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LAO PEOPLE'S DEMOCRATIC REPUBLIC
PEACE INDEPENDENCE DEMOCRACY UNITY PROSPERITY

EDL-Generation Public Company

No. 489/EDL-Gen
Vientiane Capital, Date 29/03/2016

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

Re: Notification of the Important Resolutions of the Ordinary Board of Director's meeting No. 1/2016

- Pursuant to the Regulation re: Reporting and Disclosure of Information No. 007/LSCO 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 important resolutions of the Ordinary Board of Directors meeting No. 1/2016 dated 28 March 2016 as follows:

1. Approved the report on the business operating result of the company for the year 2015, the financial statement of the company for the year 2015 which were audited by independent auditor and this matter shall be proposed to the Annual General Shareholders' meeting for the year 2015 for further consideration.

2. Approved the dividend payment from the business operating result of the company for the last 6-month-period of 2015 (01/07/2015-31/12/2015) after deducting legal reserve fund, reserve fund for power plant repair and business expansion and bonus for employees to the shareholders whose names appear in the shareholder register book on the closing date of the shareholder register book to determine the rights of shareholders to receive dividend on 19 April 2016 at the rate 150 Kip per share, at the total of dividend to be paid of 251,89 Billion Kip and the dividend payment shall be made on 6 May 2016 and this matter shall be proposed to the Annual General Shareholders' Meeting for the year 2015 for further consideration.

3. Determined the Agenda of the Annual General Shareholders' Meeting for the year 2015 as follows:

Agenda 1. Report of Resolutions of previous Annual General Shareholders' Meeting.
Agenda 2. To consider and adopt the Minutes of Annual General Shareholders' Meeting for the year 2014.
Agenda 3. To consider and adopt the financial statements of the company for the first 6-month-period of the year 2015 (01/01/2015 - 30/06/2015) and the dividend payment form business operationg result for the first 6-month-period of the year 2015.

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Agenda 4. To consider and adopt the report on the business operating result of the company for the year 2015, the financial statements of the company for the year 2015 and the business plan of the company for the year 2016.

Agenda 5. To consider and approve the dividend payment from the business operating result for the last 6-month-period of the year 2015 (1/07/2015-31/12/2015) and determine the record date/closing date of the shareholder register book to determine the rights of shareholders to receive the dividend for the last 6-month-period of the year 2015.

Agenda 6. To consider and approve the appointment of the independent auditor and the determination of the remuneration of the independent auditor for the year 2016.

Agenda 7. To consider and adopt the Directors of the Board of Directors in replacement of the Directors of the Board of Directors whose term are finished.

Agenda 8. To consider and approve the purchase of Hydropower Projects from Electricite Du Laos (EDL), fund raising through the 3rd increase company's registered capital.

Agenda 9. To consider and approve the purchase of Hydropower Projects from Electricite Du Laos (EDL), fundraising through investment by the corporate debenture issuance (Thai Baht) in Stock Exchange of Thailand.

4. Approved the Former of Directors of the Board of Directors to perform their roles for another term as the rights and duties in previous agenda, beginning from the year 2015 Annual General Shareholders' Meeting as follows:

1. Dr. Khammany INTHIRATH	Chairman
2. Mr. Sisavath THIRAVONG	Vice Chairman
3. Mr. Bounoum SYVANPHENG	Director/Managing Director
4. Mrs.Rattana PRATHOUMVAN	Director
5. Mr. Bounma MANIVONG	Director
6. Mrs. Vanida SAVADDY	Director
7. Mr. Sychath BOUTSAKITIRATH	Director
8. Assoc.Prof. Dr. Kongsy SENGMANY	Independent Director
9. Prof. Dr. Khamlusa NOUANSAVANH	Independent Director
10. Assoc. Prof. Khampheui PHOMMACHANH	Independent Director

And the determination of the authority of directors who can sign to bind the company to be as follows:

1. Any one of the chairman of the Board of Directors or the vice chairman of the Board of Directors or the managing director (CEO) signs alone with the company's seal affixed; or
2. Any two directors jointly sign together with the company's seal affixed.

This matter shall be proposed to the Annual General Shareholders' Meeting for the year 2015 for further consideration.

5. Disapproved the increase of multiplier of the basic salary of the company's employees for the fiscal year 2016.

6. Approved the purchase of Hydropower Projects from Electricite Du Laos (EDL), fundraising through investment by the 3rd increase company's registered capital.

   I. The purchase assets of Hydropower Projects from EDL of 5 projects:

      1. Nam Chiean Hydropower Project with installed capacity of 104 MW, with an approximate amount of USD 316,87 Million and the Company will be responsible for the interest payment of the loan agreement of the project.
      2. Nam Hinboun Hydropower Project with installed capacity of 30 MW, with an approximate amount of USD 112,87 Million and the Company will be responsible for the interest payment of the loan agreement of the project.
      3. Xeset 3 Hydropower Project with installed capacity of 23 MW, with an approximate amount of USD 63,90 Million and the Company will be responsible for the interest payment of the loan agreement of the project.
      4. Nam Ngum 1 Expansion Hydropower Project Unit 7&8 (Loan from China) with installed capacity of 80 MW, with an approximate amount of USD 177,07 Million and the Company will be responsible for the interest payment of the loan agreement of the project.
      5. Nam Ngum 1 Expansion Hydropower Project Unit 6 (Loan from Jica) with installed capacity of 40 MW, with an approximate amount of USD 81,43 Million and the Company will be responsible for the interest payment of the loan agreement of the project.

