PetroTrade
ບໍລິສັດ ປິໂຕຣລ້ຽມເທຣດດິ້ງລາວ ມະຫາຊົນ
PETROLEUM TRADING LAO PUBLIC COMPANY
ຖະໜົນ: ກຳແພງເມືອງ, ບ້ານໂພນທັນ, ເມືອງໄຊເສດຖາ, ນະຄອນຫຼວງວຽງຈັນ, ສ ປ ປ ລາວ ໂທ: 856 21 264834-5 ແຟັກ: 856021 264836
Kampheangmueng Rd, Phonthan Village, Xaysettha District, Vientiane Capital, Lao P.D.R, Tel: 856 21 264834-5, Fax: 856021 264836

No: 053 /PTL

Vientiane Capital, Date 18/5/2017

Petroleum Trading Lao Public Company
Minutes of Meeting of Annual General Shareholders' Meeting of 2016

The Annual General Shareholders' Meeting of 2016 ("the Meeting") of Petroleum Trading Lao Public Company ("PTL") held on 27th April 2017 at 10:00 AM on the 8th floor of Lao Securities Exchange Building, Phonthan Village, Saysettha District, Vientiane Capital. There were **32** shareholders and proxies attending the Meeting representing **188,534,121** shares or **80.23%** of the total paid-up shares. Thereby forming a quorum pursuant to the Enterprise Law and the Articles of Association of the company.

The host introduced each of directors and the relevant officers attending the meeting as followed:

	Board of Directors	**Position**
1.	Mr. Vang Rattanavong	Chairman of board of director/Chairman of Internal Audit Committee / Independence Director
2.	Mrs. Savanhthong Phongsavanh	Vice Chairman of Board of Director.
3.	Mr. Chanthone Sitthixay	Vice Chairman of Board of Director / CEO
4.	Mrs. Daly Pholsena	Independence Director / Vice Chairman of Internal Audit Committee
5.	Mr. Noophan Mahaphon	Independence Director / Director of Internal Audit Committee.
6.	Mrs. Chanthadom Meksavanh	Director.
7.	Mr. Phoxay Chanthavongsa	Director.
8.	Mr. Viengkhone Sitthixay	Director.

In addition, one of director Mr. Bounthanh Chittavong cannot joined this meeting due to on business trip and not appointment a representative and there were representatives from the Lao Securities Commission Office and the Lao Securities Exchange to observing the meeting with individual shareholders.

Prior to the commencement of the meeting, the host has informed the meeting for the agenda, instruction for vote procedure as followed:

Agenda 1: Consideration for adoption of the business operation results of 2016;
Agenda 2: Consideration for adoption the business plan of 2017;
Agenda 3: Consideration for adoption of the audited financial report from the external auditor of 2016.
Agenda 4: Consideration for adoption of the determined dividends payment from the PTL's operational performance of 2016 after reserved fund required by regulation; whose names are recorded in the registered book as of the record dated on 24 March 2017;
Agenda 5: Consideration for adoption of the authorization for determining the dividend payment one (1) time for the year 2017 shall be entitled to the consideration of the Board of Directors;
Agenda 6: Consideration for the adoption of nominated external auditor of 2017 is PricewaterhouseCoopers (Lao) Sole Co., Ltd. or ("PwC") and determination of the remuneration; and
Agenda 7: Consideration for adoption of the renewal the Board of Directors and independent audit committee for one more term.

Instruction for vote:

- Voting by using the cards that given during the registration according to the agenda 1 to 7 and the shareholder may vote for Agree/Disagree and all the agendas and must be agrees more than half of the vote from attendance and voter.
- If the shareholder intend to "Disagree" please mark letter "X" in to the box in the voting card with full name and signature.

Vote Counting:

- After done of each agenda, the chairman of the meeting would ask for the all the shareholder in the meeting room vote for adoption and in order to make it easy and faster if no any shareholder "Disagree" it's mean all mutual agrees and if there's any "Disapprove" voter our staff will collecting the voting card please ride your hand and inform after that our staff would counting it and inform the voting result of each agenda before continue to next agenda.

Remark:

In case of the shareholder or the representative has any questions of each agenda, please rise your hand, standing up and introduce yourself that you're a shareholder or the representative in order to recording in the minutes of meeting. Therefore, in order make transparency of counting the votes to the meeting, we are looking for the volunteer at least 2 persons be witness, please inform us your name and surname, are you a shareholder or representative and then please come in the counting desk. (There was no any volunteer) then the host informed the meeting that no any volunteer and leave it with company secretary who responsibility for counting votes of all agendas.

