



ບໍລິສັດ ສຸວັນນີ ໂຮມເຊັນເຕີ ມະຫາຊົນ  
SOUVANNY HOME CENTER PUBLIC COMPANY

PHONETONGSAVAT RD , BAN PHONETONGSAVAT, CHANTHABULY DISTRICT, VIENTIANE CAPITAL  
OFFICE TEL: (+856-21) 415645, FAX / TEL: (+856-21) 262984 , WWW.SOUVANNY.LA

Souvanny Home Center Public Company

No. 03.73./SVN

Vientiane Capital, Date 14 March, 2022

**Invitation**

To: Shareholders of Souvanny Home Center Public Company

Subject: Invitation to the Annual General Shareholders' Meeting of 2021

- According to the Company's Articles of Association dated 9 October 2015
- According to the Board of Directors' Meeting of SVN No.1/2022 dated 18 February 2022

The Company would like to invite all shareholders to attend the Annual General Shareholders' Meeting of 2021 on 05 April 2022, 02:00 p.m (registration starts at 01:00 p.m) at Meeting Room of Lao Securities Exchange Building, 8 Floor, Phonthan Neua Village, Saysettha District, Vientiane Capital, Lao PDR. The meeting shall consider agendas as in the attachment.

The Company has announced the date, time, agenda, and attachments of the Annual General Shareholders' Meeting of 2021 on the websites of the Company ([www.souvanny.la](http://www.souvanny.la)) and the Lao Securities Exchange ([www.lsx.com.la](http://www.lsx.com.la)) and has been announced the closing date of SVN's Shareholder Register Books on 07 March 2022 in order to authorize shareholder lists to attend the Meeting and receive the dividend.

We are looking forward to your kind attending this meeting

Sincerely yours,



Mr. Somchith INTHAMITH  
Chairman of the Board



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# Invitation for the Annual General Shareholders' Meeting for the year 2021

**Tuesday, 05 April 2022**

**Time: 02.00 p.m.**

At meeting room, 8<sup>th</sup> Floor, Lao  
Securities Exchange Building,  
Phonthan Neua Village,  
Saysettha District, Vientiane, Lao P.D.R



## **Document lists of Invitation for The Annual General Shareholders' Meeting for the year 2021**

1. Invitation to the Annual General Shareholders' Meeting
2. Proxy
3. Profile of independent director who can act at shareholders proxies
4. Instruction about the documents and evidence to be presented prior to attending the meeting
5. Attached document in agenda 1: The Report of the Annual General Shareholders' Meeting for the year 2020
6. Attached document in agenda 2: The company's financial statement for the year 2021
7. Attached document in agenda 3: The company's business plan for the year 2022
8. Attached document in agenda 6: Brief biography of Member of Board of directors
9. Map of the meeting venue
10. The measures to prevent the germ of COVID-19 from holding the meeting



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Souvanny Home Center Public Company

No..0374../SVN

Vientiane Capital, Date 14 March, 2022

**To:** Shareholders of Souvanny Home Center Public Company

**Subject:** Invitation to the Annual General Shareholders' Meeting for the year 2021

The Company would like to invite all shareholders to attend the Annual General shareholders' Meeting for the year 2021 on 05 April 2022, at 02:00 p.m (registration starts at 01:00 p.m) at Meeting Room of Lao Securities Exchange Building, the 8<sup>th</sup> Floor, Phonthan Neua Village, Saysettha District, Vientiane Capital, Lao PDR which agendas are as follow:

**1. To consider and approve the report of the Annual General Shareholders' Meeting for the year 2020 (attached document in agenda 1)**

**Objective and Rationale:** To shareholders consider and approve the meeting report that is correct according to the Annual General Shareholders' Meeting for the year 2020 that the more details are in the attached document in agenda 1.

**Board of Directors' opinion:** Agreed to propose shareholders' meeting should approve the report of the Annual General Shareholders' Meeting for the year 2020.

**Required Vote:** Law on Enterprises stipulates that this agenda must be approved by the votes of more than half of the total votes attending the meeting.

**2. To consider and approve the report of the business results of the company for the year 2021 and a financial statement of the company for the year 2021; (the Attached file in agenda 2)**

**Objective and Rationale:** Pursuant to the article 154 of Enterprises Law Edited Version No. 46/NA, dated 26 December 2013 concerning "Right and Duties of shareholders' meeting which it must approve the summary of business operating and financial statement of the Company" the report of the business results for the year 2021 as the detail is in the attached file in the agenda 2.

**Board of Directors' opinion:** Agreed to propose shareholders' meeting should consider and approve the report of business operating result for the year 2021 and the financial statement for the year 2021 of the Company that has been audited by the external auditor.



**Required Vote:** Law on Enterprises stipulates that this agenda must be approved by the votes of more than half of the total votes attending the meeting.

**3. To consider and approve the business plan of the Company for the year 2022 (the attached file in agenda 3)**

**Objective and Rationale:** Pursuant to the article 154 of Enterprises Law Edited Version No. 46/NA, dated 26 December 2013 concerning “Right and Duties of the shareholders’ meeting which it must approve the business plan of the Company for the year 2022” the detail is in the attached file in agenda 3

**Board of Directors’ opinion:** Agreed to propose shareholders’ meeting should consider and approve the business plan of the Company for the year 2022 that has been approved by the executive committee and the Board of Directors.

**Required Vote:** Law on Enterprises stipulates that this agenda must be approved by the votes of more than half of the total votes attending the meeting.

**4. To consider and approve the dividend payment from the business operating result for the year 2021**

**Objective and Rationale:** Pursuant to the article 155 of Enterprises Law Edited Version No. 46/NA, dated 26 December 2013 concerning “**The Dividend payment shall be approved by the shareholders’ meeting**” and the article 16 of the Company’s Articles of Association, dated 9 October 2015, defines that “Besides the reserve funds required under the Law on Enterprise article 156, the Company shall reserve fund for 10% of the net profit to be the accumulated fund of the company;

**Board of Directors’ opinion:** According to the operating result of 2021, the Company has a total net profit of LAK 24.669.486.670 after the deduction of reserve fund required by laws and reserve fund required by the Company’s Articles of Association which totally for 20% of the net profit, the remaining amount is LAK 19.735.589.336 The Board of Directors agreed to convene to shareholders in order to consider and approve the dividend payment for 50 LAK per share, at the total amount of LAK 8.249.476.342 and the date of the payment of the dividend is determined as 04 May 2022.

**Required Vote:** Law on Enterprises stipulates that this agenda must be approved by the votes of more than half of the total votes attending the meeting.



**5. To consider and approve the appointment of the external auditor, and determination of remuneration for the year 2022**

**Objective and Rationale:** Pursuant to article 154 of Enterprises Law Edited Version No. 46/NA, dated 26 December 2013 concerning “Rights and Duties of shareholders’ meeting that must approve the appointment of the external auditor, and determination of remuneration”.

**Board of Directors’ opinion:** The Annual General Shareholders’ Meeting should appoint PriceWaterHouseCoopers (Lao) Co., Ltd. (“PWC”) to be the external auditor for the year **2022** with an audit service fee of USD **36,500** per year because PWC has been the auditor of the Company since Initial Public Offering which has the experience, thoroughness, faithfulness, and professionalism, and the auditing fee (remuneration) is appropriate with the scope of work.

**Required Votes:** Law on Enterprises stipulates that this agenda must be approved by the vote of more than half of the total votes attending the meeting.

**6. To consider the appointment of Chairman and Vice-Chairman of the Board of Directors to replace who resigned.**

**Objective and Rationale:** According to Enterprise law edited version No. 46/NA, dated 26 December 2013, Article 123 defines “ The Member of the Board of directors of the Company is elected in the following circumstances (3), The position of the member of the Board of Directors available during the two shareholders' meetings will be appointed by the Board of Directors Meeting, and On February 18, 2022, the Chairman and Vice-Chairman of the Board of Directors of the company resigned namely: Mr. Ounh LASOUKANH and Mr. Anousone OUNTAY.

**Board of Directors’ opinion:** At the 1<sup>st</sup> Board of Directors’ Meeting 2022, which was held on February 18, 2022, The meeting agreed to appoint Mr. Somchith INTHAMITH to be Chairman of the Board of Directors, Mrs. Khamkhai LORVANXAY to be Member of the Board of Directors, and Mr. Xayphone KONGMANILA, Ph.D. to be Vice-Chairman of the Board of Directors of the company to replace who resigned which will have the term of working equals to the rest of the term of a Member of the Board of Directors who resigned which agree to propose the shareholders meeting to approve the appointment of 3 members of the Board Directors, Description of the brief biography appears on the attached file in agenda 6.



**Required Votes:** Law on Enterprises stipulates that this agenda must be approved by the vote of more than half of the total votes attending the meeting.

**7. To consider and approve the adjustment of allowances attending the meeting of the members of the Board of Director of the company.**

**Objective and Rationale:** Pursuant on the article 145 of Enterprises Law edited Version No. 46/NA, dated 26 December 2013 concerning “Rights and duties of shareholders meeting that must approve allowances attending the meeting for the member of the Board of the company”

**Board of Directors’ opinion:** the meeting agreed to propose the Shareholders’ meeting to consider and approve the adjustment of allowances attending the meeting of the members of the Board of Director of the company who are not the independent and the independent member which the detail is below:

1. The allowance to attend a meeting of members of the board of directors of the company who are the independent member of the board of directors
  - Chairman of the board of directors 6,500,000 kip per 1 time;
  - Vice-Chairman of the board of directors 4,300,000 kip per 1 time; and
  - Member of the board of directors 4,300,000 kip per 1 time.
2. The allowance to attend a meeting of member of the board of directors of the company who are not the independent member of the board of directors
  - Member of the board of directors 2.200,000 kip per 1 time.

**Required Votes:** Law on Enterprises stipulates that this agenda must be approved by the vote of more than half of the total votes attending the meeting.

**8. Others (if applicable)**

There is no other opinion from Independent Directors regarding agendas and Board of Directors’ opinion as above, for the Annual General Shareholders Meeting for the year 2021, The Company would invite LSCO, LSX, the external auditor and also appoint the vote inspection committee and evaluation team of shareholders’ meeting to be witness and examiner that the meeting launching is accurate and transparent which comply with the Company’s regulations and related laws of Lao PDR.

Please attending the meeting as the date, time and place as specified,



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Sincerely yours,



**Mr. Somchith INTHAMITH**  
Chairman of the Board





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**Remark:**

1. All shareholders shall obtain the invitation letter and attachments starting from **15 March 2022**, at Lao Securities Exchange Building, 4<sup>th</sup> Floor, Settlement and Depository Department, T4 Road, Phonthan Neua Village, Saysettha District, Vientiane Capital, Tel: (856-21) 454 361-4, Fax: (856-21) 454 361-4.
2. For the shareholders who wish to attend the Meeting yourselves, please present the identification card or passports (for foreign shareholders) on the meeting date to identify yourselves for attending the Meeting.
3. If the shareholder wishes to appoint a proxy to attend the Meeting and cast votes on your behalf, please complete the information and sign the Proxy form attached hereto. The proxy who will attend the Meeting must present the identification card or passports (for foreign shareholders) on the meeting date, please see the attachment about the documents and evidence to identify yourself for attending, registering, and voting in the Meeting.
4. If any shareholder wishes to appoint an independent director of the Company to attend and cast votes on your behalf, please complete the information and sign the Proxy Form and put a mark (✓) in front of the name of an independent director as provided in the Proxy Form to be proxy, and please submit the Proxy Form, including supporting documents to Mr. Mithxay PUEANGKARNG at Souvanny Home Center Public Company Office, Phonetong Road, Phonetongsaward Village, Chanthabuly District, Vientiane Lao PDR, Tel: (856-21) 562 497 and please deliver to the Company before **4 April, 2022**, please see the attachment about the documents and evidence to identify yourselves for attending, registering, and voting in the Meeting; and
5. If you have any queries or questions in relation to the proxy and the invitation letter, you may contact Mr. Mithxay PUEANGKARNG and Mr. Inthilard THUMMAVONG Tel: (856-21) 562 497.



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ໃບມອບສັນທະ  
PROXY

ຂຽນທີ່ .....

