(Translation)

LAO PEOPLE'S DEMOCRATIC REPUBLIC

PEACE INDEPENDENCE DEMOCRACY UNITY PROSPERITY

EDL-Generation Public Company

No: 0619/EDL-Gen

Vientiane Capital, dated 25 March 2019

INVITATION LETTER

To: Shareholders of EDL-Generation Public Company

Subject: Invitation to the Annual General Shareholders' Meeting for the Year 2018

- Pursuant to the resolution of the Extraordinary Board of Directors' Meeting No. 1/2019 of EDL-Generation Public Company, dated 07 February 2019.
- Pursuant to the resolution of the Ordinary Board of Directors' Meeting No. 1/2019 of EDL-Generation Public Company, dated 18 March 2019.

EDL-Generation Public Company (the "**Company**") is honored to invite you to attend the Annual General Shareholders' Meeting for the Year 2018 on **09 April 2019** at 3:00 p.m. (registration process starts at 1:30 p.m.), at Meeting Room, 1st Floor, EDL Headquarter Building, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital. The Company has announced the date, time and agenda of the Annual General Shareholders' Meeting for the Year 2018 on the websites of the Company (www.edlgen.com.la) and the Lao Securities Exchange (www.lsx.com.la).

The shareholder register book shall be closed to determine the rights of shareholders to attend the Annual General Shareholders' Meeting for the Year 2018 on **01 March 2019.**

Sincerely yours,

Chairman of Board of Directors

-signature-

Dr. Khammany INTHIRATH

Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital, Lao PDR. P.O.Box 2392
Telephone: (856-21) 316 142 Fax: (856-21) 316 141. E-mail: edlgenhg@edlgen.com.la, Website: www.edlgen.com.la

Attachments:

1. Agenda of the Annual General Shareholders' Meeting for the year 2018;
2. Minutes of the Annual General Shareholders' Meeting for the year 2017,
3. The financial statements of the Company for the year 2018;
4. Proxy Form;
5. Documents and evidences required to be presented prior to attending the meeting, proxy registration and voting at the shareholders' meeting;
6. Map of the meeting venue.

Remarks:

1. All shareholders shall obtain the invitation letter and all attachments at the Lao Securities Exchange, starting from **26 March 2019**, 4th Floor, Settlement and Depository Department, Phonthan Neua Village, T4 Road, Saysetha District, Vientiane Capital (Tel: (856-21) 454 361-4, Fax: (856-21)454361-4.

2. Please kindly attend the Meeting on the date, time specified above, by presenting cards or passports (for foreign shareholders).

3. In case of Proxy, please complete the enclose proxy form, if you are unable to attend the meeting in attached hereto in the **Attachment 4**.

4. The proxy who will be attending the Meeting must present documents or evidences to identify himself/herself for attending the Meeting, according to the details specified in the **Attachment 5** attached hereto, and submit to the Chairman of the Meeting and/or a person authorized by the Chairman before attending the Meeting.

5. If any shareholder wishes to appoint a director of the Company to attend and cast votes on your behalf, please complete the Proxy Form and put a mark (✓) in the □ in front of the name of one of the directors as provided in the Proxy Form to be the proxy, and please submit such Proxy Form, including supporting documents to EDL-Generation Public Company, 7th Floor, the **Company Secretary Office**, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital, Lao PDR. P.O. Box 2392, and **please deliver to the Company before 09 April 2019**.
6. If you have any queries or questions in relation to the proxy appointment, you may contact the Company Tel: (856-20) 5454 9978 Mrs. Phokhine UPPHAY and (856-20) 2224 8202 Mr. Bounkeuth XAYASONE, during the office hours.

Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital, Lao PDR. P.O.Box 2392
Telephone: (856-21) 316 142 Fax: (856-21) 316 141. E-mail: edlgenhg@edlgen.com.la, Website: www.edlgen.com.la

Agenda 1. Report of the Result on Resolution of previous Annual General Shareholders' Meeting for further information.

To report to shareholders regarding the results of implementing resolutions of previous Annual General Shareholders' Meeting.

I. **The Annual General Shareholders' Meeting of year 2017**:

1. Agenda 1, 2, 3, 4, 5, 6,7,9 were successfully implemented as per the Meeting approvals.
2. Agenda 8: in under implementation as it is the Company's business development plan from 2016-2025.

Board of Directors' opinion:

Reporting on the implementation of Resolutions of previous Annual General Shareholders' Meeting is for informing shareholders only without voting required.

Agenda 2. To consider and adopt the Minutes of the Annual General Shareholders' Meeting for the year 2017.

The Annual General Shareholders' Meeting for the year 2017 was convened on **06 April 2018**. The Minutes of the Annual General Shareholders' Meeting has been proposed to the shareholders' meeting to consider and adopt, details of which appear in the **Attachment 2** attached hereto.

Board of Directors' opinion:

The minutes of the meeting were recorded accurately and completely so that the Annual General shareholders' meeting shall approve the Minutes of the Annual General Shareholders' Meeting for the year 2017, held on 06 April 2018.

Required Votes:

The Law on Enterprises stipulates that this agenda must be approved by the votes of more than half of the total votes in the Meeting.

Agenda 3. To consider and adopt the financial statements of the company for the first 6-month-period of the year 2018 (01/01/2018-30/06/2018) and the dividend payment from the business operating result for the first 6-month-period of the year 2018.

Pursuant to the authorization from Annual General Shareholders' Meeting of the year 2012, dated 22 April 2013. The Company has a net profit from the business operating result of the Company for the first 6-month-period of 2018 in the total net profit amount of **95,39** Billion Kip, which was reviewed by the independent auditor and disclosed to the company (www.edlgen.com.la) and the Lao Securities Exchange (www.lsx.com.la) websites.

The Company paid the dividend for the first 6-month-period of the year 2017 to shareholders whose names appear in the shareholder register book on the closing date of the shareholder register book, which determined the right of shareholder to receiving the dividend, dated 1**9 September 2018**, at the rate of **110** Kip per share. The total of dividend had been paid of approximately **184,72** Billion Kip and had been paid to shareholder on dated **03 October 2018**.

Board of Directors' opinion:

The Board of Directors has thoroughly considered and is of the opinion that the shareholders' meeting shall approve the financial statements of the company for the first 6-month-period of the year 2018 and the dividend payment from the business operating result for the first 6-month-period of the year 2018 as such purposed.

Required Votes:

The Law on Enterprises stipulates that this agenda must be approved by the votes of more than half of the total votes attending the Meeting.

Agenda 4. To consider and adopt the report on the business operating result of the Company for the year 2018, the financial statements of the Company for the year 2018 and the business plan of the Company for the year 2019.

Report on the Business Operating Result of the Company for the year 2018

In 2018, The Company continues to operate the business of electricity generation for wholesale to Electricite Du Laos ("EDL") in compliance with relevant laws and regulations for listed companies on Lao Securities Exchange. Currently, the Company has acquired shares in 5 Independent Power Producers (IPPs) and has a registered capital of 6.717.214.788.000 Kip which is equivalent to 1.679.303.697 shares. EDL-Gen business performance can be summarized as follows:

1. **Generation:**

In 2018, EDL-Gen has an operating installed capacity of 1.131 MW, comprising of 619 MW from 100% owned power plants which generated 2.385,34 GWh; and 512 MW from 5 IPPs which generated 2.696.53 GWh (according to EDL-Gen shareholding proportions). Therefore, the total electricity production in 2018 was 5.081,87 GWh.

2. **Revenue:**

The majority of the Company's revenue comes from electricity sales to EDL. In 2018, the revenue was 1.143,34 Billion Kip.

3. **Expenses:**

The total expenses in EDL-Gen business operation were 1.689,10 Billion Kip.

4. **Royalty fee and taxes:**

In 2018, EDL-Gen's obligations to the government include royalty fee of 1% of revenue from electricity sales, corporate profit tax of 10%, dividend income tax of 10% and personal income taxes, totaling 119,91 Billion Kip.

5. **Profit:**

In 2018, EDL-Gen generated a total net profit of 74,79 Billion Kip.

6. **Staff headcount and human resource development:**

The Company has a total of 689 staff members, in which 118 are females. In 2018, there were training sessions in both domestic and overseas with the total of 609 man-days.

7. **Social and environmental contributions:**

1) EDL-Gen Board of Directors with Ministry of Energy and Mines and central government closely directed water management and monitored flooding situation

in Vientiane Province as part of flood relief effort around Nam Ngum 1 reservoir area. In addition, EDL-Gen provided financial support of 3 Billion Kip to the Ministry of Agriculture and Forestry to support its recovery measures by distributing crop seeds and cash to affected communities.

2) Improved EDL-Gen's business operation documentaries including Xeset 1-2, Xeset 3, Selabam and Nam Khan 2 HPPs in both Lao and English to support public relations programs.
3) EDL-Gen together with three mass organizations of the Company provided donations to fire victims in Sanfan Village, Kham District, Xiengkhouang province.
4) EDL-Gen was honored with Green Leadership Award from ASIA RESPONSIBLE ENTERPRISE AWARD (AREA) 2018, and The Asia Corporate Excellence and Sustainability Awards (ACES Awards 2018).
5) EDL-GEN held Public Relations and Corporate Social Responsibility workshop for the employees. The activity was held at Nam Mang 3 HPP during 14-17 August 2018.
6) Continue drafting Standard Environmental and Social Obligations (SESO) of Nam Khan 2 and Houay Lamphanh HPPs and implementing watershed and reservoir management and protection plans.
7) EDL-Gen supported educational equipment and sport materials to a primary school near Houay Lamphanh Gnai HPP in Thateng district, Sekong province in May 2018, in celebration of National Arbour Day and International Children's Day.
8) EDL-Gen contributed 10.000 USD to environmental protection fund managed by Ministry of Natural Resources and Environment according to concession agreements.
9) EDL-Gen contributed financial support to Phou Khao Khouay National Protected Area amounting to 100 million Kip.
10) EDL-Gen together with three mass organizations of the Company provided donations and humanitarian aid as part of disaster relief to flood victims in Sanamxay District, Attapeu Province.