Thereafter, Mr. Vang Rattanavong the Chairman of board of director/Chairman of Internal Audit Committee / Independence Director has opening with welcome speech and then appointed to Mr. Chanthone Sitthixay Vice Chairman of Board of Director / CEO to convene the meeting according to the agendas as per following details:

Agenda 1: Consideration for adoption of the business operation results of 2016

The CEO has proposed to the meeting regarding to the business operation results of 2016 detail as followed:

1. **Sale summary:** Total of sales included domestic in over country is 161,371,005 Liters increased to compare to numbers of 2015 is 140,591,500 Liters increased 20,779,505 Liters (inclusive tax and tax exemption).
   - Total 21 new gas stations have been opening for services with archived 55% of target planned 38 gas stations.
   - Total 13 projects sales have been participating in the sales including 8 construction projects and 5 industries and transportation.

2. **Marketing Summary:** In 2016, "Daily Rich Promotion" worth 3 Billion KIP from Plus Gas Stations that very popular to the end users this promotion was successful and ongoing promotion for the new opening gas station to encourages users to royal and use our gas station services.

   As on company policy the Social Responsibilities Project on going "Giving Warm to Communities" were participated this year is the 5th, the caravan brought the blankets to give to the rural people in the winter season in the northern and southern of Lao total amount is 689,449,000 kip. This project was well recognized from government and local authorities which been a success charity model for other to followed.

3. **Depot Operation:** According to fuel summarized for receiving and loading in 2016 for 5 depots operation are following details:

   - Loading 106,107,697 liters, increased from 2015 to 3.16%
   - Paid off 106,532,069 liters, increased from 2015 to 4.90%
   - Average volatility of Gasoline Super 95 in the depot is -3,966 liters, total of all received 960,194 liters;
   - Average volatility of Gasoline 91 in depot is -96,022 liters, total of all revived 27,908,579 liters;
   - Average volatility of Diesel in depot is -181,649 liters, total of all received 77,238,924 liters.

4. **Human Resource:** Total employee as of 30 November 2016 is 191 persons, increased from 2015, 32 persons.
   - Promoted staff for 30 persons and the Company has promoted the best employee awarded and oversea package tour for 5 persons;

- Payment for the social security total LAK451,482,920 /year;
- Annual employee checkup LAK 87,486,000 /year;
- The Company has contributed and supported such as employee giving birth, sport activities, contribute dead of employee's relative, new year reception, family day, employee marry and donation for flood and cripple is LAK 32,400,000; and
- Gold award for 1 bath for staff who have working for 5 years.

5. **Strategy Department:** To adoption for the business expansion to the international. Therefore, the Company shall be set the strategy for target:
   1) Renovation the structure of line administration in the organization; and
   2) To apply the technology for business operation.

6. **Engineering:** In 2016, the Engineering and Maintenance department has to survey and design as to follow up with the project construction and suggestion for other project. The total of new gas station and renovation are following:

   - Follow up, designed and constructed of 3 Gold gas stations, 2 Standard gas stations and 8 Thongthin Phatthana gas stations;
   - Maintain and improve gas station's branding and images 25 gas stations.

7. **Accounting – Finance.**

Summary of Tax paid to the Tax Authority of 2016:

Tax Payment	**Amount (Kip)**
• Import Duties	28,213,077,500.00
• Excise Tax	72,685,246,600.00
• Value Added Tax	45,679,857,508.98
• Road Tax	69,191,400,000.00
• Reserve Fund	45,305,087,591.00
• Profit Tax	800,000,000.00
• E-Meter Fee	1,507,770,000.00
• Quality Fee	1,159,008,000.00
• Additional VAT payment	8,543,474,566.47
• Personal Income Tax	1,064,539,532.00
Total:	**274,149,461,298.45**

After the CEO has reports the brief business operation results of 2016 then encouraged questions and suggestions from the meeting.

The shareholder Ms. Phoumvilay Siripholdes, Mr. Sompheang Fhengdaloun and Mr. Onechanh Chanthongsy has a questions as follows:

1. Does PTL has any standards/requirements to consider for the lessee or the people who want to rent the areas in PLUS station?
2. Let the external auditor explain to the shareholders for the assets of the Company.
3. According to the gas station expansion plan for 2017, does the Company still have a confident to maintain the revenue align with the budget?
4. If there is increase in sale during the year, does the Company still have loss same as 2016?

