(Translation)

LAO PEOPLE'S DEMOCRATIC REPUBLIC

PEACE INDEPENDENCE DEMOCRACY UNITY PROSPERITY

EDL-Generation Public Company
Extraordinary General Shareholders' Meeting

Vientiane Capital, Date 08 April 2025

Minutes of the Extraordinary General Meeting of Shareholders No. 1/2025
EDL-Generation Public Company

The Extraordinary General Meeting of Shareholders No.1/2025 (the "Meeting" or the "EGM No. 1/2025") was held on 31 March 2025 at 3:00 PM at Meeting Room 1st Floor, EDL Headquarters Building, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital. Mr. Soulivath SOUVANNACHOUMKHAM, Chairman of the Board of Directors, presided as Chairman of the Meeting. There were 19 shareholders attended the Meeting in person and 48 shareholders attended the Meeting by proxy. Therefore, the Meeting was attended by a total of 67 shareholders, holding a total of **1,543,363,286** shares and representing **91,90** 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. Soulivath SOUVANNACHOUM KHAM	Positions:	Chairman of the Board of Directors/ Deputy Minister of Finance;
2	Mr. Daovieng Sounanthalath	Positions:	Director/Acting Managing Director of EDL-Genereation Public Company;
3	Mr. Somphith KEOVICHITH	Positions:	Director / Director General of Energy Business Department, Ministry of Energy and Mines; (attended as the meeting via online system);
4	Mr. Pasomphet KHAMTANH	Positions:	Director/ Deputy of State Owned Enterprises and Insurance Supervision Department; (attended as the meeting via online system);
5	Mr. Chollawit WINITCHAI	Positions:	Director / Managing Director of RATCH-Lao Services Co., Ltd. (attended as the meeting via online system);
6	Mr. Bounthane CHANHSAMAY	Positions:	Director/ Deputy Managing Director of Electricite Du Laos ("EDL");
7	Mr. Khammoune VIPHONGXAY	Positions:	Independent Director / Former Vice Minister of Ministry of

			Home Affairs; (attended as the meeting via online system);
8	Dr. Phanhpakit ONPHANHDALA	Positions:	Independent Director/ Deputy Director General of Secretary Department, The Prime Minister's Office. (attended as the meeting via online system);
9	Mr. Vileth KINNAVONG	Positions:	Director/Director General of Public Debt Management Department, Ministry of Finance, (Observation)
10	Mr. Souksavart SOSOUPHANH	Positions:	Director/Manging Director of EDL-Generation Public Company (EDL-Gen), (Observation)
11	Prof. Dr. Phouphet KYOPHILAVONG	Positions:	Independent Director/Vice President of National University of Laos; (Observation)
12	Mr. Phanpany SITTHILATH	Positions:	Independent Director/ Deputy Director of Banking Operations Department, Bank of the Lao PDR; (Observation)

Nine Directors attended the Meeting and Two Director was unable to attend due to official assignment, namely **Phd. Akhomdeth Vongxay** Positions: Vice Chairman of the Board of Director/ Managing Director of Electricite Du Laos ("EDL"); and **Mr. Khamkeo VISISOMBATH**, Independent Director / Director General of Banking Operations Department, Bank of the Lao PDR.

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

EDL-Generation Public Company organised the Meeting in two ways, a physical and an online meeting, in order to facilitate attendance by shareholders as per their convenience. Shareholders attending the Meeting online are advised to follow the guide and manual distributed with the invitation letter.

Thereafter, the Chairman delegated Mr. Daovieng Sounanthalath, Acting Managing Director of EDL-Gen, to explain voting procedure and agenda details as follows:

1. **Vote Casting:**

Each shareholder is entitled to a number of votes equal to the number of shares they hold, 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 disclosed and distributed with 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 Extraordinary General Meeting of Shareholders No. 1/2025 proceeded with Acting Managing Director of EDL-Gen providing details of each agenda below:

Agenda 1. To consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2023.

Details:

The Annual General Meeting of Shareholders for the year 2023 (the "**2023 AGM**") was convened on **26 April 2024**. The Company prepared the Minutes of this meeting as per **Attachment 2**.