Written at

ວັນທີ ..... ເດືອນ ..... ປີ .....

Date month year

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

I/We ..... Nationality ..... date, month and year of birth

ບັດປະຈຳຕົວເລກທີ ..... ຫຼື ຫຼັງສືຜ່ານແດນ ເລກທີ ..... ຢູ່ເຮືອນເລກທີ .....

ID card number ..... or ID Passport ..... Reside at

ບ້ານ ..... ຖະໜົນ ..... ເມືອງ .....

Village ..... Road ..... District

ແຂວງ ..... ປະເທດ .....

Province ..... Nation

(2) ເປັນຜູ້ຖືຮຸ້ນຂອງ ບໍລິສັດ ສຸວັນນີ ໂຮມເຊັນເຕີ ມະຫາຊົນ ໂດຍຖືຮຸ້ນສາມັນຈຳນວນລວມທັງໝົດ ..... ຮຸ້ນ ເຊິ່ງເທົ່າກັບຈຳນວນທີ່  
ຈະລົງຄະແນນສຽງໄດ້;

Being a shareholder of Souvanny Home Center Public Company. Holding the ordinary shares in the total amount of  
share, which are equivalent to the same number

(3) ຂໍມອບໝາຍໃຫ້

Hereby appoint

ທ່ານ/ທ່ານ ນາງ ..... ອາຍຸ ..... ປີ, ບັດປະຈຳຕົວເລກທີ .....

Mr./Ms. ..... Age year, ID card

ຫຼື ຫຼັງສືຜ່ານແດນ ເລກທີ ..... ຢູ່ ເຮືອນເລກທີ ..... ຖະໜົນ .....

Or ID passport ..... resides at ..... Road

ບ້ານ ..... ເມືອງ ..... ແຂວງ ..... ລະຫັດໄປສະນີ .....

Village ..... District ..... Province ..... Postal Code

ປະເທດ .....

Nation

ເປັນຜູ້ຕາງໜ້າ ຂອງຂ້າພະເຈົ້າ ເພື່ອເຂົ້າຮ່ວມປະຊຸມ ແລະ ລົງຄະແນນສຽງແທນຂ້າພະເຈົ້າໃນກອງປະຊຸມສາມັນຜູ້ຖືຮຸ້ນປະຈຳປີ **2021 ໃນວັນທີ  
05 ເມສາ 2022** ເວລາ 14:00 ໂມງ ຢູ່ທີ່ ຫ້ອງປະຊຸມໃຫຍ່ ຊັ້ນ 8 ອາຄານຕະຫຼາດຫຼັກຊັບລາວ, ບ້ານ ໂພນທັນເໜືອ, ເມືອງ ໄຊເສດຖາ, ນະຄອນຫຼວງວຽງ  
ຈັນ, ສປປ ລາວ ຫຼື ມື້ທີ່ໄດ້ເລື່ອນໄປໃນວັນ, ເວລາ ແລະ ສະຖານທີ່ອື່ນດ້ວຍ.

He/she is my/our proxy to attend and vote on my/our behalf at the Annual General Meeting for the year **2021 to be on  
05 April 2022** at 14:00, at meeting room, 8<sup>th</sup> floor, Lao Securities Exchange Building, T4 Road, Phonethan Nuea Village, Saysettha  
District, Vientiane Capital or any adjournment at any date, time and place thereof.

(4) ຂ້າພະເຈົ້າຂໍມອບໝາຍໃຫ້ຜູ້ຕາງໜ້າລົງຄະແນນສຽງແທນຂ້າພະເຈົ້າໃນກອງປະຊຸມໄດ້ 1 ໃນ 3 ຮູບແບບ (ໝາຍເຫດ: ຜູ້ມອບສິດແມ່ນ ມີສິດເລືອກໄດ້  
1 ຮູບແບບຕໍ່ກໍານົນ) ດັ່ງນີ້:

I/We hereby authorize the proxy to vote on my/our behalf at this meeting only 1 in 3 forms (Remark: shareholder is able to select  
only one form) as follows:

4.1 ຮູບແບບທີ: **01**  ໃຫ້ຜູ້ຕາງໜ້າມີສິດພິຈາລະນາ ແລະ ລົງມະຕິແທນຂ້າພະເຈົ້າໄດ້ທຸກປະການຕາມທີ່ເຫັນສົມຄວນ;

Form: **01**  To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all  
respects;



**ບໍລິສັດ ສຸວັນນີ ໂຮມເຊັນເຕີ ມະຫາຊົນ**  
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ຜູ້ມອບສິດອະນຸມັດ

Approve

ຜູ້ມອບສິດບໍ່ອະນຸມັດ

Disapprove

4.2 **ຮູບແບບທີ: 02**  ໃຫ້ຜູ້ຕາງໜ້າລົງຄະແນນສຽງຕາມຄວາມຕ້ອງການຂອງຂ້າພະເຈົ້າ ແລະ ມີສິດພິຈາລະນາ ແລະ ລົງມະຕິແທນຂ້າພະເຈົ້າໃນບາງ  
 ວາລະ; (ກະລຸນາຕື່ມຂໍ້ມູນດ້ານລຸ່ມນີ້); ຫຼື

**Form: 02**  **To grant my/our proxy to votes 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; ( please complete information as follow );**

ວາລະທີ 1: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາບົດລາຍງານກອງປະຊຸມສາມັນຜູ້ຖືຮຸ້ນ ປະຈຳປີ 2020;

**Agenda 1: To consider and approve the report of the Annual General Shareholders' Meeting for the year 2020;**

ຜູ້ມອບສິດເຫັນດີ  ຜູ້ມອບສິດບໍ່ເຫັນດີ  ອະນຸມັດໃຫ້ສິດຜູ້ຕ່າງໜ້າລົງຄະແນນຕາມເຫັນສົມຄວນ

Approve Disapprove Approve the right of the voter to vote appropriately

ວາລະທີ 2: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາບົດລາຍງານຜົນການດຳເນີນທຸລະກິດຂອງບໍລິສັດ ປະຈຳປີ 2021 ແລະ ບົດລາຍງານການເງິນຂອງ  
 ບໍລິສັດ ປະຈຳປີ 2021;

**Agenda 2: To consider and approve the report of the business results of the company for the year 2021 and a financial statement of the company for the year 2021;**

ຜູ້ມອບສິດເຫັນດີ  ຜູ້ມອບສິດບໍ່ເຫັນດີ  ອະນຸມັດໃຫ້ສິດຜູ້ຕ່າງໜ້າລົງຄະແນນຕາມເຫັນສົມຄວນ

Approve Disapprove Approve the right of the voter to vote appropriately

ວາລະທີ 3: ພິຈາລະນາ ແລະ ຮັບຮອງແຜນການດຳເນີນທຸລະກິດຂອງບໍລິສັດ ປະຈຳປີ 2022;

**Agenda 3: To consider and approve the business plan of the Company for the year 2022;**

ຜູ້ມອບສິດເຫັນດີ  ຜູ້ມອບສິດບໍ່ເຫັນດີ  ອະນຸມັດໃຫ້ສິດຜູ້ຕ່າງໜ້າລົງຄະແນນຕາມເຫັນສົມຄວນ

Approve Disapprove Approve the right of the voter to vote appropriately

ວາລະທີ 4: ພິຈາລະນາ ແລະ ອະນຸມັດການຈ່າຍເງິນປັນຜົນຈາກຜົນການດຳເນີນທຸລະກິດ ຂອງບໍລິສັດ ປະຈຳປີ 2021;

**Agenda 4: To consider and approve the dividend payment from the operating result for the year 2021;**

ຜູ້ມອບສິດເຫັນດີ  ຜູ້ມອບສິດບໍ່ເຫັນດີ  ອະນຸມັດໃຫ້ສິດຜູ້ຕ່າງໜ້າລົງຄະແນນຕາມເຫັນສົມຄວນ

Approve Disapprove Approve the right of the voter to vote appropriately

ວາລະທີ 5: ພິຈາລະນາການແຕ່ງຕັ້ງຜູ້ກວດສອບບັນຊີພາຍນອກ ແລະ ການກຳນົດຄ່າບໍລິການກວດສອບບັນຊີພາຍນອກ ປະຈຳປີ 2022;

**Agenda 5: To consider and approve the appointment of the external auditor, and determination of remuneration for the year 2022;**

ຜູ້ມອບສິດເຫັນດີ  ຜູ້ມອບສິດບໍ່ເຫັນດີ  ອະນຸມັດໃຫ້ສິດຜູ້ຕ່າງໜ້າລົງຄະແນນຕາມເຫັນສົມຄວນ

Approve Disapprove Approve the right of the voter to vote appropriately

ວາລະທີ 6: ພິຈາລະນາ ແຕ່ງຕັ້ງປະທານ ແລະ ຮອງປະທານສະພາບໍລິຫານ ແທນປະທານ ແລະ ຮອງປະທານສະພາບໍລິຫານຜູ້ເກົ່າທີ່ລາອອກໄປ;

**Agenda 6: To consider the appointment of Chairman and Vice-Chairman of the Board of Directors to replace who resigned;**

6.1 ທ່ານ ສົມຈິດ ອິນທະມິດ

**6.1 Mr. Somchith INTHAMITH**

ຜູ້ມອບສິດເຫັນດີ  ຜູ້ມອບສິດບໍ່ເຫັນດີ  ອະນຸມັດໃຫ້ສິດຜູ້ຕ່າງໜ້າລົງຄະແນນຕາມເຫັນສົມຄວນ

Approve Disapprove Approve the right of the voter to vote appropriately

6.2 ນາງ ຄຳໄຂ ລິວິນໄຊ



**ບໍລິສັດ ສວັນນີ ໂຮມເຊັນເຕີ ມະຫາຊົນ**  
**SOUVANNY HOME CENTER PUBLIC COMPANY**

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**6.2 Mrs. Khamkhai LORVANXAY**

ຜູ້ມອບສິດເຫັນດີ  ຜູ້ມອບສິດບໍ່ເຫັນດີ  ອະນຸມັດໃຫ້ສິດຜູ້ຕ່າງໜ້າລົງຄະແນນຕາມເຫັນສົມຄວນ  
**Approve Disapprove Approve the right of the voter to vote appropriately**

6.3 ທ່ານ ປອ ໄຊພອນ ກອງມະນີລາ

**6.3 Mr. Xayphone KONGMANILA, Ph.D**  
 ຜູ້ມອບສິດເຫັນດີ  ຜູ້ມອບສິດບໍ່ເຫັນດີ  ອະນຸມັດໃຫ້ສິດຜູ້ຕ່າງໜ້າລົງຄະແນນຕາມເຫັນສົມຄວນ  
**Approve Disapprove Approve the right of the voter to vote appropriately**

ວາລະທີ 7: ພິຈາລະນາ ແລະ ອະນຸມັດປັບເງິນອຸດໜູນເຂົ້າຮ່ວມກອງປະຊຸມ ຂອງສະມາຊິກສະພາບໍລິຫານ ຂອງບໍລິສັດ;

**Agenda 7: To consider and approve the adjustment of allowances attending the meeting of the members of the Board of Director of the company;**

ຜູ້ມອບສິດເຫັນດີ  ຜູ້ມອບສິດບໍ່ເຫັນດີ  ອະນຸມັດໃຫ້ສິດຜູ້ຕ່າງໜ້າລົງຄະແນນຕາມເຫັນສົມຄວນ  
**Approve Disapprove Approve the right of the voter to vote appropriately**

**4.3 ຮູບແບບທີ: 03**  ໃຫ້ຜູ້ຕ່າງໜ້າລົງຄະແນນສຽງຕາມຄວາມຕ້ອງການຂອງຂ້າພະເຈົ້າ ດັ່ງລຸ່ມນີ້(ກະລຸນາຕື່ມຂໍ້ມູນດ້ານລຸ່ມນີ້)

**Form: 03**  To grant my/our proxy to vote as per my/our intention. (Please complete information as follow)

ວາລະທີ 1: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາບົດລາຍງານກອງປະຊຸມສາມັນຜູ້ຖືຮຸ້ນ ປະຈຳປີ 2020;