8. Investment and Business Development:

On 20 June 2018, TRIS Rating Co., Ltd. assigned "BBB+/Negative" rating to EDL-Gen's senior unsecured debentures of up to THB 17.500 Million.

8.1. Investment in EDL shares:

1) EDL-Gen successfully executed share transfer agreements of Nam Beng and Nam Long hydropower projects with EDL on 26 March 2018.

2) EDL-Gen successfully executed share transfer agreements of Don Sahong and Xayaburi hydropower projects on 11 June 2018.

8.2. Investment in EDL-Gen Operation and Maintenance Service Sole Co., Ltd. ("EDL-Gen O&M").

EDL-Gen Operation and Maintenance Service Sole Co., Ltd ("EDL-Gen O&M") was established on 14/12/2017 as a wholly owned subsidiary of EDL-Gen with financial and personnel support from EDL-Gen. The main objectives of EDL-Gen O&M includes:

- To provide operation and maintenance services to hydropower plants.
- To provide maintenance services for small and large scale machineries within hydropower plants and at station.
- To provide technical staff, engineers, experts to hydropower plants and stations.

- To jointly invest with local and overseas business partners.

Currently, EDL-Gen O&M has prepared qualified and capable operations teams to serve Don Sahong and Nam Lik 1 HPPs and well as continue preparing teams for service to Nam Theun 1 HPP. EDL-Gen O&M also has a business plan to target potential customers including IPPs under construction or under operation and maintenance, and IPPs approaching the end of concession period. The aim is to promote the services of EDL-Gen O&M and gain deeper insights into customer needs to be incorporated into future business proposals.

EDL-Gen O&M successfully established a joint venture company with EGCO Engineering and Service Company Limited ("ESCO") named E&E Engineering and Service Company Limited with a registered capital of 8 Billion Kip, with EDL-Gen O&M holding equity stake of 60% and ESCO 40%. The establishment of this joint venture is to provide operation and maintenance services to power plants of various types as well as hydropower plants, maintenance services and technical trainings.

9. Capital raising projects:

On 02/01/2018, EDL-Gen completed the borrowing from Industrial and Commercial Bank of China Vientiane Branch with an amount of USD 40 Million, a tenor of 3 years, an interest rate of 6-month USD LIBOR + 3.20% per annum in order to support EDL-Gen working capital requirements.

On 22/12/2017, EDL-Gen entered into a revolving loan with VietinBank Laos Limited with an amount of USD 23 million, an availability period of 12 months, a repayment period of 6 months for each drawdown at the interest rate of 4.50% per annum. This loan is used to support working capital management of EDL-Gen. The first loan drawdown was made on 27/12/2018.

In 2018-2019, EDL-Gen successfully issued THB senior unsecured debentures in Thailand with a total amount of THB 17.500 million in order to finance the acquisition of 20% shares in Xayaburi HPP and 20% shares in Don Sahong HPP.

II. EDL-Gen's 2019 Business Operation Plan.

1. Power generation and sales

EDL-Gen expects to generate 2.866,35 GWh of electricity from wholly owned hydropower plants. In addition, according to its shareholding proportion, the Company also expects to generate 2.454,42 GWh from 7 Independent Power Producers (IPPs) and 31,25 GWh from EDL-Gen Solar Power Company Limited. As the result, the total projected electricity generation in 2019 is approximately 5.352,01 GWh.

The Company expects to sell 2.834,97 GWh of electricity from wholly owned hydropower plants; 2.454,12 GWh from 7 IPPs and 31,25 GWh from EDL-Gen Solar Power Company according to its shareholdings. As the result, the total projected electricity sales in 2019 are approximately 5.320,34 GWh.

2. Investments in expanding installed capacity

In 2019, EDL-Gen will continue to invest in hydropower projects as specified in EDL-Gen prospectus, and in other new projects as follows:

1) Joint investments in IPPs

1. Nam Phoun Hydropower Project (HPP): equity Megawatt (MW) according to 51% stake is 23 MW.
2. Nam Bi 1, 2 & 3 HPP: equity MW according to 80% stake is 108 MW.
3. Lower Houay Lamphanh Gnai: equity MW according to 60% stake is 9 MW.
4. Nam Dik 1, 2 and 3: equity MW according to 70% stake is 28 MW.

2) Investments EDL-Gen subsidiary

1. Solar power projects: equity MW according to 60% stake is 20,4 MW.

3) Investments in expansion projects

1. Selabam Hydropower Expansion Project with an installed capacity of 8 MW.
2. Xeset 2 Hydropower Expansion Project with an installed capacity of 10 MW.

Board of Directors' opinion:

The Board of Directors has thoroughly considered and is of the opinion that the shareholders' meeting shall approve the report on the business operating result of the Company for the year 2018, the financial statements of the Company for the year 2018 and the business plan of the Company for the year 2019.

Required Votes:

The Law on Enterprises stipulates that this agenda must be approved by the votes of more than half of the total votes attending the Meeting.

Agenda 5. To consider and approve the dividend payment from the business operating result for the last 6-month-period of 2018 (01/07/2018 - 31/12/2018).

Pursuant to the Articles of Association of the Company, the Company has the policy to pay dividend at the rate of at least 50 percent of the net profits after deducting legal reserve fund and other reserve funds (if any) every year. The dividend payment will be subject to the economic situations and various future investment plans.

The Company has a net profit from the business operating result of the Company for the year 2018 in the total amount of 74**,79** Billion Kip. Proposed to the Annual General Shareholders' Meeting consider and approve the dividend payment from the business operating result of the Company for the last 6-month-period of 2018 after deducting legal reserve fund and previous years of saving reserve fund, 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 **24 April 2019** at the rate of **160** Kip per share, with the total dividend to be paid of **268,68** Billion Kip. The dividend payment will be made on **9 May 2019**.

Board of Directors' opinion:

The dividend payment as proposed above complies with the company's dividend policy and the Board of Directors has thoroughly considered and agreed that the dividend payment shall be approved in the shareholders' meeting.

Required Votes:

The Law on Enterprise stipulated that this agenda must be approved by the votes of more than half of the total votes attending the Meeting.

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 2019.

Detail and Background:

Pursuant to the Law on Enterprises, Article 149 regarding the rights and responsibilities of Annual General Shareholders Meeting.

The Company proposes to appoint PricewaterhouseCoopers (Lao) Co., Ltd ("PWC") to be the Company's external auditors for the year 2019 due to PWC's successful bidding in audit tender process. In addition, PWC had provided its review and auditing services to the Company from 2011-2015 with due professional care and independence. The remuneration of the external auditor for the year 2019 shall not exceed 771.931.600 Kip.

Board of Directors' opinion:

The Board of Directors has thoroughly considered and is of the opinion that the Annual General Shareholders' Meeting shall approve the appointment of the independent auditor and the determination of the remuneration of the independent auditor.

Required Votes:

The Law on Enterprises stipulated that this agenda must be approved by the votes of more than half of the total votes attending the Meeting.

Agenda 7. To consider and approve investment in EDL-Gen Energy Complex Plaza project.

In order to continue expanding EDL-Gen business as per its business development plan, it is proposed to the shareholders' meeting to consider and approve the investment in EDL-Gen Energy Complex Plaza project. This joint venture project comprises of three shareholders namely: (1) EDL-Generation Public Company (80%); (2) AVIC-INTL Project Engineering Company ("AVIC") (10%); and Guizhou Transportation Planning Survey & Design Academe Co., Ltd. ("GSDC") (10%). The registered capital in establishing EDL-Gen Energy Complex Plaza Company is USD 18 Million.

The main purpose of this project: to invest for the development, construction and management of the project. The project consists of 16 floors, which is divided into offices covering 12 floors, department stores covering 3 floors and convention halls covering 1 floor with a two-and-a-half storey underground car park with a capacity approximately of 1.300 parking spaces.

It is also proposed to the shareholders' meeting to authorize the Company's Managing Director and/or any individual entrusted by such person to be the authorized person to contact, negotiate, determine conditions, project cost and relevant details; to amend, add,

agree, execute, sign, deliver documents and/or agreements related to the investment in this project, including but not limited to shareholders agreement, loan agreement and project construction agreement; including but not limited to disclosing any relevant information, contact, providing statements and information to relevant governmental authorities and/or entities, Lao Securities Commission Office, Lao Securities Exchange, as well as to prepare, amend, add and/or change relevant information required for disclosure and to take any necessary and relevant actions until successful completion.

Board of Directors' opinion:

The Board of Directors has thoroughly considered and agreed to propose to the shareholders' meeting to consider and approve the investment in EDL-Gen Energy Complex Plaza project.

Required Votes:

The Law on Enterprises stipulates that this agenda must be approved by the votes of at least two-thirds (2/3) of the total votes attending the meeting and at least 80 percent of total paid-up shares.

