(Translation)

**LAO PEOPLE'S DEMOCRATIC REPUBLIC**

PEACE INDEPENDENCE DEMOCRACY UNITY PROSPERITY

EDL-Generation Public Company

No. 0595/EDL-Gen

Vientiane Capital, Date 26 March 2021

# INVITATION LETTER

To: Shareholders of EDL-Generation Public Company.

Subject: Invitation to the Annual General Meeting of Shareholders for the Year 2020.

- Pursuant to Resolutions of Extraordinary Board of Directors' Meeting No.1/2021 of EDL-Generation Public Company, dated 09 February 2021.

EDL-Generation Public Company (the "**Company**") is honored to invite you to attend the Annual General Meeting of Shareholders for the Year 2020 (the "2020 AGM") on **09 April 2021** at **03:00 p.m.** (registration starts at **01:30 p.m.**), at Meeting Room, 1st Floor, EDL Headquarters Building, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital. The Company announced the date, time and agenda of the Annual General Meeting of Shareholders for the Year 2020 on the websites of the Company (www.edlgen.com.la) and the Lao Securities Exchange (www.lsx.com.la).

The closing date of shareholders register book to determine the right of shareholders to attend the Annual General Meeting of Shareholders for the Year 2020 was on **10 March 2021** 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-

Dr. Khammany INTHIRATH

Attachments:

1. Agenda of the Annual General Meeting of Shareholders for the year 2020 (the "**2020 AGM**").
2. Minutes of the Extraordinary General Meeting of Shareholders No.1/2021.
3. The Financial Statements of the Company for the year 2020.
4. Curriculum Vitae of new members of Board of Directors and new Deputy Managing Director.
5. Proxy Form.
6. Documents and evidence required to be presented prior to attending the meeting, proxy, registration and voting at the shareholders' meeting.
7. Map of the meeting venue for the 2020 AGM.

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 obtain the invitation letter and all attachments of the 2020 AGM by downloading from the websites of the Company (www.edlgen.com.la) and the Lao Securities Exchange (www.lsx.com.la) or by obtaining from Lao Securities Exchange, 4th Floor, Settlement and Depositary Department, Phonthan Neua Village, T4 Road, Saysettha District, Vientiane Capital, Tel: +85621 454361-4, starting from **26 March 2021.**
   1.2. Shareholders are able to send specific questions related to the Agenda of the 2020 AGM before the meeting date, and answers are to be provided in the Minutes of Meeting.
   1.3. It is proposed to shareholders to authorise an independent director of the Company to attend and vote on their behalves by completing and signing the Proxy Form in **Attachment 5** and put (✓) in the ☐ in front of the name of one of the independent directors provided in the Proxy Form to be your representative proxy, and send the Proxy Form with required supporting documents to the Company by email at edlgenhq@edlgen.com.la; or by post to the address: EDL-Generation Public Company, 7th 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 09 April 2021**.
2. For shareholders who will attend to the meeting in person, please kindly bring your personal identification (ID) card or passport (for foreign shareholders) for registration and attending the meeting.
3. The proxy who will attend to the meeting must present documents or evidence to identify themselves, according to the details specified in **Attachment 6** attached hereto, 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: Mrs. Phokhine UPPHAY Tel: (856-20) 5454 9978; Mr. Inpanh BORIHANE, Tel: (856-20) 5559 2263, and Mr. Phouthasone INTHAPANYA Tel: (856-20) 5554 1155 during office hours.

**Agenda 1. Report on the results of implementing the Resolutions of previous Annual General Meeting of Shareholders.**

To report to shareholders regarding the implementation results of previous Annual General Meeting of Shareholders Resolutions.

**The Annual General Meeting of Shareholders for the year 2019**:

1. Agenda 1, 2, 3, 4, 5, 6, 7, 8 and 9 were successfully implemented as per the meeting resolutions.

**Board of Directors' opinion:**

Report on the implementation of Resolutions of previous Annual General Meeting of Shareholders is for informing shareholders only and voting is not required.

**Agenda 2. To consider and adopt the Minutes of the Extraordinary General Meeting of Shareholders No.1/2021.**

The Extraordinary General Meeting of Shareholders No.1/2021 (the" EGM No.1/2021") was convened on **03 March 2021**. The Company prepared the Minutes of this EGM No.1/2021 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 2020 AGM to consider and adopt the Minutes of the EGM No.1/2021 held on 03 March 2021.

**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 approve the Company's financial statements for the first six-month period of 2020 and no dividend payment from the business operation result for the first six-month period of 2020.**

Pursuant to the authorization from Annual General Shareholders' Meeting of the year 2012, dated 22 April 2013. The Company's business operation result for the first six-month period of 2020 was a net loss with an amount of **15,53** Billion LAK. This is due to unfavourable climate conditions in the rainy season, drought, erratic rainfall, which resulted in insufficient inflows and caused power generation to be lower than plan. In addition, power generation from Independent Power Producers (IPPs) in which the Company holds equity stakes also did not achieve their plans. The Company's financial statements for the first six-month period of 2020 were reviewed by the independent auditor and disclosed via websites of the Company (www.edlgen.com.la) and the Lao Securities Exchange (www.lsx.com.la).

The Company declares no dividend payout to shareholders for the first six-month period of 2020 as there was no net profit from the business operating result of the Company for that period.

**Board of Directors' opinion:**

The Board of Directors has thoroughly considered and is of the opinion that it is agreed to propose to the shareholders' meeting to consider and adopt the financial statements of the Company for the first six-month period of 2020 and approved no dividend payment from the business operation result for the first six-month period of 2020.

**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 4. To consider and approve the Company's 2020 business operation report, including the Company's 2020 financial statements, and the Company's 2021 business operation plan.**

**Details:**

**I. Report on the Company's 2020 business operation.**

In 2020, 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 2020 is summarized as follows:

**1. Installed Capacity and Generation**

EDL-Gen's total installed capacity is 1.649 Megawatts (MW), comprising of 699 MW from 10 wholly-owned hydropower plants, 930,80 MW from 14 IPPs and 19,20 MW from EDL-Gen Solar Power Co., Ltd. (according to EDL-Gen shareholding proportions).

In 2020, EDL-Gen's wholly-owned power plants generated **2.303,55 GWh**, EDL-Gen's IPPs generated **3.685,80 GWh** (according to EDL-Gen shareholding proportions), and EDL-Gen Solar Power Co., Ltd. generated **25,55 GWh** (according to EDL-Gen shareholding proportion). Therefore, EDL-Gen's total electricity generation in 2020 was **6.014,90 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 **1.138,18** Billion LAK.
- Share of profits from investments in IPPs with the amount of **498,70** Billion LAK.
- Other income of **38,13** Billion LAK.

  Therefore, the total revenue was **1.675,01** Billion LAK.

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

- Costs of sales: **553,12** Billion LAK.
- Operating and administrative expenses: **181,98** Billion LAK.
- Net foreign exchange loss: **20,02** Billion LAK.
- Finance costs: **741,12** Billion LAK.

  Therefore, the total expenses were **1.496,24** Billion LAK.

**3. Profit:**

In 2020, EDL-Gen had a total revenue of **1.675,01** Billion LAK and total expenses were **1.496,24** Billion LAK. Therefore, the net profit was **178,77** Billion LAK.

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

In 2020, EDL-Gen's payment 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 **46,47** Billion LAK in total.

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

The Company has a total of 773 staff members, in which 124 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 1029 man-days.

**6. Social and environmental contributions:**

The Company has given special attention to social and environmental contributions. In 2020, EDL-Gen implemented a number of environmental and social projects, with the total value of 1,89 Billion LAK as detailed below:

- Implemented infrastructure, environmental and social projects across seven hydropower plants (HPPs) with the value of 1,43 Billion LAK, including formulation of forest management plan for Xeset 1 and Xeset 2 HPPs, construction of new Selabam primary school and maintenance of Vangvern secondary school at Selabam HPP, construction of electrical power network and transformer installation for Selabam primary school, construction of concrete road access to Phoupamun school at Nam Leuk HPP.
- Environmental and social projects at Houay Lamphanh Gnai HPP with the value of 0,38 Billion LAK.
- The monitoring of seven HPPs operation by Department of Energy Business, Ministry of Energy and Mines, valued at 0,08 Billion LAK.

**7. Legal work related to investments:**

- Preparation for signing Concession Agreements with the government for Nam Khan 2 and Houay Lamphanh Gnai HPPs.
- Preparation for asset transfer of Nam Ngum 1 Extension Project (Unit 7 and 8).
- Preparation of fixed asset register for the transfer of 100% invested hydropower assets, namely Nam Chiane, Xeset 3 and Nam Khan 3 HPPs.

