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LAO PEOPLE'S DEMOCRATIC REPUBLIC
PEACE INDEPENDENCE DEMOCRACY UNITY PROSPERITY

Articles of Association
of EDL-Generation Public Company
(16th Amendment)

Approved at the 2025 Annual General Meeting of Shareholders held on 29 April 2026

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-Translation-

Lao People's Democratic Republic

Peace Independence Democracy Unity Prosperity

EDL-Generation Public Company

No.: **1846** /EDL-Gen

Vientiane Capital, Dated **11 MAY 2026**

Articles of Association of EDL-Generation Public Company (16th Amendment)

- Pursuant to the Amended Enterprise Law, No.: 33/NA, dated 29 December 2022,
- Pursuant to the Law on Investment Promotion, No.: 62/NA, dated 28 June 2024,
- Pursuant to the Securities Law, No.: 79/NA, dated 3 December 2019,
- Pursuant to the Decree on State-Invested Enterprises, No.: 322/GoL, dated 2 September 2022;
- Pursuant to the Decision of the Board of Directors of Securities Issuers Company and Listed Companies (Revised) No. 14/LSC, dated 11 December 2024;
- Pursuant to the 4th Amended Memorandum of Incorporation of the Public Company, dated 18 July 2012;
- Pursuant to the Enterprise Name Approval Certificate, No.: 1735/ERO, dated 15 December 2010;
- Pursuant to Report Letter of the Resolution of the Annual Shareholders Meeting of 2025 of EDL-Generation Public Company No 1637/EDL-Gen dated 30 April 2026.

Chapter 1

(Amended) General Principles

Article 1. (Amended) Purpose

These Articles of Association specify the roles, scope of rights and duties, principles, and methods for the administration and management of shares, shareholders, the Board of Directors, directors, employees, benefit distribution, dispute resolution, dissolution and the liquidation EDL-Gen which serve as legal reference in business activities as specified herein.

Article 2. Name of the Enterprise

The name of the public company under these Articles of Association:

- Lao language: "ບໍລິສັດ ຜະລິດ-ໄຟຟ້າ ລາວ ມະຫາຊົນ", with the abbreviation as: "ຜ-ຟລ"
- English language: "**EDL-Generation Public Company**", with the abbreviation as: "EDL- Gen"

Article 3. Business Objectives

The business objectives comprise 3 business types as follows:

(1) To generate electricity for wholesale to Electricite Du Laos, including to develop the transmission line system and power station if necessary.
(2) To invest or jointly invest in other power projects.
(3) To provide management services in operation & maintenance to other power projects nationwide.

Article 4. (New) Rights and Duties in Business Operations

(1) To carry out and implement development, investment, construction, and operation of power plant projects,
(2) To perform all acts and any actions necessary or appropriate to further the objectives set forth in these Articles of Association, including:

a. To possess, use, or lease land and other immovable property for the purposes of the Company's business operations and to sell, mortgage, or otherwise arrange such land and immovable property in any manner deemed appropriate;
b. To borrow money or mortgage or create any encumbrance on all or any part of the Company's assets to guarantee repayment obligations for the conduct of the Company's business;
c. To liaise with state organizations, municipal authorities, local administrations, and relevant authorities to apply for, obtain, and maintain titles, licenses, permits, industrial property registrations, enterprise registration certificate, concessions, privileges, or rights necessary or required for the successful conduct of the Company's business objectives;
d. To act as guarantor to relevant state authorities as prescribed under the immigration, revenue, customs, labor, or other similar laws of the Lao PDR concerning persons employed by the Company or persons related to its business;

(3) The Company may offer shares for sale to its shareholders, any person, and/or the public, and the Company has the right to offer shares at a price higher than the par value of the shares.
(4) The Company has the right to issue bonds and offer for sale all types and kinds of securities of the Company to its shareholders, any person, and/or the public.
(5) Shares of the Company may be transferred without restriction, except where such transfer would result in any foreign individual or legal entity holding shares in the Company in excess of the limit stipulated in the decisions of the Lao Securities Commission and Lao Securities Exchange and/or relevant regulations.

Article 5. (Amended) Location of Headquarters and Branches

EDL-Generation Public Company has its headquarters situated at:

- 7th Floor, Name of building/house: EDL Headquarters Building,
- Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital.

- Telephone number: 021-316142,

In Which: EDL-Generation Public Company has 13 dams; each dam is located at the following location:

1. **Nam Ngum 1 Power Plant:**

- Located at: Sengsavang Village, Keoudom District, Vientiane Province; Telephone Number: 023-431 223; Fax: 023-431 223;

2. **Nam Leuk Power Plant:**

- Located at: Phoupaman Village, Longsan District, Xaysomboun Province; Telephone Number: 030-526 2569; Fax: 030-526 0706;

3. **Nam Mang 3 Power Plant:**

- Located at: Namyarm Village, Toulakom District, Vientiane Province; Telephone Number: 023-380 223; Fax: 023-380 228;

4. **Xeset 1 Power Plant:**

- Located at: Sanvung Village, Salavan District, Salavan Province; Telephone Number: 034-360 001; Fax: 034-360 002;

5. **Xeset 2 Power Plant:**

- Location: Lao Ngam Village, Salavan District, Salavan Province, Telephone Number: 034 360001, Fax: 034 360002.

6. **Selabam Power Plant:**

- Located at: Selabam Village, Sanasomboun District, Champasak Province; Telephone Number: 031-650 002; Fax: 031-650 002;

7. **Nam Song Power Plant:**

- Located at: Somsanouk Village, Hinheub District, Vientiane Province; Telephone Number: 020-222 03711.

8. **Nam Sana Power Plant:**

- Located at: 13 North Road, Nasou Village, Kasy District, Vientiane Province; Telephone Number: 030-5384812.

9. **Nam Khan 2 Power Plant:**

- Located at: Nam Khan 2 Road, Phouxang Village, Xieng Ngeun District, Luang Prabang Province; Telephone Number: 030-9244399.

10. **Houay Lamphan Gnai Power Plant:**

- Located at: Satua Tai Village, Tateng District, Xekong Province; Telephone Number: 020-22299365.

11. **Xeset 3 Power Plant:**

- Located at: PhorKhem Village, LaoNgarm District, Salavan Province; Telephone Number: 020-97409206.

12. **Nam Khan 3 Power Plant:**

- Located at: Donway Village, Xieng Ngeun District, Luang Prabang Province; Telephone Number: 030-9244399.

13. **Nam Chiane Power Plant:**

- Located at: Samkorthong Village, Thathom District, Xaysomboun Province; Telephone Number: 030-2275467.

Article 6. (New) Company Form

EDL-Generation Public Company is a legal entity, operates as a public company, and conducts business activities in accordance with the Law on Enterprises, the Articles of Association of listed companies registered with Lao Securities Exchange, laws, and other relevant regulations of the Lao PDR.

Chapter 2

(New) Seal, Logo, and Slogan

Article 7. (New) Seal

EDL-Generation Public Company has its own seal, which is an octagonal shape with a diameter of 3.5 centimeters. The outer upper ring reads: Ministry of Industry and Commerce; the outer lower ring reads: Vientiane Capital; and the center of the seal reads: EDL-Generation Public Company.

The power plants under EDL-Generation Public Company have their own seal, in the form of a blue square. The top reads: EDL-Generation Public Company, and the bottom reads: the name of the power plant.

Article 8. (New) Logo

EDL-Generation Public Company has its own specific logo, which is a circular shape: a blue circle with a yellow border. The top features the Lao text in yellow letters: "EDL Generation" and the bottom features the international language text in yellow letters: "EDL GEN". The center of the circle has a white background, incorporating the symbol of a golden power generation turbine and a red lightning bolt symbol.

Article 9. (New) Slogan

- In Lao: "ทางเลือกที่ยืนยงสำลับท่าน ผะลังงานที่ยืนยงสำลับชาด"
- In international language: **"Sustainable Choice for You Sustainable Power for the Nation"**

Chapter 3

(New) Vision and Missions

Article 10. (New) Vision

1. Being a leading company in the Lao PDR in generating a stable electric power, to fulfil the demand of socio-economic development of Lao PDR and the region in line with the green and sustainable direction.
2. Being a leading company in providing operation and maintenance services to power producers in Lao PDR and in the region.