Attachment 2

Minutes of the Annual General Shareholders' Meeting for the year 2017,

dated 06 April 2018

(Translation)

LAO PEOPLE'S DEMOCRATIC REPUBLIC

PEACE INDEPENDENCE DEMOCRACY UNITY PROSPERITY

EDL-Generation Public Company

Vientiane Capital, Date 20/04/2018

Minutes of the Annual General Shareholders' Meeting for the Year 2017 EDL-Generation Public Company

The Meeting was held on 06 April 2018 at 15:00 p.m. at Meeting Room 1st Floor, EDL Headquarter Building, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital. Dr. Khammany INTHIRATH Chairman of Board of Directors acted as the Chairman of the Meeting. There were 93 shareholders attending the Meeting in person and 514 shareholders attending the Meeting by proxy, totaling 607 shareholders, holding the total of 1.540.992.074 shares, representing 91,76 percent of the total paid-up shares of the company, thereby forming a quorum pursuant to the Enterprise Law and the Articles of Association of the Company.

Chairman introduced each of the Directors and the relevant officers attending the Meeting as follows:

1. Dr. Khammany INTHIRATH	Positions:	Chairman of the Board of Directors of EDL-Generation Public Company (**EDL-Gen** or the "**Company**") / Minister of Ministry of Energy and Mines
2. Mr. Bounoum SYVANPHENG	Positions:	Vice Chairman of Board of Directors of EDL-Generation Public Company (**EDL-Gen** or the "**Company**") / Managing Director of Electricity Du Laos (EDL)
3. Mrs. Rattana PRATHOUMVAN	Positions:	Director / Managing Director (CEO) of EDL-Gen
4. Mr. Bounma MANIVONG	Positions:	Director of EDL-Gen / Deputy Managing Director of ELECTRICITE DU LAOS (EDL)
5. Mrs. Vanida SAVADDY	Positions:	Director of EDL-Gen / Deputy Director of International Cooperation Department, Ministry of Finance
6. Mr. Sychath BOUTSAKITIRATH	Positions:	Director of EDL-Gen / Director of Energy Management Department, Ministry of Energy and Mines
7. Assoc. Prof. Dr. Kongsy SENGMANY	Positions:	Independent Director of EDL-Gen/ Deputy Minister of Ministry of Education and Sports

8. Prof. Dr. Khamlusa NOUANSAVANH Positions: Independent Director of EDL-Gen / General Director of Department of Student Affairs, Ministry of Education and Sports

9. Assoc. Prof. Khampheui PHOMMACHAN Positions: Independent Director of EDL-Gen / Head of the Office of Financial Plan, National University of Lao PDR

In addition, there were representatives from the Lao Securities Commission Office, the Lao Securities Exchange, representatives from external auditors, the inspection committee for the conduct of meeting and voting, the Committee to monitor and evaluate the meeting and internal audit committee of the Company attending the Meeting as follows:

Prior to the commencement of the Meeting, Mrs. Rattana PRATHOUMVAN Managing Director has informed the Meeting the voting procedures as per the following details:

1. Voting:
   - Each shareholder is entitled to the votes equaling to the number of shares held by them, whereby one share is entitled to one vote.
   - In casting votes in each agenda, the Chairman will ask if anyone disapproves and will ask the shareholders who disapprove to raise their hands.
     * If there are the shareholders who disapprove and raise their hands, such shareholders shall put a mark in the disapprove box in the ballots which were distributed by the Company's staff members before attending the Meeting. The Company's staff members will collect the ballots for vote counting. The shareholders who do not raise their hands will be deemed that they approve as proposed to the Meeting for consideration.
     * If there is no shareholder raising their hands, it will be deemed that all shareholders approve as proposed to the Meeting for consideration, except for the case in which the disapproval votes have been clearly specified in the Proxy Form by the shareholders and the Company has already recorded such votes.
   - In the case where the shareholders have appointed the proxies to attend the Meeting and to cast the votes as specified by the shareholders in the Proxy Form, the Company has already recorded such votes at the registration for the convenience of the proxies. The proxies are not required to put any mark in the ballots.

2. Vote Counting
   - In vote counting of each agenda, the disapproval votes of the shareholders attending the Meeting in person and by proxy, which the Company recorded the votes at the registration, will be deducted from the amount of the total shares of the shareholders attending the Meeting and casting the votes in each agenda.
   - The Chairman will announce the voting results of each Agenda to the Meeting after the vote casting of each agenda is completed by specifying the numbers and percentages of the approval votes and the disapproval votes. The Company will not count the disapproval votes of the shareholders who submit the ballots after the Chairman has announced the voting results of each agenda to the Meeting.

After that Mrs. Rattana PRATHOUMVAN, Managing Director has convened the Meeting according to the agenda as per the details as follows:

Agenda 1. Result of Resolutions of previous Annual General Shareholders' Meeting.

The Managing Director reported the result of resolutions of previous Annual General Shareholders' Meeting to shareholders as follows:

II. **The Annual General Shareholders' Meeting of year 2016**:

3. Agenda 1, 2, 3, 4, 5, 6 were successfully implemented as per the Meeting approvals.
4. Agenda 7: The asset purchasing of Nam San 3A Hydropower Plant and Nam San 3B Hydropower Plant Projects in under the implementation process.

III. The Extraordinary General Shareholders' Meeting No. 1/2017

Agenda 1 was successfully implemented as per the Meeting approvals.
Agenda 2 to consider and approve the purchase 20 percent of the ordinary shares in Don Sahong Power Company Limited and 20% of Xayaburi Power Company Limited from EDL and Agenda 3 to consider and approve the capital sources to purchase shares of independent power producers (IPPs) from Electricite Du Laos. The Current process, which is expected to be complete in June 2018.

The Chairman encouraged questions and suggestions from the Meeting and there was none.

The Chairman then proposed that Reporting on the implementation of Resolutions of previous Annual General Shareholders' Meeting is for informing shareholders only without voting required.

The Annual General Shareholders' Meeting acknowledged the report presented by Managing Director. This agenda does not require shareholders' voting.

Agenda 2. To consider and adopt the Minutes of the Extraordinary General Shareholders' Meeting No. 1/2017, dated 25 October 2017.

The Managing Director, proposed the Minutes of the Extraordinary General Shareholders' Meeting No. 1/2017, which was held on 25 October 2017, details of which appeared in a copy of the said minutes attached to the Invitation to this Meeting; and the Board of Directors was of the opinion that the Meeting should consider and adopt the Minutes of the Extraordinary General Shareholders' Meeting No. 1/2017, dated 25 October 2017.

The Chairman encouraged questions and suggestions from the Meeting and there was none.

The Chairman then proposed that the Meeting to consider and adopt the Minutes of the Extraordinary General Shareholders' Meeting No. 1/2017 as per the details proposed. In this regard, the Meeting must adopt such minutes by the votes of more than half of the total votes attending the Meeting.

Resolution: **The Meeting has thoroughly considered and the unanimous resolution adopted the Minutes of the Extraordinary General Shareholders' Meeting No. 1/2017, held on 25 October 2017 with the votes of more than half of the shareholder attending the meeting as follow:**

- **Approved with 1.540.991.774 votes equivalent to 99,99 percent of the total votes attending the meeting**

- **Disapproved with 300 votes equivalent to 0,00002 percent of the total votes attending the meeting**

Agenda 3. To consider and adopt the financial statements of the company for the first 6-month-period of the year 2017 (01/01/2017-30/06/2017) and the dividend payment from the business operating result for the first 6-month-period of the year 2017.

The Managing Director, informed the meeting that pursuant to the authorization from Annual General Shareholders' Meeting of the year 2012, dated 22 April 2013. The Company has a net profit from the business operating result of the Company for the first 6-month-period of 2017 in the total net profit amount of 129,41 Billion Kip, which were reviewed by the independent auditor and disclosed to the company (www.edlgen.com.la) and the Lao Securities Exchange (www.lsx.com.la) websites.

The Company paid the dividend for the first 6-month-period of the year 2017 to shareholders whose names appear in the shareholder register book on the closing date of the shareholder register book, which determined the right of shareholder to receiving the dividend, dated 29 **September 201**7, at the rate of **110** Kip per share. The total of dividend had been paid of approximately **184,72** Billion Kip and had been paid to shareholder on dated **09 October 201**7.

The Board of Directors was of the opinion the the Meeting should consider and adopt the financial statements of the company for the first 6-month-period of the year 2017 and the dividend payment from the business operating result for the first-6-month period of the year 2017 as said above.

The Chairman encouraged questions and suggestions from the Meeting and there was none.

The Chairman then proposed to the Meeting to consider and adopt the financial statements of the company for the first 6-month-period of the year 2017 and the dividend payment from the business operating result for the first 6-month-period of the year 2017 and as per the details proposed. In this regard, the Meeting must adopt such matters by the votes of more than half of the total votes attending the Meeting.

Resolution: **The Meeting has thoroughly considered and the unanimous resolution adopt the dividend payment from the business operating result for the first 6-month-period of the year 2017 and the financial statements of the company for the first 6-month-period of the year 2017 with the votes of more than half of the shareholder attending the meeting as follow:**

- **Approved with 1.541.428.774 votes equivalent to 99,99 percent of the total votes attending the meeting**

- **Disapproved with 800 votes equivalent to 0,00005 percent of the total votes attending the meeting**

Agenda 4. To consider and adopt the report on the business operating result of the Company for the year 2017, the financial statements of the Company for the year 2017, and the business plan of the Company for the year 2018.