**Agenda 1: To consider and approve the report of the Annual General Shareholders' Meeting for the year 2020;**

ຜູ້ມອບສິດເຫັນດີ  ຜູ້ມອບສິດບໍ່ເຫັນດີ  
**Approve Disapprove**

ວາລະທີ 2: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາບົດລາຍງານຜົນການດຳເນີນທຸລະກິດຂອງບໍລິສັດ ປະຈຳປີ 2021 ແລະ ບົດລາຍງານການເງິນຂອງ ບໍລິສັດ ປະຈຳປີ 2021;

**Agenda 2: To consider and approve the report of the business results of the company for the year 2021 and a financial statement of the company for the year 2021;**

ຜູ້ມອບສິດເຫັນດີ  ຜູ້ມອບສິດບໍ່ເຫັນດີ  
**Approve Disapprove Approve**

ວາລະທີ 3: ພິຈາລະນາ ແລະ ຮັບຮອງແຜນການດຳເນີນທຸລະກິດຂອງບໍລິສັດ ປະຈຳປີ 2022;

**Agenda 3: To consider and approve the business plan of the Company for the year 2022;**

ຜູ້ມອບສິດເຫັນດີ  ຜູ້ມອບສິດບໍ່ເຫັນດີ  
**Approve Disapprove Approve**

ວາລະທີ 4: ພິຈາລະນາ ແລະ ອະນຸມັດການຈ່າຍເງິນປັນຜົນຈາກຜົນການດຳເນີນທຸລະກິດຂອງບໍລິສັດ ປະຈຳປີ 2021;

**Agenda 4: To consider and approve the dividend payment from the operating result for the year 2021;**

ຜູ້ມອບສິດເຫັນດີ  ຜູ້ມອບສິດບໍ່ເຫັນດີ  
**Approve Disapprove Approve Approve**

ວາລະທີ 5: ພິຈາລະນາການແຕ່ງຕັ້ງຜູ້ກວດສອບບັນຊີພາຍນອກ ແລະ ການກຳນົດຄ່າບໍລິການກວດສອບບັນຊີພາຍນອກ ປະຈຳປີ 2022;

**Agenda 5: To consider and approve the appointment of the external auditor, and determination of remuneration for the year 2022;**

ຜູ້ມອບສິດເຫັນດີ  ຜູ້ມອບສິດບໍ່ເຫັນດີ  
**Approve Disapprove Approve Approve**



ບໍລິສັດ ສຸວັນນີ ໂຮມເຊັນເຕີ ມະຫາຊົນ  
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ວາລະທີ 6: ພິຈາລະນາ ແຕ່ງຕັ້ງປະທານ ແລະ ຮອງປະທານສະພາບໍລິຫານ ແທນປະທານ ແລະ ຮອງປະທານສະພາບໍລິຫານຜູ້ເກົ່າທີ່ລາອອກໄປ;

**Agenda 6: To consider the appointment of Chairman and Vice-Chairman of the Board of Directors to replace who resigned;**

6.1 ທ່ານ ສົມຈິດ ອິນທະມິດ

**6.1 Mr. Somchith INTHAMITH**

ຜູ້ມອບສິດເຫັນດີ

**Approve**

ຜູ້ມອບສິດບໍ່ເຫັນດີ

**Disapprove Approve**

6.2 ນາງ ຄໍາໄຂ ລໍວັນໄຊ

**6.2 Mrs. Khamkhai LORVANXAY**

ຜູ້ມອບສິດເຫັນດີ

**Approve**

ຜູ້ມອບສິດບໍ່ເຫັນດີ

**Disapprove Approve**

6.3 ທ່ານ ປອ ໄຊພອນ ກອງມະນີລາ

**6.3 Mr. Xayphone KONGMANILA, Ph.D**

ຜູ້ມອບສິດເຫັນດີ

**Approve**

ຜູ້ມອບສິດບໍ່ເຫັນດີ

**Disapprove Approve**

ວາລະທີ 7: ພິຈາລະນາ ແຕ່ງຕັ້ງປະທານ ແລະ ຮອງປະທານສະພາບໍລິຫານ ແທນປະທານ ແລະ ຮອງປະທານສະພາບໍລິຫານຜູ້ເກົ່າທີ່ລາອອກໄປ;

**Agenda 7: To consider the appointment of Chairman and Vice-Chairman of the Board of Directors to replace who resigned.**

ຜູ້ມອບສິດເຫັນດີ

**Approve**

ຜູ້ມອບສິດບໍ່ເຫັນດີ

**Disapprove Approve**

(5) ການລົງຄະແນນສຽງຂອງຜູ້ຕາງໜ້າໃນວາລະປະຊຸມໃດທີ່ບໍ່ເປັນໄປຕາມທີ່ລະບຸໄວ້ໃນໃບມອບສັນທະສະບັບນີ້ ໃຫ້ຖືວ່າການລົງຄະແນນສຽງນັ້ນ ບໍ່ຖືກຕ້ອງ ແລະ ບໍ່ແມ່ນການລົງຄະແນນສຽງ ຂອງຂ້າພະເຈົ້າ 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 ບໍ່ໄດ້ລະບຸວັດຖຸປະສົງໃນການລົງຄະແນນສຽງ ໃນເວລາປະຊຸມໃດໄວ້ 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.**

(7) ການກະທຳໃດ ທີ່ຜູ້ຕາງໜ້າໄດ້ກະທຳໄປໃນກອງປະຊຸມ, ເວັ້ນແຕ່ກໍລະນີທີ່ຜູ້ຕາງໜ້າບໍ່ລົງຄະແນນສຽງຕາມທີ່ຂ້າພະເຈົ້າລະບຸໃນໃບມອບສັນທະສະບັບນີ້, ໃຫ້ຖືວ່າຂ້າພະເຈົ້າໄດ້ກະທຳດ້ວຍຕົນເອງທຸກປະການ.

**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.**



ບໍລິສັດ ສວັນນີ ໂຮມເຊັນເຕີ ມະຫາຊົນ  
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ລົງລາຍເຊັນ / Signed.....ຜູ້ມອບສິດ/Grantor

(.....)

ລົງລາຍເຊັນ / Signed.....ຮັບມອບສິດ/ Proxy

(.....)

ລົງລາຍເຊັນ .....ພະຍານ/ witness

(.....)

ລົງລາຍເຊັນ .....ພະຍານ/ witness

(.....)

ລົງລາຍເຊັນ .....ພະຍານ/ witness

(.....)

**ໝາຍເຫດ/Remark**

- ຜູ້ຖືຮຸ້ນທີ່ມອບໝາຍຈະຕ້ອງມອບໝາຍໃຫ້ຜູ້ຕາງໜ້າພຽງທ່ານດຽວເປັນຜູ້ເຂົ້າຮ່ວມປະຊຸມ ແລະ ລົງຄະແນນສຽງ ລວມທັງບໍ່ສາມາດແບ່ງແຍກຈາກຈຳນວນຮຸ້ນໃຫ້ຜູ້ຕາງໜ້າຫຼາຍທ່ານເພື່ອແຍກການລົງຄະແນນສຽງໄດ້; ແລະ

**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.**

- ໜັງສືມອບສິດນີ້ຈະຕ້ອງໄດ້ນຳໄປຈົດທະບຽນສານເພື່ອເປັນການຮັບປະກັນຄວາມຜູກພັນຂອງຜູ້ມອບສິດ ແລະ ຜູ້ຕາງໜ້າໃນທາງກົດໝາຍຕາມກົດໝາຍວ່າດ້ວຍທະບຽນສານ (ສະບັບປັບປຸງ) ເລກທີ 11/ສພຊ, ລົງວັນທີ 26 ພະຈິກ 2009, ກຳນົດວ່າ ເພື່ອເປັນການຮັບປະກັນຄວາມຜູກພັນ ຂອງຜູ້ມອບໝາຍ ແລະ ຜູ້ຕາງໜ້າທາງດ້ານກົດໝາຍ, ດັ່ງນັ້ນໃບມອບສັນທະສະບັບນີ້ຈະຕ້ອງໄດ້ນຳໄປຈົດທະບຽນສານນຳສຳນັກງານທະບຽນສານ, ກະຊວງຍຸຕິທຳ ໃນນີ້ບໍລິສັດຈະບໍ່ຮັບຜິດຊອບໃດໆ ໃນກໍລະນີທີ່ໃບມອບສັນທະສະບັບນີ້ທີ່ຍື່ນຕໍ່ບໍລິສັດບໍ່ໄດ້ຈົດທະບຽນສານ.

**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 notarized 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 Notary Office, Ministry of Justice.**



## **Profile of independent director who can act at shareholders proxies**

According to Securities Law No.21/ NA, December 10, 2012, and Securities Issuance No.108/LSCO, June 27, 2015, of Lao Securities Commission Office determining that the listed company shall have independent directors for at least one-third in the Board of Directors, which nominated and entitled by shareholders' meeting, that have no conflict of interest and able to independently give suggestion. In the case of Souvanny Home Center Public Company, there are 3 independent directors from the Board of Directors for 9 persons, which the details are as follow;

- |                                 |  |
|---------------------------------|--|
| 1. Mr. Somchith INTHAMITH       | Chairman of the Board of directors and<br>Chairman of Independent Director |
| 2. Mr. Xayphone KONGMANILA,Ph.D | Vice-Chairman of the Board of directors and<br>Independent Director        |
| 3. Mr. Bounterm KOMMITTAPHARB   | Member of the Board of directors and<br>Independent Director               |

**CV of Independent Directors follows by documents as below:**



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**Name – Surname** Mr. Somchith INTHAMITH  
**Age** 62 years  
**Nationality** Lao  
**Highest Education** Master of Development Economics, Martin-Luther-Universität Halle-Wittenberg Germany

**Work Experiences**

- Technician at the Lao Embassy in Berlin, 1985-1986
- Technician of Department of Agricultural Planning, and State Planning Commission, 1987-1988
- Deputy Minister of Commerce and Foreign Economic Relations, 1989-1990
- Deputy Director General, Department of Economic Cooperation, Ministry of Commerce and Foreign Economic Relations, 1990-1993
- Deputy Director General, Department of Foreign Economic Cooperation, Committee on Planning and Cooperation 1994-1996
- Director, Department of ASEAN Economic Cooperation, 1996
- Senior Economic Officials of the Lao PDR to the ASEAN (SOM) 1997-2005 Negotiations with the World Trade Organization 2004
- Head of the Department of Economy, Ministry of Foreign Affairs, 1999-2007
- Head of the Department of International Cooperation, Ministry of Planning and Investment, 2008-2011
- Deputy Minister of Planning and Investment, 2011-2014
- Deputy Minister of Industry and Commerce, 2014-2021
- Deputy Chairman of the Economic and Financial Committee of the Party Central Committee, 25/01/2022- present;

**Positions**

Chairman of the Board of Directors and Independent Director of Souvany Home Center Public Company

**Appointment Date**

February 18<sup>th</sup>, 2022

**Relationship**

- Holding share of SVN: - **None** -
- Being the director in competitive business or related with construction materials business - **None** -
- Relation with board of directors/Largest shareholder/Executive committee of the Company - **None** -
- Executive committee of the Company: - **None** -
- Business relation such as: materials, products purchasing, Loan: - **None** -





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**Name – Surname** Mr. Bounterm KOMMITTAPHARB  
**Age** 67 years  
**Nationality** Lao  
**Highest Education** - Bachelor' Degree of Law University, Lao

**Work Experiences**

- Responsible for the Administration work of Justice Ministry.
- Responsible for Financial work of Faculty of Law and Political Science
- Head of Summary and Inspection Department
- Judge

**Positions**

- Member of the Board of directors and Independent Director of Souvanny Home Center Public Company

**Appointment Date**

February 19<sup>th</sup>, 2021

**Relationship**

- Holding share of SVN: - **None** -
- Being the director in competitive business or related with construction materials business - **None** -
- Relation with board of directors/ Largest shareholder/ Executive committee of the Company - **None** -
- Executive committee of the Company: - **None** -
- Business relation such as: materials, products purchasing, Loan: - **None** -

**Meeting Attendance**

Year 2019	- Board of Directors' meeting	2/2 Time
Year 2020	- Board of Directors' meeting	4/4 Time
Year 2021	- Board of Directors' meeting	4/4 Time



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OFFICE TEL: (+856-21) 415645, FAX / TEL: (+856-21) 262984 , WWW.SOUVANNY.LA



**Name – Surname** Mr. Xayphone KONGMANILA, Ph.D  
**Age** 49 years  
**Nationality** Lao  
**Highest Education** Doctor of Philosophy in Business  
Management, Graduate School for International  
Development and Cooperation, Hiroshima  
University, Japan

**Training**

- Certified Public Accountant (CPA), Ministry of Finance, Lao PDR.
- Certified Public Accountants, CPA Australia.
- Capacity Building of Accounting Profession: Institute of Singapore Chartered Accountant, Singapore.