Vice Chairman / CEO answer the questions as follows:

1. The Company has set the standard to consider the shops or the people who want to lease the space. Such as; checking background, type of the business, taste of food, popularity, and decoration. Moreover, the Company also provide the introduction and consulting on the raging of lessee for the managing on their business and encourage the local business of Lao people to develop together with the Company.

2. The shareholders are able to find and make understanding to the audited Company's financial statements which was reported based on the summary of the assets.

3. On behalf of the Company's management, we believed that the Company can maintain the revenue which was budgeted or it's might be decreased from the budget if there are some changes about pricing structure which was regulated by the government. According to the consulting with experts from Singapore who covering oil market of Asia-Pacific (Platts) related to the structure of pricing according to the movement of global oil pricing, this made the Company is able to create the strategy for selling.

4. The net loss of the Company in this year is not only vary from the decrease or increase of total sale. The Company can maintain the total sale from the stations and the Projects. The main reason for this loss is from the increased in rental expenses and the managing costs for warehouses in oversea.

Resolution: The meeting resolved with unanimous votes from the total votes attending the meeting to adopt the business operation results of 2016 as proposed as following votes:

- Approved	188,523,121	Votes	Equivalent to 100%
- Disapproved	0	Vote	Equivalent to 0%
- Total approved	188,523,121	Votes	Equivalent to 100%

Agenda 2: Consideration for adoption the Business Plan of 2017

The CEO has proposed to the meeting regarding to the Business Plan of 2017 detail as followed:

Gas Station Expanding of 2017

No.	Type of Gas Station	Target
1	Platinum (PLT)	2
2	Gold (GLD)	4
3	Standard (STD)	9
4	Thongthin Pattana (THN)	10
Total		**25**

Project's Customer Target of 2017

No.	Type of Customer	Target
1	Project-Construction (PRO+CON)	10
2	Industry-Transportation (IND+TRA)	2
Total		**12**

Target Sales of 2017

	Chanel of Sale	Amount (Million) Litter
Gas Station	Platinum (PLT)	20.15
	Gold (GLD)	24.91
	Standard (STD)	20.72
	Thongthin Pattana (THN)	17.92
Project	Project – Construction (PRO-CON)	35.57
	Industrial-Trading (IND-TRA)	43.79
	Other (OTH)	138
	Total:	**301.06**

After the CEO has reported this agenda then encouraged questions and suggestions from the meeting.

As there was no further questions the CEO then proposed to the meeting to consider and adopt the business plan of 2017 as per details proposed. In this regards, the meeting must adopt such matters by the votes of more than half of the total votes attending the meeting.

Resolution: The meeting resolved with unanimous votes from the total votes attending the meeting to adopt the business plan of 2017 as proposed as following votes:

- Approved 188,534,121 Votes Equivalent to 100%
- Disapproved 0 Vote Equivalent to 0%

- Total approved 188,534,121 Votes Equivalent to 100%

Agenda 3: Consideration for adoption of the audited financial report from the external auditor of 2016.

The CEO has reported in relation to the financial statement of 2016 that Company get loss for this year, the main reason for this loss is from the increase in rental expenses and the management costs for warehouses in oversea.

After the CEO has reported of this agenda then encouraged questions and suggestions from the meeting.

As there was no further questions the CEO then proposed to the meeting to consider and approve the financial statement which was audited from the external auditor. In this regards, the meeting must adopt such matters by the votes of more than half of the total votes attending the meeting.

Resolution: The meeting resolved with unanimous votes from the total votes attending the meeting to adopt the financial statement report of 2016 as proposed as following votes:

- Approved 188,534,121 Votes Equivalent to 100%
- Disapproved 0 Vote Equivalent to 0%
- Total approved 188,534,121 Votes Equivalent to 100%

Agenda 4: Consideration for adoption of the determined dividend from the PTL's operational performance of 2016 after reserved fund required by regulation; whose names are recorded in the registered book as of the record date on 24 March 2017

The CEO has proposed to the meeting regarding to dividends form the business operation results of 2016 that the Company unapproved for dividend payment, after reserved fund required by regulation; whose names are recorded in the registered book as of the record date on 24 March 2017 due to the Company get loss for this year.

After the CEO has reported of this agenda then encouraged questions and suggestions from the meeting.

As there was no further questions the CEO then proposed to the meeting to consider and adopt unapproved the dividend payment for the year 2016. In this regards, the meeting must adopt such matters by the votes of more than half of the total votes attending the meeting.