**8. Capital raising:**

On 21 August 2020, EDL-Gen successfully signed a credit contract with Vietinbank Lao Limited with the credit amount of 190 Billion LAK, which is utilised as working capital that supports liquidity to the Company.

## II. <u>EDL-Gen's 2021 Business Operation Plan.</u>

### 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 16 Independent Power Producers (IPPs) with a combined installed capacity of **982,80 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 1,888 MW.**

❖ **Power generation plan:**

- Power generation plan from EDL-Gen's wholly-owned hydropower plants is **3.271,73 GWh.**
- Power generation plan from EDL-Gen's shareholdings in IPPs is **4.771,31 GWh** according to shareholding proportions.
- Power generation plan from EDL-Gen Solar Power Co., Ltd. is **29,38 GWh** according to shareholding proportion.

  **Therefore, the total power generation plan of EDL-Gen in 2021 is 8.072,42 GWh.**

**2. Electricity Sales**

- The Company plans to sell **3.218,10 GWh** of electricity from wholly owned hydropower plants;
- The electricity sales from EDL-Gen's IPPs are planned at **4.771,31 GWh** according to its shareholding proportions;
- The electricity sales from EDL-Gen Solar Power Co., Ltd. are planned at **29,38 GWh** according to its shareholding proportion.

  **Therefore, EDL-Gen's total planned electricity sales in 2021 is 8.018,79 GWh**.

**3. Investments in installed capacity expansion**

In 2021, 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 Bi 1, 2 & 3 HPP: equity MW according to 80% stake is 108 MW.
3) Lower Houay Lamphanh: equity MW according to 60% stake is 9 MW.
4) Nam Dik 1, 2 & 3: equity MW according to 70% stake is 28 MW.

➢ **Investments in expansion projects**

1) Selabam Hydropower Expansion project with an installed capacity of 8 MW.
2) Xeset 2 Hydropower Expansion Project with an installed capacity of 10 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 10%, 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 2021, 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 2021 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.

**Board of Directors' opinion:**

The Board of Directors thoroughly considered and agreed to propose to the shareholders' meeting to consider and approve the Company's 2020 business operation report including the Company's 2020 financial statements, and the Company's 2021 business operation plan.

**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 5. To consider and approve the dividend payment from the Company's 2020 business operation result, the determination of the closing date of shareholders register book to determine the right to receive the dividend, and the dividend payment date.**

**Details:**

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 **178,77** Billion LAK from its 2020 business operation. It is proposed to the 2020 AGM to consider and approve the dividend payment from the Company's business operation result in 2020 after deducting required legal reserves and from retained earnings from previous years to shareholders listed in the shareholders register book on the book closing date on **23 April 2021** that determines the right to receive the dividend at the rate of **100 LAK** per share, with the total dividend to be paid of **167,93** Billion LAK. The dividend payment date is determined to be on **12 May 2021**.

**Board of Directors' opinion:**

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 2020 business operation result, the determination of the closing date of shareholders register book to determine the right to receive the dividend, and the dividend payment date.

**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 6. To consider and approve the appointment of an additional Vice Chairman and new Directors of the Board of Directors, the departure of 01 Director from the Board of Directors, the term of office of the Board of Directors; the appointment of an additional Deputy Managing Director.**

**Details:**

To ensure the management of the Company can proceed steadily and is participated by various parties, the Company proposes to the meeting to consider and approve the appointment of an additional Vice Chairman and new Directors of the Board of Directors, the departure of 01 Director from the Board of Directors, the term of office of the Board of Directors; the appointment of an additional Deputy Managing Director. The proposed members, whose Curriculum Vitae are attached in **Attachment 4,** are named below:

1) Appointment of Dr. Bounthavy SYSOUPHANTHONG, former Vice Minister of Ministry of Planning and Investment, to be an additional Vice Chairman and an Independent Director.
2) Appointment of Mr. Phongsavath SENAPHUAN, Chairman of the Board of Directors of Phongsubthavy Road, Building and Irrigation Construction Sole Co., Ltd., to be a Director.
3) Appointment of Mr. Somlath MEK AKATH, Managing Director of Phongsubthavy Road, Building and Irrigation Construction Sole Co., Ltd., to be a Director.
4) Appointment of Mr. Kounlaphanh VONGNATHI, Deputy Managing Director of Phongsubthavy Road, Building and Irrigation Construction Sole Co., Ltd., to be an additional Deputy Managing Director.
5) Approval of Mr. Komonchanh PHET ASA's departure from a Director position in the Company's Board of Directors as a result of his appointment to a new position.

And the term of office of Directors in the Board of Directors is determined to be no more than two (2) years from the 2020 AGM onwards.

**Board of Directors' opinion:**

The Board of Directors thoroughly considered and agreed to propose to the shareholders' meeting to consider and approve the appointment of an additional Vice Chairman and new Directors of the Board of Directors, the departure of 01 Director from the Board of Directors, the term of office of the Board of Directors and the appointment of an additional Deputy Managing Director.

**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 7. To consider and approve the amendments to the Articles of Association of the Company in Article 9: Directors, and Article 12: Board of Directors.**

**Details:**

To ensure the Company's business operation is in line with its corporate documents with regards to changes in the Board of Directors, the Company proposes to the meeting for approval to amend the Company's Articles of Association, namely Article 9: Directors and Article 12: Board of Directors, as per following details:

**1) Amendment to Article 9: Directors**: Add names and details of three Directors as follows:

**A. The directors who are shareholders:**

1. Name and Surname: Mr. Phongsavath SENAPHUAN
   - Nationality: Lao.
   - Current Address: House No. 88, Unit 28, Nongbeuk Tai Village, Sikhottabong District, Vientiane Capital.
2. Name and Surname: Mr. Somlath MEK AKATH
   - Nationality: Lao.
   - Current Address: House No. 722, Unit 52, Tanmixay Village, Xaythany District, Vientiane Capital.

**B. Third party directors**:

**Director (Independent/Vice Chairman of the Board of Directors)**

1. Name and Surname: Dr. Bounthavy SYSOUPHANTHONG
   - Nationality: Lao.
   - Current Address: House No. 216, Unit 15, Saphanthong Tai Village, Sisattanak District, Vientiane Capital.

**3) Amendment to Article 12: Board of Directors:** Add name and details of Independent Director and Vice Chairman:

1. Vice Chairman of Board of Directors Name and Surname: Dr. Bounthavy SYSOUPHANTHONG;

**The total number of Directors in EDL-Gen's Board of Directors is 11 Directors.**

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

**Board of Directors' opinion:**

The Board of Directors thoroughly considered and agreed to propose to the shareholders' meeting to approve the amendments to the Company's Articles of Association in Article 9: Directors and Article 12: Board of Directors, and the authorisation 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.

**Attachment 2**

# Minutes of the Extraordinary General Meeting of Shareholders No.1/2021 held on 03 March 2021

(Translation)

**LAO PEOPLE'S DEMOCRATIC REPUBLIC**

**PEACE INDEPENDENCE DEMOCRACY UNITY PROSPERITY**

EDL-Generation Public Company
Extraordinary General Meeting of Shareholders

Vientiane Capital, Date 15 March 2021

**Minutes of the Extraordinary General Meeting of Shareholders No.1/2021**
**EDL-Generation Public Company**

The Meeting was held on 03 March 2021 at 3:00 pm at Meeting Room 1st 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 as per Power of Attorney No.0509 dated 03 March 2021 as Dr. Khammany INTHIRATH, Chairman of the Board of Directors, was unable to attend due to official assignment and hence granted a power of attorney to Vice Chairman to chair the meeting. There were 58 shareholders attended the meeting in person and 195 shareholders attended the meeting by proxy. Therefore, the meeting was attended by a total of 253 shareholders, holding a total of 1.523.838.308 shares and representing 90,74 percent of the total paid-up shares of the Company, thereby the required quorum was present for the meeting in accordance with 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 relevant officers attending the Meeting as follows:

| | | | |
|---|---|---|---|
| 1. | Mr. Chanthaboun SOUK ALOUN | Positions: | Vice Chairman of Board of Directors/ Managing Director of Electricite Du Laos ("EDL"); |
| 2. | Mr. Duangsy PHARANHOK | Positions: | Director/Managing Director (CEO) of EDL-Gen; |
| 3. | Mr. Khampheng THINNAKONE | Positions: | Director/Deputy Managing Director of EDL; |
| 4. | Mr. Somphit KEOVICHIT | Positions: | Director/Director General of Energy Business Department, Ministry of Energy and Mines; |
| 5. | Mr. Komonchanh PHETASA | Positions: | Director/Managing Director of Nam Ngum 3 Power Co., Ltd.; |
| 6 | Mr. Khamkeo VISISOMBATH | Positions: | Independent Director/Acting Director General of Banking Operations Department, Bank of Lao PDR; |
| 7 | Mrs. Thavichanh THIENGTHEPVONGSA | Positions: | Independent Director/ Deputy Director General of Investment Promotion Department, Ministry of Planning and Investment; |
| 8 | Assoc. Prof. Phouphet KYOPHILAVONG | Positions: | Independent Director/ Dean of Faculty of Economics and Business Management, National University of Laos. |

The meeting was attended by 08 Board of Directors members as 01 member, Dr. Khammany INTHIRATH, Chairman of Board of Directors, Minister of Energy and Mines, was unable to attend due to an official assignment.