**Work Experiences**

- Telecommunication Engineer, Lao telecom development project, Enterprise of Telecommunication Laos, Vientiane, Laos.
- Project Inspector, Project Division, Hi-Key Aircond. Technology Co., Ltd., Bangkok, Thailand.
- Marketing and Operation Manager, Kharoonroj (Laos) Co., Ltd. Vientiane, Laos.
- Lecturer of Faculty of Economics and Business Management, National University of Laos, Vientiane, Laos.
- Deputy Director of Department of Accountancy, Faculty of Economics and Business Management, National University of Laos, Vientiane, Laos
- Director of Department of Accountancy, Faculty of Economics and Business Management, National University of Laos, Vientiane, Laos

**Positions**

Member of the Board of directors and Independent Director of Souvanny Home Center Public Company

**Appointment Date**

February 19<sup>th</sup>, 2021

**Relationship**

- Holding share of SVN: - **None** -
- Being the director in competitive business or related with construction materials business - **None** -
- Relation with board of directors/Largest shareholder/Executive committee of the Company - **None** -
- Executive committee of the Company: - **None** -
- Business relation such as: materials, products purchasing, Loan: - **None**

**Meeting Attendance**

Year 2020 - Board of Directors' meeting 4/4 Time  
Year 2021 - Board of Directors' meeting 4/4 Time



## **Documents and Evidence required being 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 2021 of Souvanny Home Center Public Company, the shareholders or proxies who will attend the Meeting shall bring the invitation to the Meeting, registration form, and proxy form for the registration. **The company reserve the right to allow only the Shareholders or the proxies who have proper and complete documents to attend the Meeting.**

### **(Valid) documents and Evidence required to be presented by the shareholders or proxies to attending the Meeting**

#### **(1.) Shareholders who are natural Persons**

(1.1) Shareholders attending the Meeting themselves shall present valid documents 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).

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

- A proxy form is attached to the invitation to the Meeting, which has been duly completed and signed by the shareholders and proxy.
- A copy of the valid document of the shareholder issued by governmental authorities as specified on Item 1.1.1 which has been certified true and correct by the shareholders
- Valid document of the proxy issued by governmental authorities e.g. the identification card or passport (for foreign proxy), the evidence of name or last name change (if any)

#### **(2.) Shareholders who are juristic persons**

(2.1) Representatives of shareholders (authorized directors) attending the meeting themselves, shall present the documents as follows:

- Valid Documents of the representatives of the shareholders (authorized directors) issued by governmental authorities, e.g. the identification card or passport (for foreign representatives of the shareholder (authorized director), including the evidence of the name or last name (if any)
- Copies of Foreign Investment License (if any), the Enterprise Registration Certification (Affidavit), the Article of Association, and the Tax certificate (of the last 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 director)



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(2.2) Shareholders appoint a proxy to attend the Meeting. A proxy shall provide the documents as follows:

- A proxy form is attached to the invitation to the meeting which has been duly complete and signed by the shareholder and the proxy (authorized directors)
- Copies of Foreign Investment License ( if any) , the Enterprise Registration Certification (Affidavit), the Article of Association and the Tax certificate (of the last year) of the shareholder specifying that the representatives of the juristic person are duly authorized to represent the shareholders, which have been certified true and correct by the representatives of the shareholder (authorized directors)
- Copies of Valid documents of the representatives of shareholder (authorized directors) issued by governmental authorities, which have been certified true, and correct by the representatives of the shareholder (authorized directors)
- Valid document of the proxy issued by governmental authorities that not expire, e. g. the identification card or passport (for foreign proxy, including the evidence of the name or last name (if any)

**Remarks:** In case of the Shareholders are foreigners, please follow the instructions Item (1.) or (2.), as the case may be. If the documents are in other languages besides Lao or English, the translation is required into Lao or English and shall be certified by a person or by the representatives (authorized directors) of such foreign juristic persons.



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### 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:

- (1.) Appoint any person or one of the directors of Company to attend and vote the Meeting on the shareholders' behalf by specifying the name and details 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.) Return the duly complete proxy form to Mr. Mithxay PUEANGKARNG at Souvanny Home Center Public Company Office, Phonetong Road, Phonetongsaward Village, Chanthabuly District, Vientiane Lao PDR, Tel: (856-21) 562 497, and please deliver to the Company before **04 April 2022** 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 them shall authorize the proxy to cast the votes equaling to the same number of shares held by such shareholders, and shall not appoint only parts of the shares held by such shareholders.

### Registration

The Company will start the registration process from 1:00 p.m. in the meeting room 8<sup>th</sup> floor of Lao Securities Exchange, Phonthan Village Saysettha District, Vientiane Capital Lao PDR.

- (1.) In case of the shareholders attending the Meeting themselves
  - (1.1.) Contact the registration point and present the valid documents to identify themselves in order to attend the Meeting; and
  - (1.2.) Collect the documents from the registration and ballots for every agenda which requires votes.
- (2.) In case of the shareholders appointing the Proxy to attend the Meeting
  - (2.1.) Contact the documents verification point and present the valid documents to identify themselves in order to attend the Meeting; and
  - (2.2.) Contact the registration point and present the documents according to the (2.1) which were verified by the staffs.
  - (2.3.) Collect the documents from the registration and ballots for every agenda which requires votes. (Except for the case of proxy in which the voting has been clearly specified in the proxy form)

### Voting and Vote Counting Result

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



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- In casting votes in each agenda, the chireman will ask if anyone disapproves in order to save time for the shareholders and proxies as a whole.

If 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 at the time, the shareholders and the proxies who do not raise their ballots considered as approval in the Meeting

If no shareholder raises the ballot considered as approval the Meeting, Except for the shareholders and proxies submit their disapproval the Company will record disapproval voting

- In 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

(2.) Vote Counting Result:

- In 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
- The chairman will announce the voting result in each agenda to the meeting after the voting process in each agenda finished by separate the amount and percentage of the approval votes and the disapproval votes from the total votes. In case of the shareholders submit the disapproval ballots after the Chairman has announced the voting result of each Agenda to the Meeting, the Company will disregard such disapproval votes.



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**Attached document in agenda 1: The report of the Annual General Shareholders' Meeting for the year 2020**



ប័ណ្ណសម្រាប់ ក្រុមហ៊ុន សុវណ្ណ ម៉ូណូសេនតឺ ម៉ាតាឌី  
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**Minutes of the Annual General shareholder's Meeting Report 2020**  
**Of**  
**Souvanny Home Center Public Company**  
**("the Company" or "SVN")**

**Time and Address**

The meeting was held on 09 April 2021 at 14:00h, on the 8<sup>th</sup> Floor of the Lao Securities Exchange, Phonethanneua Village, T4 Road, Saysettha District, Vientiane Capital, Lao PDR.

**Pre-Meeting**

Mr. Ounh LASOUKANH, Chairman of Executive Council, and who is the chairman of this Annual General shareholder's Meeting 2020 reported that the meeting was attended by **32** participants who are the shareholders and **36** representatives, which totally said to be **68** persons with the total number of **149,455,100** shares or equal to **90.58** % of the company's total paid shares. This deemed the quorum is completed in accordance with the company's law and regulation. Therefore, the chairman opened the meeting and then assigned the MC to introduce the members of the Board of directors, including the relevant officials who attended the meeting which specified at the following details:

- (1.) Member of the Board of Directors who attended the meeting:
  - 1.1. Mr. Ounh LASOUKANH position: Chairman of the Board of Directors, Independent Director;
  - 1.2. Mr. Anousone OUNTAY position: Vice-Chairman of the Board of Directors
  - 1.3. Mr. Waddana SOUKHABANDITH position: Member of the Board of Directors;
  - 1.4. Mr. Bounterm KOMMITTAPHAP position: Member of the Board of Directors Independent Directors;
  - 1.5. Mr. Phannola SOUKHABANDITH position: Member of the Board of Directors;
  - 1.6. Mr. Kotsada SOUKHABANDITH position: Member of the Board of Directors,
  - 1.7. Mr. Xayphone KONGMANILA.Ph.D. position: Member of the Board of Directors, Independent Directors;
  - 1.8. Ms. Chutikan SRISAENGCHAN position: Member of the Board of Directors, and
  - 1.9. Mr. Piphop VASANAARCHASAKUL position: Member of the Board of Directors

The MC informed that Today two of Member of the Executive Council attended the meeting through video conference namely **Ms. Chutikan SRISAENGCHAN** and **Mr. Piphop VASANAARCHASAKUL** because of the COVID-19 breakout.

(2.) Relevant officials

- 2.1. Ms. Nokyoung VANNASENG Representative from PriceWaterHouseCoopers (Lao) Co., Ltd
- Ms. Ammala PHANKHAM Representative from PriceWaterHouseCoopers (Lao) Co., Ltd





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- 2.2. Mr. Bounthom FONGVILATH Representative from Souvanny Home Center Public Company;
- Mr. Lithsamone SORPHAMIXAY On the behalf of the Meeting operation committee and voting;
- 2.3. Ms. Anouvanh THAMMAVONG Representative from Lao Securities Commission, on behalf of The Head of the Monitoring Committee and Shareholder Evaluation Meeting Operation;
- 2.4. Mrs. phonethida KEOPHILAVONG Representative from Lao Securities Exchange, on behalf of the Monitoring and Evaluation Committee of Shareholders' Common Meeting;
- 2.5. Mr. Inthilath THAMAVONG the sub-shareholder of Souvanny Home Center Public Company, on behalf of the Monitoring and Evaluation Committee of Shareholders' Common Meeting.

After that, the MC reported each agenda of the meeting for that day and explained the methods of voting to the meeting attendants to recognize as following details:

(1.) **Agendas:**

- (1.1.) **Agenda 1.** To consider and adopt the Annual General Shareholders' Meeting Report 2019;
- (1.2.) **Agenda 2.** To consider and adopt the Business Operation Report and Financial Statements of the company for 2020;
- (1.3.) **Agenda 3.** To consider and adopt for Business Operation Plan of the company for 2021;
- (1.4.) **Agenda 4.** To consider and approve the Dividend Payment from the Business Operation of the company in 2020;
- (1.5.) **Agenda 5.** To consider for external auditor appointment and cost determination fee service for an audit of the external auditor in 2021;
- (1.6.) **Agenda 6.** To consider the appointment of new members of the Executive Council to replace the ones whose tenure is due;
- (1.7.) **Other issues (if any).**

(2.) **Voting:**

- One shareholder has one vote and equal to the total number of shares that the shareholder is equal to one vote.
- Regarding the voting in each Agenda, the MC would ask a question if there was a shareholder who disagreed or disapproved.
  - In case of disagreement or disapproval, please put the cross (x) and write a name and surname in the voting card for that vote on the bar code of each shareholder, which was



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distributed before the meeting by the officials and it must be raised highly until the voting card was collected by the officials in order to bring for the vote counting for that vote and the shareholder should not raise the vote card. It is deemed that only the shareholder has the resolution to agree with the proposal at the meeting.

□ If a shareholder raises the voting card, it is deemed that it was disagreed with the proposal for consideration unless the shareholder did not make a mark in Power of Attorney. It stated clearly that it would be recorded as disagreement, which would be noted by the company.

- For a shareholder who has been assigned to be a representative to attend the meeting and vote required by the shareholders as stated in the Power of Attorney, the company took the votes as stated in the Power of Attorney to record the votes in advance. When the voter's register, in order to facilitate the representatives, the representatives do not have to vote again at that meeting.