The minutes of the meeting were recorded accurately and completely. Therefore, it is agreed to propose to the Extraordinary General Meeting of Shareholders No.1/2025 to consider and adopt the Minutes of the 2023 AGM held on **26 April 2024**.

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

The Chairman then proposed to the Meeting to consider and adopt the Minutes of the AGM of year 2023. 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 Annual General Meeting of Shareholders for the year 2023 held on 26 April 2024 with the approval votes of more than half of the total votes of shareholders attending the meeting as follows:

- **Approved with 1,543,363,286 votes, equivalent to 100% of the total votes attending the meeting.**

Agenda 2: To consider and adopt the appointment of the new Board of Directors; the determination of authorised persons who can sign to bind the Company; and the term of office of the Director of the Board.

Details:

In accordance to the notification of important resolution of the Ordinary Board of Director's Meeting No.1/2025, as stated in document No.0808/EDL-Gen dated 18 March 2025; and the notification of important resolution of the Ordinary Board of Director's Meeting No.2/2025, as stated in document No. 0894/EDL-Gen dated 24 March 2025; along with ensuring the continuity of the company's management and operations, the company deems it appropriate to propose to the meeting for consideration and approval of the appointment of the new Board of Directors and the authorised signatories who can legally bind the company and defining the term of office for the Directors of the Board as follows:

1. Appointment of Mr. **Soulivath SOUVANNACHOUMKHAM**, Deputy Minister of Finance, as the Chairman of the Board of Directors, continuing for another term;
2. Appointment of **PhD. Akhomdeth VONGXAY**, Managing Director of Électricité du Laos (EDL), as Vice Chairman of the Board of Directors;
3. Appointment of **Mr. Vileth KINNAVONG**, Director General of Public Debt Management Department, Ministry of Finance, as a new Director;
4. Appointment of **Mr. Souksavart SOSOUPHANH**, Manging Director of EDL-Generation Public Company (EDL-Gen), as a new Director;
5. Appointment of **Prof. Dr. Phouphet KYOPHILAVONG**, Vice President of National University of Laos as an Independent Director;
6. Appointment of **Mr. Phanpany SITTHILATH**, Deputy Director of Banking Operations Department, Bank of the Lao PDR as an Independent Director;

The determination of the authorised persons who can sign to bind the Company is as follows:

A). 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

B). Any two Directors jointly sign together with the Company's seal affixed.

The term of office of the Directors is determined to be no more than two (2) years from the date of the Company's EGM No.1/2025 onwards.

The Board of Directors thoroughly considered and agreed to propose to the meeting of shareholders to consider and adopt the appointment of the new Board of directors, the determination of the term of office of the Directors and the authorised person who can sign to bind the Company.

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

The Chairman then proposed to consider and adopt the appointment of the new Board of Directors; the determination of authorised persons who can sign to bind 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 adopt the appointment of the new Board of Directors; the determination of authorised persons who can sign to bind the Company; and the term of office of the Director of the Board; with the approval votes of more than half of the total votes of shareholders attending the meeting as follows:

1. **Mr. Soulivath SOUVANNACHOUMKHAM**, Deputy Minister of Finance, as the Chairman of the Board of Directors, continuing for another term;
2. **PhD. Akhomdeth VONGXAY**, Managing Director of Électricité du Laos (EDL), as Vice Chairman of the Board of Directors;
3. **Mr. Vileth KINNAVONG**, Director General of Public Debt Management Department, Ministry of Finance, as a new Director;
4. **Mr. Souksavart SOSOUPHANH**, Manging Director of EDL-Generation Public Company (EDL-Gen), as a new Director;
5. **Prof. Dr. Phouphet KYOPHILAVONG**, Vice President of National University of Laos as an Independent Director;
6. **Mr. Phanpany SITTHILATH**, Deputy Director of Banking Operations Department, Bank of the Lao PDR as an Independent Director;

The determination of the authorised persons who can sign to bind the Company is as follows:

A). 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

B). Any two Directors jointly sign together with the Company's seal affixed.