3. Being a leading company that creates added values for Shareholders.

Article 11. (New) Missions

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

Chapter 4

(Amended) Registered Capital, Shares, and Shareholders

Article 12. (Amended) Registered Capital

EDL-Generation Public Company has a total share value or registered capital of 6,717,214,788,000 Kip (Six trillion seven hundred seventeen billion two hundred fourteen million seven hundred eighty-eight thousand Kip), consisting of:

- In-kind: 4,816,835,484,000 Kip;
- In cash: 1,900,379,304,000 Kip;

EDL-Generation Public Company guarantees that its registered capital will not fall below the amount stipulated by relevant laws and regulations in each period. EDL-Generation Public Company guarantees it has sufficient capital and utilizes it in accordance with the laws and regulations of the Lao PDR.

The total authorized capital (registered capital) mentioned above has been fully paid up by the shareholders.

Article 13. (New) Changes to Registered Capital

EDL-Generation Public Company may increase or decrease its registered capital upon the resolution of the General Meeting of Shareholders and upon receiving written authorization from the Ministry of Finance, in accordance with the relevant laws and regulations of the Lao PDR enacted from time to time.

Article 14. Shares

The shares of the public company are ordinary shares, totaling 1,679,303,697 shares, each with a par value of 4,000 Kip.

Article 15. (New) Certification of Shareholding

EDL-Generation Public Company will maintain a share register, which will certify the number and type of shares and any changes in the number of shares owned by its shareholders.

Shareholders of EDL-Generation Public Company will receive certification of their shareholding in accordance with relevant laws and regulations. The certification of shareholding shall follow the regulations issued by the Securities Commission Office from time to time.

Article 16. (New) Payment of Registered Capital

Shareholders must fully pay for their shares in accordance with the laws and regulations of the Lao PDR.

Article 17. (New) Shareholding Structure

Domestic or foreign individuals or legal entities may hold shares in EDL-Generation Public Company in the proportions specified in these Articles of Association and the laws and regulations of the Lao PDR.

EDL-Generation Public Company has the following shareholding structure:

- Electricité du Laos (representing the Government) holds 38,762747 % of the total shares;
- Domestic and foreign shareholders which buy shares through the stock exchange have a shareholding proportion of 61,207253 % of the total shares.

(Note: The remaining proportion of EDL's shares is purchased through the stock exchange)

Article 18. (New) Rights of Shareholders

1. **Ordinary shareholders have the following rights:**

- To attend shareholders' meetings and exercise their voting rights directly or through an authorized representative;
- To receive dividends in proportion to their shares and others as prescribed by the laws of the Lao PDR;
- To transfer shares to other persons in accordance with this regulation and the laws of the Lao PDR;
- To have priority prior to outside persons to subscribe to new shares to be offered for sale in proportion to the number of ordinary shares they hold in EDL-Generation Public Company and in accordance with resolutions of the shareholder meeting; for shares offered to existing shareholders, the price should not be higher than the price offered to outside parties;
- To have the right to receive information about the activities of EDL-Generation Public

Company and to be able to verify incorrect information;

- In the event that EDL-Generation Public Company is dissolved, shareholders shall receive a share of the remaining assets in proportion to the number of shares they hold, after EDL-Generation Public Company has settled its debts with creditors and other types of shareholders, in accordance with the laws of the Lao PDR;
- To propose opinions on the operational activities of EDL-Gen;
- To exercise other rights and perform other duties as specified in the laws of the Lao PDR.

2. Shareholders with preferential shares have the following rights and duties:

- To have the rights and duties as stipulated in Article 18, Clause 1 of these Articles of Association, except for the right to vote directly or through an authorized representative at shareholder meetings;
- To receive asset distribution before ordinary shareholders in the event that EDL Generation Public Company is dissolved;
- To exercise other rights and perform other duties as specified in the laws of the Lao PDR.

3. A shareholder or group of shareholders holding more than five percent (5%) of the total ordinary shares for a continuous period of six (6) months or more have the following rights:

- To nominate candidates for the Board of Directors in accordance with the regulations of EDL-Gen;
- To request inspection and to receive copies of the register of shareholders entitled to attend and vote at shareholders meetings;
- To propose to the Board of Directors to conduct an inspection of any issues related to the management and administration of EDL-Gen's business when deemed necessary;
- To exercise other rights and perform other duties as specified in the laws of the Lao PDR.

The proposal for inspection under Clause 3, sub-paragraph 2 of this Article and the proposal to convene an extraordinary meeting as stipulated in Article 23 of these Articles of Association must be made in writing, which includes name and surname, current address, nationality, identification card number or passport number or legally valid identification document. In the case of a shareholder that is a legal entity, the person must be named in the number of incorporation agreement or enterprise registration number of that legal entity must be specified, along with the number of shares and the time of share registration for each shareholder, the total number of shares of the shareholder group and the proportion of ownership of the total shares of EDL-Gen, the issue and purpose of convening the meeting or inspection.

Article 19. (New) Duties of Shareholders

Shareholders have the following duties:

1. Exercise their rights and fulfill their duties as stipulated in these Articles of Association and other relevant regulations of EDL-Gen;
2. Comply with the resolutions of the Shareholders' Meeting and the Board of Directors of EDL-Gen;
3. Fully pay for the shares that the shareholder has subscribed, in accordance with the regulations of EDL-Gen;
4. Provide accurate and clear information related to themselves at the time of share subscription registration;

5. Be responsible for their own actions when any action negatively impacts EDL Generation Public Company in the following cases:
   - Violation of laws and regulations;
   - Conducting business and other transactions for their own personal benefit, for the benefit of another individual, another organization, or another legal entity, contrary to the regulations of EDL-Gen or the laws of the Lao PDR;
6. Exercise other rights and perform other duties as stipulated in the laws and regulations of the Lao PDR

Article 20. Share Transfer and Issuance of New Share Certificates

The transfer of shares of EDL-Generation Public Company must be in accordance with the stipulations of the latest amended Law on Enterprises.

- Once shares of EDL-Generation Public Company are registered as listed securities on the Lao Securities Exchange, the transfer of those shares shall be in accordance with the Decree on Securities and Securities Market and other relevant regulations.
- For the transfer of other securities, whether registered as listed securities on the Lao Securities Exchange or not, it shall be in accordance with the Decree on Securities and Securities Market and other relevant regulations.
- In the event that EDL-Generation Public Company authorizes the Lao Securities Exchange's Depository Center to act as the company's share registrar, the procedures related to the company's registration work shall be as specified by the share registrar.

In case a shareholder wishes to change for a new share certificate, the following must be followed:

- The change for a new share certificate shall be in accordance with relevant regulations and laws.

Article 21. Promoters

The name, address and nationality of each promoter of EDL-Generation Public Company are as follows:

The First Promoter:
- Name of the Promoter: Electricite Du Laos
- Nationality: Lao;
- Number of Subscribed Shares: 651,448,042 shares;
- Current Address: Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital.

The Second Promoter:
- Name of the Promoter: Mr. Viraphonh VIRAVONG
- Nationality: Lao;
- Number of Subscribed Shares: 1 share;
- Current Address: House No. 175, Unit 02, Nakham Village, Sikodtabong District, Vientiane Capital.

The Third Promoter:
- Name of the Promoter: Dr. Khammany INTHIRATH
- Nationality: Lao;
- Number of Subscribed Shares: 1 share;

- Current Addresses: House No. 401, Unit 29, Donkoi Village, Sisattanak District, Vientiane Capital.

The Fourth Promoter:
- Name of the Promoter: Mr. Savath PHOUMLAVANH
- Nationality: Lao;
- Number of Subscribed Shares: 1 share;
- Current Address: House No. 034, Unit 02, Chomchang Village, Sisattanak District, Vientiane Capital.

The Fifth Promoter:
- Name of the Promoter: Mr. Sisavath THIRAVONG
- Nationality: Lao;
- Number of Subscribed Shares: 1 share;
- Current Address: House No. 321, Unit 23, Thongshangnang Village, Chanthabouly District, Vientiane Capital.

The Sixth Promoter:
- Name of the Promoter: Mr. Boun Oum SYVANPHENG
- Nationality: Lao;
- Number of Subscribed Shares: 1 share;
- Current Address: House No. 093, Unit 10, Gang Village, Hadsaifong District, Vientiane Capital.

