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LAO PEOPLE'S DEMOCRATIC REPUBLIC
PEACE INDEPENDENCE DEMOCRACY UNITY PROSPERITY

EDL-Generation Public Company

No. 2124/EDL-Gen
Vientiane Capital, Date 26/10/2017

To: Secretary General of the Securities Commission Office
The CEO of the Lao Securities Exchange

Re: Notification of the Resolutions of the Extraordinary General Shareholders' Meeting No.1/2017.

- Pursuant to the Decision of the Securities and Exchange Commission re: Reporting and Disclosure Regulation No. 007/LSC dated 03 April 2014;
- Pursuant to the Disclosure Regulation of the Lao Securities Exchange No. 22/LSX dated 07 January 2011.

EDL-Generation Public Company (the "Company") would like to notify the Resolutions of the Extraordinary General Shareholders' Meeting No. 1/2017, dated 25/10/2017 as follows:

Agenda 1. Adopted the Minutes of the Annual General Shareholders' Meeting for the year 2016, the meeting resolved with the votes of more than half of the total votes of the shareholder attending the meeting as follow:

- **Approved with 1.524.338.409 votes equivalent to 99,99 percent of the total votes attending the meeting**
- **Disapproved with 200 votes equivalent to 0,00001 percent of the total votes attending the meeting**

Agenda 2. Approved of the ordinary shares purchase of the independent power producers (IPPs) from Electricite Du Laos (EDL) and authorized to Board of Directors of the Company as follows:

1) 20 percent of the ordinary shares purchase in Xayaburi Power Company Limited. With an approximately amount in cash not exceeding of USD 378 Million.
2) 20 percent of the ordinary shares purchase in Don Sahong Power Company Limited. With an approximately amount in cash not exceeding of USD 72 Million.

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Nonetheless, the purchase ordinary shares in (1) Xayaburi Power Company Limited, (2) Don Sahong Power Company Limited by EDL and the acceptance of the transfer by the company will take place only after both parties have completely fulfilled the conditions which were specified by both parties in the Memorandum of Understanding (MOU) for the Share Transfer of the project dated 21 July 2017, which include the following essential conditions:

(1) The both party having received any and all approvals from its Board of Directors necessary to effect the share transfer contemplated in the MOU and the Share Transfer Agreement;

(2) The both party having received all government approvals necessary to effect the share transfer contemplated in the MOU and the Share Transfer Agreement;

(3) EDL has received any and all necessary consents, authorizations and approvals from any other shareholders in (1) Xayaburi Power Company Limited (2) Don Sahong Power Company Limited and the various lenders (if any), to complete the share purchase contemplated in the MOU and the Share Transfer Agreement; and

(4) The Company having received approval from its shareholders' meeting, if necessary, to accept the transfer of share contemplated in the MOU and the Share Transfer Agreement.

And authorized to Board of Directors and/or any person entrusted by such person shall be authorized to contact, negotiation, determine conditions, values and relevant details, amend, add, agree, execute, sign, deliver documents and/or agreement relating to the aforementioned purchase of shares from EDL and/or any person relevant to the said purchase of shares, including without limitation, the share transfer agreement and shareholders agreement, including without limitation, disclose any relevant information, contact, make statement or provide information to the relevant governmental authorities and/or entities, the Lao Securities Commission Office, and the Lao Security Exchange, and to prepare, amend, add and/or change any relevant information to be disclosed, as well as to take any other actions necessary and relevant to the transaction until completion, including to have the power to appoint and/or remove any substitute to take the foregoing actions.

The meeting resolved with the votes of more than two-third (2/3) of the shareholders attending the Meeting and having in aggregate of more than 80 percent of the total paid-up shares as follow:

❖ **Number of vote of shareholders attending the meeting:**

1. Approved by 650 shareholders equivalent to 98,63 percent of the total shareholders attending the meeting
2. Disapproved with 9 shareholders equivalent to 1,37 percent of the total shareholders attending the meeting

❖ **Number of Shares (vote) of shareholders attending the meeting:**

1. Approved with 1.514.540.312 vote equivalent to 90,18 percent of the total paid-up shares of the Company
2. Disapproved with 12.400.797 shares (vote) equivalent to 0,73 percent of the total paid-up shares of the Company

Agenda 3. Approved the capital sources with approximate amount not exceeding of USD 550 Million by borrowing from the financial institutes and/or offering debenture to purchase the shares of Independent Power Producers (IPPs) from Electricite Du Laos (EDL) and authorized to Board of Directors of the Company as follows:

Purpose:	To invest in Independent Power Producers (IPPs) such as Don Sahong hydropower project and Xayaburi hydropower project and/or to investment in related activities.
Interest rate:	Subject to credit rating result of the company and the market situation at the time of borrowing and offering debenture.
Maturity:	According to the budget plan and situation of the market while offering/borrowing.
Offering:	Amount to be offered domestic and/or internationally, to general and/or specific investors and/or major investors and/or domestically and/or International Institutional investors according to the relevant or enforced regulation and enforceable at the time of issuance and offering debenture.

And authorize to the Board of Directors and/or any person entrusted by such person to consideration borrowing from financial institution and/or issuance offering debenture; as follows:

(1) Consider and determine amount of borrowing from the financial institutes and/or offering debenture, relevant details, amend, add, agree, execute, sign, deliver documents and/or agreement relating to the loaning from financial institution and/or issuance offering debenture, including without limitation disclose any relevant information, contact, make statement or provide information to the relevant governmental authorities and/or entities, the Lao Securities Commission Office, and the Lao Security Exchange, and to prepare, amend, add and/or change any relevant information to be disclosed, as well as to take any other actions necessary and relevant to the transaction until completion, including to have the authorize to appoint and/or remove any substitute to take the foregoing actions.

(2) Consider and determine amount relevant details and conditions necessary with the borrowing from financial institution and/or issuance offering debenture to comply with all applicable laws, and other relevant details of the issuance debenture such as: type, maturity, amount, interest rate, currency, duration and method of allocation, details on offering to secondary market of the debenture, including without limited to the determination of appointment of consultant, the underwriter, perform, sign, deliver applications, agreements and/or various documents with to the

Lao Securities Commission Office, Lao securities Exchange, governmental authorities and/or any relevant persons for such matters.

The meeting resolved with the votes of more than two-third (2/3) of the shareholders attending the Meeting and having in aggregate of more than 80 percent of the total paid-up shares as follow:

- **Number of vote of shareholders attending the meeting:**

1. Approved by 648 shareholders equivalent to 98,33 percent of the total shareholders attending the meeting
2. Disapproved with 11 shareholders equivalent to 1,67 percent of the total shareholders attending the meeting

- **Number of Shares (vote) of shareholders attending the meeting:**

1. Approved with 1.514.539.568 vote equivalent to 90,18 percent of the total paid-up shares of the Company
2. Disapproved with 12.401.541 shares (vote) equivalent to 0,73 percent of the total paid-up shares of the Company

Please be informed accordingly for reporting purpose.

Sincerery Yours,
Chairman of Board of Directors

-signature-

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