The term of office of the Directors is determined to be no more than two (2) years from the date of the Company's EGM No.1/2025 onwards.

- **Approved 1,543,363,286 with votes, equivalent to 100% of the total votes attending the meeting.**

<u>Agenda 3:</u> To consider and adopt the amendments to the Company's Articles of Association in Article 9: Directors and Article 12: Board of Directors.

<u>Details:</u>

Due to changes to the Company's Board of Directors and to ensure the Company's operation and governance are in accordance with relevant 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 by the addition and update of the name and position of the new Board of Directors, as detailed below:

1) **Amendments to Article 9:** Directors: by updating the name and details of the Board of Directors as follows:

A. Directors who are shareholders:

1. Name and Surname: **Mr. Soulivath SOUVANNACHOUMKHAM**
- Nationality: Lao;
- Current Address: Phonsavanh Tai Village, Sisattanak District, Vientiane Capital.

2. Name and Surname: **PhD. Akhomdeth VONGXAY**
- Nationality: Lao;
- Current Address: Naxay Village, Xaysettha District, Vientiane Capital.

3. Name and Surname: **Mr. Vileth KINNAVONG**
- Nationality: Lao;
- Current Address: Nonsavang Village, Xaysettha District, Vientiane Capital.

4. Name and Surname: **Mr. Souksavart SOSOUPHANH**
- Nationality: Lao;
- Current Address: Meungnoy Village, Xaysettha District, Vientiane Capital.

B. Third party directors (if any):

The First Director (Independent Director)

1. Name and Surname: **Prof. Dr. Phouphet KYOPHILAVONG**
- Nationality: Lao;
- Current Address: Donnokkhoum Village, Sisattanak District, Vientiane Capital.

The Second Director (Independent Director)

2. Name and Surname: **Mr. Phanpany SITTHILATH**
- Nationality: Lao;
- Current Address: Viengchaleun Village, Saysettha District, Vientiane Capital.

2) **Amendments to Article 12: Board of Directors:** updating the name and details of the new Board of Directors as follows:

1. Name and Surname of Chairman: **Mr. Soulivath SOUVANNACHOUMKHAM**
2. Name and Surname of Vice Chairman: **PhD. Akhomdeth VONGXAY.**
3. Name and Surname of the Director: **Mr. Vileth KINNAVONG**
4. Name and Surname of the Director: **Mr. Souksavart SOSOUPHANH**
5. Name and Surname of the Independent Director: **Prof. Dr. Phouphet KYOPHILAVONG**
6. Name and Surname of the Independent Director: **Mr. Phanpany SITTHILATH**

The Board of Directors of EDL-Generation Public Company is composed of 7 members.

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 the Company's Articles of Association in Article 9 and Article 12 and the authorization as proposed above.

After the Acting Managing Director briefly reported on Agenda 3, 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 adopt the amendments to the Company's Articles of Association 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 with shareholdings in aggregate cover at least 80 percent of total paid-up shares.

Resolution: The Meeting resolved to adopt 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 and amendments to Article 12: Board of Directors:

Updating details of the new Vice Chairman as follows:

1. The Chairman Name and Surname: **Mr. Soulivath SOUVANNACHOUMKHAM**
   - Nationality: Lao;
   - Current Address: Phonsavanh Tai Village, Sisattanak District, Vientiane Capital.
2. The Vice Chairman Name and Surname: **PhD. Akhomdeth VONGXAY**
   - Nationality: Lao;
   - Current Address: Naxay Village, Xaysettha District, Vientiane Capital.
3. The Director Name and Surname: **Mr. Vileth KINNAVONG**
   - Nationality: Lao;
   - Current Address: Nonsavang Village, Xaysettha District, Vientiane Capital.
4. The Director Name and Surname: **Mr. Souksavart SOSOUPHANH**
   - Nationality: Lao;
   - Current Address: Meungnoy Village, Xaysettha District, Vientiane Capital.
5. Independent Director Name and Surname: **Prof. Dr. Phouphet KYOPHILAVONG**
   - Nationality: Lao;
   - Current Address: Donnokkhoum Village, Sisattanak District, Vientiane Capital.
6. Independent Director Name and Surname: **Mr. Phanpany SITTHILATH**
   - Nationality: Lao;
   - Current Address: Viengchaleun Village, Saysettha District, Vientiane Capital.