The Seventh Promoter:
- Name of the Promoter: Mrs. Rattana PRATHOUMVAN
- Nationality: Lao;
- Number of Subscribed Shares: 1 share;
- Current Address: House No. 216, Unit 17, Phonkeng Village, Saysettha District, Vientiane Capital.

The Eighth Promoter:
- Name of the Promoter: Mr. Bounma MANIVONG
- Nationality: Lao;
- Number of Subscribed Shares: 1 share;
- Current Address: House No. 92, Unit 24, Saysavang Village, Saythany District, Vientiane Capital.

The Ninth Promoter:
- Name of the Promoter: Mrs. Vanida SAVADDY
- Nationality: Lao;
- Number of Subscribed Shares: 1 share;
- Current Address: House No. 65, Unit 5, Nakham Village, Sikodtabong District, Vientiane Capital.

The Tenth Promoter:
- The 217,149,000 shares in the amount of 931,998,330,000 kip are offered for sale to the public for the first time (Initial Public Offering (IPO)); -
- The 357,619,715 shares in the amount of 1,611,151,663,000 kip are offered for sale to the existing shareholders (Rights Offering (RO)) and to the general public (Public Offering (PO));
- The 453,086,932 shares with the amount of 2,754,000,000,000 kip are offered for sale to the existing shareholders (Rights Offering (RO)) and to the general

public (Public Offering (PO));

Chapter 5

(New) Organizational Structure of EDL-Gen

Article 22. (New) Organizational Structure

The organizational structure of EDL-Generation Public Company consists of:

1. Shareholders;
2. Board of Directors;
3. Committees of the Board of Directors;
4. Managing Director;
5. Deputy Managing Directors;
6. Department Directors, Assistants to Department Directors, Division Heads, Dam Directors, Section Heads, Unit Heads;
7. Staff.

Article 23. (Amended) Shareholders' Meeting

An Ordinary General Meeting of Shareholders of EDL-Generation Public Company must be held at least once a year. In this regard:

- The date, time, and venue of the meeting must be considered and approved by the Board of Directors' meeting. The first Shareholders' Meeting must be held no later than April of the following year and the shareholders' meeting must be held within 60 days from the date of closing the shareholders' register book.

An Extraordinary Meeting may be held at any time if deemed necessary, and the date, time, and venue of the meeting must be considered and approved by the Board of Directors' meeting.

1. Ordinary General Meeting of Shareholders

The Ordinary General Meeting of Shareholders must be held no later than April of the year following the end of the fiscal year, and the shareholders' meeting must be convened within 60 days from the date of closing the shareholders' register book. The Ordinary General Meeting of Shareholders has the following rights and duties:

1. To approve amendments to the Articles of Association of EDL-Generation Public Company as proposed by the Board of Directors;
2. To elect or remove the Chairman, Vice-Chairman, and members of the Board of Directors;
3. To decide on meeting allowances for Board of Directors' meetings, salaries, bonuses, and various allowances for the management and employees/staff of EDL-Gen;
4. To approve the summary report, business operation plan, and annual audit report as proposed by the Board of Directors;
5. To approve business mergers, sales of major assets, or dissolution of EDL-Generation Public Company as proposed by the Board of Directors;
6. To approve the distribution of dividends and the establishment of various funds

as proposed by the Board of Directors;

7. To exercise other rights and perform other duties as stipulated in these Articles of Association.

2. Extraordinary General Meeting of Shareholders

An Extraordinary General Meeting of Shareholders may be convened if deemed necessary, upon resolution/approval of the Board of Directors. Shareholders or a group of shareholders holding more than ten percent (10%) of the total ordinary shares for a continuous period of 6 months or more have the right to propose convening an Extraordinary General Meeting of Shareholders in the following cases:

1. Financial status reports indicate instability of EDL-Gen.
2. The number of Board of Directors members is less than the number stipulated in the regulations of companies listed on the Lao Securities Exchange.
3. In cases where there are reasonable grounds to believe that the management of EDL Generation Public Company has seriously violated these Articles of Association or violated the laws of the Lao PDR, causing damage to EDL-Generation Public Company and the shareholders.
4. Increase or decrease of registered capital.
5. Other cases stipulated in these Articles of Association and the laws of the Lao PDR.

In all types of meeting, minutes must be kept in writing and signed by the participants. For meetings conducted via video system or other communication means permitted by EDL-Gen, audio and video recordings must be made for preservation. When it is necessary to decide on an issue, the Chairman of the Board of Directors can send a circular letter to shareholders for voting without convening a shareholders' meeting.

Article 24. (New) Participation in Shareholders' Meetings and Appointment of Representatives

Participants in the Shareholders' Meeting include the following:

1. Shareholders whose names appear in the shareholders' register book and their authorized representatives attending the Shareholders' Meeting on their behalf;
2. The Chairman, Vice-Chairman, members of the Board of Directors, and the executive team (Managing Directors and Deputy Managing Directors) of the company;
3. The company's internal audit unit;
4. External audit firm, if necessary.

Shareholders entitled to attend the meeting by law must attend in person or appoint their representative to attend on their behalf. Participants of the meeting must register to identify themselves and present shareholding certification documents (in case of being a shareholder) or a power of attorney (in case of being a representative) to the Chairman of the meeting or the director before the meeting commences.

The appointment of a representative to attend each shareholders' meeting must be made in writing by a power of attorney, containing the following essential details:

1. Name of the shareholder and name of the authorized representative;
2. Number of shares of the shareholder authorized to the representative;

3. Time and place of the meeting and the scope of the authorization. In case voting by proxy is required, details of such authorization must be specified.

The representative has votes equal to the votes of the grantor, unless otherwise specified in the power of attorney. In case a shareholder dies, their legal successor may attend the meeting in their place.

Article 25. (New) Notice of Shareholders' Meeting

Before opening an ordinary or extraordinary meeting of shareholders, the Board of Directors or Directors must notify all shareholders of the date, opening and closing times, venue and format of the meeting, telephone number and name of the company's coordinator, as well as send necessary and relevant documents relating to the meeting at least twenty-one days (21days) before the meeting date. In addition, the notice of the shareholders' meeting must be in accordance with regulations issued from time to time.

In the event of an adjournment of the shareholders' meeting, the Board of Directors or Directors must proceed in the same manner as stipulated in paragraph one of this Article. Notification to shareholders may be sent directly or through communication channels deemed appropriate.

Article 26. (New) Conditions for Holding a Shareholders' Meeting

A shareholders' meeting may be held when at least two (2) or more shareholders or their representatives are present, holding more than fifty-one percent (51%) of the total ordinary shares.

The Chairman of the Board of Directors acts as the chair of the shareholders' meeting according to the rights and duties of a chairman of the shareholders' meeting. In case the Chairman of the Board of Directors is unable to attend, they may assign the Vice-Chairman or any member of the Board of Directors to act as the Chairman of the shareholders' meeting.

If, by the scheduled time for opening the shareholders' meeting, a quorum is not present, the opening of the shareholders' meeting shall be adjourned for no more than one hour. If after such adjournment the quorum is still not present, the Chairman of the shareholders' meeting has the right to order the adjournment of that shareholders' meeting. Afterwards, a new shareholders' meeting shall be prepared. A written invitation to attend the shareholders' meeting must be sent at least five working days before the date of the shareholders' meeting.

Article 27. (New) Voting and Resolutions of the Shareholders' Meeting

Voting is the casting of votes by shareholders or their authorized representatives to approve any matter at the shareholders' meeting, where one share equals one vote. Resolutions of the shareholders' meeting are of two types: Ordinary Resolutions and Special Resolutions.

An Ordinary Resolution shall be valid only if it receives more than half of the total votes cast at the meeting.

A Special Resolution shall be valid only if it receives at least two-thirds of the total votes cast at the meeting and represents at least eighty percent (80%) of the total paid-up shares.

Matters requiring a Special Resolution are as follows:

1. Amendment of the Articles of Association of EDL-Gen;
2. Increase or decrease of the registered capital;
3. Merger or dissolution of EDL-Gen ;
4. Sale or transfer of all or substantial parts of EDL-Gen;
5. Purchase or acquisition of the business of another enterprise;
6. Voting on other matters as stipulated in the laws of the Lao PDR.

Ordinary or Special Resolutions of the shareholders' meeting may be conducted by secret ballot or open vote as agreed by the meeting on each occasion.