Resolution: The meeting resolved with unanimous votes from the total votes attending the meeting to adopt unapproved the dividend payment for the year2016 as following votes:

- Approved 188,534,121 Votes Equivalent to 100%
- Disapproved 0 Vote Equivalent to 0%
- Total approved 188,534,121 Votes Equivalent to 100%

Agenda 5: Consideration for adoption of the authorization for determining the dividend payment one (1) time for the year 2017 shall be entitled to the consideration of the Board of Directors.

The CEO has proposed to the meeting regarding to this agenda with the following detail:

This agenda has proposed to the meeting for consideration and approval for the interim dividend payment one (1) time for the year 2017 and need to authorized the Board of Directors for consider and determining the dividend and date payment.

After the CEO has reported this agenda then encouraged questions and suggestions from the meeting.

As there was no further questions the CEO then proposed to the meeting to consider and the adopt authorized the Board of Directors for determining the dividend payment one (1) time for the year 2017, the meeting must adopt such matters by the votes of more than half of the total votes attending the meeting.

Resolution: The meeting resolved with unanimous votes from the total votes attending the meeting to adopt and approves the authorized the Board of Directors for determining the dividend payment one (1) time of the year 2017 as proposed as following votes:

- Approved 188,534,121 Votes Equivalent to 100%
- Disapproved 0 Vote Equivalent to 0%
- Total approved 188,534,121 Votes Equivalent to 100%

Agenda 6: Consideration for the adoption of nominated external auditor of 2017 is PricewaterhouseCoopers (Lao) Sole Co., Ltd. ("PwC") and determination of the remuneration

The CEO has proposed to the meeting regarding to appointment new external auditor of 2017 in details as follow:

According to regulation of Lao Securities Commission in relation to the period of accounting and auditing services. The Company proposed to appointed the new external auditor is a PricewaterhouseCoopers (Lao) Sole Co., Ltd. (or PwC) for 2017, due to the old external auditor has been expired the period of services and the Company determination of the remuneration estimate USD55,000- USD57,000.

After the CEO has reported this agenda then encouraged questions and suggestions from the meeting.

As there was no further questions the CEO then proposed to the meeting to consider and approve appointed new external auditor and determination of the remuneration. In this regards, the meeting must adopt such matters by the votes of more than half of the total votes attending the meeting.

Resolution: The meeting resolved with unanimous votes from the total votes attending the meeting to adopt and appointed new external auditor of the year 2017 as proposed are following votes:

-	Approved	188,534,121 Votes	Equivalent to 100%
-	Disapproved	0 Vote	Equivalent to 0%
-	Total approved	188,534,121 Votes	Equivalent to 100%

Agenda 7: Consideration for adoption of the renewal the Board of Directors and independent audit committee for one more term.

The CEO has proposed to the meeting regarding to this agenda detail as followed:

According to the regulation of Lao Securities Commission in relation to Board of Director of the listed Company in the stock exchange, due to Company's Board of Director has been expired after two years. Therefore, the company would like to adopt the renewal of the Board of Director at the present for one (1) more term.

After the chairman has reported this agenda then encouraged questions and suggestions from the meeting.

As there was no further questions the CEO then proposed to the meeting to consider and adopted of renewal appointed current board of director. In this regards, the meeting must adopt such matters by the votes of more than half of the total votes attending the meeting.

Resolution: The meeting resolved with unanimous votes from the total votes attending the meeting to adopted the renewal of the Board of Director at the present for one (1) more term as proposed as following votes:

-	Approved	188,534,121 Votes	Equivalent to 100%
-	Disapproved	0 Vote	Equivalent to 0%
-	Total approved	188,534,121 Votes	Equivalent to 100%

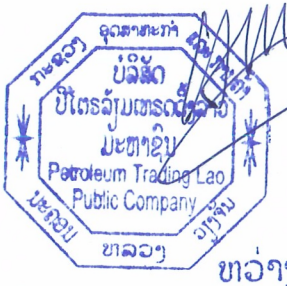
At the ending Mr. Vang Rattanavong, Chairman of Board of Director thank the shareholders and representative who attending the Annual General Shareholders' Meeting of 2016, thank you to

representative from the Lao Securities Commission Officer and Lao Securities Exchange officers who also attending the meeting today and this meeting was successfully. On behalf of the board of Director and Management team we're confident that Petroleum Trading Lao Public Company is sustainable growing and transparency with aim to developing society, environment and our country complying to our motto "Plus Energy for the nation, energy for the development" thank you.

The meeting has no any issue and the chairman declared the meeting adjourned at 12:00 a.m.

Chairman of Board of Director

Petroleum Trading Lao Public Company



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Vang RATANAVONG