Furthermore, distinguished guests also attended the meeting including 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 inspection committee for the conduct of meeting and voting, the meeting monitoring and evaluation committee, and the internal audit committee of the Company.

In addition, the Chairman delivered a remark and suggestion to meeting attendees as follows: Due to the pandemic of the Coronavirus Disease 2019 (COVID-19), which is continuing and posing threats globally, Lao PDR and EDL-Gen have implemented measures according to the Prime Minister's Order and instructions of the National Taskforce Committee for COVID-19 Prevention and Control, including their periodically issued legal documents and policies. Despite the stable number of confirmed cases, we must continue implementing protective, prevention and containment measures as a precautionary response to potential renewed outbreak of the disease.

Therefore, this meeting is organised according to measures implemented previously. For instance, we have suggested shareholders to download the meeting's Invitation Letter from the Company and Lao Securities Exchange websites. The Invitation Letter also encouraged shareholders to grant proxy to EDL-Gen independent director to attend and cast votes on their behalf.

Prior to entering the meeting room, attendee's body temperature check was conducted in accordance with the National Taskforce Committee, Ministry of Health guideline. Seating arrangement is based on keeping physical distance between attendees. Refreshments and souvenirs were not provided to reduce infection risk and protect the health and safety of shareholders.

Following this, the Chairman delegated Mr. Duangsy PHARANHOK, Managing Director of EDL-Gen 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 any shareholder disapproves.
    - 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 who have appointed 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 total number of 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 result of each agenda to the meeting.

Pursuant to relevant law and regulation, the Company's Extraordinary 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 Extraordinary General Meeting of Shareholders No.1/2021 proceeded with Managing Director of EDL-Gen providing details of each agenda below:

**Agenda 1. To consider and adopt the Minutes of the Extraordinary General Meeting of Shareholders No.1/2020 held 24 July 2020.**

The Managing Director reported to the meeting regarding the Minutes of the Extraordinary General Meeting of Shareholders No.1/2020 held on 24 July 2020, details of which are attached 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 Extraordinary General Meeting of Shareholders to consider and adopt such Minutes of Meeting.

After the Managing Director reported briefly about the Agenda 1, the Chairman encouraged comments and suggestions from shareholders in the meeting. A shareholder from Phongsubthavy Road, Building and Irrigation Construction Sole Co., Ltd. ("PGC") posted a question: The Minutes of the Extraordinary General Meeting of Shareholders No.1/2020 held on 24 July 2020 as attached to the Invitation Letter only adopted the Company's Managing Directors and Deputy Managing Directors and the replacement of some members of the Board of Directors, but not including those from PGC.

The Chairman provided an answer to the shareholder: The Extraordinary General Meeting of Shareholders No.1/2020 held on 24 July 2020 adopted new Managing Directors, Deputy Managing Directors and members of Board of Directors in replacement of members whose completed their term. Any proposed new member shall be proposed to Annual General Meeting of Shareholders to be held in April 2021 for consideration and adoption.

The Chairman then proposed to the Extraordinary General Meeting of Shareholders to consider and adopt the Minutes of the Extraordinary General Meeting of Shareholders No.1/2020 For this agenda, the meeting's adoption of such Minutes requires the approval votes of more than half of the total votes attending the Meeting.

**Resolution: The Meeting considered and resolved to adopt the Minutes of the Extraordinary General Meeting of Shareholders No.1/2020 held on 24 July 2020 with the approval votes of more than half of the total votes of shareholders attending the meeting as follows:**

- **Approved by 1.524.322.608 votes, equivalent to 99,9998% of the total votes attending the meeting**
- **Disapproved by 3.500 votes, equivalent to 0,0002% of the total votes attending the meeting.**

**Agenda 2. To consider and approve the capital raising plan through debenture issuances and/or borrowings from financial institutions.**

The Managing Director proposed to the meeting for approval of the capital raising plan through debenture issuances and/or borrowings from financial institutions for the purposes of financing its investments for business expansion and/or refinancing maturing debentures and loans, and general corporate purposes including the Company's working capital according to details below:

| | |
|---|---|
| Amount: | The amount of not exceeding USD 500 million or equivalent in any other currency. |
| Use of Proceeds: | To be utilised for any or collective of the following objectives: funding investments for business expansion, refinancing maturing debts including debentures and/or loans, the Company's general corporate purposes in business operation including its working capital. |
| Currency: | Any currencies, including Thai Baht (THB) and United States Dollar (USD). |
| Interest rate: | Subject to credit rating result of the Company and the market conditions at the time of each issuance and offering of debentures, and/or borrowing. |
| Tenor: | According to the budget plans and market conditions at the time of borrowing and/or offering debentures. |
| Offering Methods: | Any or collective of the following methods, including:<br>1. The debentures may wholly or partially be issued and offered by the Company, in single or multiple offerings, in one or several tranches, depending on the funding requirements of the Company. The debentures may be issued and offered in Thailand or international markets through public offering and/or private placement to high net-worth investors and/or institutional investors in accordance with applicable laws and regulations at the time of issuance and offering of debentures;<br>2. Borrowings from domestic and/or international financial institutions. |

In addition, it is proposed to the Extraordinary General Meeting of Shareholders to authorize the Company's Board of Directors and/or the person(s) entrusted by the Board of Directors to be the authorised persons to consider and take any actions related to the issuance and offering of debentures and/or borrowings from financial institutions as per details below:

(1) To consider and determine the amount of debenture issuances and/or borrowings from financial institutions, related details such as type of debentures, credit facilities, terms and conditions, tenor, debenture issuance or borrowing amount, interest rate, currency, period of issuance, allocation method, offering method, offering details;

(2) To disclose, contact, make statement, provide information, amend, add, agree, execute, deliver applications, agreements and/or other documents necessary for and relevant to debenture issuances and/or borrowings from financial institutions to the Lao Securities Commission Office, the Lao Securities Exchange, The Securities and Exchange Commission (Thailand), Bank of Thailand, Thai Bond Market Association, any other relevant governmental authorities and/or any relevant organization or person;

(3) To select, appoint, remove advisors, arrangers, underwriters, agents, counsels, bondholders' representative, issuer's representative, registrar and paying agent and/or any other persons as required to complete the transactions;

(4) To perform and take all other necessary and relevant actions as required to complete the transactions, including to have the power to appoint and/or remove any persons to take any of foregoing actions.

The Board of Directors thoroughly considered and agreed for the shareholders' meeting to consider and approve the capital raising plan through debenture issuances and/or borrowings from financial institutions, and to authorise the Board of Directors and/or the person(s) entrusted by the Board of Directors to be the authorised persons to consider and take any actions related to the issuance and offering of debentures and/or borrowings from financial institutions as detailed above.

After the Managing Director briefly reported to the meeting regarding Agenda 2, the Chairman encouraged questions and comments from shareholders. Shareholders raised questions and provided comments for Agenda 2 as detailed below:

- Shareholder from Electricite Du Laos (EDL): On behalf of EDL Managing Directors team, regarding this agenda, we are in support of the proposed issuance and offering of debentures due to the financing needs for purposes as outlined by the Chairman. However, the issuance and offering of debenture in each period should be consistent with the amount required for refinancing each maturing debt. For debt issuances for financing investments, detailed studies should also be further conducted. In addition, it is proposed to also include the study into domestic financing sources as additional alternatives.
- Shareholder from RATCH-Lao Services Company Limited and RH International (Singapore) Corporation Pte. Limited: Firstly, we would like to commend the leadership team of EDL-Gen that has managed to maintain the Company's dividend payment to shareholders over the past years despite difficult economic environment. Our companies are ready to provide continued support to EDL-Gen if the planned projects are to be beneficial and create values to the Company. As shareholders, we expect EDL-Gen to be able to maintain continued dividend payment as well.
- Shareholder from Phongsubthavy Road, Building and Irrigation Construction Sole Co., Ltd ("PGC") raised a proposal regarding this agenda:
    1. Regarding EDL-Gen's financial position, at present what is the amount of receivables owed by other company to EDL-Gen? In particular, we propose to EDL-Gen to urgently collect receivables that other party has not fully paid to the Company, so that the Company does not need to be responsible for interest expenses incurred from this issuance of debentures, and propose to EDL-Gen to elaborate more on this matter.
    2. Regarding the consideration of this Agenda 2, PGC will agree if the customer with outstanding payables to the Company will be responsible for the interest expenses related to

this debt issuance. This is because the customer still has a large amount of payables to EDL-Gen and it is not appropriate for the Company to issue debts and bear the interest expenses alone. We have to further consider about sharing the burden of interest expenses. Therefore, we propose to EDL-Gen to clarify on this. Next, Mr. Duangsy PHARAHNOK, Managing Director of EDL-Gen, responded to such queries: As we know, EDL is the sole customer of EDL-Gen. However, over recent periods the payment of receivables to EDL-Gen by EDL has improved even though invoices are not yet fully paid. Therefore, EDL-Gen is confident that this issuance of debentures coupled with support from EDL can help solve and improve business liquidity.