A shareholder may be restricted from voting in the following cases:

1. Being a shareholder who fails to present shareholding certification documents to the chairman of the meeting or Directors before the commencement of the shareholders' meeting, unless the meeting resolves to allow participation;
2. Being a shareholder with a conflict of interest or direct interest in the matter to be voted upon for approval; determination of the shareholder under this clause shall be unanimously agreed upon by the shareholders' meeting;
3. Other cases as stipulated in the Articles of Association of EDL-Gen or the laws and regulations of the Lao PDR.

Article 28. (New) Proposal to Nullify a Resolution of the Shareholders' Meeting

Shareholders, members of the Board of Directors, or Directors have the right to petition the court to consider nullifying a resolution of the shareholders' meeting within 60 days from the date of the resolution of the shareholders' meeting in the following cases:

1. The content of the meeting resolution violates these Articles of Association or the laws and regulations of the Lao PDR;
2. Violation of procedures regarding resolutions at the shareholders' meeting;
3. There is a violation of the procedures for notifying the opening of the meeting as stipulated by law or relevant regulations.

Chapter 6

(New) Board of Directors

Article 29. (New) Structure of the Board of Directors

The Board of Directors shall consist of:

1. Chairman;
2. Vice Chairman;
3. Some members.

The personnel structure of the Board of Directors shall consist of at least 5 members (including at least one female board member), of which at least 1/3 must be independent members and members involved in management shall not exceed 1/3 of the total number of board members, and the rest shall be at least 1 member who is not involved in management

and works in a sector related to the company's business operations.

Article 30. (New) Qualifications of Board of Directors Members

Members of the company's Board of Directors must meet the following qualifications:

1. Possess diverse knowledge, abilities, experience, gender, and age;
2. The Chairman and Vice Chairman of the Board of Directors must not be members involved in the management of the company;
3. Have never been removed from the position of a member of the Board of Directors of another enterprise before;
4. Have never been adjudicated by a court as bankrupt, have never been convicted by a court for offenses involving: theft, fraud, embezzlement, document forgery, receiving or giving bribes, corruption, or money laundering, or are not currently under criminal prosecution;
5. A member of the Board of Directors who is a member involved in the management of the company must not hold a position as a member of the Board of Directors in more than 2 other enterprises;
6. Hold a position as a member of the Board of Directors in no more than 4 other enterprises;
7. Be a person with full sound mind, not insane or mentally incompetent;
8. Other qualifications as specified by the Securities Commission Office.

A member of the Board of Directors who holds a position as an independent member, in addition to meeting the qualifications in clauses 1 to 8, except for clause 6 of this article, must also meet the following additional qualifications:

1. Must not hold shares exceeding 1% of the total shares of the company or its related legal entities;
2. Must not have been an employee of the company, its group of companies, or companies within the same group where they hold a position as an independent member within the past 3 years;
3. Must not be an immediate family member, including parent, child, or spouse, of a member involved in management, the Executive Directors, the head of internal audit, the chief accountant, the chief financial officer, or a controlling shareholder;
4. Must not hold a position as a member of the Board of Directors, Executive Directors, or be a major shareholder in an enterprise providing professional services in accounting, finance, investment, and law in a way that would prevent them from providing independent opinions to the company where they serve as an independent member;
5. Must not be a major customer or major supplier of the company or other enterprises in which the company holds 50% or more of the total shares;
6. Must not be a related person or legal entity, or if they are a related person or legal entity, their business operations must comply with relevant regulations;
7. Other qualifications as specified by the Securities Commission Office.

Article 31. (New) Appointment and Board of Director Members Information Registration

Board of Director Members are appointed by the shareholders' meeting. In case any positions on the Board of Directors becomes vacant, the remaining board members shall

continue to perform their duties until the end of the remaining term.

In case any positions on the on Board of Directors becomes vacant, resulting in the number of remaining board members being less than half of the total number of board members, the Board of Directors must propose convening a shareholders' meeting to appoint board members to reach a number greater than half or to fill all the vacant positions. The term of the newly appointed board members shall be equal to the remaining term of the previous Board of Directors.

EDL-Generation Public Company must create a register of information of the Board of Directors and must keep it at the head office of EDL-Gen, and appoint a secretariat of the Board of Directors as the custodian of such register. The content of the Board of Directors' register must include the following basic information:

1. Biography;
2. Position on the Board of Directors;
3. Date of assuming office or leaving office as Chairman, Vice Chairman, or Members;
4. Type, value, and number of shares held by Chairman, Vice Chairman, and each member.

Article 32. (New) Rights and Duties of the Board of Directors

In addition to the rights and duties of the Board of Directors as stipulated in the Enterprise Law, the Board of Directors also has the rights and duties to attend at least 3/4 of all Board of Director meetings within the year to undertake the following:

1. Research-create, develop, and improve the strategy plan, set operational plan directions, annual budget plans, risk management policies, and annual business operation plans to propose to the shareholders' meeting for consideration and approval;
2. Evaluate the implementation results of the strategy plan, operational plans, annual budget plans, risk management policies, and annual business operation plans;
3. Monitor and evaluate high-value investments, related party transactions, and the acquisition and disposal of assets;
4. Establish risk management mechanism and systems, as well as oversee, inspect, and evaluate results;
5. Must clearly separate the roles, rights, duties, and responsibilities between the Board of Directors and the Company's Executive Directors;
6. Research and determine Corporate Governance Policies;
7. Ensure the implementation of the accounting, reporting, and internal audit systems as stipulated in relevant regulations;
8. Disseminate and implement resolutions of the shareholders' meeting with honesty, prudence, responsibility, and provide fairness to shareholders equally;
9. Appoint committees of the Company's Board of Directors, such as the Audit Committee, Risk Management Committee, Selection and Remuneration Committee (including approving internal regulations concerning the company's Selection and Remuneration Committee to determine the remuneration and the committee's composition, membership conditions, rights, duties, and roles, procedures including selection criteria, working methods, meetings, evaluations, resolution of conflicts of interest, and others), Corporate Governance Committee, and other committees

deemed necessary;

10. Assign or delegate duties and responsibilities to each individual Board of Director Member and the Company's Board of Directors Secretary;
11. Appoint, transfer, or remove the Company's Director with the approval of the shareholders' meeting;
12. Consider appointing or removing the Deputy Director upon the proposal of the Company's Director;
13. Appoint the Company's Board of Directors Secretary to be responsible for tasks as assigned by the company or the Board of Directors;
14. Research and consider the remuneration of Board of Director members, Board of Director Committees, the Director, and Deputy Directors to propose to the shareholders' meeting for consideration and approval based on the proposal of the Selection and Remuneration Committee, and determine the remuneration based in the best interests of the company and shareholders;
15. Propose the allocation of net profits to various reserves, dividends, and various employee policies to the shareholders' meeting for consideration and approval;
16. Inquire, monitor, inspect, and find solutions for conflicts related to the company's interests;
17. Present the annual report and financial reporting documents to the shareholders' meeting for consideration and approval;
18. Clarify and answer detailed questions regarding the company's operations to the shareholders' meeting;
19. Report on the company's operations to the shareholders' meeting;
20. Disclose the proportion of shareholding the company holds in other enterprises and the proportion of shares held by other enterprises in the company from 5% upwards, including specifying the increase or decrease during the accounting year;
21. Evaluate the performance of the Board of Directors;
22. Disclose information to the public regarding the names of Board of Directors Members, he number of meetings held, the number of meetings attended by each Board of Directors Member concerning participation of Board of Directors Meetings and Board of Directors Committees Meetings, and a summary of the Board of Directors 's work performance in the Annual Business Operation Report;
23. Monitor appropriate information disclosure and communication with shareholders;
24. Perform other rights and duties as stipulated in the law and other relevant regulations;
25. Consider establishing and determining policies to protect the rights and interests of participants in its market (shareholders) within the annual report.
26. Approve the creation and disclosure of a succession plan for positions of Board members, Executive Directors, and key employees of the company.

Article 33. (Amended) Board of Directors Meetings, Resolutions and Minutes of the Board of Directors Meetings

Meetings of the Board of Directors require a quorum of at least 2/3 of the total number of Board members. Board members must attend every meeting of the Board of Directors. In case a Board member cannot attend the meeting in person, they may appoint a representative to attend on their behalf, provided that such representative holds the position of Deputy Director of the company. In cases where a representative is appointed to attend the meeting,

after the conclusion of that meeting, the representative must report the results of the meeting to the grantor within 5 working days.