The Managing Director, proposed the meeting to consider and adopt report on the business operating result of the Company for the year 2017, the Company has operated its business of generating electricity for whole sale to ELECTRICITE DU LAOS (EDL), meanwhile we have to improve to consistency with regulation and law of listed company in Lao Securities Exchange. The Company has successfully purchased shares of five independent power producers (IPPs), which resulting in a present registered capital increased to 6.717.214.788.000 Kip and 1.679.303.697 shares. Hence, the report on the business operation of the year 2017 can be summarized as follows:

1. **Generation:** For the business operation of year 2017, with the total installed capacity of 1.131 MW, owned 100% by the Company was 619 MW and the production capacity from 5 Independent Power Producers (IPPs) in which EDL-Gen is the shareholder was 512 MW (in proportion to the shareholding). In the year 2017, EDL-Gen was able to generate the electricity with the total of 2.610,37 GWh and from 5 IPPs in which the Company is the shareholder was able to produce electricity production was 2.582,11 GWh (in proportion to the shareholding) and the total electricity production in year 2017 was 5.192,48 GWh.
2. **Revenue:** The revenue of the Company in the year 2017 was 1.241,12 Billion Kip which come from the electricity sale.
3. **Expenses:** The total expenses were at 1.179,68 Billion Kip.
4. **Royalty fee:** The Company paid to government royalty fee with a total amount of approximately of 210,47 Billion Kip in 2017.
5. **Profit:** The total net profit in 2017 was 472,15 Billion Kip.

Furthermore, the company has also focused on human resources firmly along with supporting society and environment. The Company arranges some activities cooperating with local people living near the Company's dam site. The main activities are planting trees releasing fish and the details of the activities, donation of educational materials, medical equipment and provided clothings to the people surrounding dam site with approximately of 1,21 Billion KIP.

In the year 2018, The Company will carry on to invest as follows:

1. Investment in EDL-Wholly owned Projects
2. Investment in EDL's shareholder Project
3. Investment in the Independent Power Producers (IPPs)'s project

(Details of which appear in the invitation card and disclosed to the company (www.edlgen.com.la) and the Lao Securities Exchange (www.lsx.com.la) websites).

The Board of Directors has thoroughly considered and is of the opinion that the shareholders' meeting shall approve the report on the business operating result of the Company for the year 2017, the financial statements of the Company for the year 2017, and the business plan of the Company for the year 2018.

The Chairman encouraged questions and suggestions from the Meeting. As there was no futher question, The Chairman then proposed to the Meeting to consider and adopt the report on the business operating result of the Company for the year 2017, the financial statements of the Company for the year 2017, and the business plan of the Company for the year 2018 as per the details proposed. In this regard, the Meeting must adopt such matters by the votes of more than half of the total votes attending the Meeting.

Resolution: The Meeting has thoroughly considered and the unanimous resolution adopt the business operating result of the Company for the year 2017, the financial statements of the Company for the year 2017, and the business plan of the Company for the year 2018 with the votes of more than half of the shareholder attending the meeting as follow:

- **Approved with 1.541.428.774 votes equivalent to 99,99 percent of the total votes attending the meeting**
- **Disapproved with 800 votes equivalent to 0,00005 percent of the total votes attending the meeting**

Agenda 5. To consider and approve the dividend payment from the business operating result for the last 6-month-period of 2017 (01/07/2017 - 31/12/2017).

The Managing Director reported to the Meeting to approve the dividend payment from the business operating result for the last 6-month-period of 2017 (01/07/2017 - 31/12/2017), pursuant to the Articles of Association of the Company, the Company has the policy to pay dividend at the rate of at least 50 percent of the net profits after deducting legal reserve fund and other reserve funds (if any) every year. The dividend payment will be subject to the economic conditions and various future investment plans.

The Company has a net profit from the business operating result of the Company for the last 6-month-period of 2017 (1/07/2017 - 31/12/2017) in the total amount of **342,95** Billion Kip. Proposed to the Annual General Shareholders' Meeting should consider and approve the dividend payment from the business operating result of the Company for the last 6-month-period of 2017 after deducting legal reserve fund and other reserve funds, 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 **25 April 201**8 at the rate of **180** Kip per share, with the total dividend to be paid of **302,27** Billion Kip. The dividend payment will be made on **9 May 201**8.

The Board of Directors has thoroughly considered and is of the opinion that the shareholders' meeting shall approve the dividend payment as said above.

The Chairman encouraged questions and suggestions from the Meeting and there was none. The Chairman then proposed to the Meeting to consider and approve the dividend payment from the business operating result for the last 6-month-period of 2017. In this regard, the Meeting must adopt such matters by the votes of more than half of the total votes attending the Meeting.

Resolution: **The Meeting has thoroughly considered and the unanimous resolution approved the dividend payment from the business operating result for the last 6-month-period of 2017 (1/07/2017 - 31/12/2017) after deducting legal reserve fund and other reserve funds, 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 25 April 2018 at the rate of 180 Kip per share, with the total dividend to be paid of 302,27 Billion Kip. The dividend payment will be made on 9 May 2018 with the votes of more than half of the shareholder attending the meeting as follow:**

- **Approved with 1.541.428.774 votes equivalent to 99,99 percent of the total votes attending the meeting**

- **Disapproved with 800 votes equivalent to 0,00005 percent of the total votes attending the meeting**

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 2018.

The Managing Director reported to the Meeting that to consider and approve the appointment of the independent auditor and the determination of the remuneration of the independent auditor for the year 2018, Pursuant to the Enterprises Law and relevant regulations. The Company proposed to appoint the independent auditors, i.e. Klynveld Peat Marwick Goerdeler (KPMG) to be the independent auditor of the Company for the year 2018. This is because Klynveld Peat Marwick Goerdeler (KPMG) has shown satisfactory performances in terms of auditing, which reviews and audits company with due care, great consideration and professionalism. The remuneration of the independent auditors for the year 2018 shall be USD **94.500.**

The Board of Directors has thoroughly considered and is of the opinion that the shareholders' meeting shall approve the appointment of the independent auditor and the determination of the remuneration of the independent auditor for the year 2018.

The Chairman encouraged questions and suggestions from the Meeting. As there was no further for questions, the Chairman then proposed to the Meeting to consider and

approve the appointment of the independent auditor and the determination of the remuneration of the independent auditor for the year 2018. In this regard, the Meeting must adopt such matters by the votes of more than half of the total votes attending the Meeting.

Resolution: **The Meeting has thoroughly considered and the unanimous resolution approved the appointment of the independent Auditors i.e. Klynveld Peat Marwick Goerdeler (KPMG) to be the independent auditor of the Company for the year 2018 and the remuneration of the independent auditors for the year 2018 shall be USD 94.500 with the votes of more than half of the shareholder attending the meeting as follows:**

- **Approved with 1.541.429.574 votes equivalent to 100 percent of the total votes attending the meeting**

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

The Managing Director reported to the meeting that to consider and approve the members of the Board of Directors in replacement of the members of the Board of Directors whose term are finished, Pursuant to the Law on enterprises and Pursuant to the minutes of the shareholder's Annual General Meeting for the year 2015 specify that the term of Board of Directors is two years beginning from the year 2015 Annual General Shareholders' meeting. Currently, the Board of Directors, whose term has terminated, namely:

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

Because of the above mentioned directors have prestigious educational qualification, great competency and overwhelming business experience, enthusiastically contribute to the operation of the company and regularly attend the board of directors' meeting.

The company has proposed the above mentioned directors to continue to perform their roles for another term beginning from the year 2017 Annual General Shareholders' Meeting.

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 Board of Directors has thoroughly considered and is of the opinion that the shareholders' meeting shall approve the members of the Board of Directors in replacement of the members of the Board of Directors whose term are finished and the authority of directors who can sign to bind the company.

The Chairman encouraged questions and suggestions from the Meeting. As there was no further for questions, the Chairman then proposed to the Meeting to consider and approve the members of the Board of Directors in replacement of the members of the Board of Directors whose term are finished. In this regard, the Meeting must approve such matters by the votes of more than half of the total votes attending the Meeting.

Resolution: The Meeting has thoroughly considered and the unanimous resolution approved the members of the Board of Directors in replacement of the members of the Board of Directors whose term are finished to perform their roles for another term beginning from the year 2017 Annual General Shareholders' Meeting, namely:

1. Dr. Khammany INTHIRATH	**Chairman**
2. Mr. Bounoum SYVANPHENG	**Vice Chairman**
3. Mrs.Rattana PRATHOUMVAN	**Director**
4. Mr. Bounma MANIVONG	**Director**
5. Mrs. Vanida SAVADDY	**Director**
6. Mr. Sychath BOUTSAKITIRATH	**Director**
7. Assoc.Prof. Dr. Kongsy SENGMANY	**Independent Director**
8. Prof. Dr. Khamlusa NOUANSAVANH	**Independent Director**
9. 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 1.529.030.829 votes equivalent to 99,195 percent of the total votes attending the meeting**

- **Disapproved with 12.398.745 votes equivalent to 0,084 percent of the total votes attending the meeting**

Agenda 8. To consider and approve strategic plan of the Company from the year 2016-2025.

The Managing Director reported to the meeting to continue expand an installed capacity as the plan, the company actually improves vision, mission and strategy plan from the year 2016-2025 **to be a first class company of Lao PDR** in order to effectively and timely guarantee and response to the needs of the social and economic development of the Lao PDR and stand alongside and coordinate closely with Electricite Du Laos (EDL) in Power supply firmly in quantity and quality to provide development economics, social country in ASEAN with rational effectively price and to create the Shareholders value.

In 2016-2025 the company plans to expand energy business by further source of power supply with Electricite Du Laos (EDL) and Independent Power Producers (IPPs) and also initiated development produce electrical energy from the other natural power source as is electric power, coal power and renewable power (solar power, energy from waste, wind power) to expand channel operations and reduce the risk of investment from same hydropower.