- Shareholder from Banque pour le Commerce Exterieur Lao Public (BCEL) expressed concerns regarding the issuance of debentures in 2021 as this issuance is in Thai Baht or foreign currency while the main revenue streams of EDL-Gen are in Lao Kip. Hence, the concern is about debt repayment in foreign currencies that may encounter foreign exchange issues.

In addition, Vice Chairman of the Board of Directors further commented on the above questions, comments and proposals from shareholders that EDL-Gen management team is informed regarding such concerns and will study into them further. Moreover, he further emphasised the importance of and the need for issuance of debentures in order to help improve liquidity of EDL-Gen's business operation, which requires mutual solutions and support from all concerned parties.

The Chairman of the meeting then proposed to the meeting to consider and approve the capital raising plan through debenture issuances and/or borrowings from financial institutions as per details above, and the authorisation of the Company's Board of Directors and/or the person(s) entrusted by the Board of Directors to be the authorised persons to consider and take any action related to the issuance and offering of debentures and/or borrowings from financial institutions as per details above. The meeting's approval of this agenda requires the approval votes of at least two-thirds (2/3) of the shareholders attending the meeting, and at least 80 percent of the total paid-up shares.

**Resolution:** **The meeting approved the capital raising plan through debenture issuances and/or borrowings from financial institutions with the amount of not exceeding USD 500 million or equivalent in any other currency for the purposes of financing its investments for business expansion, refinancing maturing debts including debentures and/or loans, and general corporate purposes including the Company's working capital, in which the amount for investments or the Company's general corporate purposes in business operation including its working capital is to be agreed by the Board of Directors. In addition, the meeting approved the authorisation of the Company's Board of Directors and/or the person(s) entrusted by the Board of Directors to be the authorised persons to consider and take any action related to the issuance and offering of debentures and/or borrowings from financial institutions; details of which are as below:**

| | |
|---|---|
| **Amount:** | **The amount of not exceeding USD 500 million or equivalent in any other currency.** |
| **Use of Proceeds:** | **To be utilised for any or collective of the following objectives: funding investments for business expansion, refinancing maturing debts including debentures and/or loans, the Company's general corporate purposes in business operation including its working capital.** |
| **Currency:** | **Any currencies, including Thai Baht (THB) and United States Dollar (USD).** |
| **Interest rate:** | **Subject to credit rating result of the Company and the market conditions at the time of each issuance and offering of debentures, and/or borrowing.** |
| **Tenor:** | **According to the budget plans and market conditions at the time of borrowing and/or offering debentures.** |
| **Offering Methods:** | **Any or collective of the following methods, including:**<br>**1. The debentures may wholly or partially be issued and offered by the Company, in single or multiple offerings, in one or several tranches, depending on the funding requirements of the Company. The debentures may be issued and offered in Thailand or international markets through public offering and/or private placement to high net-worth investors and/or institutional investors in accordance with applicable laws and regulations at the time of issuance and offering of debentures;**<br>**2. Borrowings from domestic and/or international financial institutions.** |

**In addition, the meeting approved the authorisation of the Company's Board of Directors and/or the person(s) entrusted by the Board of Directors to be the authorised persons to consider and take any actions related to the issuance and offering of debentures and/or borrowings from financial institutions as per details below:**

**(1) To consider and determine the amount of debenture issuances and/or borrowings from financial institutions, related details such as type of debentures, credit facilities, terms and conditions, tenor, debenture issuance or borrowing amount, interest rate, currency, period of issuance, allocation method, offering method, offering details;**

**(2) To disclose, contact, make statement, provide information, amend, add, agree, execute, deliver applications, agreements and/or other documents necessary for and relevant to debenture issuances and/or borrowings from financial institutions to the Lao Securities Commission Office, the Lao Securities Exchange, The Securities and Exchange Commission (Thailand), Bank of Thailand, Thai Bond Market Association, any other relevant governmental authorities and/or any relevant organization or person;**

**(3) To select, appoint, remove advisors, arrangers, underwriters, agents, counsels, bondholders' representative, issuer's representative, registrar and paying agent and/or any other persons as required to complete the transactions;**

**(4) To perform and take all other necessary and relevant actions as required to complete the transactions, including to have the power to appoint and/or remove any persons to take any of foregoing actions.**

**The meeting passed this resolution with the approval 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) The number of shareholders who attended the meeting:**

1. **Approved by 253 shareholders, equivalent to 99,22% of the total number of shareholders attending the meeting.**
2. **Disapproved by 2 shareholders, equivalent to 0,78% of the total number of shareholders attending the meeting.**

**(b) The number of votes of shareholders attending the meeting:**

1. **Approved by 1.524.320.108 votes, equivalent to 90,77096% of the total paid-up shares of the Company.**
2. **Disapproved by 6.000 votes, equivalent to 0,00036% 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 none.

At the end of the meeting, the Chairman informed the meeting that there were 59 shareholders attending the meeting in person and 196 shareholders attending the meeting by proxy. Therefore, the meeting was attended by a total of 255 shareholders, holding a total of 1.524.326.108 shares and representing 90,78 percent of the total paid-up shares of the Company.

The Chairman then extended his sincerest gratitude to the shareholders for attending the meeting and wished all shareholders and distinguished guests to have 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's seal affixed-

Mr. Chanthaboun SOUK ALOUN

**Certified by**
-signature-

Mr. Duangsy PHARANHOK

**Attachment 3**

# The Company's 2020 Financial Statements

## CONSOLIDATED AND SEPARATE STATEMENTS OF FINANCIAL POSITION
## AS AT 31 DECEMBER 2020

| | Notes | Consolidated financial statements | | Separate financial statements | |
|---|---|---|---|---|---|
| | | 31 December 2020 | 31 December 2019 | 31 December 2020 | 31 December 2019 |
| | | Million LAK | Million LAK | Million LAK | Million LAK |
| **Assets** | | | | | |
| **Non-current assets** | | | | | |
| Investments in subsidiaries | 6 | - | - | 619.680 | 540.631 |
| Investments in associates | 7,1 | 5.190.681 | 4.816.844 | 5.190.681 | 4.816.844 |
| Interests in joint ventures | 7,2 | 3.010.187 | 2.773.748 | 3.010.187 | 2.773.748 |
| Advance payment for asset under concession and investment | 8, 24 | 1.973.406 | 2.217.880 | 1.999.754 | 2.375.604 |
| Asset under concession, net | 9 | 9.436.044 | 9.841.857 | 8.896.788 | 9.355.851 |
| Intangible assets, net | | 413 | 863 | 413 | 863 |
| Advance payment for interest rate swap | | - | 11.963 | - | 11.963 |
| Swap contract receivable | | 234.296 | 178.689 | 234.296 | 178.689 |
| Advance to suppliers for construction project | | 341.075 | 341.075 | - | - |
| Deposits at financial institution pledged as collateral | | 63.211 | 101.581 | 63.211 | 101.581 |
| Other non-current assets | | 49.086 | 2.461 | 48.715 | 2.461 |
| **Total non-current assets** | | **20.298.399** | **20.286.961** | **20.063.725** | **20.158.235** |
| **Current assets** | | | | | |
| Cash and cash equivalents | 10 | 265.554 | 979.774 | 247.215 | 948.847 |
| Short-term investments | 11 | 27.840 | 26.604 | 27.840 | 26.604 |
| Short-term loan to related party | 24 | 280.632 | 454.042 | 280.632 | 454.042 |
| Trade and other receivables | 12, 24 | 1.509.848 | 565.802 | 1.529.287 | 534.595 |
| Current portion of advance payment for interest rate swap | | 11.867 | 11.373 | 11.867 | 11.373 |
| Spare parts and supplies, net | | 3.523 | 4.171 | 3.523 | 4.171 |
| Other current assets | | 2.305.163 | 1.327.651 | 2.298.272 | 1.310.301 |
| **Total current assets** | | **4.404.427** | **3.369.417** | **4.398.636** | **3.289.933** |
| **Total assets** | | **24.702.826** | **23.656.378** | **24.462.361** | **23.448.168** |

DUANGSY PHARANHOK
Chief Executive Officer
Date: 26 March 2021

VANHSENG VANNAVONG
Chief Financial Officer
Date: 26 March 2021

The accompanying notes on pages 13 to 49 form an integral part of these consolidated and separate financial statements.