The Chairman of the Board of Directors meeting is the Chairman of the Board of Directors. In case the Chairman cannot attend, they must assign the Vice-Chairman or select one of the Board members to act as the chairman of the meeting. Meetings of the Board of Directors must be held at least four times per year. In case of necessity, additional extraordinary meetings may be convened.

In case of urgency whereby the Company cannot hold an ordinary or extraordinary meeting, resolutions of the Board of Directors meeting may be adopted through any form of communication to circulate a resolution for signature, provided that more than half of the Directors agree.

A resolution of the Board of Directors meeting shall be valid only if it receives more than half of the votes of the Board members attending the meeting. Each Board member has one vote. Any Board member who has a conflict of interest with the company is not entitled to vote on that agenda item.

In their capacity as a Board member, the Chairman of the Board of Directors meeting shall vote like any other Board member. If the result of such voting results in a tie, the Chairman shall cast an additional deciding vote.

Each meeting of the Board of Directors must have minutes. The Secretariat or the Secretary of the Board is assigned to record and keep the minutes of the Board of Directors meetings at the company's head office, which shareholders may access or inspect, except for documents or information that constitute commercial secrets of the company.

Article 34. (New) Rights and Duties of the Chairman of the Board of Directors

The Chairman of the Board of Directors has the following rights and duties:

1. Sign company documents, including minutes and resolutions of the Board of Directors meetings, appointment, transfer, and dismissal documents for the Executive Directors, and other documents as resolved by the Shareholders' Meeting or as required by law and other relevant regulations;
2. Direct the Secretariat or the Secretary of the Board to research and set the agenda for Board of Directors meetings and distribute the agenda to Board members;
3. Chair meetings of the Board of Directors;
4. Provide opportunities for Board members to exchange ideas and opinions to resolve various issues of the company;
5. Provide opportunities for shareholders to consult on important issues of the company.

Article 35. (New) Performance of Duties by Board of Director Members

Board of Directors members must perform their duties based on the following:

1. Understand their roles, responsibilities, and the business operations of the company;
2. Exercise responsibility, care, honesty, and integrity in making reasonable decisions

3. based on sufficient and accurate information for the best interests of the company and shareholders;
4. Exercise rights and perform duties as stipulated in the company's internal regulations, comply with resolutions of the Board of Directors and resolutions of the Shareholders' Meeting, in accordance with the regulations issued by the Securities Commission Office;
5. Be accountable for their performance results to the shareholders and not interfere in the day-to-day management operations of the company;
6. Perform duties without conflicting with the rights and interests of the company and shareholders, particularly concerning related party transactions and the acquisition and disposal of assets;
7. Disclose their shareholding proportion in the company and shareholdings in other enterprises where the company holds shares or whose shares are held from 5% or more, including specifying increases or decreases during the accounting year;
8. Report details of all conflicts of interest to the Board of Directors;
9. Be liable for damages incurred by the company within their scope of responsibility; Participate in training courses and seminars, both domestic and international, related to governance work to develop their knowledge and skills every 2 years;
10. Exercise other rights and perform other duties as stipulated in the company's regulations, laws, and other relevant regulations.

Article 36. (New) Term of Office and Termination of Board of Directors Membership

Board members have a term of office of 2 years per term, counting from the date of approval by the resolution of the Shareholders' Meeting, and may be reappointed. When a Board member's term is nearing its 2 years term, the Board members must propose convening a Shareholders' Meeting to approve the new Board members before the term of the outgoing Board members expires.

In case the term of the outgoing Board members reaches a term of 2 years but the Shareholders' Meeting has not yet approved the new Board members, the outgoing Board members shall continue to perform their duties until the new Board members can be approved, but for no longer than 1 year.

Independent members of the Board of Directors must hold no more than 4 consecutive terms. In case the 4year consecutive term approaches completion, the External members may be reappointed but must have a break of one term.

Independent members may continue to be eligible for selection and appointment as Board members who are not independent members according to the conditions for Board members stipulated in Article 30 of these Articles of Association.

Board members shall vacate their office in any of the following cases:

1. Expiration of term of office;
2. Attending less than half of the Board of Directors meetings held during the accounting year;
3. Resolution of the Shareholders' Meeting to remove them from office;
4. A final and binding judgment or decision of a court;
5. Failure to comply with the rights and duties of the Board of Directors as stipulated in Article 32 and the performance of duties by Board members as stipulated in Article 35

of these Articles of Association;

6. Death, resignation, or loss of qualifications for Board membership as stipulated in Article 30 of these Articles of Association;

In case a Board member intends to resign from their position, such member must notify the Board of Directors and the company at least 30 days in advance.

Article 37. Members of the Board of Directors

The Board of Directors of EDL-Generation Public Company consists of 07 (seven) members, comprising:

A. Shareholders as members:

1. Name and Surname: Mr. Soulivath SOUVANNACHOUMKHAM
   - Nationality: Lao;
   - Current Address: Phonsavan Tai Village, Sisattanak District, Vientiane Capital.
2. Name and Surname: PhD. Akhomdeth VONGXAY
   - Nationality: Lao;
   - Current Address: Nasai Village, Xaysetha District, Vientiane Capital.
3. Name and Surname: Mr. Vilet KINNAVONG
   - Nationality: Lao;
   - Current Address: Nonsavang Village, Xaysetha District, Vientiane Capital.
4. Name and Surname: Mr. Souksavart SOSOUPHANH
   - Nationality: Lao;
   - Current Address: Meuangnoi Village, Xaysetha District, Vientiane Capital.
5. Name and Surname: Mr. Chollawit WINITCHAI
   - Nationality: Thai;
   - Current Address: Nongduang Neua Village, Sikhottabong District, Vientiane Capital.

B. External appointed members (if any):

First member:

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

Second member (Independent):

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

Article 38: (New) Committees under the Board of Directors

The committees under the Board of Directors include:

1. Management Committee
2. Audit Committee
3. Risk Management Committee
4. Selection and Remuneration Committee

The committees under the Board of Directors are appointed by the Chairman of the Board with the approval of the Board of Directors meeting to ensure that the business

operations of EDL-Generation Public Company are transparent and efficient.

Committees under the Board of Directors must meet at least 2 times per year, except for the Audit Committee which must meet at least 4 times per year. In case any committee is unable to convene 2 meetings per year, it must report the reasons and necessity to the Securities Commission Office.

Meetings of each committee under the Board of Directors shall include the participation of the Executive Directors, department heads, division heads, staff, and relevant parties who may attend to provide information, report, or clarify matters under their responsibility based on the meeting agenda.

The personnel structure of committees under the Board of Directors must be as follows:

- Each committee under the Board must consist of at least 3 Board members, of which at least 1/3 must be independent Board members, except for the Audit Committee.
- The Chairman of the Audit Committee, the Chairman of the Risk Management Committee, and the Chairman of the Selection and Remuneration Committee should be independent members.
- The members of the Audit Committee must consist of Board members not involved in management and independent Board members, of which at least 1/2 of the total number must be independent members, and at least 1 member must be a person with knowledge, ability, and experience in accounting and auditing.

Article 39. (New) Rights and Duties of the Management Committee

The Management Committee has the following rights and duties:

1. Research, develop, and update policies concerning Corporate Governance, company regulations, and ethics;
2. Research, define the vision, develop, and update the strategic plan, operational plan, monthly, quarterly, and annual budget plans of EDL-Gen;
3. Research the roles, rights, duties, responsibilities, and operational authority between the Board of Directors and the Executive Directors of EDL-Gen;
4. Research, monitor, and resolve conflicts or issues related to the interests of EDL Generation Public Company for submission to the Board of Directors for consideration;
5. Report the results of its activities to the Board of Directors;
6. Disclose information in the Annual Business Operation Report related to the list of members, number of meetings attended, evaluation results, and a summary of the committee's activities;
7. Exercise other rights and perform other duties as stipulated in the Securities Commission Office's Decision on Boards of Directors, EDL-Generation Public Company regulations, relevant rules, or as assigned by the Board of Directors.

Article 40. (New) Rights and Duties of the Audit Committee

The Audit Committee has the following rights and duties:

1. Financial Reports and Disclosure of Information:
   1.1 Examine the company's financial reports to ensure they are complete, accurate, and in accordance with financial reporting standards;

1.2 Inquire with the audit firm or auditor regarding significant issues that may affect the reliability of the company's financial reports;

1.3 Review related party transactions or transactions that may involve conflicts of interest to ensure they are conducted as stipulated in relevant regulations;

1.4 Inquire about the company's reporting and disclosure to ensure compliance with the law and other relevant regulations.