   II. The purchase shares of Independent Power Producers (IPPs) EDL Shares held in 6 projects:

      1. Nam Ngiep 2 Hydropower Project (hold 10% of stake) with Equity MW of 18 MW with an approximate amount of USD 13,74 Million.
      2. Nam Beng Hydropower Project (hold 20% of stake) with Equity MW of 7 MW with an approximate amount of USD 5,19 Million.
      3. Xekaman 3 Hydropower Project (hold 15% of stake) with Equity MW of 38 MW with an approximate amount of USD 28,62 Million.
      4. Nam Lik 1 Hydropower Project (hold 10% of stake) with Equity MW of 6 MW with an approximate amount of USD 4,58 Million.
      5. Nam Mang 1 Hydropower Project (hold 10% of stake) with Equity MW of 6 MW with an approximate amount of USD 4,88 Million.
      6. Nam Tha 1 Hydropower Project (hold 20% of stake) with Equity MW of 34 MW with an approximate amount of USD 25,64 Million.

   Nonetheless, the purchase assets and shares of Hydropower Projects by EDL and the acceptance of the transfer of asset 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 Transfer of the Project Asset, which include the following:

(1) Each of the parties having received any and all approvals from its Board of Directors necessary to effect the asset transfer contemplated in the MOU and the Project Asset Transfer Agreement;
(2) Each of the parties having received all government approvals necessary to effect the asset transfer contemplated in the MOU and the Project Asset Transfer Agreement;
(3) EDL has received any and all necessary consents, authorizations and approvals from any other third parties, the various lenders, to complete the asset transfer contemplated in the MOU and the Project Asset Transfer Agreement; and
(4) The Company having received approval from its shareholders' meeting, if necessary, to accept the transfer of asset contemplated in the MOU and the Project Asset Transfer Agreement.

In addition, the Board of Directors has authorized Managing Director 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 assets and shares from EDL and/or any person relevant to the said purchase of asset, including without limitation, the project asset transfer 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.

This matter shall be proposed to the Annual General Shareholders' Meeting for the year 2015 for further consideration.

7. Approved the purchase of Hydropower Projects from Electricite Du Laos (EDL), fundraising through investment by the corporate debenture issuance (Thai Baht) in Stock Exchange of Thailand.

1) The purchase assets from Electricite Du Laos (EDL): Nam Khan 3 Hydropower Project with an installed capacity of 60 MW with an approximate amount of USD 163,30 Million and the Company will be responsible for the interest payment of the loan agreement of the project.

2) The Share purchase from Independent Power Producers (IPPs) EDL Shares held in :
   1. Nam Ou 6 Hydropower Project (hold 15% of stake) with Equity MW of 27 MW, the Company will pay for this project transfer to EDL with an approximately amount of USD 16,8 Million.
   2. Nam Long Hydropower Project (hold 20% of stake) with Equity MW of 1 MW, the Company will pay for this project transfer to EDL with an approximately amount of USD 0,65 Million.
   3. Nam Ou 2 Hydropower Project (hold 15% of stake) with Equity MW of 18 MW, the Company will pay for this project transfer to EDL with an approximately amount of USD 14,1 Million.

4. Nam Ou 5 Hydropower Project (hold 15% of stake) with Equity MW of 36 MW, the Company will pay for this project transfer to EDL with an approximately amount of USD 15,6 Million.

Nonetheless, the purchase assets and share of Hydropower Plant Projects by EDL and the acceptance of the transfer of asset 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 Transfer of the Project Asset, which include the following:

(1) Each of the parties having received any and all approvals from its Board of Directors necessary to effect the asset transfer contemplated in the MOU and the Project Asset Transfer Agreement;
(2) Each of the parties having received all government approvals necessary to effect the project asset transfer contemplated in the MOU and the Project Asset Transfer Agreement;
(3) EDL has received any and all necessary consents, authorizations and approvals from any other third parties, the various lenders, to complete the project asset transfer contemplated in the MOU and the Project Asset Transfer Agreement; and
(4) The Company having received approval from its shareholders' meeting, if necessary, to accept the transfer of asset contemplated in the MOU and the Project Asset Transfer Agreement.

In addition, the Board of Directors has authorized Managing Director 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 assets from EDL and/or any person relevant to the said purchase of asset, including without limitation, the project asset transfer 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.

This matter shall be proposed to the Annual General Shareholders' Meeting for the year 2015 for further consideration.

Please be informed accordingly for reporting purpose.

Sincerery Yours,
Managing Director & CEO

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Bounoum SYVANPHENG

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