## CONSOLIDATED AND SEPARATE STATEMENTS OF FINANCIAL POSITION
## AS AT 31 DECEMBER 2020

| | Notes | Consolidated financial statements | | Separate financial statements | |
|---|---|---|---|---|---|
| | | 31 December 2020 | 31 December 2019 | 31 December 2020 | 31 December 2019 |
| | | Million LAK | Million LAK | Million LAK | Million LAK |
| **Equity and liabilities** | | | | | |
| **Equity** | | | | | |
| Share capital | 13 | 6.717.215 | 6.717.215 | 6.717.215 | 6.717.215 |
| Share premium | 13 | 985.621 | 985.621 | 985.621 | 985.621 |
| Legal reserve | 14 | 565.024 | 547.147 | 565.024 | 547.147 |
| Translation adjustments | | 34.022 | 20.220 | 34.022 | 20.220 |
| Retained earnings | | 987.824 | 1.014.989 | 1.028.574 | 1.035.607 |
| **Equity attributable to owners of the Company** | | **9.289.706** | **9.285.192** | **9.330.456** | **9.305.810** |
| Non-controlling interests | | 4.014 | 5.213 | - | - |
| **Total equity** | | **9.293.720** | **9.290.405** | **9.330.456** | **9.305.810** |
| **Liabilities** | | | | | |
| **Non-current liabilities** | | | | | |
| Long - term borrowings, net | 15 | 3.121.428 | 3.361.782 | 2.924.501 | 3.184.156 |
| Debentures, net | 16 | 8.343.462 | 9.370.051 | 8.343.462 | 9.370.051 |
| **Total non-current liabilities** | | **11.464.890** | **12.731.833** | **11.267.963** | **12.554.207** |
| **Current liabilities** | | | | | |
| Trade and other payables | | 178.608 | 123.328 | 134.222 | 92.835 |
| Current portion of long-term borrowings | 15 | 1.091.095 | 946.856 | 1.058.644 | 932.049 |
| Short - term borrowings, net | 15 | 98.505 | 201.972 | 98.505 | 201.972 |
| Current portion of debentures, net | 16 | 1.931.841 | - | 1.931.841 | - |
| Accrued expenses | 17 | 643.041 | 360.701 | 639.604 | 360.369 |
| Other current liabilities | | 1.126 | 1.283 | 1.126 | 926 |
| **Total current liabilities** | | **3.944.216** | **1.634.140** | **3.863.942** | **1.588.151** |
| **Total liabilities** | | **15.409.106** | **14.365.973** | **15.131.905** | **14.142.358** |
| **Total equity and liabilities** | | **24.702.826** | **23.656.378** | **24.462.361** | **23.448.168** |

DUANGSY PHARANHOK
Chief Executive Officer
Date: 26 March 2021

VANHSENG VANNAVONG
Chief Financial Officer
Date: 26 March 2021

The accompanying notes on pages 13 to 49 form an integral part of these consolidated and separate financial statements.

## CONSOLIDATED AND SEPARATE STATEMENTS INCOME
## FOR THE YEAR ENDED 31 DECEMBER 2020

| | Notes | Consolidated financial statements | | Separate financial statements | |
|---|---|---|---|---|---|
| | | 31 December 2020 | 31 December 2019 | 31 December 2020 | 31 December 2019 |
| | | Million LAK | Million LAK | Million LAK | Million LAK |
| Revenue from sale | | 1.167.375 | 1.217.530 | 1.138.180 | 1.191.545 |
| Cost of sales | 18 | (567.894) | (582.870) | (553.123) | (568.510) |
| **Gross profit** | | **599.481** | **634.660** | **585.057** | **623.035** |
| Other income | | 44.092 | 31.270 | 38.133 | 35.422 |
| Operating and administrative expenses | 18 | (198.319) | (154.849) | (181.978) | (140.443) |
| Foreign exchange gain/(loss), net | | (45.389) | 71.524 | (20.016) | 74.528 |
| Share of profit from investments in associates and joint ventures | 7 | 498.703 | 339.377 | 498.703 | 339.377 |
| **Profit before finance costs** | | **898.568** | **921.982** | **919.899** | **931.919** |
| Finance costs | 19 | (741.125) | (724.366) | (741.125) | (724.366) |
| **Profit before income tax expense** | | **157.443** | **197.616** | **178.774** | **207.553** |
| Income tax expense | 20 | - | - | - | - |
| **Profit for the year** | | **157.443** | **197.616** | **178.774** | **207.553** |
| **Profit attributable to:** | | | | | |
| Owners of the parents | | 158.642 | 193.079 | 178.774 | 207.553 |
| Non-controlling interests | | (1.199) | 4.537 | - | - |
| | | **157.443** | **197.616** | **178.774** | **207.553** |
| **Earnings per share** | | | | | |
| Basic earnings per share (in LAK) | 21 | 94,49 | 115,00 | 106,48 | 123,62 |

DUANGSY PHARANHOK
Chief Executive Officer
Date: 26 March 2021

VANHSENG VANNAVONG
Chief Financial Officer
Date: 26 March 2021

The accompanying notes on pages 13 to 49 form an integral part of these consolidated and separate financial statements.

**EDL-GENERATION PUBLIC COMPANY**

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
## FOR THE YEAR ENDED 31 DECEMBER 2020

| | Consolidated financial statement | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| | Attributable to owners of the Company | | | | | | | |
| | Issued and paid-up ordinary shares Million LAK | Share premium Million LAK | Legal reserve Million LAK | Translation adjustments Million LAK | Unappropriated retained earnings Million LAK | Total Million LAK | Non-controlling interests Million LAK | Total equity Million LAK |
| **For the year ended 31 December 2019** | | | | | | | | |
| As at 1 January 2019 | 6.717.215 | 985.621 | 526.392 | 12.611 | 1.111.354 | 9.353.193 | 676 | 9.353.869 |
| Profit for the year | - | - | - | - | 193.079 | 193.079 | 4.537 | 197.616 |
| Translation adjustments | - | - | - | 7.609 | - | 7.609 | - | 7.609 |
| Dividend paid | - | - | - | - | (268.689) | (268.689) | - | (268.689) |
| Transfer to legal reserve | - | - | 20.755 | - | (20.755) | - | - | - |
| **As at 31 December 2019** | **6.717.215** | **985.621** | **547.147** | **20.220** | **1.014.989** | **9.285.192** | **5.213** | **9.290.405** |
| **For the year ended 31 December 2020** | | | | | | | | |
| As at 1 January 2020 | 6.717.215 | 985.621 | 547.147 | 20.220 | 1.014.989 | 9.285.192 | 5.213 | 9.290.405 |
| Profit for the year | - | - | - | - | 158.642 | 158.642 | (1.199) | 157.443 |
| Translation adjustments | - | - | - | 13.802 | - | 13.802 | - | 13.802 |
| Dividend paid | - | - | - | - | (167.930) | (167.930) | - | (167.930) |
| Transfer to legal reserve | - | - | 17.877 | - | (17.877) | - | - | - |
| **As at 31 December 2020** | **6.717.215** | **985.621** | **565.024** | **34.022** | **987.824** | **9.289.706** | **4.014** | **9.293.720** |

DUANGSY PHARANHOK
Chief Executive Officer
Date: 26 March 2021

VANHSENG VANNAVONG
Chief Financial Officer
Date: 26 March 2021

The accompanying notes on pages 13 to 49 form an integral part of these consolidated and separate financial statements.

Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital, P.O. Box 2392
Telephone: (856-21) 316142. Fax: (856-21) 316141. Email: edlgenhq@edlgen.com.la; Website: www.edlgen.com.la

**EDL-GENERATION PUBLIC COMPANY**

## SEPARATE STATEMENT OF CHANGES IN EQUITY
## FOR THE YEAR ENDED 31 DECEMBER 2020

| | Separate financial statements | | | | | |
|---|---|---|---|---|---|---|
| | Issued and paid-up ordinary shares Million LAK | Share premium Million LAK | Legal reserve Million LAK | Translation adjustments Million LAK | Unappropriated retained earnings Million LAK | Total Million LAK |
| **For the year ended 31 December 2019** | | | | | | |
| As at 1 January 2019 | 6.717.215 | 985.621 | 526.392 | 12.611 | 1.117.498 | 9.359.337 |
| Profit for the year | - | - | - | - | 207.553 | 207.553 |
| Translation adjustments | - | - | - | 7.609 | - | 7.609 |
| Dividend paid | - | - | - | - | (268.689) | (268.689) |
| Transfer to legal reserve | - | - | 20.755 | - | (20.755) | - |
| **As at 31 December 2019** | **6.717.215** | **985.621** | **547.147** | **20.220** | **1.035.607** | **9.305.810** |
| **For the year ended 31 December 2020** | | | | | | |
| As at 1 January 2020 | 6.717.215 | 985.621 | 547.147 | 20.220 | 1.035.607 | 9.305.810 |
| Profit for the year | - | - | - | - | 178.774 | 178.774 |
| Translation adjustments | - | - | - | 13.802 | - | 13.802 |
| Dividend paid | - | - | - | - | (167.930) | (167.930) |
| Transfer to legal reserve | - | - | 17.877 | - | (17.877) | - |
| **As at 31 December 2020** | **6.717.215** | **985.621** | **565.024** | **34.022** | **1.028.574** | **9.330.456** |

DUANGSY PHARANHOK
Chief Executive Officer
Date: 26 March 2021

VANHSENG VANNAVONG
Chief Financial Officer
Date: 26 March 2021

The accompanying notes on pages 13 to 49 form an integral part of these consolidated and separate financial statements.

Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital, P.O. Box 2392
Telephone: (856-21) 316142. Fax: (856-21) 316141. Email: edlgenhq@edlgen.com.la; Website: www.edlgen.com.la

## CONSOLIDATED AND SEPARATE STATEMENT OF CASH FLOWS
## FOR THE YEAR ENDED 31 DECEMBER 2020

| | Notes | Consolidated financial statements | | Separate financial statements | |
|---|---|---|---|---|---|
| | | 31 December 2020 | 31 December 2019 | 31 December 2020 | 31 December 2019 |
| | | Million LAK | Million LAK | Million LAK | Million LAK |
| **Cash flows from operating activities** | | | | | |
| Profit before income tax expenses for the year | | 157.443 | 197.616 | 178.774 | 207.553 |
| Adjustments for: | | | | | |
| Depreciation and amortisation | | 515.932 | 541.644 | 504.669 | 530.767 |
| Amortisation of debenture issuance costs | | 62.761 | 34.986 | 62.761 | 34.986 |
| Loss on disposal of property, plant and equipment | | 22.657 | 277 | 22.657 | 277 |
| Interest income | | (18.012) | 22.747 | (18.012) | 22.747 |
| Finance costs | | 741.125 | 724.366 | 741.125 | 724.366 |
| Share of profit from investments in associates and joint ventures | 7 | (498.703) | (339.377) | (498.703) | (339.377) |
| **Changes in working capital:** | | **983.203** | **1.182.259** | **993.271** | **1.181.319** |
| Decrease (increase) in | | | | | |
| Other non-current assets | | (46.625) | 2.027 | (46.254) | 2.027 |
| Deposits at financial institution pledged as collateral | | 41.868 | - | 41.868 | - |
| Trade and other receivables | | (957.587) | (159.110) | (967.765) | (141.818) |
| Spare parts and supplies | | 648 | (230) | 648 | (230) |
| Other current assets | | 53.772 | (150.868) | 35.897 | (161.666) |
| Trade and other payables | | 20.963 | (519.378) | 25.176 | (523.668) |
| Accrued expenses | | 67.917 | 184.205 | 65.694 | 184.482 |
| Other current liabilities | | (158) | (429) | 199 | 108 |
| Cash generated from operations | | 164.001 | 538.476 | 148.734 | 540.554 |
| Interest paid | | (524.777) | (595.708) | (525.658) | (595.708) |
| Income tax paid | | - | (7.837) | - | (7.837) |
| **Net cash outflow from operating activities** | | **(360.776)** | **(65.069)** | **(376.924)** | **(62.991)** |
| **Cash flows used in investing activities** | | | | | |
| Advance payment for assets under concession and investments | | - | - | (271) | (9.637) |
| Cash paid for investments in subsidiaries | | - | - | (24.417) | - |
| Cash received from advance payment for subsidiaries | | - | - | 36.447 | 214.290 |
| Payments for investments in associates and joint ventures | | (7.837) | (124.766) | (7.837) | (124.766) |
| Payments for purchase of assets under concession | | (98.009) | (142.154) | (51.602) | (103.390) |
| Payments for purchase of intangible asset | | - | (557) | - | (557) |
| Decrease (increase) in short-term investments | | - | 84.390 | - | 84.390 |
| Payments for short-term loan to related party | | - | (120.832) | - | (120.832) |
| Cash received from short-term loan to related party | | 136.183 | 171.021 | 136.183 | 171.021 |
| Dividend received from investment in associates and joint ventures | 7 | 154.540 | 300.314 | 154.540 | 300.314 |
| Dividend received from investment in subsidaireis | | - | - | - | 6.709 |
| **Net cash inflow from investment activities** | | **184.877** | **167.416** | **243.043** | **417.542** |

The accompanying notes on pages 13 to 49 form an integral part of these consolidated and separate financial statements.

## CONSOLIDATED AND SEPARATE STATEMENT OF CASH FLOWS
## FOR THE YEAR ENDED 31 DECEMBER 2020

| | Notes | Consolidated financial statements | | Separate financial statements | |
|---|---|---|---|---|---|
| | | 31 December 2020 | 31 December 2019 | 31 December 2020 | 31 December 2019 |
| | | Million LAK | Million LAK | Million LAK | Million LAK |
| **Cash flows from financing activities** | | | | | |
| Payments for debentures issuance cost | | - | (21.659) | - | (21.659) |
| Dividend paid to shareholders | | (167.930) | (268.689) | (167.930) | (268.689) |
| Proceeds from short-term borrowings | 15 | 98.239 | 228.389 | 98.239 | 228.389 |
| Repayments for short-term borrowings | 15 | (204.418) | (225.463) | (204.418) | (225.463) |
| Proceeds from long-term borrowings | 15 | 29.442 | 192.432 | - | - |
| Repayments for long-term borrowings | 15 | (268.567) | (306.006) | (268.567) | (306.006) |
| Proceeds from debentures issuance | 16 | - | 1.063.992 | - | 1.063.992 |
| Repayments for debentures | 16 | - | (404.590) | - | (404.590) |
| **Net cash outflow(inflow) from financing activities** | | **(513.234)** | **258.406** | **(542.676)** | **65.974** |
| **Net increase (outflow) in cash and cash equivalent** | | (689.133) | 360.753 | (676.557) | 420.525 |
| Cash and cash equivalent at the beginning of the year | | 979.774 | 642.106 | 948.847 | 550.978 |
| Effect of exchange rate changes on cash and cash equivalent | | (25.087) | (23.085) | (25.075) | (22.656) |
| **Cash and cash equivalent at the end of the year** | | **265.554** | **979.774** | **247.215** | **948.847** |
| **None cash transactions:** | | | | | |
| Payable for purchases of assets under concession | | 34.317 | 17.646 | 16.211 | - |
| Offsetting trade and other receivables with | | | | | |
| - Divedend payment | | 125.948 | 201.516 | 125.948 | 201.516 |
| - Long-term loan from related party | | 8.288 | 39.019 | 8.288 | 39.019 |
| - Accrued interest expense | | 338 | - | 338 | - |
| Offsetting short-term loan to related parties with loan repayment | 15 | 58.834 | - | 58.834 | - |
| Offsetting short-term loan to related parties with accrued interest expense | | 1.926 | - | 1.926 | - |
| Transfer from advance payment for asset under concessions and investments to | | | | | |
| - Investment in subsidairies | | - | - | - | 455.471 |
| - Investment in associates | | 244.474 | 3.172.963 | 244.474 | 3.172.963 |
| - Investment in joint ventures | | - | 436.916 | - | 436.916 |
| - Assets under concession | | - | 488.810 | - | 488.810 |

DUANGSY PHARANHOK
Chief Executive Officer
Date: 26 March 2021

VANHSENG VANNAVONG
Chief Financial Officer
Date: 26 March 2021

The accompanying notes on pages 13 to 49 form an integral part of these consolidated and separate financial statements.

**Attachment 4**

# Curriculum Vitae of New Members of the Board of Directors and New Deputy Managing Director

# Curriculum Vitae
## Dr. Bounthavy SYSOUPHANTHONG

**Name and Surname:** Dr. Bounthavy SYSOUPHANTHONG
**Date of Birth:** 26/06/1954
**Age**: 67
**Nationality:** Lao
**Address:** Saphanthong Tai Village, Sisattanak District, Vientiane Capital
**Foreign Languages:** French, English.
**Education:** Doctor of Philosophy (PhD) in Economics, France (Paris XII).