2. Internal Control to ensure that internal control systems are effective, and that internal auditors conduct an assessment of the entire internal control system at least once a year.

3. External Auditor:

3.1 Ensure the independence, quality, and objectivity of the audit firm, and review all relationships with the audit firm that will provide services to the company;

3.2 Research and define the scope of the audit, consider the selection, fees, and propose termination of the contract with the audit firm for the Board of Directors to submit to the Shareholders' Meeting for consideration and approval;

3.3 Monitor and review progress in resolving outstanding issues identified in previous audit reports;

3.4 Inquire about the scope of work of the audit firm and internal auditors to prevent duplication of work.

4. Internal Audit:

4.1 Ensure independence for the internal auditors;

4.2 Directly oversee the Internal Audit Division, while daily operational activities are under the direction of the Director;

4.3 Regularly inquire about and review internal audit mechanisms and systems;

4.4 Inquire about internal audit reports and hold private meetings with the head of internal audit to inquire about any interference from the Executive Directors or various departments that might affect the independence and judgment of internal auditors;

4.5 Inquire about and discuss with the Executive Directors and relevant department heads regarding significant deficiencies detected and corrective actions;

4.6 Evaluate the performance of the Head of Internal Audit;

4.7 Inquire with the Head of Internal Audit about the effectiveness of using company assets to ensure it is in accordance with company regulations, resolutions of the Board of Directors, and the Shareholders' Meeting.

5. Compliance with laws and regulations:

5.1 Review implementation of the Securities Law, related laws, and other relevant legislation;

5.2 Inquire with Board of Directors members and the Executive Directors whether they have considered significant risks and operational risks.

6. Performance Evaluation:

6.1 Evaluate the annual performance of the Audit Committee;

6.2 Disclose information in the Annual Business Operation Report related to the list of members, number of meetings, attendance record of each member, evaluation results, and a summary of the Audit Committee's activities.

7. Other Rights and Duties:

7.1 Consider and provide opinions on the appointment and removal of the Head of

the Internal Audit Division, Heads and Deputy Heads of Departments within the division before the Director considers appointment or removal;

7.2 Inquire about significant risk levels and the internal auditor's risk assessment methodology compared to the audit firm's principles;

7.3 Report its operational results to the Board of Directors and the Shareholders' Meeting;

7.4 Attend all Board of Directors meetings to provide opinions on related party transactions, acquisition and disposal of assets, and the selection and fee determination for the audit firm;

7.5 Prepare a budget related to the audit plan;

7.6 Provide opinions on financial matters and other issues as proposed by Board members or the Executive Directors;

7.7 Exercise other rights and perform other duties as assigned by the Board of Directors.

1. **Financial Reporting and Disclosure:** Examine EDL-Gen's financial reports for completeness, accuracy, and conformity with financial reporting standards; review related party or conflict-of-interest transactions to ensure compliance with relevant regulations; review EDL-Gen's reports and disclosures for conformity with relevant legislation.
2. **Internal Control:** Ensure the effectiveness of the internal control system; internal auditors must conduct an assessment of the entire internal control system at least once a year.
3. **External Auditor:** Research and define the audit scope, consider the selection and fees for the external auditor, and propose termination of the contract with the external auditor for the Board to submit to the Shareholders' Meeting for consideration and approval; ensure the independence, quality, and objectivity of the external auditor and review all relationships with the external auditor providing services to EDL-Gen; monitor and review progress in resolving outstanding issues from previous audit reports.
4. **Internal Audit:** Directly oversee the Internal Audit Division; regularly review internal audit mechanisms and systems; inquire and discuss with the Executive Directors and relevant division heads regarding significant deficiencies found and corrective actions; ensure review of the effectiveness of EDL-Gen's asset utilization in accordance with EDL-Generation Public Company regulations, Board resolutions, and Shareholders' Meeting resolutions.
5. **Compliance:** Review implementation of the Securities Law, related laws, and other relevant legislation.
6. **Performance Evaluation:** Review the annual performance of the Audit Committee and the disclosure in the Annual Business Operation Report regarding the list of members, number of meetings attended, evaluation results, and a summary of the committee's activities.
7. **Exercise other rights and perform other duties as stipulated in the Securities Commission Office's Decision on Boards of Directors**, EDL-Generation Public Company regulations, relevant rules, or as assigned by the Board of Directors.

Article 41. (New) Rights and Duties of the Risk Management Committee

The Risk Management Committee has the following rights and duties:

1. Research risk management policies, including: control of economic-financial risks, market risks, liquidity risks, operational risks, and others that may directly or indirectly affect the company, to propose to the Board of Directors for consideration;

2. Review policies concerning risk management and risk management control of the business group, including controlling, monitoring, and evaluating risks of the business group;
3. Create its own work action plan in accordance with risk management policies to ensure the implementation of control, monitoring, and evaluation to maintain risk management at an appropriate level;
4. Periodically review, amend, or improve risk management policies for effectiveness in order to mitigate potential risks to the company;
5. Research and examine related transaction to present to the Board of Directors for consideration;
6. Research and present acceptable risks to the Board of Directors for consideration;
7. Request information related to risk management and can hold meetings with relevant internal departments of the company;
8. Summarize and report its operational results to the Audit Committee and the Board of Directors monthly, quarterly, or as necessary;
9. Disclose information in the Annual Business Operation Report related to the list, number of meetings, number of meeting attendances for each person, evaluation results, and a summary of the activities of the Risk Management Committee;
10. Create continuous training plans to upgrade the knowledge and capabilities regarding risk management for members of the company's Board of Directors;
11. Perform other rights and duties according to the Decision on the Board of Directors of the Securities and Exchange Commission, regulations of EDL-Generation Public Company, relevant regulations, or as assigned by the Board of Directors.

Article 42. (New) Rights and Duties of the Selection and Remuneration Committee

The Selection and Remuneration Committee has the following rights and duties:

1. Determine principles and procedures regarding the selection of personnel to hold positions on the Board of Directors, the position of Director, and important positions of the company based on correctness according to principles, regulations, transparency, and verifiability;
2. Consider and provide opinions on managerial positions of EDL-Generation Public Company (positions from Director down to Division Chief and equivalent) before appointment, transfer, or removal;
3. Research the qualifications, knowledge, experience, and suitability according to the conditions for members of the Board of Directors as specified in Article 30 of these Articles of Association and other legislation enacted from time to time, as well as propose names of individuals who have passed the selection for the Board of Directors to consider and propose to the Shareholders' Meeting for approval;
4. Determine principles and forms for remuneration payment;
5. Research remuneration for the Board of Directors, Executive Directors, and employees of EDL-Generation Public Company to propose to the Shareholders' Meeting for approval;
6. Research remuneration for Division Chiefs and Deputy Division Chiefs to propose to the Board of Directors Meeting for consideration and approval;
7. Research dividend payments to shareholders to propose to the Board of Directors

Meeting for consideration, approval, and endorsement at the Shareholders' Meeting;

8. Report on its performance of duties to the Board of Directors periodically;
9. Disclose information in the Annual Business Operation Report related to the list, number of meeting attendances, evaluation results, and a summary of the committee's activities;
10. Perform other rights and duties according to the Agreement on the Board of Directors of the Securities and Exchange Commission, regulations of EDL-Generation Public Company, relevant regulations, or as assigned by the Board of Directors.

Chapter 7

(New) Managing Director, Deputy Managing Directors, Department Directors, Assistants to Department Directors, Division Heads, Dam Committees, Section Heads, Units, and Employees

Article 43. (New) Structure of the Executive Directors

The Executive Directors is appointed by the Ministry of Finance, with a maximum number not exceeding 05 persons, upon the proposal of the Board of Directors and the approval of the Ministry of Finance to ensure the company's business operations are transparent and efficient, comprising 01 Managing Director and 04 Deputy Managing Directors.

Article 44. (New) Rights and Duties of the Managing Director

To lead and direct all aspects of work, define policies, vision, mission, goals, and business operation plans of the company in implementing the resolutions of the Board of Directors, the resolutions of the Shareholders' Meeting, and the resolutions of the Board of Directors Meeting to achieve tangible results in each period; to supervise daily performance of duties of those under their command in order to ensure that business operations can achieve the goals, objectives, mission, and vision as defined.