(3) Counting the vote results:

- Voting result at each agenda will be counted and it will be done based on the disagreement of the shareholders at the meeting and assigned representatives who attended the meeting, as recorded by the company in advance by deducting from the total shares of the shareholders who took part in the meeting and voted for each agenda.
- The Chairman will announce the voting result at each agenda in the meeting after each agenda is ended dividing how many votes they agreed and disagreed into the percentage (%). In case a shareholder does not agree after it is announced and acknowledged by the meeting, the company will not take such votes for counting again.

Later on, the chairman of the meeting will progress the Agenda of the meeting for the Annual General Shareholder's Meeting 2020. The meeting is reported in detail by the following Agenda:

**Agenda 1. To consider and adopt the Annual General Shareholders' Meeting Report 2019.**

The chairman of the Executive Council proposed to the meeting to consider and adopt the Annual General Shareholders' Meeting Report 2019. This meeting was attended by 50 attendants from the shareholders directly and authorized the right to the representatives of the shareholders with a number of 23 attendants and the total numbers of the attendants were 73 attendants holding shares together with the numbers of 157,449,900 shares or equal to 95.42% of the paid shares of the company. Now and therefore, the quorum deemed complete and under the company law and regulations. The meeting was progressed by the details of the Agendas as follows:

- Agenda 1. To consider and adopt the Extra-ordinary Shareholders' Meeting Report No.1 for 2019.
- Agenda 2. To consider and adopt the Business Operation Report and Financial Statements of the company for 2019.



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- Agenda 3. To consider and adopt for Business Operation Plan of the company for 2020
- Agenda 4. To consider and approved the Dividend Payment from the Business Operation of the company in 2019.
- Agenda 5. To consider for external auditor appointment and cost determination fee service for the audit of the external auditor in 2020.
- Agenda 6. To Consider appointing the Members of the Executive Council to replace who have resigned.
- Agenda 7. To consider the appointing of the Vice-Chairman of the Executive Council to replace the former Vice-Chairwoman of the Executive Council who has resigned.
- Agenda 8. To consider and approve the allowances for Member of the Executive Council of the company who attend the meeting.

In this regard, the Executive Council has carefully considered and agreed with the Annual General Shareholders' Meeting Report 2019.

After the Chairman of the Executive Council made a brief report about Agenda 1, the opportunity was opened and invited the shareholders to share the discussions and asked for the questions if there are any.

- NO questions from the shareholders.

Then, the chairman proposed to the meeting to consider and adopt the Annual General Shareholders' Meeting Report 2019. the meeting shall vote for adopting with more than half of the votes at the meeting.

After such matter was considered, the meeting voted for disagreement with 0 votes or 0% of the meeting participants and votes for agreement with **149,455,100** votes or **100%** of the meeting participants.

**Resolution:** Adopted the Annual General Shareholders' Meeting Report 2019

**Agenda 2. To consider and adopt the Business Operation Report and Financial Statements of the company for 2020.**

The chairman of the Executive Council proposed to the meeting to consider and adopt the Business Operation Report and Financial Statement of the company for 2020, which has been



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considered by the Board of Directors and audited by the external auditor. The company has disclosed the Business Operation Report and Financial Statement of the company for 2020 at the website of the company and Lao Securities eXchange (LSX) with significant contents reported by the Deputy Managing Director and Chief Financial Officer (CFO) **Mr. Phannola SOUKHABANDITH**, as follows:

The revenue of the company in 2019 was **385,643,330,947 LAK** and in 2020, the revenue of the company increased to **396,712,890,643 LAK**. It is seen that the total revenue has increased to **2.87%** compared to the revenue in 2019. Due to the company increased the groups of commodities and combining by circulation from new branches that were increasing respectively. Therefore, the net profit in 2019 was equal to **11,209,538,898 LAK** and the net profit in 2020 was equal to **12,009,457,382 LAK**. In 2019, the net profit was equal to **2.91%** and the net profit in 2020 increased to **3.03%** of the total revenue. The reason that makes the company has increased net profits is because of the revenue from sales and other revenues from the new branches respectively. At the same time, there are profits from the exchange rates that increase respectively. Regarding the balance sheet dated 31 December 2019, the total asset in the balance sheet was equal to **785,614,973,083 LAK** and the balance sheet dated 31 December 2020 was dramatic increases to **869,890,118,951 LAK**. The reason for the total asset increases due to the company extended the building construction and purchases new equipment to the new branches such as Pakse and Thakhek (Khammouane) branches are expanded. At the same time, the commodity in stock has increased in accordance with those new branch expansions. Regarding the liabilities, it decreased from **158,608,089,210 LAK** to **166,021,997,659 LAK**. The most decreased liability is trade debt and the loan from the financial institutes. On 31 December 2019, the total capital from the shareholders was **627,006,883,873 LAK** and on 31 December 2020, it increased to **703,868,121,293 LAK**. The reason is that the company has deducted the reserve fund in accordance with the law and other reserved funds for additional increases. Besides, there is also the effect of an increase in the cost of the financial statements. Regarding the accumulated profit was increased from **157,575,153,226 Kip** to **164,542,719,132 Kip**, due to the company has received increased net profit from business operation in 2020.

In this regard, the Executive Council has carefully considered and agreed with the Business Operation Report and Financial Statement of the company for 2020.

After **Mr. Phannola SOUKHABANDITH** the Deputy Managing Director and Chief Financial Officer (CFO) made a brief report about the Agenda 2, an opportunity was opened for the shareholders to share their views and ask if there are some questions.

And there were some questions from the shareholders as followings

- ❖ **The first question** from Mrs. Chanphet LUANGBANDID, a shareholder: why did the gross profit margin increase by 3,78 percent compared between the year 2019 and 2020?
  - **Answer:** the reason for the gross profit margin increased as the company's better controlling of cost namely the cost of merchandise purchase and also the cost of the delivery fee, answered by Mr. Phannola SOUKHABANDITH the Deputy Managing Director and Chief Financial Officer (CFO)
- ❖ **The Second question** from Mr. Aekkaruk RUENRANU, a shareholder: why did the product



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in the inventory increase by 17,90 percent compared with the previous years?

- **Answer:** the reason for the product in the inventory increased due to the company have expanded the new branch namely the Thakhek store, answered by Mr. Phannola SOUKHABANDITH the Deputy Managing Director and Chief Financial Officer (CFO)

Next, the chairman proposed to the meeting to consider and adopt the Business Operation Report and Financial Statements of the company for 2019. In this Agenda, the meeting shall vote for adopting with more than half of the votes at the meeting.

After such matter was considered, the meeting voted for disagreement with 0 votes or 0% of the meeting participants and votes for agreement with **149,455,100** votes or **100%** of the meeting participants.

**Resolution:** Agreed and Approved the Business Operation Report and Financial Statements of the company for 2020.

**Agenda 3. To consider and adopt for Business Operation Plan of the company for 2021**

The Chairman of the Executive Council proposed the Business Operation Plan of the company for 2021 to the meeting by the main detail of Business Operation Plan for 2021 is following to **Mr. Waddana SOUKHABANDITH**, the Managing director will explain as follows:

By 2021, the company is aiming for a 10% growth in sales compared to the previous year, Based on the assessment of internal and external environmental factors, which are still highly uncertain due to the global economy, germ epidemic, and declining orders and to achieve these goals the company will implement as following methods:

1. Develop each sales channel with customer segments of purchasing power and increase the variety of sales channels, including improving online sales channels and installation services to increase sales for the company.
2. Provide constantly new products with high quality for each customer segments of purchasing power group in order to increase customer numbers in each target group.
3. Increase the variety of famous products in the market to increase quality and reliability standards.
4. Increase the product purchase of a Private brand, in order to raise the sale potential.
5. Control the expenditure of the company with high efficiency

To achieve this growth goal and to build a long-term foundation, we have planned on the work of marketing as follows:

1. Create a customer database with deep each customer segments of purchasing power and develop the activity plan with customers, especially in wholesaler, construction companies and contractors.
2. Create sales plan promotion to each target customer group for boost sales.
3. Launch online and offline marketing campaigns to communicate marketing to the targeted group in each locality.
4. Promote social assistance through the project of "Creating smiling by Sharing" by assisting sports and educational equipment to schools in isolated areas, hospitals, blood donation to Red Cross, and disaster reliefs.



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5. Survey customer satisfaction and study needs of target customers to improve the shortcomings and promote strength of company.

Regarding the personnel, section will adapt the organizational structure to suit the changing business model and changing customer behavior. Then, Develop and give systematic training to personnel in order to apply the improved ISO-9001 Version 2015's standard, increase solving problems, and making decisions skills. Enhance personnel's skills with internal and external training and rank the staff's capacity level in order to increase the potential and advancement for them to deal with the higher position.

Regarding the organization strategy, it will be Continue on improving the store and service standards, and new product display to more meet the customers' needs. Continue to maintain the standard of the ISO-9001 VERSION 2015 better, Apply high information technology (IT) in the management system through the writing the applications. Address the customer's complaint and develop the hand-over and service.

Regarding the investment, the company will go on to construct the Seventh branch namely the SAVANNAKHET branch to be complete at the end of the year 2021. Continue to study a basic information for building the warehousing following the Lao-China Railway.

Pursuant to the Law on Enterprise, Amended No.46/Na, dated 26 December 2013, it determines the company business plan operation, which has been adopted by the shareholders' meeting. The detail based on the document is shown in Agenda 3, including the dissemination of the business operation plan of the company is announced both on the company's website and the Lao Securities eXchange (LSX)'s website.

In this regard, the Executive Council has carefully considered and adopted for Business Operation Plan of the company for 2021.

After the Chairman of the Executive Council made a brief report about the Agenda 3, the opportunity was opened and invited the shareholders to share the discussions and asked for the questions if there are any.

- No questions from the shareholders

Then, the chairman proposed to the meeting to consider and adopt the Business Operation Plan of the company for 2021. The meeting shall vote for adopting with more than half of the votes at the meeting.

After such matter was considered, the meeting voted for disagreement with 0 votes or 0% of the meeting participants and votes for agreement with **149,455,100** votes or **100%** of the meeting participants.

**Resolution:** Agreed and adopt the Business Operation Plan of the company for 2021.



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**Agenda 4. To consider and approved the Dividend Payment from the Business Operation of the company in 2020.**

The Chairman of the Executive Council informed the meeting to recognize that from the Business Operation Report and Financial Statements of the company for 2020 has been adopted by the shareholders' meeting specified in Agenda 2. It shows that in 2020, the company received the net profit from business operation results with the amount of 12,009,547,382 LAK. Based on the deduction from the reserved fund in accordance with the deducting statutory reserves and accumulated reserves with a total of 20% of the net profit, the amount remains 9,607,565,906 LAK. Now and therefore, the dividend payment is proposed to the list of the shareholders listed in Shareholder Book that closed on 09 March 2021 with 20.38 Kip/Share. The total sum of the dividend to be paid was 3,362,648,067 LAK. By calculation, the net profit is 35% after deducting statutory reserves and accumulated reserves. The date of the dividend payment is on 06 May 2021.

After Mr. Phannola SOUKHABANDITH the Deputy Managing Director and Chief Financial Officer (CFO) has reported, the opportunity was opened and invited the shareholders to share opinions and to ask the questions if any.

And there were some questions from the shareholders as followings

- ❖ **The question** from Mr. Khamphone PHILAPHAN, a shareholder: asked for more information that why the company pays the dividend at 35 percent and the next year, the dividend payment will be the same or not
- **Answer:** the reason is that the company have to use the capital to expand the new branch which is the Savannakhet Branch but the value defining of dividend payment, is agreed by the Board of the director's meeting, answered by Mr. Phannola SOUKHABANDITH the Deputy Managing Director and Chief Financial Officer (CFO)

Then, the chairman proposed to the meeting to consider and approved the Dividend Payment from the Business Operation of the company in 2020. The meeting shall vote for adopting with more than half of the votes at the meeting.

After such matter was considered, the meeting voted for disagreement with 0 votes or 0% of the meeting participants and votes for agreement with 149,455,100 votes or 100% of the meeting participants.