**Trainings:**

- Trainings at Harvard University (The United States).
- Trainings in Germany.
- Trainings in Japan.

**Work Experience:**

| | |
|---|---|
| 1977-2006 | Public officer, Director General of Department and Office of Planning and Investment Committee. |
| 1989 | Member of the 2nd Lao Federation of Trade Unions Committee. |
| 1995-2005 | Member of Board of Directors, Banque pour le Commerce Exterieur Lao. |
| 2004-2020 | President of the Board of Souphanouvong University. |
| 2006-2016 | Vice Minister, Ministry of Planning and Investment. |
| 2010-2014 | Member of Lao Securities Commission Committee. |
| 2011 | Director of the Board of National Academy of Social Sciences.<br>Member of the 7th National Assembly.<br>Lecturer and Guest Lecturer at Faculty of Economics and Business Management, National University of Laos (Microeconomics, Macroeconomics, Development).<br>Guest Lecturer at National Academy of Politics and Public Administration. |

In addition, co-authorship in following publications:

1) Co-author of Atlas (+C. Taillard).
2) Co-author of Human Resources Development (+C. Myers)
3) Statistics textbooks.
4) Economics Research Papers.

# Curriculum Vitae
## Mr. Phongsavath SENAPHUAN

| | |
|---|---|
| **Name and Surname:** | Mr. Phongsavath SENAPHUAN |
| **Date of Birth:** | 10/10/1978 |
| **Age**: | 43 |
| **Nationality:** | Lao |
| **Address:** | Nongbeuk Tai Village, Sikhottabong District, Vientiane Capital |
| **Education:** | Sengsavanh Business Management University |

**Work Experience:**

| | |
|---|---|
| 2001-Present | Chairman of Board of Directors and President of Phongsubthavy Road, Building and Irrigation Construction Sole Co., Ltd. |

- Current Board of Directors position in 01 Company:
  1) Phongsubthavy Road, Building and Irrigation Construction Sole Co., Ltd.

# Curriculum Vitae
## Mr. Somlath MEK AKATH

| | |
|---|---|
| **Name and Surname:** | Mr. Somlath MEK AKATH |
| **Date of Birth:** | 21/07/1972 |
| **Age**: | 49 |
| **Nationality:** | Lao |
| **Address:** | Tanmixay Village, Xaythany District, Vientiane Capital |
| **Education:** | Master of Public Administration, Tsinghua University, China. |
| **Foreign Languages:** | English, Thai. |

**Trainings:**

| | |
|---|---|
| 1999-2000 | National Academy of Politics and Public Administration: Economics (Microeconomics and Macroeconomics). |
| 2000 | National Academy of Politics and Public Administration: International Economics. |
| 2002 | E-Commerce Executive Program for SMEs, New Delhi, India. |
| 2002 | Trade Program – Promotion, International Trade Institute of Singapore. |
| 2003 | Current International Trade: Issues and Prospects, International Institute for Trade and Development, Bangkok, Thailand. |
| 2004 | Civil and Commercial Law, Nagoya University, Japan. |
| 2004 | Workshop on Legal Technical Assistance for Countries in Transition, Legal Research and Training Institute, Ministry of Justice, South Korea. |
| 2008 | Workshop on International Negotiation, Institute of Foreign Affairs, Ministry of Foreign Affairs, Lao PDR. |

**Work Experience:**

| | |
|---|---|
| 1999-2011 | Public officer, Unit Head, Head of Industrial and Commercial Law Division, Head of Law Division, Head of Training Division at Economic Research Institute for Industry and Trade, Ministry of Industry and Commerce. |
| 2011-2012 | Head of Trade Inspection Division, Internal Trade Department, Ministry of Industry and Commerce. |
| 2012-2014 | Head of Enterprise Registration and Management Division, Department of Enterprise Registration and Management, Ministry of Industry and Commerce. |
| 2014-2016 | Deputy Director General of Enterprise Registration and Management Department, Ministry of Industry and Commerce. |
| 2016-Present | Managing Director of Phongsubthavy Road, Building and Irrigation Construction Sole Co., Ltd. |

# Curriculum Vitae
## Mr. Kounlaphanh VONGNATHI

| | |
|---|---|
| **Name and Surname:** | Mr. Kounlaphanh VONGNATHI |
| **Date of Birth:** | 28/08/1966 |
| **Age**: | 55 |
| **Nationality:** | Lao |
| **Address:** | Phontong Savath Village, Chanthabouly District, Vientiane Capital |
| **Education:** | Doctor of Philosophy (PhD), Major in Economics, Moscow State University of Economics, Statistics and Informatics, the Russian Federation in 2000. |
| **Foreign Languages:** | English, Russian, Thai. |

**Work Experience:**

| | |
|---|---|
| 2001-2008 | Human Resources Development, Management Department, Entreprise des Postes et Telecommunications Lao (EPTL). |
| 2001-2008 | Founder and Manager, Tourism and Hospitality Business, Local and International. |
| 2009-Present | Deputy Managing Director, Project Management Department, Phongsubthavy Road, Building and Irrigation Construction Sole Co., Ltd. |

**Attachment 5**

# ໃบມອບສັນທະ
## PROXY

ຂຽນທີ່ .....
Written at

ວັນທີ ..... ເດືອນ ..... 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 ຄຳແກ້ວ ວິສີສົມບັດ ..... ອາຍຸ 46 ປີ, ຢູ່ເຮືອນເລກທີ 015
Mr. Khamkeo VISISOMBATH age 46 years, resides at 015

ຖະໜົນ ..... ບ້ານ .....ໂພນໄຊ... ເມືອງ ..... ໄຊເສດຖາ
Road Village Phonxay District Xaysetha

ແຂວງ ..... ນະຄອນຫຼວງວຽງຈັນ ..... ລະຫັດໄປສະນີ ..... 2392 ..... ຫຼື
Province Postal Code 2392 or

(3) ☐ ທ່ານ ນາງ ທະວີຈັນ ທ່ຽງເທບວົງສາ ..... ອາຍຸ 49 ປີ,ຢູ່ເຮືອນເລກທີ 23/8
Mrs. Thavichanh THIENGTHEPVONGSA age 49 years, resides at 23/8

ຖະໜົນ ..... ບ້ານ.....ຫາຍໂສກ ..... ເມືອງ ..... ຈັນທະບູລີ
Road Village Haiysok District Chanthabouly

ແຂວງ.....ນະຄອນຫຼວງວຽງຈັນ ..... ລະຫັດໄປສະນີ ..... 2392 ..... ຫຼື
Province Postal Code 2392 or

(4) ☐ ທ່ານ ຮສ.ປອ. ພູເພັດ ກ້ຽວພິລາວົງ ..... ອາຍຸ 47 ປີ, ຢູ່ເຮືອນເລກທີ.....488.....
Assoc. Prof. Phouphet KYOPHILAVONG age 47 years, resides at 488

ຖະໜົນ ..... ບ້ານ ..... ສວນມອນ ..... ເມືອງ ..... ສີສັດຕະນາກ
Road Village Suanmone District Sisattanak

ແຂວງ ..... ນະຄອນຫຼວງວຽງຈັນ ..... ລະຫັດໄປສະນີ ..... 2392 .....
Vientiane Capital Postal Code 2392

ຄົນໃດຄົນໜຶ່ງພຽງຄົນດຽວ ເປັນຜູ້ຕາງໜ້າຂອງຂ້າພະເຈົ້າ ເພື່ອເຂົ້າຮ່ວມປະຊຸມ ແລະ ລົງຄະແນນສຽງແທນຂ້າພະເຈົ້າ ໃນກອງປະຊຸມສາມັນຜູ້ຖືຮຸ້ນ ປະຈຳປີ 2020 ໃນວັນທີ 09 ເມສາ 2021 ເວລາ 15:00 ໂມງ.

Any one of them to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting for the Year 2020 to be on 09 April 2021 at 3:00 pm.