At the same time, the Company will also find out sources of capital by borrowing from banks and bond issuing to invest and develop hydropower plants that are the targets of the growing company in the future.

The Board of Directors has thoroughly considered and is of the opinion that the Annual General Shareholders' Meeting shall approve the strategic plan of the Company from the year 2016-2025 as such purposed.

The Chairman encouraged questions and suggestions from the Meeting. As there was no further for questions. The Chairman then proposed to the Meeting to consider and approve the strategic plan of the Company from the year 2016-2025. In this regard, the Meeting must approve such matters by the votes of more than half of the total votes attending the Meeting.

Resolution: The Meeting has thoroughly considered and the unanimous resolution approved the strategic plan of the Company from the year 2016-2025 with the votes of more than half of the shareholder attending the meeting as follows :

- **Approved with 1.529.035.433 votes equivalent to 99,195 percent of the total votes attending the meeting**

- **Disapproved with 12.394.141 votes equivalent to 0,084 percent of the total votes attending the meeting**

Agenda 9. To consider and approve the establishing of EDL-Gen Operation and Maintenance Service Sole Company Limited.

The Managing Director reported to the meeting to consider and approve the establishing of EDL-Gen Operation and Maintenance Service Sole Company Limited, in order to steadily expand business of the company, EDL-Gen understands the importance of operation and maintenance services for hydropower plants of domestic power projects,

which are owned by independent power producers (IPPS) and Therefore, the Company has agreed in principle to establish EDL-Gen Operation and Maintenance Service Sole Company Limited as a subsidiary company. The value of registered capital of the subsidiary company is 2,4 Billion KIP and total number of shares is 6.000 shares with a par value of 4.000 Kip per share.

The Board of Directors has thoroughly considered and is of the opinion that the Annual General Shareholders' meeting shall approve the establishing of EDL-Gen Operation and Maintenance Service Sole Company Limited as such purposed.

The Chairman encouraged questions and suggestions from the Meeting. As there was no further for questions. The Chairman then proposed to the Meeting to consider and approve the the establishing of EDL-Gen Operation and Maintenance Service Sole Company Limited. In this regard, the Meeting must approve such matters by the votes of at least two-third (2/3) of the total votes attending the meeting and at least 80 percent of total paid-up shares of the Company.

Resolution: **The Annual General Shareholders' Meeting has thoroughly considered and the unanimous resolution approved the establishing of EDL-Gen Operation and Maintenance Service Sole Company Limited 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 of the Company as per the following votes:**

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

  1. **Approved by 601 shareholders equivalent to 98,85 percent of the total shareholders attending the meeting**
  2. **Disapproved with 7 shareholders equivalent to 1,15 percent of the total shareholders attending the meeting**

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

  1. **Approved with 1.529.021.129 (vote) equivalent to 91,050 percent of the total paid-up shares of the Company**
  2. **Disapproved with 12.408.445 shares (vote) equivalent to 0,738 of the total paid-up shares of the Company**

After that, the Chairman asked the Meeting whether anyone had any questions. And there was none.

At the end of the Annual General Shareholders' Meeting, the Chairman informed to the Meeting that there were 93 shareholders attending the Meeting in person and 515 shareholders attending the Meeting by proxy, totaling 608 shareholders, holding the total of 1.541.429.574 shares, representing 91,79 percent of the total paid-up shares of the Company.

The Chairman thanks the shareholders for attending the Annual General shareholders' Meeting for the Year 2017 and invited all of the shareholders to attend the Annual

General Shareholders' Meeting for the Year 2018 at the beginning of 2019 and wish to extend my sincerest gratitude to all shareholders, honor of guests and the Managing Director be healthy and prosperity.

The Chairman finally declared the Meeting closed at 16:30 p.m.

Chairman of the Meeting

-signature-

Dr. Khammany INTHIRATH

Certified by

-signature-

Bounoum SYVANPHENG

Attachment 3

The Financial Statements of the Year 2018

EDL-Generation Public Company and its subsidiaries

Statement of financial position

	Note	Consolidated financial statements 31 December 2018	Consolidated financial statements 31 December 2017	Separate financial statements 31 December 2018	Separate financial statements 31 December 2017
			(in million Kip)		
Assets					
Investments in subsidiaries	*4*	-	-	85.160	82.760
Investments in associates and joint ventures	*5*	3.705.289	2.606.394	3.705.289	2.606.394
Advance payment for assets under concession and investments	*6, 23*	6.298.672	4.436.159	7.104.200	5.101.121
Advance payment for interest rate collar contracts		22.455	36.058	22.455	36.058
Assets under concession	*7*	9.735.008	9.790.198	9.294.535	9.408.829
Swap contract receivables		26.617	-	26.617	-
Advance to suppliers for construction project		341.075	183.680	-	-
Other non-current assets		102.289	72.872	102.289	72.872
Total non-current assets		**20.231.405**	**17.125.361**	**20.340.545**	**17.308.034**
Cash and cash equivalents	*8*	642.106	756.738	550.978	678.322
Current investments	*9*	110.994	955.301	110.994	955.301
Short-term loan to related party	*23*	486.666	463.392	486.666	463.392
Trade and other receivables	*10, 23*	429.439	149.452	415.524	144.598
Current portion of advance payment for interest rate collar contract		14.785	14.581	14.785	14.581
Spare parts and supplies		3.941	4.458	3.941	4.458
Other current assets		76.192	149.910	74.594	35.594
Total current assets		**1.764.123**	**2.493.832**	**1.657.482**	**2.296.246**
Total assets		**21.995.528**	**19.619.193**	**21.998.027**	**19.604.280**

RATTANA PRATHOUMVAN
Chief Executive Officer
Date: 18 March 2019

BOUNSALONG SOUTHIDARA
Chief Financial Officer
Date: 18 March 2019

The accompanying notes are an integral parts of these financial statements.

EDL-Generation Public Company and its subsidiaries

Statement of financial position

	Note	Consolidated financial statements 31 December 2018	Consolidated financial statements 31 December 2017	Separate financial statements 31 December 2018	Separate financial statements 31 December 2017
			(in million Kip)		
Equity					
Share capital	*11*	6.717.215	6.717.215	6.717.215	6.717.215
Share premium	*11*	985.621	985.621	985.621	985.621
Legal reserve	*12*	471.423	463.944	471.423	463.944
Translation reserve		11.758	2.302	11.758	2.302
Retained earnings		612.482	1.040.000	622.768	1.042.447
Equity attributable to owners of the Company		8.798.499	9.209.082	8.808.785	9.211.529
Non-controlling interests		(2.273)	(263)	-	-
Total shareholders' equity		**8.796.226**	**9.208.819**	**8.808.785**	**9.211.529**
Liabilities					
Long-term borrowings	*13, 23*	3.678.445	4.206.348	3.678.445	4.206.348
Debentures	*14*	7.532.621	4.152.882	7.532.621	4.152.882
Swap contract payables		-	3.856	-	3.856
Total non-current liabilities		**11.211.066**	**8.363.086**	**11.211.066**	**8.363.086**
Short-term borrowings	*13*	195.843	870.573	195.843	870.573
Current portion of long-term borrowings	*13, 23*	588.286	529.912	588.286	529.912
Current portion of debentures	*14*	401.145	-	401.145	-
Trade and other payables		624.754	535.079	616.197	517.911
Accrued expenses	*15*	176.496	111.222	175.887	110.767
Other current liabilities		1.712	502	818	502
Total current liabilities		**1.988.236**	**2.047.288**	**1.978.176**	**2.029.665**
Total liabilities		**13.199.302**	**10.410.374**	**13.189.242**	**10.392.751**
Total equity and liabilities		**21.995.528**	**19.619.193**	**21.998.027**	**19.604.280**

RATTANA PRATHOUMVAN
Chief Executive Officer
Date: 18 March 2019

BOUNSALONG SOUTHIDARA
Chief Financial Officer
Date: 18 March 2019

The accompanying notes are an integral parts of these financial statements.

EDL-Generation Public Company and its subsidiaries

Statement of income

	Note	Consolidated financial statements For the year ended 31 December 2018	2017	Separate financial statements For the year ended 31 December 2018	2017
			(in million Kip)		
Continuing operation					
Sales	*23*	1.137.430	1.219.825	1.116.867	1.215.414
Costs of sales	*16*	(532.735)	(489.057)	(520.271)	(485.871)
Gross profit		604.695	730.768	596.596	729.543
Other income		26.476	25.710	26.476	25.710
Operating and administrative expenses	*16*	(169.215)	(140.850)	(162.360)	(136.226)
Net foreign exchange loss		(429.012)	(47.301)	(417.919)	(49.738)
Share of profit from investments in associates and joint ventures	*5*	620.558	410.703	620.558	410.703
Operating profit		**653.502**	**979.030**	**663.351**	**979.992**
Finance costs	*17*	(588.553)	(491.902)	(588.553)	(491.902)
Profit before income tax expense		**64.949**	**487.128**	**74.798**	**488.090**
Income tax expense	*18*	-	(15.943)	-	(15.943)
Profit for the year		**64.949**	**471.185**	**74.798**	**472.147**
Profit attributable to:					
Owners of parent		66.959	472.448	74.798	472.147
Non-controlling interests		(2.010)	(1.263)	-	-
Profit for the year		**64.949**	**471.185**	**74.798**	**472.147**
Earning per share					
Basis earning per share *(in Kip)*	*19*	39,87	281,34	44,54	281,16

RATTANA PRATHOUMVAN
Chief Executive Officer
Date: 18 March 2019

BOUNSALONG SOUTHIDARA
Chief Financial Officer
Date: 18 March 2019

The accompanying notes are an integral parts of these financial statements.