**Resolution:** Approved the payment of the dividend from company business operation for 2020 to the shareholders with the name list in the Shareholder Book that closed on 09 March 2021 with the rate of 20.38 Kip/share. The total sum of the dividend to be paid is 3,362,648,067 LAK. By calculation, the net profit is 35% after deducting statutory reserves and accumulated reserves. The date of the dividend payment is on 06 May 2021.

**Agenda 5. To consider for external auditor appointment and cost determination fee service for the audit of the external auditor in 2021.**

The Chairman of the Executive Council announced to the meeting that: in reference to the Revised Law on Enterprise, 46/NA, dated 26 December 2013 and Notice of the Lao Securities Exchange Management Commission Office, it describes that a registered company in Stock



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Exchange shall have the external accounting auditor, which has been adopted by the Lao Securities Exchange Management Commission Office through the agreement of the Executive Council Meeting, it proposed to have PriceWaterHouseCoopers (Lao) Sole Co., Ltd as the external accounting auditor of the company in 2021 with a total of a service charge of not more than **36,500 USD**. Due to PriceWaterHouseCoopers (Lao) Sole Co., Ltd has been the external accounting auditor of the company since the company announced a share distribution to the public, it is equipped with experience, detailed discretion, honesty with duties performance and recognized as a standardized accounting audit company, internationally trusted. For the Fee service, it is reasonable for the accounting audit work of the company with a great amount and in order to make it right, transparent, auditable, it is necessary to use the human resources, who are equipped with expertise; some of whom are from abroad.

After the chairman reported, an opportunity was opened for the shareholders to share their views and ask if there are some questions.

-No questions from the shareholders.

Then, the chairman proposed to the meeting to consider for external auditor appointment and cost determination fee service for the audit of the external auditor in 2020. The meeting shall vote for adopting with more than half of the votes at the meeting.

After such matter was considered, the meeting voted for disagreement with 0 votes or 0% of the meeting participants and votes for agreement with **149,455,100** votes or **100%** of the meeting participants.

**Resolution:** The meeting approved the appointment of PricewaterhouseCoopers (Lao) Sole Co., Ltd.) as the external accounting auditor of the company in 2021 with a free service of not more than **36,500 USD**

**Agenda 6. To consider appointing the Executive Council members whose tenure is due.**

The Chairman of the Executive Council announced to the meeting about 9 Executive Council members whose tenure is due, namely:

1. Mr. Anousone OUNTAY
2. Mr. Waddana SOUKHABANDITH
3. Mr. Phannola SOUKHABANDITH
4. Mr. Kotsada SOUKHABANDITH
5. Mr. Bounterm KOMMITTAPHAP
6. Mr. Xayphone KONGMANILA.Ph.D.
7. Ms. Chutikan SRISAENGCHAN
8. Mr. Piphop VASANAARCHASAKUL
9. Mr. Ounh LASOUKANH

At present, the Executive Council members have already performed their duties for the company for 2 years until their tenure is due in accordance with the Law on Enterprise, which is necessary to elect the new Executive Council members to continue performing the duties on behalf of the company. In this case, the shareholders are notified and an opportunity is open for all the





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shareholders who hold from 5% up to have a right to have been nominated as the new Executive Council members recently on 10 February 2021, but no shareholders or group of shareholders have nominated. Therefore, it proposes to the Executive Council Meeting to nominate individuals and consider appointing the new Executive members of the company as follows:

**Agenda 6.1. To consider appointing Mr. Anousone OUNTAY as the new Vice Chairwoman of the Executive Council**

Due to **Mr. Anousone OUNTAY** is a shareholder and beneficiary of this matter, in reference to the Article 146 (4) of the revised Law on Enterprise, ref. no. 46/NA, dated 26 December 2013, she is restricted to be voted and in order to vote fairly and transparently, she is requested to leave the meeting room temporarily.

The chairman read the profile of **Mr. Anousone OUNTAY** in details based on the documents for considering the Agenda 6.

After the chairman read the profile of **Mr. Anousone OUNTAY**, an opportunity was opened for the shareholders to share their views and ask if there are some questions.

- No question from the shareholders.

Next, the chairman proposed to the meeting to consider and adopt **Mr. Anousone OUNTAY** to be the new Vice Chairwoman of the Executive Council of the company. In this session, the meeting shall vote for adopting with more than half of the votes at the meeting.

After such matter was considered, the meeting voted for disagreement with 0 votes or 0% of the meeting participants and votes for agreement with **149,455,100** votes or **100%** of the meeting participants.

**Resolution:** The meeting agreed and approved Mrs. **Mr. Anousone OUNTAY** to be the new Vice Chairman of the Executive Council of the company for 2 years, starting from the date the Annual General Shareholder's Meeting for 2020 took place.

**Agenda 6.2 To consider appointing Mr. Waddana SOUKHABANDITH as the new Executive Council member of the company**

Due to **Mr. Waddana SOUKHABANDITH** is the Managing Director and shareholder, considered as a beneficiary of this matter, in reference to the Article 146 (4) of the revised Law on Enterprise, ref. no. 46/NA, dated 26 December 2013, she is restricted to be voted and in order to vote fairly and transparently, he is requested to leave the meeting room temporarily.

The chairman read the profile of **Mr. Waddana SOUKHABANDITH** in details based on the documents for considering the Agenda 6.

After the chairman read the profile of **Mr. Waddana SOUKHABANDITH**, an opportunity was opened for the shareholders to share their views and ask if there are some questions.

- No question from the shareholders.

Next, the chairman proposed to the meeting to consider and adopt **Mr. Waddana SOUKHABANDITH** to be the new Executive Council member of the company. In this session, the meeting shall vote for adopting with more than half of the votes at the meeting.



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After such matter was considered, the meeting voted for disagreement with 0 votes or 0% of the meeting participants and votes for agreement with **120,930,660** votes or **100%** of the meeting participants.

**Resolution:** The meeting agreed and adopted **Mr. Waddana SOUKHABANDITH** to be the new Executive Council member of the company for 2 years, starting from the date the Annual General Shareholder's Meeting for 2020 took place.

**Agenda 6.3 To consider appointing Mr. Phannola SOUKHABANDITH as the new Executive Council member of the company**

Due to **Mr. Phannola SOUKHABANDITH** is the Managing Director and shareholder, considered as a beneficiary of this matter, in reference to the Article 146 (4) of the revised Law on Enterprise, ref. no. 46/NA, dated 26 December 2013, she is restricted to be voted and in order to vote fairly and transparently, he is requested to leave the meeting room temporarily.

The chairman read the profile of **Mr. Phannola SOUKHABANDITH** in details based on the documents for considering the Agenda 6.

After the chairman read the profile of **Mr. Phannola SOUKHABANDITH**, an opportunity was opened for the shareholders to share their views and ask if there are some questions.

- No question from the shareholders.

Next, the chairman proposed to the meeting to consider and adopt **Mr. Phannola SOUKHABANDITH** to be the new Executive Council member of the company. In this session, the meeting shall vote for adopting with more than half of the votes at the meeting.

After such matter was considered, the meeting voted for disagreement with 0 votes or 0% of the meeting participants and votes for agreement with **122,610,520** votes or **100%** of the meeting participants.

**Resolution:** The meeting agreed and adopted **Mr. Phannola SOUKHABANDITH** to be the new Executive Council member of the company for 2 years, starting from the date the Annual General Shareholder's Meeting for 2020 took place.

**Agenda 6.4 To consider appointing Mr. Kotsada SOUKHABANDITH as the new Executive Council member of the company**

Due to **Mr. Kotsada SOUKHABANDITH** is the Managing Director and shareholder, considered as a beneficiary of this matter, in reference to the Article 146 (4) of the revised Law on Enterprise, ref. no. 46/NA, dated 26 December 2013, she is restricted to be voted and in order to vote fairly and transparently, he is requested to leave the meeting room temporarily.

The chairman read the profile of **Mr. Kotsada SOUKHABANDITH** in details based on the documents for considering the Agenda 6.

After the chairman read the profile of **Mr. Kotsada SOUKHABANDITH**, an opportunity was opened for the shareholders to share their views and ask if there are some questions.



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- No question from the shareholders.

Next, the chairman proposed to the meeting to consider and adopt **Mr. Kotsada SOUKHABANDITH** to be the new Executive Council member of the company. In this session, the meeting shall vote for adopting with more than half of the votes at the meeting.

After such matter was considered, the meeting voted for disagreement with 0 votes or 0% of the meeting participants and votes for agreement with **122,610,520** votes or **100%** of the meeting participants.

**Resolution:** The meeting agreed and adopted **Mr. Kotsada SOUKHABANDITH** to be the new Executive Council member of the company for 2 years, starting from the date the Annual General Shareholder's Meeting for 2020 took place.

**Agenda 6.5 To consider appointing Mr. Bounteum KOMMITTAPHAP as the new Executive Council member of the company**

The chairman read the profile of **Mr. Bounteum KOMMITTAPHAP** in details based on the documents for considering the Agenda 6.

After the chairman read the profile of **Mr. Bounteum KOMMITTAPHAP**, an opportunity was opened for the shareholders to share their views and ask if there are some questions.

- No question from the shareholders.

Next, the chairman proposed to the meeting to consider and adopt **Mr. Bounteum KOMMITTAPHAP** to be the new Executive Council member of the company. In this session, the meeting shall vote for adopting with more than half of the votes at the meeting.

After such matter was considered, the meeting voted for disagreement with 0 votes or 0% of the meeting participants and votes for agreement with **149,455,100** votes or **100%** of the meeting participants.

**Resolution:** The meeting agreed and approved **Mr. Bounteum KOMMITTAPHAP** to be the new Executive Council member of the company for 2 years, starting from the date the Annual General Shareholder's Meeting for 2020 takes place.

**Agenda 6.6 To consider appointing Mr. Xayphone KONGMANILA.Ph.D. as the new Executive Council member of the company**

The chairman read the profile of **Mr. Xayphone KONGMANILA.Ph.D.** in details based on the documents for considering the Agenda 6.

After the chairman read the profile of **Mr. Xayphone KONGMANILA.Ph.D.**, an opportunity was opened for the shareholders to share their views and ask if there are some questions.

- No question from the shareholders.

Next, the chairman proposed to the meeting to consider and adopt **Mr. Xayphone KONGMANILA.Ph.D.** to be the new Executive Council member of the company. In this session, the meeting shall vote for adopting with more than half of the votes at the meeting.



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After such matter was considered, the meeting voted for disagreement with 0 votes or 0% of the meeting participants and votes for agreement with **149,455,100** votes or **100%** of the meeting participants.

**Resolution:** The meeting agreed and approved **Mr. Xayphone KONGMANILA.Ph.D.** to be the new Executive Council member of the company for 2 years, starting from the date the Annual General Shareholder's Meeting for 2020 takes place.

**Agenda 6.7 To consider appointing Mrs. Chutikan SRISAENGCHAN as the new Executive Council member of the company**

The chairman read the profile of **Mrs. Chutikan SRISAENGCHAN** in details based on the documents for considering the Agenda 6.

After the chairman read the profile of **Mrs. Chutikan SRISAENGCHAN**, an opportunity was opened for the shareholders to share their views and ask if there are some questions.

- No question from the shareholders.

Next, the chairman proposed to the meeting to consider and adopt **Mrs. Chutikan SRISAENGCHAN** to be the new Executive Council member of the company. In this session, the meeting shall vote for adopting with more than half of the votes at the meeting.

After such matter was considered, the meeting voted for disagreement with 0 votes or 0% of the meeting participants and votes for agreement with **149,455,100** votes or **100%** of the meeting participants.

**Resolution:** The meeting agreed and adopted **Mrs. Chutikan SRISAENGCHAN** to be the new Executive Council member of the company for 2 years, starting from the date the Annual General Shareholder's Meeting for 2020 took place.

**Agenda 6.8 To consider appointing Mr. Piphop VASANAARCHASAKUL as the new Executive Council member of the company**

The chairman read the profile of **Mr. Piphop VASANAARCHASAKUL** in details based on the documents for considering the Agenda 6.