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

At meeting room, 1st floor, EDL Headquarter 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: ລາຍງານຜົນການຈັດຕັ້ງປະຕິບັດມະຕິກອງປະຊຸມຜູ້ຖືຮຸ້ນປະຈຳປີຜ່ານມາ.**

**Agenda No. 1 Report on the results of implementing the Resolutions of previous Annual General Meeting of Shareholders.**

**ວາລະທີ 2: ພິຈາລະນາ ແລະ ຮັບຮອງບົດບັນທຶກກອງປະຊຸມວິສາມັນຜູ້ຖືຮຸ້ນ ຄັ້ງທີ 1/2021.**

**Agenda No. 2 To consider and adopt the Minutes of the Extraordinary General Meeting of Shareholders No.1/2021**

☐ ເຫັນດີ Approve ☐ ບໍ່ເຫັນດີ Disapprove

**ວາລະທີ 3: ພິຈາລະນາ ແລະ ອະນຸມັດເອົາລາຍງານການເງິນ 6 ເດືອນຕົ້ນປີ 2020 ແລະ ການບໍ່ຈ່າຍເງິນປັນຜົນຈາກການດຳເນີນທຸລະກິດ 6 ເດືອນຕົ້ນປີ 2020.**

**Agenda No. 3 To consider and approve the Company's financial statements for the first six-month period of 2020 and no dividend payment from the business operation result of the first six-month period of 2020.**

☐ ເຫັນດີ Approve ☐ ບໍ່ເຫັນດີ Disapprove

**ວາລະທີ 4: ພິຈາລະນາ ແລະ ອະນຸມັດບົດລາຍງານຜົນການດຳເນີນທຸລະກິດຂອງບໍລິສັດ ປີ 2020 ລວມທັງລາຍງານການເງິນ ຂອງບໍລິສັດ ປີ 2020 ແລະ ແຜນການດຳເນີນທຸລະກິດຂອງບໍລິສັດ ປີ 2021.**

**Agenda No.4 To consider and approve the Company's 2020 business operation report, including the Company's 2020 financial statements, and the Company's 2021 business operation plan.**

☐ ເຫັນດີ Approve ☐ ບໍ່ເຫັນດີ Disapprove

**ວາລະທີ 5: ພິຈາລະນາ ແລະ ອະນຸມັດການຈ່າຍເງິນປັນຜົນ ຈາກຜົນການດຳເນີນທຸລະກິດ ປະຈຳປີ 2020, ການກຳນົດວັນ ປິດປຶ້ມບັນຊີຜູ້ຖືຮຸ້ນ ເພື່ອກຳນົດສິດຂອງຜູ້ຖືຮຸ້ນທີ່ຈະໄດ້ຮັບເງິນປັນຜົນຈາກຜົນການດຳເນີນທຸລະກິດຂອງ ບໍລິສັດ ແລະ ການກຳນົດວັນທີ່ຈ່າຍເງິນປັນຜົນ.**

**Agenda No. 5 To consider and approve the dividend payment from the Company's 2020 business operating result, the determination of the closing date of shareholders register book to determine the right to receive the dividend, and the dividend payment date.**

☐ ເຫັນດີ Approve ☐ ບໍ່ເຫັນດີ Disapprove

**ວາລະທີ 6: ພິຈາລະນາ ແລະ ອະນຸມັດການແຕ່ງຕັ້ງຮອງປະທານສະພາບໍລິຫານເພີ່ມ, ການແຕ່ງຕັ້ງກຳມະການສະພາບໍລິຫານຜູ້ໃໝ່, ການພົ້ນຕຳແໜ່ງຂອງກຳມະການສະພາບໍລິຫານ 01 ທ່ານ ແລະ ການກຳນົດອາຍຸການຂອງບັນດາກຳມະການສະພາບໍລິຫານບໍລິສັດ; ການແຕ່ງຕັ້ງຮອງຜູ້ອຳນວຍການໃຫຍ່ເພີ່ມ.**

**Agenda No. 6 To consider and approve the appointment of an additional Vice Chairman and new Directors of the Board of Directors, the departure of 01 Director from the Board of Directors, the term of office of the Board of Directors; the appointment of an additional Deputy Managing Director.**

☐ ເຫັນດີ Approve ☐ ບໍ່ເຫັນດີ Disapprove

**ວາລະທີ 7: ພິຈາລະນາ ແລະ ອະນຸມັດການດັດແກ້ກົດລະບຽບບໍລິສັດ ມາດຕາ 9 ວ່າດ້ວຍກຳມະການ ແລະ ມາດຕາ 12 ວ່າດ້ວຍສະພາບໍລິຫານ.**

**Agenda No. 7 To consider and approve the amendments to the Articles of Association of the Company in Article 9: Directors and Article 12: Board of 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 ລະບຸໄວ້ບໍ່ຈະແຈ້ງໃຫ້ຖືວ່າເຫັນດີ.

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, ແລະບໍ່ສາມາດແບ່ງແຍກຈຳ ນວນຮຸ້ນໃຫ້ຜູ້ຕາງໜ້າຫຼາຍຄົນເພື່ອແຍກການລົງຄະແນນສຽງໄດ້.

   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, ເພື່ອເປັນການຮັບປະກັນຄວາມຜູກພັນຂອງຜູ້ມອບໝາຍແລະຜູ້ຕາງໜ້າທາງດ້ານກົດໝາຍ, 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.

**Attachment 6**

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

For your convenience for the registration process to attend the Annual General Shareholders' Meeting for the Year 2020 of EDL-Generation Public Company, the shareholders or the proxies who will attend the Meeting shall bring the invitation to the Meeting, registration form and proxy form for the registration.

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

**1. (Valid) documents and evidences required to be presented by the shareholders or the proxies prior to attending the Meeting**

1.1. Shareholders who are natural persons

1.1.1. Shareholders attending the Meeting themselves shall present valid document issued by governmental authorities, e.g. the identification card or passport (for foreign shareholders), including the evidence of name or last name change (if any).

1.1.2. Shareholders appointing a proxy to attend the Meeting. A proxy shall present the documents as follows:

(1) A proxy form as attached to the invitation to the Meeting, which has been duly completed and signed by the shareholder and the proxy.

(2) A copy of valid document of the shareholder issued by governmental authorities as specified in Item 1.1.1., which has been certified true and correct by the shareholder.

(3) Valid document of the proxy issued by governmental authorities, e.g. the identification card or passport (for foreign proxy), including the evidence of name or last name change (if any).

1.2. Shareholders who are juristic persons

1.2.1. Representatives of shareholders (authorized directors) attending the Meeting themselves shall present the documents as follows:

(1) Valid documents of the representatives of the shareholder (authorized directors) issued by governmental authorities, e.g. the identification card or passport (for foreign representatives of the shareholder (authorized directors), including the evidence of name or last name change (if any).

(2) Copies of the Foreign Investment License (if any), the Enterprise Registration Certification (Affidavit), the Articles of Association and the Tax Certificate (of the latest year) of the shareholder specifying that the representatives of the juristic person attending the Meeting are duly authorized to represent the shareholder, which have been certified true and correct by the representatives of the shareholder (authorized directors).

1.2.2. Shareholders appointing a proxy to attend the Meeting. A proxy shall provide the documents as follows:

(1) A proxy form as attached to the invitation to the Meeting which has been duly completed and signed by the shareholder and the proxy.
(2) Copies of the Foreign Investment License (if any), the Enterprise Registration Certification (Affidavit), the Articles of Association and the Tax Certificate (of the latest year) of the shareholder specifying that the representatives of the juristic person are duly authorized to represent the shareholder, which have been certified true and correct by the representatives of the shareholder (authorized directors).
(3) Valid documents of the representatives of the shareholder (authorized directors) issued by governmental authorities as specified in Item 1.2.1(1), which have been certified true and correct by the representatives of the shareholder (authorized directors).
(4) Valid document of the proxy issued by governmental authorities, e.g. the identification card, or passport (for foreign proxy), including the evidence of name or last name change (if any).

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

**2. Proxy**

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

2.1. Appoint any person or one of the directors of the Company to attend and vote at the Meeting on the shareholder's behalf by specifying the name and details of the proxy or marking (✓) in the □ in front of the name of one of the directors as provided in the proxy form to be the proxy to attend the Meeting.

2.2. Return the duly completed proxy form to the Company Secretary Division before **09 April 2021** or at least an hour before the Meeting starts for verification of documents.

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

**3. Registration**

The Company will start the registration process for attending the Annual General Shareholders' Meeting for the Year 2020 of EDL-Generation Public Company 1.5 hours before the Meeting starts or from 1.30 p.m. - 3.00 p.m. on **09 April 2021**, at Meeting Room, 1st Floor, EDL Headquarter Building, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital. Please refer to the map attached.

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

## 4. Voting

4.1. Voting Regulation

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

(2) The Company will prepare ballots for every agenda which requires votes. In this regard, the Company will distribute the ballots to the shareholders and proxies at the time of registration. Except for the case of proxy in which the voting has been clearly specified in the proxy form, the Company will not distribute the ballots to the proxies. The shareholders and the proxies who register after the Meeting has commenced will receive only the ballots for the remaining agenda.

4.2. Voting Procedures in Each Agenda

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

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

4.3. Vote Counting and Announcement of Voting Result

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

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

**Attachment 7**

## ແຜນທີ່ ຂອງສະຖານທີ່ຈັດກອງປະຊຸມສາມັນຜູ້ຖືຮຸ້ນປະຈຳປີ 2020
## Map of the Meeting Venue

