(Translation)

LAO PEOPLE'S DEMOCRATIC REPUBLIC
PEACE INDEPENDENCE DEMOCRACY UNITY PROSPERITY

EDL-Generation Public Company

No. 633/EDL-Gen
Vientiane Capital, Date 26 April 2016

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

Re: Notification of the Resolutions of the Annual General Shareholders' Meeting for the year 2015

- 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 Annual General Shareholders' Meeting for the year 2015, dated 25/04/2016 as follows:

Agenda 1. Acknowleged on the Result of Resolutions of Annual General Shareholders' Meeting for the year 2014.

Agenda 2. Adopted the Minutes of the Annual General Shareholders' Meeting for the year 2014, dated 28 April 2015. The meeting resolved with the votes of more than half of the total votes of the shareholder attending the meeting as follow:

- **Approved with 1,479,039,925 votes equivalent to 99.99 percent of the total votes attending the meeting**
- **Disapproved with 700 votes equivalent to 0.00005 percent of the total votes attending the meeting**

Agenda 3. Adopted 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 from the business operating result for the first 6-month-period of the year 2015. The meeting resolved with the votes of more than half of the total votes of the shareholder attending the meeting as follow:

- **Approved with 1,479,038,825 votes equivalent to 99.99 percent of the total votes attending the meeting**
- **Approved with 1,800 votes equivalent to 0.00012 percent of the total votes attending the meeting**

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Agenda 4. Adopted 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. The meeting resolved with the votes of more than half of the total votes of the shareholder attending the meeting as follow:

- **Approved with 1,479,041,625 votes equivalent to 99.99 percent of the total votes attending the meeting**

- **Disapproved with 700 votes equivalent to 0.00005 percent of the total votes attending the meeting**

Agenda 5. Approved the dividend payment from the business operating result for the last 6-month-period of 2015 (01/07/2015 - 31/12/2015) after deducting legal reserve fund, reserve funds 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 of 150 Kip per share, with the total dividend to be paid of 251.89 Billion Kip. The dividend payment will be made on 6 May 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 1,479,038,625 votes equivalent to 99.99 percent of the total votes attending the meeting**

- **Disapproved with 3,700 votes equivalent to 0.00025 percent of the total votes attending the meeting**

Agenda 6. Approved the appointment the independent auditors, i.e. Klynveld Peat Marwick Goerdeler (KPMG) to be the independent auditor of the Company for the year 2016, and the remuneration of the independent auditors for the year 2016 shall be USD 82,000. The meeting resolved with the votes of more than half of the total votes of the shareholder attending the meeting as follow:

- **Approved with 1,479,036,834 votes equivalent to 99.99 percent of the total votes attending the meeting**

- **Disapproved with 5,491 votes equivalent to 0.00037 percent of the total votes attending the meeting**

Agenda 7. Approved the Board of Directors whose term has terminated to continue to perform their roles for another term as the rights and duties in previous agenda, beginning from the year 2015 Annual General Shareholders' meeting, namely:

1. Dr. Khammany INTHIRATH	Chairman
2. Mr. Sisavath THIRAVONG	Vice Chairman
3. Mr. Bounoum SYVANPHENG	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.

The meeting resolved with the votes of more than half of the shareholder attending the meeting as follow:

- **Approved with 1,479,057,692 votes equivalent to 99.99 percent of the total votes attending the meeting**
- **Disapproved with 3,833 votes equivalent to 0.00026 percent of the total votes attending the meeting**

Agenda 8. Approved the purchase of Hydropower Projects from Electricite Du Laos (EDL), fundraising through investment by the 3rd increase company's registered capital, as detail follows:

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 megawatt of 18 MW with an approximate amount of USD 13.74 Million.
2. Nam Beng Hydropower Project (hold 20% of stake) with Equity megawatt of 7 MW with an approximate amount of USD 5.19 Million.
3. Xekaman 3 Hydropower Project (hold 15% of stake) with Equity megawatt of 38 MW with an approximate amount of USD 28.62 Million.
4. Nam Lik 1 Hydropower Project (hold 10% of stake) with Equity megawatt of 6 MW with an approximate amount of USD 4.58 Million.
5. Nam Mang 1 Hydropower Project (hold 10% of stake) with Equity megawatt of 6 MW with an approximate amount of USD 4.88 Million.
6. Nam Tha 1 Hydropower Project (hold 20% of stake) with Equity megawatt of 34 MW with an approximate amount of USD 25.64 Million.

Nonetheless, the purchase assets and shares of two 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 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.

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.

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 760 shareholders equivalent to 98.96 percent of the total shareholders attending the meeting
  2. Disapproved with 8 shareholders equivalent to 1.04 percent of the total shareholders attending the meeting

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

  1. Approved with 1,479,016,925 vote equivalent to 88.07 percent of the total paid-up shares of the Company
  2. Disapproved with 44,600 shares (vote) equivalent to 0.0027 of the total paid-up shares of the Company

Agenda 9. 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, as detail follows:

I. The purchase assets from Electricite Du Laos (EDL)

1. **Nam Khan 3 Hydropower Project** with the total installed capacity of 60 MW, 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

II. The Share purchase from Independent Power Producers (IPPs) EDL Shares held in:

1. **Nam Ou 2 Hydropower Project:** Nam Ou 2 Hydropower Project (hold 15% of stake) with Equity megawatt of 18 MW, an approximately amount of USD 14.1 Million.
2. **Nam Ou 5 Hydropower Project:** Nam Ou 5 Hydropower Project (hold 15% of stake) with Equity megawatt of 36 MW, an approximately amount of USD 15.6 Million.
3. **Nam Ou 6 Hydropower Project**: Nam Ou 6 Hydropower Project (hold 15% of stake) with Equity megawatt of 27 MW, an approximately amount of USD 16.8 Million.
4. **Nam Long Hydropower Project**: Nam Long Hydropower Project (hold 20% of stake) with Equity megawatt of 1 MW, an approximately amount of USD 0.65 Million.

Nonetheless, the purchase 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 Assets 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.

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.

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 733 shareholders equivalent to 95.44 percent of the total shareholders attending the meeting
  2. Disapproved with 35 shareholders equivalent to 4.56 percent of the total shareholders attending the meeting

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

  1. Approved with 1,479,003,925 vote equivalent to 88.072 percent of the total paid-up shares of the Company

2. Disapproved with 57,600 shares (vote) equivalent to 0.003 percent of the total paid-up shares of the Company

Please be informed accordingly for reporting purpose.

Sincerery Yours,
Managing Director

-signature-

Mr. Bounoum SYVANPHENG

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