After the chairman read the profile of **Mr. Piphop VASANAARCHASAKUL**, an opportunity was opened for the shareholders to share their views and ask if there are some questions.

- No question from the shareholders.

Next, the chairman proposed to the meeting to consider and adopt **Mr. Piphop VASANAARCHASAKUL** to be the new Executive Council member of the company. In this session, the meeting shall vote for adopting with more than half of the votes at the meeting.

After such matter was considered, the meeting voted for disagreement with 0 votes or 0% of the meeting participants and votes for agreement with **149,455,100** votes or **100%** of the meeting participants.

**Resolution:** The meeting agreed and adopted **Mr. Piphop VASANAARCHASAKUL** to be the new Executive Council member of the company for 2 years, starting from the date the Annual



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General Shareholder's Meeting for 2020 took place.

**Agenda 6.9 To consider appointing Mr. Ounh LASOUKANH as the new Chairman of the Executive Council of the company**

Due to **Mr. Ounh LASOUKANH** is the chairman of the meeting and in order to make the meeting continue fairly and transparently, in consideration of this matter, the Chairman assigned the Chief Executive Officer of Souvanny Home Center Public Company, **Mr. Waddana SOUKHABANDITH** continues the meeting.

The Managing Director of the company read the profile of **Mr. Ounh LASOUKANH** in details based on the documents for considering the Agenda 6.

After the Managing Director of the company read the profile of **Mr. Ounh LASOUKANH**, an opportunity was opened for the shareholders to share their views and ask if there are some questions.

- No question from the shareholders.

Next, the Managing Director of the company proposed to the meeting to consider and adopt **Mr. Ounh LASOUKANH** to be the new Chairman of the Executive Council of the company. In this session, the meeting shall vote for adopting with more than half of the votes at the meeting.

After such matter was considered, the meeting voted for disagreement with 0 votes or 0% of the meeting participants and votes for agreement with **149,455,100** votes or **100%** of the meeting participants.

**Resolution:** The meeting agreed and adopted **Mr. Ounh LASOUKANH** to be the new Chairman of the Executive Council of the company for 2 years, starting from the date the Annual General Shareholder's Meeting for 2020 took place.

No more matters to be discussed and considered, the chairman closed the meeting at 16:00h.



(Mr. Ounh LASOUKANH)

Chairman of the Board of Directors



ບໍລິສັດ ສຸວັນນີ ໂຮມເຊັນເຕີ ມະຫາຊົນ  
SOUVANNY HOME CENTER PUBLIC COMPANY

PHONETONGSAVAT RD, BAN PHONETONGSAVAT, CHANTHABULY DISTRICT, VIENTIANE CAPITAL LAO P.D.R  
OFFICE TEL: (+856-21) 415645, FAX / TEL: (+856-21) 262984 , WWW.SOUVANNY.COM

**It has been validated by:**

(Mr. Waddana SOUKHABANDITH)  
Member of the Board of Directors /CEO

(Mr. Phannola SOUKHABANDITH )  
Member of the Board of Directors /CFO



ບໍລິສັດ ສວັນນີ ໂຮມເຊັນເຕີ ມະຫາຊົນ  
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**Attached document in agenda 2: The Company's financial statement for the year 2021**

SOUVANNY HOME CENTER PUBLIC COMPANY

STATEMENT OF FINANCIAL POSITION  
FOR THE YEAR ENDED 31 DECEMBER 2021

	Notes	2021 LAK	2020 LAK
<b>Assets</b>			
<b>Current assets</b>			
Cash and cash equivalents	6	3,285,274,048	3,734,536,186
Trade and other receivables, net	7	12,497,867,185	11,221,223,619
Inventories, net	8	289,175,467,358	244,475,544,506
Other current assets	9	7,159,850,423	7,373,681,890
<b>Total current assets</b>		<b>312,118,459,014</b>	<b>266,804,986,201</b>
<b>Non-current assets</b>			
Property, plant and equipment, net	10	637,484,068,573	603,046,157,185
Intangible assets, net	11	41,679,842	38,975,565
<b>Total non-current assets</b>		<b>637,525,748,415</b>	<b>603,085,132,750</b>
<b>Total assets</b>		<b>949,644,207,429</b>	<b>869,890,118,951</b>



Waddana SOUKHABANDITH  
Chief Executive Officer  
Date: 18 February 2022

Phannola SOUKHABANDITH  
Chief Financial Officer  
Date: 18 February 2022



SOUVANNY HOME CENTER PUBLIC COMPANY

STATEMENT OF FINANCIAL POSITION  
FOR THE YEAR ENDED 31 DECEMBER 2021

	Notes	2021 LAK	2020 LAK
<b>Liabilities</b>			
<b>Current liabilities</b>			
Bank overdraft and short-term borrowings	13	85,686,567,355	85,933,290,928
Trade and other payables	12	59,803,233,466	43,605,028,476
Current portion of long-term borrowings	13	13,820,250,486	9,068,667,781
Profit tax payable	14	4,066,651,565	740,792,797
Deposits from customers	15	2,129,487,607	1,130,450,932
Other current liabilities	16	14,747,214,631	16,545,347,976
<b>Total current liabilities</b>		<b>180,253,405,110</b>	<b>157,023,578,890</b>
<b>Non current liabilities</b>			
Long-term borrowings from financial institution	13	9,671,632,212	8,998,418,768
<b>Total non current liabilities</b>		<b>9,671,632,212</b>	<b>8,998,418,768</b>
<b>Total liabilities</b>		<b>189,925,037,322</b>	<b>166,021,997,658</b>
<b>Equity</b>			
Share capital			
Authorised share capital			
Ordinary shares 165 million shares at par value of LAK 2,000	17	330,000,000,000	330,000,000,000
Issued and paid-up share capital			
Ordinary shares 165 million shares at par value of LAK 2,000		330,000,000,000	330,000,000,000
Premium on share capital		24,735,724,722	24,735,724,722
Retained earnings			
Appropriated - legal reserve	18	8,440,875,640	5,973,926,973
Appropriated - other reserve	18	8,190,875,640	5,723,926,973
Unappropriated		180,915,608,468	164,542,719,132
Translation adjustments		207,436,085,637	172,891,823,493
<b>Total equity</b>		<b>759,719,170,107</b>	<b>703,868,121,293</b>
<b>Total liabilities and equity</b>		<b>949,644,207,429</b>	<b>869,890,118,951</b>



Waddana SOUKHABANDITH  
Chief Executive Officer  
Date: 18 February 2022

Phannola SOUKHABANDITH  
Chief Financial Officer  
Date: 18 February 2022

The accompanying notes on pages 12 to 30 are an integral part of financial information.

SOUVANNY HOME CENTER PUBLIC COMPANY

STATEMENT OF INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2021

	Notes	2021 LAK	2020 LAK
Revenue from sales		455,188,800,941	396,712,890,643
Cost of sales	19	(358,083,962,107)	(326,144,236,331)
<b>Gross profit</b>		<b>97,104,838,834</b>	<b>70,568,654,312</b>
Other incomes		1,541,717,834	2,112,328,028
Selling expenses	19	(35,015,267,862)	(31,813,074,596)
Administrative expenses	19	(31,639,110,135)	(28,552,983,777)
Finance costs		(4,989,577,589)	(4,684,273,425)
Foreign exchange gain/(loss), net		1,610,145,798	5,076,201,776
<b>Profit before income tax expense</b>		<b>28,612,746,880</b>	<b>12,706,852,318</b>
Income tax expense	20	(3,943,260,210)	(697,394,936)
<b>Net profit for the year</b>		<b>24,669,486,670</b>	<b>12,009,457,382</b>

Earnings per share

Basic earnings per share	150	73
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Waddana SOUKHABANDITH  
Chief Executive Officer  
Date: 18 February 2022

Phannola SOUKHABANDITH  
Chief Financial Officer  
Date: 18 February 2022

The accompanying notes on pages 12 to 30 are an integral part of financial information.

SOUVANNY HOME CENTER PUBLIC COMPANY

STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2021

	Notes	Issued and paid-up ordinary shares		Premium on share capital	Legal reserve	Other reserve	Unappropriated retained earnings		Translation adjustments	Total equity
		LAK	LAK				LAK	LAK		
<b>Opening balance 1 January 2020</b>		330,000,000,000	24,735,724,722	4,772,981,235	4,522,981,235	157,575,153,226	105,400,043,455	627,006,883,873		
Legal reserve		-	-	1,200,945,738	-	(1,200,945,738)	-	-		
Other reserve		-	-	-	1,200,945,738	(1,200,945,738)	-	-		
Net profit for the year		-	-	-	-	12,009,457,382	-	12,009,457,382		
Dividend paid	21	-	-	-	-	(2,640,000,000)	-	(2,640,000,000)		
Translation adjustments		-	-	-	-	-	67,491,780,038	67,491,780,038		
<b>Ending balance 31 December 2020</b>		<b>330,000,000,000</b>	<b>24,735,724,722</b>	<b>5,973,926,973</b>	<b>5,723,926,973</b>	<b>164,542,719,132</b>	<b>172,891,823,493</b>	<b>703,868,121,293</b>		
<b>Opening balance 1 January 2021</b>		330,000,000,000	24,735,724,722	5,973,926,973	5,723,926,973	164,542,719,132	172,891,823,493	703,868,121,293		
Legal reserve		-	-	2,466,948,667	-	(2,466,948,667)	-	-		
Other reserve		-	-	-	2,466,948,667	(2,466,948,667)	-	-		
Net profit for the year		-	-	-	-	24,669,486,670	-	24,669,486,670		
Dividend paid	21	-	-	-	-	(3,362,700,000)	-	(3,362,700,000)		
Translation adjustments		-	-	-	-	-	34,544,262,144	34,544,262,144		
<b>Ending balance 31 December 2021</b>		<b>330,000,000,000</b>	<b>24,735,724,722</b>	<b>8,440,875,640</b>	<b>8,190,875,640</b>	<b>180,915,608,468</b>	<b>207,436,085,637</b>	<b>759,719,170,107</b>		



Waddana SOUKHABANDITH  
Chief Executive Officer  
Date: 18 February 2022

Phannola SOUKHABANDITH  
Chief Financial Officer  
Date: 18 February 2022

SOUVANNY HOME CENTER PUBLIC COMPANY

STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED 31 DECEMBER 2021

	Notes	2021 LAK	2020 LAK
<b>Cash flow from operating activities:</b>			
Net profit before income tax for the year		28,612,746,880	12,706,852,318
Adjustments for:			
Depreciation	10	18,280,657,823	16,947,511,588
Amortisation	11	26,848,512	43,159,625
(Gain)/Loss from disposes of property, plant and equipment		(26,915,457)	(11,657,267)
(Gain)/Loss on exchange rate		(507,670,338)	(3,545,406,395)
Interest expense		4,989,577,589	4,684,286,868
Inventories provision		73,117,833	39,528,134
Trade and other receivables provision		588,643,401	374,657,127
Allowance for sale return		130,957,064	102,605,704
Operating profit before working capital changes		52,167,963,307	31,341,537,702
Changes in operating assets and liabilities			
- Trade and other receivables		(1,454,749,302)	6,258,775,324
- Inventories		(32,972,704,626)	(14,988,004,227)
- Other current assets		569,744,061	1,625,047,249
- Trade and other accounts payable		12,501,743,628	(6,172,300,403)
- Deposits from customers		944,472,113	155,415,983
- Other current liabilities		(2,756,303,782)	(3,692,671,662)
Cash generated from operations		29,000,165,399	14,527,799,966
Interest paid		(4,830,017,364)	(4,643,196,115)
Income tax paid	14	(699,394,936)	(325,885,700)
Net cash used in operating activities		23,470,753,099	9,558,718,151
<b>Cash flows from investing activities :</b>			
Purchases of plant and equipments		(22,689,529,359)	(11,051,303,440)
Purchases of computer software		(28,511,654)	(7,960,427)
Proceeds from disposals of property, plant and equipments		125,517,385	140,789,700
Net cash used in investing activities		(22,592,523,628)	(10,918,474,167)