EDL-Generation Public Company and its subsidiaries

Statement of changes in equity

	Note	Consolidated financial statements							
		Attributable to owners of the Company							
		Share capital	Share premium	Legal reserve	Translation reserve	Retained earnings	Total	Non-controlling interests	Total equity
		(in million Kip)							
For the year ended 31 December 2017									
Balance at 1 January 2017		6.717.215	985.621	416.729	(1.342)	1.068.179	9.186.402	-	9.186.402
Acquisition of subsidiary's non-controlling interest		-	-	-	-	-	-	1.000	1.000
Profit for the year		-	-	-	-	472.448	472.448	(1.263)	471.185
Currency translation differences		-	-	-	3.644	-	3.644	-	3.644
Dividends paid	*20*	-	-	-	-	(453.412)	(453.412)	-	(453.412)
Transfer to legal reserve	*12*	-	-	47.215	-	(47.215)	-	-	-
Balance at 31 December 2017		**6.717.215**	**985.621**	**463.944**	**2.302**	**1.040.000**	**9.209.082**	**(263)**	**9.208.819**
For the year ended 31 December 2018		6.717.215	985.621	463.944	2.302	1.040.000	9.209.082	(263)	9.208.819
Balance at 1 January 2018									
Profit for the year		-	-	-	-	66.959	66.959	(2.010)	64.949
Currency translation differences		-	-	-	9.456	-	9.456	-	9.456
Dividends paid	*20*	-	-	-	-	(486.998)	(486.998)	-	(486.998)
Transfer to legal reserve	*12*	-	-	7.479	-	(7.479)	-	-	-
Balance at 31 December 2018		**6.717.215**	**985.621**	**471.423**	**11.758**	**612.482**	**8.798.499**	**(2.273)**	**8.796.226**

The accompanying notes are an integral parts of these financial statements.

Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital, Lao PDR. P.O.Box 2392
Telephone: (856-21) 316 142 Fax: (856-21) 316 141. E-mail: edlgenhg@edlgen.com.la, Website: www.edlgen.com.la

EDL-Generation Public Company and its subsidiaries

Statement of changes in equity

	Note	Separate financial statements					
		Share capital	Share premium	Legal reserve	Translation reserve	Retained earnings	Total equity
		(in million Kip)					
For the year ended 31 December 2017							
Balance at 1 January 2017		6.717.215	985.621	416.729	(1.342)	1.070.927	9.189.150
Profit for the year		-	-	-	-	472.147	472.147
Translation reserve		-	-	-	3.644	-	3.644
Dividend paid	*20*	-	-	-	-	(453.412)	(453.412)
Transfer to legal reserve	*12*	-	-	47.215	-	(47.215)	-
Balance at 31 December 2017		**6.717.215**	**985.621**	**463.944**	**2.302**	**1.042.447**	**9.211.529**
For the year ended 31 December 2018							
Balance at 1 January 2018		6.717.215	985.621	463.944	2.302	1.042.447	9.211.529
Profit for the year		-	-	-	-	74.798	74.798
Translation reserve		-	-	-	9.456	-	9.456
Dividend paid	*20*	-	-	-	-	(486.998)	(486.998)
Transfer to legal reserve	*12*	-	-	7.479	-	(7.479)	-
Balance at 31 December 2018		**6.717.215**	**985.621**	**471.423**	**11.758**	**622.768**	**8.808.785**

RATTANA PRATHOUMVAN
Chief Executive Officer
Date: 18 March 2019

BOUNSALONG SOUTHIDARA
Chief Financial Officer
Date: 18 March 2019

The accompanying notes are an integral parts of these financial statements.

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EDL-Generation Public Company and its subsidiaries

Statement of cash flows

	Note	Consolidated financial statements For the year ended 31 December 2018	2017	Separate financial statements For the year ended 31 December 2018	2017
		(in million Kip)			
Cash flows from operating activities					
Profit for the year		64.949	471.185	74.798	472.147
Adjustments :					
Depreciation and amortisation	7	483.929	434.274	474.511	431.919
Loss on diposal of assets under concession		40	59	40	59
Finance costs		588.553	491.902	588.553	491.902
Unrealise loss on foreign exchange		357.398	86.675	344.900	86.675
Share of profit of associates and joint ventures	5	(620.558)	(410.703)	(620.558)	(410.703)
Income tax expense		-	15.943	-	15.943
		874.311	**1.089.335**	**862.244**	**1.087.942**
Changes in:					
Other non-current assets		(183.524)	(165.943)	(26.129)	5.416
Trade and other receivables		(411.077)	161.387	(378.041)	166.738
Spare parts and supplies		517	307	517	307
Other current assets		73.718	(51.126)	(39.000)	(2.731)
Trade and other payables		(27.244)	505.050	(18.633)	487.882
Accrued expenses		(7.382)	(79.906)	(7.537)	(79.894)
Other current liabilities		1.210	127	316	127
Cash used in operating activities		320.529	1.459.231	393.737	1.665.787
Income tax paid		-	(52.218)	-	(52.218)
Net cash from operating activities		**320.529**	**1.407.013**	**393.737**	**1.613.569**
Cash flows from investing activities					
Advance payment for assets under concession and investments		(2.428.251)	(1.288.980)	(2.580.293)	(1.917.988)
Cash paid for investments in subsidiaries		-	-	(2.400)	(1.500)
Cash proceed from non-controlling interest		-	1.000	-	-
Cash paid for investment in associates and joint-ventures	5	(332.282)	(234.115)	(332.282)	(234.115)
Cash paid for assets under concession		(226.917)	(987.895)	(158.395)	(627.004)
Cash paid for short-term loan to related party	23	(296.598)	(463.784)	(296.598)	(463.784)
Decrease (Increase) in current investments		847.700	(24.803)	847.700	(24.803)
Dividend received from investment in associates and joint-ventures	5	492.116	339.234	492.116	339.234
Net cash used in investing activities		**(1.944.232)**	**(2.659.343)**	**(2.030.152)**	**(2.929.960)**

The accompanying notes are an integral parts of these financial statements.

EDL-Generation Public Company and its subsidiaries

Statement of cash flows

	Note	Consolidated financial statements		Separate financial statements	
		For the year ended 31 December		For the year ended 31 December	
		2018	2017	2018	2017
		(in million Kip)			
Cash flows from financing activities					
Finance costs paid		(508.471)	(520.139)	(508.471)	(520.139)
Cash paid for debentures issuance cost		(66.163)	-	(66.163)	-
Dividends paid		(208.466)	(257.681)	(208.466)	(257.681)
Proceeds from short-term borrowings	*13*	302.621	870.090	302.621	870.090
Proceeds from long-term borrowings	*13*	332.440	177.022	332.440	177.022
Proceeds from debenture	*13*	3.532.989	-	3.532.989	-
Repayment of short-term borrowings	*13*	(995.875)	-	(995.875)	-
Repayment of long-term borrowings	*13*	(917.517)	(512.820)	(917.517)	(512.820)
Net cash from (use in) financing activities		**1.471.558**	**(243.528)**	**1.471.558**	**(243.528)**
Net decrease in cash and cash equivalents		(152.145)	(1.495.858)	(164.857)	(1.559.919)
Effect of exchange rate change on balance held in foreign currencies at end of year		37.513	2.961	37.513	2.961
Cash and cash equivalents at beginning of the year		756.738	2.249.635	678.322	2.235.280
Cash and cash equivalents at end of year	*8*	**642.106**	**756.738**	**550.978**	**678.322**
Non-cash transctions					
Payable on investment in Nam Long		5.537	-	5.537	-
Offsetting advance payment for assets under concession and investments with					
- short-term loan to related party		42.230	-	42.230	-
- dividend payment		23.976	-	23.976	-
Payables on purchase of assets under concession		602.819	427.431	602.819	427.431
Offsetting trade and other receivables with					
- dividend payment		116.000	195.731	116.000	195.731
- long-term loan from related party		11.027	19.364	11.027	19.364
Offsetting short-term loan to related party with dividend payment		253.012	-	253.012	-
Offsetting payables on purchase of assets under concession with long-term borrowing from related party		-	3.995.884	-	3.995.884

ບໍລິສັດ ພະລັງງານ ແລະ ບໍ່ແຮ່ ພະລິດ-ໄຟຟ້າລາວ ມະຫາຊົນ EDL-Generation Public Company

RATTANA PRATHOUMVAN
Chief Executive Officer
Date: 18 March 2019

BOUNSALONG SOUTHIDARA
Chief Financial Officer
Date: 18 March 2019

The accompanying notes are an integral parts of these financial statements.

Attachment 4

ໃบມອບສັນທະ
PROXY

ຂຽນທີ່.....

Written at

ວັນທີ.....ເດືອນ.....ປີ.....

(1) ຂ້າພະເຈົ້າ.....ສັນຊາດ.....ວັນທີ, ເດືອນ ແລະ ປີເກີດ.....

I/We Nationality date, month and year of birth

ບັດປະຈຳຕົວເລກທີ.....ຢູ່ເຮືອນເລກທີ.....ບ້ານ.....ຖະໜົນ.....

ID card number Reside at Village Road

ເມືອງ.....ແຂວງ.....

District Province

(2) ເປັນຜູ້ຖືຮຸ້ນ ຂອງ ບໍລິສັດຜະລິດ-ໄຟຟ້າລາວມະຫາຊົນ

Being a shareholder of EDL-Generation Public Company.

