration officers requires documents to be re-submitted within the specified time period.

### 5. **Vote casting in the online EGM meeting**

#### 5.1. Online voting regulation

- (1) One share is entitled to one vote. Shareholders shall only cast the votes equalling to the same number of shares held.

(2) When the shareholder is logged in to the system for vote casting, the system will provide two options for casting your vote: Agree or Not Agree. In this regard, the shareholder will be able to see and click into the agenda for casting their vote only when that agenda is currently open for voting.

5.2. Online Vote Casting Procedures for Each Agenda

In casting votes in each agenda, in order to save time of the shareholders, the Chairman will ask if anyone disapproves and provide no more than 2 minutes for vote casting. The shareholders and the proxies who approve shall press the **Agree** button  Agree and those who disapprove shall press the **Not Agree** button  Not Agree in the voting windows so that the system can record and count the votes.

**Exception:** For a proxy in which the votes have been clearly specified by the shareholder in the proxy form, and the case of authorising the proxy to consider and vote on behalf of the shareholders in all respects as the proxy deems appropriate (the case of appointing an independent director as a proxy), the proxy cannot cast the votes online because the Company's relevant officers will have already recorded such votes as per the proxy form previously submitted to the online EGM system.

5.3. Vote Counting and Announcement of Voting Result

Managing Director of the Company shall explain the vote counting procedures to the meeting prior to the commencement of the meeting agenda. The Company will count the votes and inform the voting result to the meeting before each agenda is finished. Shareholders can view the summary and announcement of voting results through the online meeting on Microsoft Teams.

The Company will deduct the disapproval or "Not Agree" votes from the total votes attending the meeting. The remaining votes will be deemed as approval votes.

## **II. Shareholders who attend the meeting in person.**

For your convenience for the registration process to attend the Extraordinary General Shareholders' Meeting No.1/2022 of EDL-Generation Public Company, the shareholders or the proxies who will attend the meeting shall bring the invitation to the meeting, registration documents 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. Required valid and unexpired documents and evidences 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 by 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 meeting invitation letter, 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 by 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 Licence (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 meeting invitation letter, which has been duly completed and signed by the shareholder and the proxy.
- (2) Copies of the Foreign Investment Licence (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) A copy of 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. **Appointment of Proxy**

Shareholders who are unable to attend the meeting by 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 independent 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 Division before **29 July 2022** 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 equalling 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 Extraordinary General Meeting of Shareholders No.1/2022 of EDL-Generation Public Company 1.5 hours before the Meeting starts or from 1.30 p.m. - 3.00 p.m. on **29 July 2022**, at Conference Room, 1<sup>st</sup> 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. Vote casting**

#### **4.1. Voting Regulation**

1. One share is entitled to one vote. Shareholders shall only cast the votes equalling to the same number of shares held.
2. The Company will prepare ballots for every agenda which requires vote casting. 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 votes have been clearly specified by the shareholder 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 relevant officers for vote counting. **Except** for the case of proxy in which the votes have been clearly specified by the shareholder 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

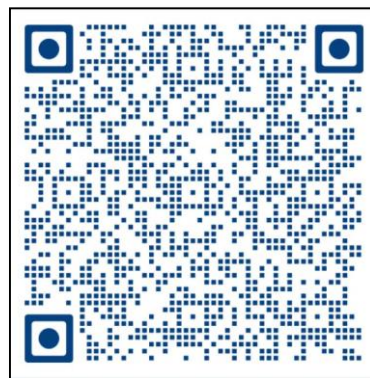
Prior to the commencement of the meeting agenda, Managing Director of the Company shall explain the vote counting procedures to the meeting. The Company will count the votes and inform the voting result to the meeting before each agenda is finished.

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

**Guideline to attending EDL-Gen’s Extraordinary General Meeting of Shareholders No.1/2022 via the online system**

The shareholders who would like to join the online meeting can follow the following instructions:

1. The Company will send the invitation and the details of joining the meeting via email to shareholders as follows:
  - 1) Link to log in to the online EGM system for registration and online voting.
  - 2) ID or passport number (for foreign shareholders) which is used as the Username for log in to the online EGM system.
  - 3) The invitation letter file for information
    - Email address of EDL-Gen that will send the invitation to shareholders is: [agm-egm@edlgen.com.la](mailto:agm-egm@edlgen.com.la)
2. For shareholders who would like to join the online meeting, the online registration will be open from the day that shareholders receive the invitation until **5:00 PM on 26 July 2022**.
3. Shareholders can scan the QR code and use the short link below to download a handbook for Microsoft Teams installation guide and user manual for the online EGM system for EDL-Gen’s EGM No.1/2022



[shorturl.at/dgnp5](https://shorturl.at/dgnp5)

**Remark:**

1. The shareholders need to use the ID / Passport number (for foreign shareholders) received from the invitation email as Username for log in to the online EGM system and to confirm their intention to join the online meeting. When a shareholder’s identification documents and other important documents have been approved, the system will count this as part of the quorum. If the shareholder’s identity verification documents are not approved and the shareholder is therefore not successfully registered or enrolled, the shareholder will not be counted as part of the quorum, and will be unable to cast their votes online and watch the

- live online meeting. During the online voting, if a shareholder leaves the meeting or is logged out from the online system, the system will deduct the votes from the quorum.
2. For joining the Extraordinary General Meeting of Shareholders No.1/2022 of EDL-Gen via online system, shareholders need to have a valid email to receive the invitation.
  3. The information that shareholders fill into the system needs to match the information on Record Date from the Lao Securities Exchange.
  4. In case shareholders encounter any problems of using EDL-Gen's online shareholders meeting system, please contact 020 2221 0404, 020 5884 8144 (on service until 29 July 2022 during 8:30 AM – 5:00 PM)

ແຜນທີ່ ຂອງສະຖານທີ່ຈັດກອງປະຊຸມວິສາມັນຜູ້ຖືຮຸ້ນ ຄັ້ງທີ 1 ປະຈຳປີ 2022

Map of the Meeting Venue