Waddana SOUKHABANDITH  
Chief Executive Officer  
Date: 18 February 2022

Phannola SOUKHABANDITH  
Chief Financial Officer  
Date: 18 February 2022

SOUVANNY HOME CENTER PUBLIC COMPANY

STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED 31 DECEMBER 2021

Notes	2021 LAK	2020 LAK
<b>Cash flows from financing activities :</b>		
Proceeds from short-term borrowing	405,638,543,748	373,688,462,850
Repayment on borrowings from bank	(405,480,357,342)	(374,492,428,216)
Dividend paid	(3,362,700,000)	(2,640,000,000)
	<u>(3,204,513,594)</u>	<u>(3,443,965,366)</u>
Net cash used in financing activities	(3,204,513,594)	(3,443,965,366)
<b>Net decrease in cash and cash equivalents</b>		
Cash and cash equivalent at the beginning of the year	3,734,536,186	3,740,207,940
Effect of exchange rate changes on cash and cash equivalent	1,877,021,985	4,798,049,628
	<u>3,285,274,048</u>	<u>3,734,536,186</u>
<b>Cash and cash equivalent at the end of the year</b>	<b>3,285,274,048</b>	<b>3,734,536,186</b>
<b>Significant non-cash items</b>		
Other payables from purchases of plant and equipment	1,591,866,396	554,738,341
Interest payable	159,560,225	41,090,752



Waddana SOUKHABANDITH  
Chief Executive Officer  
Date: 18 February 2022

Phannola SOUKHABANDITH  
Chief Financial Officer  
Date: 18 February 2022



## Attached document in agenda 3: The Company's business plan for the year 2022

### 1 Sales Plan of the Year 2022

By 2022, the company is aiming for a 10% growth in sales compared to the previous year, Based on the assessment of internal and external environmental factors, which are still highly uncertain due to the global economy, germ epidemic, and declining orders and to achieve the goal the company will implement as following methods:

- 1.1 Provide new products with high quality and respond to customer needs for each segment more to increase sales.
- 1.2 Provide products from the factory with low cost and have form D and E to decrease cost.
- 1.3 Develop installation and service after sales to be more efficient.
- 1.4 Link both offline and online sales together, currently, we are developing the system to integrate both offline and online sales to increase sales.
- 1.5 Integrate three main sales channels such as general customer, project customer, wholesale customer, and study customers' need for each segment to increase sales.
- 1.6 Develop products delivery to customer with right and faster.

### 2 Marketing Plan of the Year 2022

To achieve this growth goal and to build a long-term foundation, we have planned on the work of marketing as follows:

- 2.1 Create a memory of SOUVANNY brand through advertising of online and offline Media namely public billboards, Facebook pages and other.
- 2.2 Advertising more quality and benefit of products through online and offline media.
- 2.3 Promote social assistance through the project of 'Sharing for smiling' by assisting hospitals, sports and educational equipment to schools in isolated areas, blood donation to Red Cross, and disaster reliefs.
- 2.4 Survey customer satisfaction and study needs of target customers to improve the shortcomings and promote strength of company.
- 2.5 Develop platform and advertise on the online and offline channels to communicate to the targeted group in each locality.
- 2.6 Create sales promotion to each target customer group for boosting sales.

### 3 Develop Management Plan of the Year 2022

- 3.1 Continue on improving the store and service standards, and new product display to more meet the customers' needs.
- 3.2 Continue to maintain the standard of the ISO-9001 VERSION 2015 better.
- 3.3 Apply high information technology (IT) in the management system through the writing the applications.

### 4 Human Resource Plan of the Year 2022

- 4.1 Develop and give systematic training to personnel in order to apply the improved ISO-9001 Version 2015's standard, increase solving problems, and making decisions skills.
- 4.2 Enhance personnel's skills with internal and external training and rank the staff's capacity level



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in order to increase the potential and advancement for them to deal with the higher position.

- 4.3 Improve Organizational structure following changing of business models and customer behavior and develop personnel to get an understanding of coordinate to new structure relied on changing customers group in the market.

## 5 Investment Plan of the Year 2022

- 5.1 Continue to study a basis information for building the warehousing following the Lao-China Railway.
- 5.2 Expand 4 new branches from 2022 to 2025.



**Attached document in agenda 6: Brief biography of Board director members**

**Number 1**

**Name-Surname**

Mr. Somchith INTHAMITH

**More details**

Please look at biography of independent Director to the authority of shareholders

**Number 2**

**Name-Surname**

Mr. Xayphone KONGMANILA,Ph.D

**More details**

Please look at biography of independent Director to the authority of shareholders

**Number 3**

**Name-Surname**

Mr. Waddana SOUKHABANDITH

**Age**

56 Years

**Nationality**

Lao

**Highest Education**

Master of Management, Mahasarakham University, Thailand

**Work Experiences**

Chief Executive Officer of Souvanny Home Center Public Company

**Positions**

Member of the Board of Directors and Chief Executive Officer of Souvanny Home Center Public Company

**Appointment Date**

February 19<sup>th</sup>, 2021

**Number 4**

**Name-Surname**

Mr. Bounterm KOMMITTAPHARB

**More details**

Please look at biography of independent Director to the authority of shareholders

**Number 5**

**Name-Surname**

Mr. Phannola SOUKHABANDITH

**Age**

53 Years

**Nationality**

Lao

**Highest Education**

Master of Management, Mahasarakham University, Thailand

**Work Experiences**

Chief Financial Officer of Souvanny Home Center Public Company

**Positions**

Member of the Board of Directors and Chief Financial Officer of Souvanny Home Center Public Company

**Appointment Date**

February 19<sup>th</sup>, 2021





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**Number 5**

**Name-Surname** Mr. Kotsada SOUKHABANDITH  
**Age** 50 Years  
**Nationality** Lao  
**Highest Education** Master of Management, Khonkaen University, Thailand  
**Work Experiences** Chief Operating Officer of Souvanny Home Center Public Company  
**Positions** Member of the Board of Directors and Chief Operating Officer of Souvanny Home Center Public Company  
**Appointment Date** February 19<sup>th</sup>, 2021

**Number 7**

**Name-Surname** Mrs. Khamkhai LORVANXAY  
**Age** 44 Years  
**Nationality** Lao  
**Highest Education** Bachelor of Business Administration, Settha Business Administration College, Laos  
**Work Experiences** Purchasing Manager of Souvanny Home Center Public Company  
**Positions** Member of the Board of directors of Souvanny Home Center Public Company  
**Appointment Date** February 18<sup>th</sup>, 2022

**Number 8**

**Name-Surname** Ms. Chutikan SRISAENGCHAN  
**Age** 53 Years  
**Nationality** Thai  
**Highest Education** Master of Business Administration, Khonkaen University, Thailand  
**Positions** Member of the Board of Directors of Souvanny Home Center Public Company  
Deputy Chief Executive Officer of Financial and Accounting of Siam Global House PCL  
**Appointment Date** February 19<sup>th</sup>, 2021

**Number 9**

**Name-Surname** Mr. Piphop VASANAARCHASAKUL  
**Age** 52 Years  
**Nationality** Thai  
**Highest Education** Bachelor's Degree of humanities, kasetsart University, Thailand  
**Positions** Member of the Board of Directors of Souvanny Home Center Public Company



បំណិន ស៊ុវ៉ានី ណែមឡើងពិ មះហាឌី  
SOUVANNY HOME CENTER PUBLIC COMPANY

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OFFICE TEL: (+856-21) 415645, FAX / TEL: (+856-21) 262984 , WWW.SOUVANNY.LA

**Appointment Date**

Deputy Chief Executive Officer- Business Development of Siam  
Global House PCL  
February 19<sup>th</sup>, 2021



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SOUVANNY HOME CENTER PUBLIC COMPANY

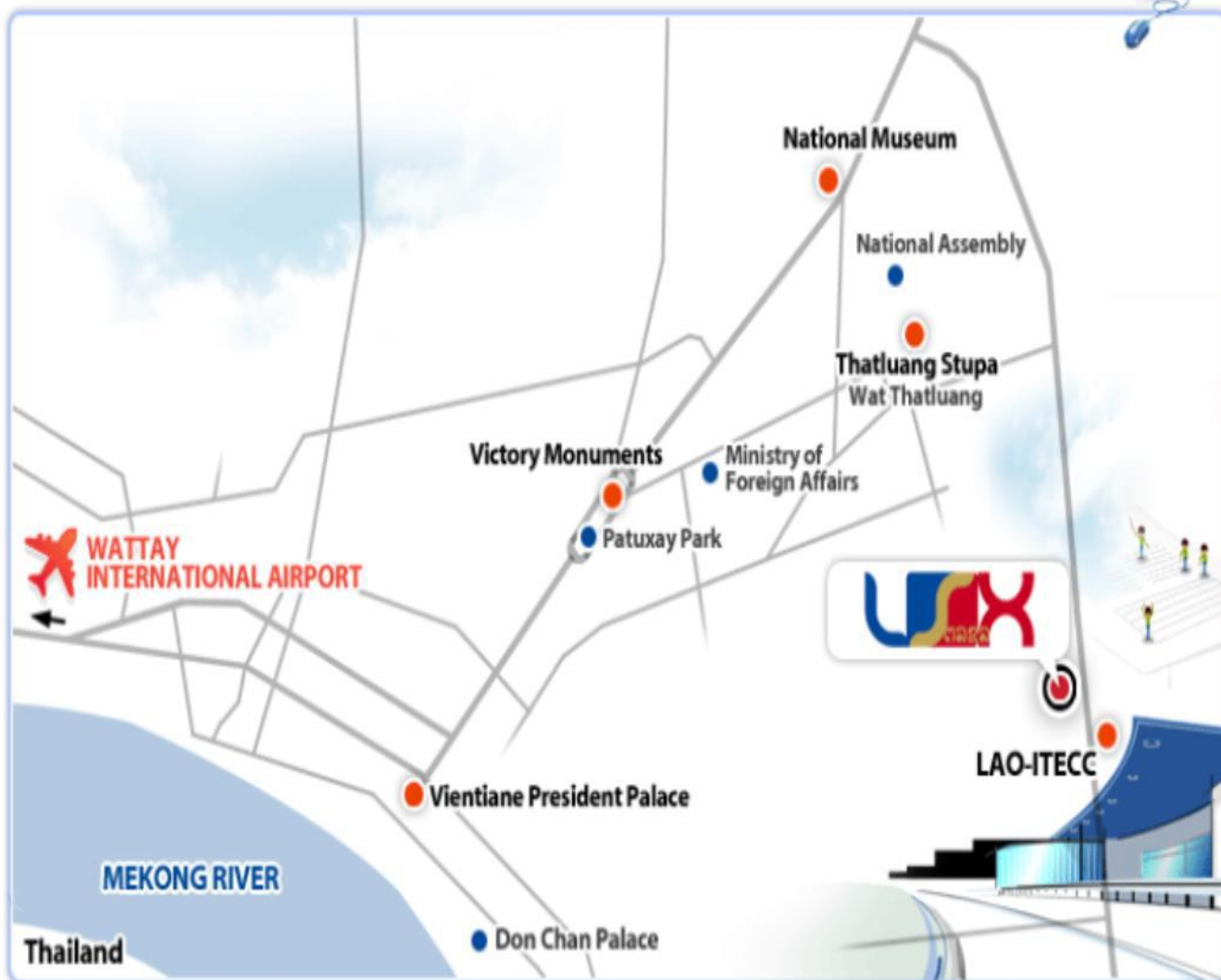
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Map of meeting venue

Lao Securities Exchange(LSX) Building , 4th floor Phonthan Neua Village, T4 Road, Saysettha District,  
Vientiane Capital City. Lao P.D.R  
P.O Box: 3373

Tel: + 856 - 21 - 454361-4

Fax : + 856 - 21 - 454360





## **The measures to prevent the germ of COVID-19 from holding the meeting**

1. We set the screening point before entering the meeting room, all participants' temperature must not exceed 37.5 degrees and must wear a clean mask, and then they are able to join the meeting.
2. We will prepare the handwashing gel at the screening, register point, and in the meeting room.
3. The seating for the chairmanship, the board members, the committee of the monitoring and evaluation of the meeting, the secretariat, and the shareholders must be 2 meters apart.