ໂດຍຖືຮຸ້ນສາມັນຈຳນວນລວມທັງໝົດ.....ຮຸ້ນຊຶ່ງເທົ່າກັບຈຳນວນສຽງທີ່ຈະລົງຄະແນນສຽງໄດ້.

holding the ordinary shares in the total amount of shares, which are equivalent to the same number of votes.

(3) ຂໍມອບໝາຍໃຫ້

Hereby appoint

☐ (1) ທ່ານ/ທ່ານນາງ.....ອາຍຸ.....ປີ, ຢູ່ເຮືອນເລກທີ.....

Mr./Ms. age years, reside at

ຖະໜົນ.....ບ້ານ.....ເມືອງ.....

Road Village District

ແຂວງ.....ລະຫັດໄປສະນີ.....ຫຼື

Province Postal Code or

☐ (2) ທ່ານ ສຈ. ປອ. ຄຳລືຊາ ນວນສະຫວັນ ອາຍຸ 65 ປີ, ຢູ່ເຮືອນເລກທີ 44

Prof. Dr. Khamlusa NOUANSAVAHN age 65 years, resides at 44

ຖະໜົນ ດົງປ່າແລບ ບ້ານ ດົງປ່າແລບ ເມືອງຈັນທະບູລີ.....

Road DongpalapVillage District Chanthabouly

ແຂວງ ນະຄອນຫຼວງວຽງຈັນ ລະຫັດໄປສະນີ 2392 ຫຼື

Province Vientiane Capital Postal Code 392 or

☐ (3) ທ່ານ ຮສ. ປອ. ກອງສີ ແສງມະນີ ອາຍຸ 66 ປີ, ຢູ່ເຮືອນເລກທີ 645

Assoc Prof. Dr. Kongsy SENGMANY age 66 years, resides at 645

ຖະໜົນ ໂພນຕ້ອງ ບ້ານ ໂພນຕ້ອງຈອມມະນີ ເມືອງຈັນທະບູລີ

Road Phongtong Village PhotongChommani District Chathabouly

ແຂວງ ນະຄອນຫຼວງວຽງຈັນ ລະຫັດໄປສະນີ 2392 ຫຼື

Province Vientiane Capital Postal Code 2392 or

☐ (4) ທ່ານ ຮສ. ຄຳເພີ່ຍ ພົມມະຈັນ ອາຍຸ 58 ປີ, ຢູ່ເຮືອນເລກທີ.....074.....

Assoc. Prof. Khampheui PHOMMACHANH age 58 years, resides at 074

ຖະໜົນ ດົງໂດກ ບ້ານ ດົງໂດກ ເມືອງ ໄຊທານີ

Road Dongdok Village Dongdok District Xaythany

ແຂວງ ນະຄອນຫຼວງວຽງຈັນ ລະຫັດໄປສະນີ 2392

Vientiane Capital Postal Code 2392

ຄົນໃດຄົນໜຶ່ງພຽງຄົນດຽວ ເປັນຜູ້ຕາງໜ້າຂອງຂ້າພະເຈົ້າ ເພື່ອເຂົ້າຮ່ວມປະຊຸມ ແລະລົງຄະແນນສຽງແທນຂ້າພະເຈົ້າ ໃນກອງປະຊຸມສາມັນຜູ້ຖືຮຸ້ນປະຈຳປີ 2018 ໃນວັນທີ 09 ເມສາ 2019 ເວລາ 15:00 ໂມງ.

Any one of them to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting for the Year 2018 to be on 09 April 2019 at 3:00 pm.

ສະຖານທີ່ຫ້ອງປະຊຸມ ຊັ້ນທີ 1 ອາຄານສຳນັກງານ ລັດວິສາຫະກິດໄຟຟ້າລາວ, ຖະໜົນມິດຕະພາບລາວ-ໄທ, ບ້ານທົ່ງກາງ, ເມືອງສີສັດຕະນາກ, ນະຄອນຫຼວງວຽງຈັນຫຼືທີ່ໄດ້ເລື່ອນໄປໃນວັນ, ເວລາແລະສະຖານທີ່ອື່ນດ້ວຍ.

At meeting room, 1st floor, EDL Headquarter building, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital or any adjournment at any date, time and place thereof.

(4) ຂ້າພະເຈົ້າຂໍມອບໝາຍໃຫ້ຜູ້ຕາງໜ້າລົງຄະແນນສຽງແທນຂ້າພະເຈົ້າໃນກອງປະຊຸມຄັ້ງນີ້ດັ່ງນີ້:

I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows:

☐ ໃຫ້ຜູ້ຕາງໜ້າມີສິດພິຈາລະນາ ແລະລົງມະຕິແທນຂ້າພະເຈົ້າໄດ້ທຸກປະການຕາມທີ່ເຫັນສົມຄວນ;

To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects;

☐ ໃຫ້ຜູ້ຕາງໜ້າລົງຄະແນນສຽງຕາມຄວາມຕ້ອງການຂອງຂ້າພະເຈົ້າແລະມີສິດພິຈາລະນາແລະລົງມະຕິແທນຂ້າພະເຈົ້າໃນບາງວາລະ;

To grant my/our proxy to vote as per my/our intention and consider and vote on my/our behalf in some agendas as he/she may deem appropriate in all respects;

☐ ໃຫ້ຜູ້ຕາງໜ້າລົງຄະແນນສຽງຕາມຄວາມຕ້ອງການຂອງຂ້າພະເຈົ້າ.

To grant my/our proxy to vote as per my/our intention

ວາລະທີ 1: **ລາຍງານຜົນການຈັດຕັ້ງປະຕິບັດມະຕິກອງປະຊຸມສາມັນຜູ້ຖືຮຸ້ນປະຈຳປີຜ່ານມາ.**

Agenda No. 1 Result of Resolutions of Previous Annual General Shareholders' Meeting.

ວາລະທີ 2: **ພິຈາລະນາ ແລະຮັບຮອງບົດບັນທຶກກອງປະຊຸມສາມັນຜູ້ຖືຮຸ້ນປະຈຳປີ 2017, ວັນທີ 06 ເມສາ 2018.**

Agenda No. 2 To consider and adopt the Minutes of the Annual General Shareholders' Meeting for the year 2017, held on 06/04/2018.

☐ ເຫັນດີ Approve ☐ ບໍ່ເຫັນດີ Disapprove

ວາລະທີ 3: **ພິຈາລະນາ ແລະ ຮັບຮອງເອົາການຈ່າຍເງິນປັນຜົນຈາກການດຳເນີນທຸລະກິດ 6 ເດືອນຕົ້ນປີ 2018 ແລະ ລາຍງານການເງິນ 6 ເດືອນຕົ້ນປີ 2018 (01/01/2018-30/06/2018).**

Agenda No. 3 To consider and adopt the dividend payment from the business operating result for the first 6-month-period of the year 2018 and the financial statements of the Company for the first 6-month-period of the year 2018 (01/01/2018-30/06/2018).

☐ ເຫັນດີ Approve ☐ ບໍ່ເຫັນດີ Disapprove

ວາລະທີ 4: **ພິຈາລະນາ ແລະຮັບຮອງບົດລາຍງານຜົນການດຳເນີນທຸລະກິດຂອງບໍລິສັດ ປີ 2018 ລວມທັງ ລາຍງານການເງິນຂອງບໍລິສັດ ປີ 2018 ແລະ ແຜນການດຳເນີນທຸລະກິດຂອງບໍລິສັດ ປີ 2019.**

Agenda No.4 To consider and adopt the report on the business operating result of the Company for the year 2018, the financial statements of the Company for the year 2018, and the business plan of the Company for the year 2019.

☐ ເຫັນດີ Approve ☐ ບໍ່ເຫັນດີ Disapprove

ວາລະທີ 5: **ພິຈາລະນາ ແລະອະນຸມັດການຈ່າຍເງິນປັນຜົນ ຈາກຜົນການດຳເນີນທຸລະກິດ 6 ເດືອນທ້າຍປີ 2018 (01/07/2018-31/12/2018).**

Agenda No. 5 To consider and approve the dividend payment from the business operating result for the last 6-month-period of the year 2018 (01/07/2018 - 31/12/2018).

☐ ເຫັນດີ Approve ☐ ບໍ່ເຫັນດີ Disapprove

ວາລະທີ 6: **ພິຈາລະນາ ແລະ ອະນຸມັດແຕ່ງຕັ້ງຜູ້ກວດສອບບັນຊີພາຍນອກ ແລະ ການກຳນົດຄ່າຈ້າງ ຂອງຜູ້ກວດສອບບັນຊີພາຍນອກ ປີ 2019.**

Agenda No. 6 To Consider and approve the appointment of the independent auditors and the determination of the remuneration of the independent auditors for the year 2019.

☐ ເຫັນດີ ☐ ບໍ່ເຫັນດີ

Approve Disapprove

ວາລະທີ 7: **ພິຈາລະນາ ແລະ ອະນຸມັດການລົງທຶນໃນໂຄງການ EDL-Gen Energy Complex Plaza.**

Agenda No. 7 To Consider and approve investment in EDL-Gen Energy Complex Plaza.

☐ ເຫັນດີ ☐ ບໍ່ເຫັນດີ

Approve Disapprove

(5) ການລົງຄະແນນສຽງຂອງຜູ້ຕາງໜ້າ ໃນວາລະປະຊຸມໃດທີ່ບໍ່ເປັນໄປຕາມທີ່ລະບຸໄວ້ໃນໃບມອບສັນທະສະບັບນີ້ ໃຫ້ຖືວ່າການລົງຄະແນນສຽງນັ້ນບໍ່ຖືກຕ້ອງ ແລະບໍ່ແມ່ນການລົງຄະແນນສຽງຂອງຂ້າພະເຈົ້າ ໃນຖານະຜູ້ຖືຮຸ້ນ.