Article 45. (New) Rights and Duties of the Deputy Managing Directors

Deputy Managing Directors have the rights and duties to assist the Managing Director by specializing in one area such as: production work, financial work, administrative work, business development work, or other work as assigned by the Managing Director and the Board of Directors.

Perform other rights and duties as specified in these Articles of Association and specific provisions.

Article 46. (New) Responsibility for Duties During the Term of Office of the Managing Director

The Managing Director together with the Deputy Managing Directors shall be

responsible for the work they have directed and approved by signing various documents of EDL-Generation Public Company during their term of office. In case of appointment or change of the company's Managing Director, there must be a memorandum of transfer of duties between the former and new Managing Director to serve as a basis for continuing the implementation of work.

All work approved or signed in various contracts by the former Managing Director during their term of office shall be the responsibility of the former Managing Director according to specific legislation and the laws of the Lao PDR.

Article 47. (New) Structure of Department Directors, Assistant to Division Heads, Division Heads, Dam Directors, Section Heads, Unit Heads and Employees.

1. **The structure of EDL-Generation Public Company comprises 10 Departments, 29 Divisions, 13 Dams, 34 Sections, 214 Units.**
   - Department Director comprises of 1 person and Assistant to Department Director comprises at least 1 person in each Department, who are appointed by the Executive Directors and subject to approval from the Selection and Remuneration Committee.
   - Division Head comprise 1 person and Deputy Division Heads comprise at least 1 person in each Division, who are appointed by the Executive Directors and upon approval from the Selection and Remuneration Committee.
   - Dam Director comprises 1 person and Deputy Dam Directors comprise at least 1 person in each Dam, who are appointed by the Executive Directors upon approval from the Selection and Remuneration Committee.
   - Division Head comprises 1 person and Deputy Division Heads comprise at least 1 person within the Dam, who are appointed by the Executive Directors.
   - Unit Head comprise 1 person and Deputy Unit Heads comprise at least 1 person within the Departments of the Head Office and within the Sections of the Dams, who are appointed by the Executive Directors.
   - For Department Directors, Assistant to Department Directors, and Division Heads and Deputy Heads of the Internal Audit Department, comments on their appointment removal are provided by the Audit Committee before they are appointed by the Executive Directors and approval from the Selection and Remuneration Committee.
2. **Roles of Department Directors, Assistant to Department Directors, Division Heads, Dam Directors, Section Heads, Unit Heads and Employees**

They serve as advisor to the Board of Directors and the Executive Directors in specialized work in various fields, located at the Head Office. Personnel consist of Department Directors, Division Heads, Unit Heads, and some technical staff.

The various Dams serve as advisor to the Board of Directors, the Executive Directors, the Director of the Production Department, and the Assistant to Director of the Production Department in specialized work in various fields, located in 3 regions: Northern Dams, Central Dams, and Southern Dams as specified in Article 5 of this document. Personnel consist of Dam Directors, Division Heads, Section Heads, Unit Heads, and some technical staff.

Employees of EDL-Generation Public Company are personnel at all levels who are recruited through interviews according to the regulations of EDL-Generation Public Company based on the needs plan of each department, and are assigned or appointed to be responsible for a specific task related to their specialization according to the assignment by the organization. All employees must have a reporting line, specific roles, rights, and duties to facilitate work performance, inspection, monitoring, and performance evaluation.

Details of the roles of the Departments, Divisions, Dams, Sections, and Units are specified in the Decision of EDL-Generation Public Company on the organization and operation of each Department's work.

Chapter 8

(Amended) Management

Article 48. (New) Employee Management

EDL-Generation Public Company has specific provisions for internal employee management, various policies towards employees, and other regulations in accordance with the laws of the Lao PDR.

Article 49. (New) Incentives and Welfare for Employees of EDL-Generation Public Company

Employees of EDL-Generation Public Company shall receive salaries, allowances, bonuses, and other benefits from performing their duties. In addition, they also receive necessary basic facilities according to the laws of the Lao PDR and specific internal regulations.

Article 50. (New) Disciplinary Action

EDL-Generation Public Company will take disciplinary action in accordance with the laws against managers and employees who violate the regulations of EDL-Generation Public Company and the laws of the Lao PDR, which impacts the reputation and operations of EDL Generation Public Company. Such disciplinary action is specified in specific regulations, with the meeting of the Policy Research and Discipline Committee considering it as appropriate on a case-by-case basis.

Article 51. (New) Risk Management Mechanism

Risk management in the operations of various tasks of EDL-Generation Public Company shall follow the Risk Management Policy issued by EDL-Generation Public Company from time to time. Regulations concerning risk management are approved by the Risk Management Committee and the Meeting of the Board of Directors of EDL-Generation Public Company.

Article 52. (New) Salary System

EDL-Generation Public Company implements a basic salary system for employees uniformly throughout the system based on salary indexes, according to the employees' educational qualifications and actual job positions. In addition, there are other incentives provided according to relevant regulations and remuneration schedules or welfare policies approved at the Shareholders' Meeting of EDL-Generation Public Company from time to time.

Article 53. (New) Responsibilities of Managers and Employees

Managers and employees of EDL-Generation Public Company are responsible under relevant laws and other regulations issued by EDL-Generation Public Company from time to time;

Furthermore, they must be responsible according to their duties and roles as approved from time to time and responsible according to the labor contract.

Article 54. (New) Working Days and Hours

EDL-Generation Public Company operates on the following days and hours:

- For general employees working at the Head Office, Monday to Friday from 08:30 to 17:00, except for Operations employees, Monday to Sunday, divided into 2 shifts: 1. Morning shift from 08:00 to 18:00, 2. Evening shift from 18:00 to 08:00. (Work schedule: 3 days on, 3 days off)
- For employees stationed at power plants, Monday to Friday from 08:00 to 16:30, except for Operations employees, Monday to Sunday, divided into 3 shifts: 1. Morning shift from 08:00 to 16:00, 2. Evening shift from 16:00 to 00:00, 3. Night shift from 00:00 to 08:00. (Work schedule: 9 days on, 3 days off).

Article 55. (New) Overtime Work

EDL-Generation Public Company provides incentives to employees working outside regular hours as necessary for work duties or as assigned by the organization. Overtime working hours shall comply with the provisions issued by EDL-Generation Public Company based on the Labor Law of the Lao PDR in each period, whereby the Department Directors, Assistants to Department Directors, Dam Directors, Division Heads, Section Heads, or Unit Heads to which the employee must proactively and closely monitor such work to achieve maximum efficiency.

Chapter 9

(Amended) Dividend Distribution

Article 56. (Amended) Distribution of Dividends

EDL-Generation Public Company has agreed in relation to the distribution of dividend

as follows:

- To have the policy of distributing dividend at the rate of not less than fifty percent (50%) of the net profit excluding special items or items which do not occur on a regular basis after deducting profit tax, legal reserves fund and other reserves (if any) each year, whereby the dividend distribution will depend on economic conditions and various future investment plans;
- The company determines to pay dividends within 30 days following the resolution of the shareholders' meeting considering approval.

Article 57. (Amended) Reserve Funds and Utilization of Reserve Funds

1. Reserves Funds

EDL-Generation Public Company has two types of reserve funds: legal reserve fund and other reserves.

Legal reserve fund is implemented in accordance with the regulations stipulated in the latest amended Enterprise Law, namely deducting ten percent (10%) of the annual net profit. When the accumulated amount of this reserve fund reaches half of the registered capital, the deduction of money into such reserve fund shall be suspended.

Other reserve funds are according to the resolution of the Shareholders Meeting as follows: reserve fund for power plant repair, reserve fund for business expansion, reserve fund for staff development, reserve fund for employee allowances as specified by the Board of Directors from time to time which the Company will deduct no more than 35 percent of the annual net profit.

2. Utilization of Reserve funds

The utilization of reserve funds shall be in accordance with the regulations stipulated in the latest amended Enterprise Law and the specific regulations on the management and utilization of reserve funds of EDL-Gen.

Chapter 10

Dispute Resolution, Dissolution, and Liquidation

Article 58. Dispute Resolution Methods

Dispute resolution methods of EDL-Generation Public Company shall be as follows:

1. Resolved according to the provisions of relevant laws of the Lao PDR;
2. Resolved according to any contracts that EDL-Generation Public Company has entered into;
3. Other dispute resolution methods within the public company (if any).