The Board of Directors of EDL-Generation Public Company is currently composed of 7 members.

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 meeting resolved this with the approval votes of more than two-thirds (2/3) of the shareholders attending the meeting with shareholdings in aggregate cover more than 80 percent of the total paid-up shares as follows:

A. Number of shareholders attending the meeting:

- **Approved by 67 shareholders, equivalent to 100% of shareholders attending the meeting.**

B. Number of shares (votes) of shareholders attending the meeting:

- **Approved with 1,543,363,286 shares (votes), equivalent to 91.904954 % of the total paid-up shares of the Company.**

Agenda 4: To consider and approve the appointment of a new Managing Director (CEO) to replace the former director, and the appointment of four (4) Deputy Managing Directors.

Details: In accordance to the notification of the important resolution of the Ordinary Board of Directors' Meeting No. 2/2025, as stated in document No. 0894/EDL-Gen dated 24 March 2025, and in order to ensure the continuity of the company's management and operations, the company proposes the appointment of the new Managing Director (CEO) and four (4) Deputy Managing Directors as detailed below:

1. Appointment of **Mr. Souksavart SOSOUPHANH**, Managing Director of Nam Ngum 3 Power Co., Ltd, as the new Managing Director (CEO) of EDL-Generation Public Company (EDL-Gen) to continue performing duties and responsibilities in managing the Company, replacing the former director.

2. Appointment of **Mr. Daovieng SOUNANTHALATH,** Acting Managing Director of EDL-Generation Public Company (EDL-Gen), as a Chief Business Development Officer (CBDO)

3. Appointment of **Mr. Khambay LUANGXAY**, Director of Finance Department as a Chief Financial Officer (CFO)

4. Appointment of **Mrs. Phokhine APPHAY,** Director of Corporate Supports and Administration Department, as a and Chief Administration Officer (CAO)

5. Appointment of **Mr. Siliphom SENGONKEO,** Managing Director of E&E Co., Ltd, as a Chief Operation Officer (COO)

The Board of Directors thoroughly considered and agreed to propose to the meeting of shareholders to consider and adopt the appointment of new members of the managing directors team as well as assigning responsibilities as outlined above.

After the Deputy of Managing Director briefly reported on Agenda 4, the Chairman encouraged questions and suggestions from shareholders in the Meeting but there was none.

The Chairman then proposed to consider and adopt the appointment of the new Managing Director (CEO) to replace the former director, and the appointment of four (4) Deputy Managing 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 a new Managing Director (CEO) to replace the former director, and four (4) Deputy Managing Directors; with the approval votes of more than half of the total votes of shareholders attending the meeting as follows:

1. Mr. Souksavart SOSOUPHANH, Managing Director of Nam Ngum 3 Power Co., Ltd, as the new Managing Director (CEO) of EDL-Generation Public Company (EDL-Gen) to continue performing duties and responsibilities in managing the Company, replacing the former director.

2. Mr. Daovieng SOUNANTHALATH, Acting Managing Director of EDL-Generation Public Company (EDL-Gen), as a Chief Business Development Officer (CBDO)

3. Mr. Khambay LUANGXAY, Director of Finance Department as a Chief Financial Officer (CFO)

4. Mrs. Phokhine APPHAY, Director of Corporate Supports and Administration Department, as a and Chief Administration Officer (CAO)

5. Mr. Siliphom SENGONKEO, Managing Director of E&E Co., Ltd, as a Chief Operation Officer (COO)

- **Approved 1,543,363,286 with votes, equivalent to 100% of the total votes attending the meeting.**

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

At the end of the Meeting, the Chairman informed the Meeting that there were **19** shareholders attending the Meeting in person and **48** shareholders attending the Meeting by proxy, totalling **67** shareholders that together hold the total of **1,543,363,286** shares, representing **91,90** 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-

Soulivath SOUVANNACHOUMKHAM

Certified by

-Signature-

Daovieng SOUNANTHALATH