Voting of the proxy in any agenda that is not as specified in this Proxy shall be considered as invalid and shall not be my/our voting as a shareholder.

(6) ໃນກໍລະນີທີ່ຂ້າພະເຈົ້າ ບໍ່ໄດ້ລະບຸຄວາມຕ້ອງການໃນການລົງຄະແນນສຽງໃນວາລະປະຊຸມໃດໄວ້ ຫຼື ລະບຸໄວ້ບໍ່ຈະແຈ້ງໃຫ້ຖືວ່າເຫັນດີ.

In case I/we have not specified my/our voting intention in any agenda or not clearly specified, it shall be deemed approved.

ການກະທຳໃດ ທີ່ຜູ້ຕາງໜ້າໄດ້ກະທຳໄປໃນກອງປະຊຸມ, ເວັ້ນແຕ່ກໍລະນີທີ່ຜູ້ຕາງໜ້າບໍ່ລົງຄະແນນສຽງຕາມທີ່ຂ້າພະເຈົ້າລະບຸໃນໃບມອບສັນທະສະບັບນີ້, ໃຫ້ຖືວ່າຂ້າພະເຈົ້າໄດ້ກະທຳເອງທຸກຢ່າງ.

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified in the Proxy, shall be deemed as having been carried out by myself/ourselves in all respects.

ລົງລາຍເຊັນ/Signed ຜູ້ຖືຮຸ້ນທີ່ມອບໝາຍ/Grantor

(.....)

ລົງລາຍເຊັນ/Signed ຜູ້ຕາງໜ້າ/Proxy

(.....)

ໝາຍເຫດ

1. ຜູ້ຖືຮຸ້ນທີ່ມອບໝາຍຈະຕ້ອງມອບໝາຍໃຫ້ຜູ້ຕາງໜ້າພຽງຜູ້ດຽວເປັນຜູ້ເຂົ້າຮ່ວມປະຊຸມແລະລົງຄະແນນສຽງ, ແລະບໍ່ສາມາດແບ່ງແຍກຈຳນວນຮຸ້ນໃຫ້ຜູ້ຕາງໜ້າຫຼາຍຄົນເພື່ອແຍກການລົງຄະແນນສຽງໄດ້.

   The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.

2. ກົດໝາຍວ່າດ້ວຍທະບຽນສານ (ສະບັບປັບປຸງ) ເລກທີ 11/ສພຊ, ລົງວັນທີ 26 ພະຈິກ 2009, ເພື່ອເປັນການຮັບປະກັນຄວາມຜູກພັນຂອງຜູ້ມອບໝາຍແລະຜູ້ຕາງໜ້າທາງດ້ານກົດໝາຍ, ດັ່ງນັ້ນໃບມອບສັນທະສະບັບນີ້ຈະຕ້ອງໄດ້ນຳໄປຈົດທະບຽນສານ, ໃນນີ້ບໍລິສັດຈະບໍ່ຮັບຜິດຊອບໃດໆໃນກໍລະນີທີ່ໃບມອບສັນທະສະບັບນີ້ທີ່ຍື່ນຕໍ່ບໍລິສັດບໍ່ໄດ້ຈົດທະບຽນສານ.

   Pursuant to the Law on Notary (Amended) No. 11/NA, dated 26 November 2009, in order for the appointment by the shareholder to the proxy to have legal effect, this Proxy must be registered with the court. In this regard, the Company will not take any responsibility in the case where the Proxy submitted to the Company has not been registered with the court.

Attachment 5

Documents and Evidences Required to be Presented Prior to Attending the Meeting, Proxy, Registration and Voting at the Shareholders' Meeting

For your convenience for the registration process to attend the Annual General Shareholders' Meeting for the Year 2018 of EDL-Generation Public Company, the shareholders or the proxies who will attend the Meeting shall bring the invitation to the Meeting, registration form and proxy form for the registration.

The Company reserves the right to allow only the shareholders or the proxies who have proper and complete documents to attend the Meeting.

1. (Valid) documents and evidences required to be presented by the shareholders or the proxies prior to attending the Meeting

1.1. Shareholders who are natural persons

1.1.1. Shareholders attending the Meeting themselves shall present valid document issued by governmental authorities, e.g. the identification card or passport (for foreign shareholders), including the evidence of name or last name change (if any).

1.1.2. Shareholders appointing a proxy to attend the Meeting. A proxy shall present the documents as follows:

(1) A proxy form as attached to the invitation to the Meeting, which has been duly completed and signed by the shareholder and the proxy.

(2) A copy of valid document of the shareholder issued by governmental authorities as specified in Item 1.1.1., which has been certified true and correct by the shareholder.

(3) Valid document of the proxy issued by governmental authorities, e.g. the identification card or passport (for foreign proxy), including the evidence of name or last name change (if any).

1.2. Shareholders who are juristic persons

1.2.1. Representatives of shareholders (authorized directors) attending the Meeting themselves shall present the documents as follows:

(1) Valid documents of the representatives of the shareholder (authorized directors) issued by governmental authorities, e.g. the identification card or passport (for foreign representatives of the shareholder (authorized directors), including the evidence of name or last name change (if any).

(2) Copies of the Foreign Investment License (if any), the Enterprise Registration Certification (Affidavit), the Articles of Association and the Tax Certificate (of the latest year) of the shareholder specifying that the representatives of the juristic person attending the Meeting are duly authorized to represent the shareholder, which have been certified true and correct by the representatives of the shareholder (authorized directors).

1.2.2. Shareholders appointing a proxy to attend the Meeting. A proxy shall provide the documents as follows:

(1) A proxy form as attached to the invitation to the Meeting which has been duly completed and signed by the shareholder and the proxy.

(2) Copies of the Foreign Investment License (if any), the Enterprise Registration Certification (Affidavit), the Articles of Association and the Tax Certificate (of the latest year) of the shareholder specifying that the representatives of the juristic person are duly authorized to represent the shareholder, which have been certified true and correct by the representatives of the shareholder (authorized directors).

(3) Valid documents of the representatives of the shareholder (authorized directors) issued by governmental authorities as specified in Item 1.2.1(1), which have been certified true and correct by the representatives of the shareholder (authorized directors).

(4) Valid document of the proxy issued by governmental authorities, e.g. the identification card, or passport (for foreign proxy), including the evidence of name or last name change (if any).

1.2.3. Shareholders who are foreign juristic persons

(1) Please follow the instructions in Item 1.2.1 or Item 1.2.2, as the case may be.

(2) Documents of foreign juristic person shall be translated into Lao or English, and such translation shall be certified by the representatives (authorized directors) of such foreign juristic persons.

2. Proxy

Shareholders who are unable to attend the Meeting themselves may appoint a proxy to attend the Meeting on the shareholders' behalf by proceeding as follows:

2.1. Appoint any person or one of the directors of the Company to attend and vote at the Meeting on the shareholder's behalf by specifying the name and details of the proxy or marking (✓) in the □ in front of the name of one of the directors as provided in the proxy form to be the proxy to attend the Meeting.

2.2. Return the duly completed proxy form to the Company Secretary Office before **09 April 2019** or at least an hour before the Meeting starts for verification of documents.

In this regard, shareholders may not split shares to appoint several proxies to split votes in the Meeting. Each of the shareholders shall authorize the proxy to cast the votes equaling to the same number of shares held by such shareholder, and shall not appoint only parts of the shares held by such shareholder.

3. Registration

The Company will start the registration process for attending the Annual General Shareholders' Meeting for the Year 2018 of EDL-Generation Public Company 2 hours before the Meeting starts or from 1.30 p.m. - 3.00 p.m. on **09 April 2019**, at Meeting Room, 1st Floor, EDL Headquarter Building, Lao-Thai Friendship Road, Thongkang Village, Sisattanak District, Vientiane Capital. Please refer to the map attached.

In each Agenda, the Company will temporarily suspend the registration process before voting and will re-open the registration process again after the completion of vote counting.

4. Voting

4.1. Voting Regulation

(1) One share is entitled to one vote. Shareholders shall only cast the votes equaling to the same number of shares held.

(2) The Company will prepare ballots for every agenda which requires votes. In this regard, the Company will distribute the ballots to the shareholders and proxies at the time of registration. Except for the case of proxy in which the voting has been clearly specified in the proxy form, the Company will not distribute the ballots to the proxies. The shareholders and the proxies who

register after the Meeting has commenced will receive only the ballots for the remaining agenda.

4.2. Voting Procedures in Each Agenda

In casting votes in each agenda, the Chairman will ask if anyone disapproves in order to save time of the shareholders and the proxies as a whole. The shareholders and the proxies who approve shall not put any mark in the ballots, while the shareholders and the proxies who disapprove shall put a mark (✓) in the Disapprove box and sign the ballots and raise their hands to deliver the ballots to the Company's staff members for vote counting. Except for the case of proxy in which the voting has been clearly specified in the proxy form, the Company will record such votes at the time of the registration.

In this regard, in the event that the shareholders or the proxies submit their disapproval ballots after the Chairman has announced the voting result of each Agenda to the Meeting, the Company will disregard such disapproval votes.

4.3. Vote Counting and Announcement of Voting Result

Prior to the commencement of the Meeting, Managing Director of the company shall explain the vote counting procedures to the Meeting. The Company will count the votes and inform the voting result to the Meeting before each agenda is finished.

The Company will deduct the disapproval votes from the total votes. The remaining votes will be deemed as approval votes.

Attachment 6

Map of the Meeting Venue