Article 59. Dissolution and Liquidation

EDL-Generation Public Company shall be dissolved in the following cases:

- The Company will be dissolved as specified by the latest amended Law on Enterprises.
- The liquidation methods in case of the dissolution of EDL-Generation Public Company shall be as follows:
- The liquidation methods in case of the dissolution of the company shall be in accordance with the latest amended Law on Enterprises.

Chapter 11

Additional Provisions and Implementation

Article 60. The authorized signatory to bind the company

The following are the authorized signatories to bind the company:

A. Chairman of the Board of Directors, Vice Chairman of the Board of Directors or Managing Director are the authorized signatories to bind the company together with company's seal; or
B. Two board members jointly sign together with company's seal.
C. Any of the Executive Directors can sign to bind the Company if there is a Power of Attorney from the persons as mentioned above in point A and B.

Article 61. The information to be incorporated in the statement for enterprise registration or to be disclosed to the public

EDL-Generation Public Company has agreed in relation to the information to be incorporated in the statement for enterprise registration or to be disclosed to the public as follows:

- Allow only the information as specified in paragraph 2 of Article 87 of the latest amended Law on Enterprises or as stipulated in the latest amended Law on Enterprises;

Article 62. Other Additional Provisions

In addition to the provisions mentioned in Article 1 through Article 60 above, EDL Generation Public Company also has the following additional provisions: The business operations of the company are as follows:

(1) Operating and implementing the development, investment, construction and operation of the power plants;
(2) Performing any actions or any other things as necessary or appropriate to implement and leverage the objectives as described herein, including:

(a) Possessing, using or leasing land and other immovable properties for the purpose of the Company's business operation and selling and pledging or managing otherwise the land and other immovable properties as deem appropriate;
(b) Taking on loans, pledging or placing assets [as security] or creating encumbrance over any assets of the Company in whole or in part to guarantee its repayment of

the obligations incurred for the Company's business operation;

(c) Coordinating with the state organizations, metropolitan authorities, local authorities and relevant officers to apply and request for, receive and retain the ownership rights, licenses, authorizations, registration of its industrial properties, patents, concession, privileges or necessary or required rights for the business operation to achieve the Company's objectives; and

(d) Procuring guarantee for the relevant state organizations as specified under the laws and regulations on the immigration, income, taxes, labor and other similar laws of Lao PDR in relation to the persons employed by the Company or the persons relating to the Company's business.

(3) The Company may offer for sale of its shares to the shareholders, any person and/or the public and the Company is entitled to offer for sale of its shares at the price higher than the specified par value.

(4) The Company is entitled to issue bonds and offer for sale of any kind or type of securities of the Company to the shareholders, any person and/or the public.

(5) The Company's shares can be freely transferred unless such transfer will cause foreign person(s) or juristic person(s) holding shares in the Company exceeding the number specified in the regulation of the Securities Commission and Securities Exchange and/or any relevant regulations.

Chapter 12

(Amended) Accounting, Financial Matters and Audit

Article 63. Accounting Year (Accounting Period)

The reporting period is from January 1st to December 31st.

Article 64. Preparation of the Financial Statements

The Company shall prepare and maintain accounts, including having accounts audited as required by the relevant laws.

The financial statements of the Company, e.g. balance sheet, statement of income, statement of change in the equity of the Company, statement of cash flows, notes explaining the accounting principles, accounting methods and standards adopted and other reports as required under the Law on Accounting, shall be prepared in Lao language and shall be prepared in accordance with the accounting standard accepted in Lao PDR and the relevant laws.

The Board of Directors shall arrange for statements of income and expenses and the balance sheet of the Company which are audited by the Company's auditor and shall propose the same to the general ordinary shareholders' meeting for consideration and approval as well as report and confirm on the accuracy or mistakes relating to the system and figures of the Company's account.

Article 65. (New) Audit

The audit of the Company's account is the audit on the accuracy of the information

and the accounting methods of recording entries as specified in the Law on Accounting, the Decree on Securities and Exchange and other relevant regulations.

Audit:

1. EDL-Generation Public Company must be audited by an audit firm that is on the approved list of the Securities and Exchange Commission. The audit must be completed within the first quarter of the following year and must be disclosed to the public;
2. EDL-Generation Public Company must conduct the audit, selection, and various procedures as specified in legislation related to accounting regulations and auditing concerning securities work;
3. Each year, the shareholders' meeting will approve the selection of an audit firm upon the proposal of the Board of Directors;
4. EDL-Generation Public Company must prepare annual financial documents for the external audit firm after the end of the financial year;
5. The audit firm must conduct the audit, certify, and make a report on the annual financial reports reflecting the income and expenses of EDL-Gen, and must prepare an audit report and submit such report to the Board of Directors within 3 months from the end of the financial year;
6. The external auditor of EDL-Generation Public Company has the right to attend shareholders' meetings and receive notices and other information related to the audit.

Internal Audit:

EDL-Generation Public Company has an internal audit management system to ensure the following:

1. Accurate recording, demonstrating transactions and changes in assets;
2. Establishing a financial reporting system consistent with accounting principles;
3. Receipts and disbursements are accurate according to management approval;
4. Prevention of acquisition, use, or disposal of assets not authorized by management.

External Audit:

Each year, EDL-Generation Public Company must be audited by an external auditor. The company that will conduct the audit of EDL-Generation Public Company must be a company accredited by the Securities and Exchange Commission. The selection is carried out according to regulations and laws issued from time to time to ensure the following:

1. Assist EDL-Generation Public Company in maintaining the accounting system and recording accounts accurately and completely;
2. Provide an opinion on the completeness and accuracy of the annual financial reports prepared by EDL-Gen;
3. Review the adequacy of management regulations and internal controls, and provide recommendations on corrective measures;
4. Report to EDL-Generation Public Company on fraudulent acts by management or employees of EDL-Gen, unusual or inefficient operations of the company or its affiliated companies that could cause damage to EDL-Generation Public Company and its affiliated companies.

Article 66. (New) Information Disclosure and Public Announcement

EDL-Generation Public Company must disclose information to the public in accordance with the Securities Law, the Corporate Governance Code for Listed Companies, the Decision on Reporting and Disclosure of Information by Securities Companies and Listed Companies, and other relevant legislation.

Chapter 13

Increase and Reduction of Capital

Article 67. Increase of Capital

- Pursuant to the latest amended Enterprise Law.

Article 68. Reduction of Capital

- Pursuant to the latest amended Enterprise Law.

Chapter 14

(Amended) Final Provisions

Article 69. (New) Amendments and Modifications to the Articles of Association

Any additions and amendments to these Articles of Association must be considered and approved by the Company's Board of Directors and the Company's Shareholders' Meeting.

In case any legislation related to the operations of EDL-Generation Public Company is not specified in these Articles of Association, or in case new provisions of such legislation conflict with these Articles of Association, the higher-ranking legislation shall prevail and be binding for the business conduct of EDL-Gen.

Article 70. (New) Violations and Measures for Violators

The management and employees of EDL-Generation Public Company have an obligation to strictly implement these Articles of Association. If it is found that the performance of duties by any individual manager or employee intentionally fails to comply with these Articles of Association, it shall be considered a violation and they will be subject to disciplinary action depending on the severity of the case and will be prosecuted according to legal procedures.

Article 71. (Amended) Effectiveness

These Articles of Association consist of 14 chapters and 71 articles and supersede the 15th amended regulations dated June 20, 2025. Various internal regulations of the company previously in effect that conflict with these Articles of Association shall be deemed null and

void. For various newly enacted legislation or internal regulations shall be amended to ensure consistency with these Articles of Association. These Articles of Association shall take effect from the date of approval by the shareholders' meeting of EDL-Generation Public Company and the date of signature onwards.

Chairman of the Board of Directors
-signature and Company Seal Affixed-
Soulivath SOUVANNACHOUMKHAM

No. 10874 /NO.VC.dated 19 MAY 2026
Certified translation of original
Notary Office of Vientiane Capital
Office Chief

Soumethy CHANTHATHONE

Remark:

- The relevant public companies must complete all of the statements or information as specified in this form of articles of association. In addition, additional information deemed necessary may be added by adding: chapter or article.