REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
The SEC Headquarters
7907 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209, Metro Manila

COMPANY REG. NO. CS201718692

CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION

KNOW ALL PERSONS BY THESE PRESENTS:

THIS IS TO CERTIFY that the Amended Articles of Incorporation of the

NexGen Energy Corp.

(Amending Articles II Primary Purpose, IV [term of existence], VI & VII thereof)

copy annexed, adopted on February 5, 2024 by majority vote of the Board of Directors and by the vote of the stockholders owning or representing 100% of the outstanding capital stock, and certified under oath by the Corporate Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on this date pursuant to the provision of Section 15 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019, and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing/lending company and time shares/club shares/membership certificates issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at The SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, Philippines, this 23rd day of April, Twenty Twenty Four.

DANIEL P. GABUYO
Assistant Director
SO Order 1188 Series of 2018

BA/bds

COVER SHEET

SEC Registration Number

C	S	2	0	1	7	1	8	6	9	2

COMPANY NAME

NEXGEN RENEWABLE ENERGY CORP.

PRINCIPAL OFFICE *(No. / Street / Barangay / City / Town / Province)*

3RD FLR JTKC CENTRE, 2155 CHINO ROCES AVE., PIO DEL PILAR, MAKATI CITY

Form Type	Department requiring the report	Secondary License Type, If Applicable

COMPANY INFORMATION

Company's email Address	Company's Telephone Number	Mobile Number

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)

CONTACT PERSON INFORMATION

The designated contact person *MUST* be an Officer of the Corporation

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number

CONTACT PERSON's ADDRESS

NOTE 1 : In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirthy (30) calendar days from the occurance thereof with information and complete contact details of the new contact person designated.

2 : All Boxes must be properly and completely filled-up. Failure to do so shall cause the delay in updating the corporation's records with

AMENDED

ARTICLES OF INCORPORATION

OF

NEXGEN ENERGY CORP.

(FORMERLY JUST SOLAR CORP.)

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned incorporators, all Filipinos, of legal age and all of whom are residents of the Republic of the Philippines, have this day voluntarily associated together for the purpose of forming a corporation under the laws of the Philippines.

AND WE CERTIFY THAT-

FIRST: The name of the Corporation shall be

NEXGEN ENERGY CORP.

SECOND. That the purpose or purposes for which such corporation is incorporated are: (As amended by the majority vote of the members of the Board of Directors and at least 2/3 of the stockholders of the capital stock during the Joint Special Meeting held on 5 February 2024 at the principal office address of the Corporation.)

PRIMARY PURPOSE

To carry on the business of exploring, developing and utilizing renewable energy resources, such as but not limited to biomass, biogas, hydropower, wind, solar energy, including operating, managing, maintaining and rehabilitating solar energy systems, including bulk procurement, marketing and setting up of arrangements and brokerage of the same solar energy systems as necessary for the generation , transmission, distribution and sale and delivery of electricity to domestic, commercial, industrial users or distribution companies, and the acquisition and/or lease of franchises from private and/or government entities and such other rights and activities incidental thereto, or for the purpose set for therein.

That the purposes stated above shall remain the same, and no changes shall be made for a period of seven (7) years following its public listing in the Philippine Stock Exchange (the "Exchange")." (As amended by the majority vote of the members of the Board of Directors and at least 2/3 of the stockholders of the capital stock during the

Joint Special Meeting held on 5 February 2024 at the principal office address of the Corporation.)

SECONDARY PURPOSES

1. To purchase, subscribe for, or otherwise acquire and own, hold, use, sell, assign, transfer mortgage, pledge, exchange or otherwise dispose of real and personal property of every kind and description including but not limited to land, buildings, condominium units, shares of stock, bonds, debentures, notes, evidences of indebtedness and other securities, contracts or obligations of any corporation or corporations, association or associations, domestic or foreign, and to pay therefore, stocks, bonds, debentures or notes, evidences of indebtedness or other securities, contracts or obligations, to receive, collect and dispose of the interest, dividends and income arising from such property and to possess and exercise in respect thereof, all the rights, powers and privileges of ownership, including all voting powers on any stocks so owned, provided, however, that nothing herein shall be construed to authorize the corporation to engage in the business of an investment company or an investment house.

2. To own, acquire, lease, operate or manage bodegas, warehouses and storage houses for the purpose of storing, keeping, preserving, stockpiling, buying, selling or disposing of all kinds of products, including construction and building supplies, raw materials, parts, accessories and any others merchandise dealt with by the corporation.

3. To purchase or otherwise acquire, sell, lease, convey, mortgage, encumber and otherwise deal with any property or interest therein, or assessment, right or privilege over and in respect of any real or personal property as may be now or hereafter be permitted by law and as may be reasonably necessary to enable it to carry out the purposes for which the Corporation is organized.

4. To purchase, exchange, lease, hire, grant or otherwise acquire and to use, exercise, sell, assign and grant the absolute interest in and to any license or sub-license, certificate of authority, letters, patent, patent rights, inventions, improvements, processes, designs, copyrights, trademarks and trade names and to engage in such operations, manufacturing or selling activities as authorized by the above license, rights or patents.

5. To purchases, acquire, own, lease, sell and convey machineries, equipment and other personal properties as may be necessary or incidental to the conduct of the corporate business and to pay in cash, shares of its capital stocks and debentures and other evidences of indebtedness or other securities as may be deemed expedient for nay business or properties acquired by the corporation.

6. To accept appointments as factors, agents, representative, consigned, indenters, dealers or distributors for any person, company, firm, association or manufacturer of any goods, wares, merchandise and commodities of all kinds and products, natural or artificial of the Philippines or other countries which are or may become articles of commerce.

7. To the extent allowed by law, to borrow or raise money for not more than nineteen (19) lenders including its stockholders for any of the purposes of the Corporation and from time to time, to draw , make or accept, indorse, execute and issued promissory notes or drafts, bills of exchange, warrants , bonds, debentures and other negotiable or non-negotiable instruments and other evidences of indebtedness and to secure the payment thereof and of the interest therein by mortgage or pledge, conveyance of assignment in trust of the whole or any part of the property of the Corporation , whether at the time owned or thereafter acquired and to sell, pledge or otherwise dispose of such bonds or other obligations of the Corporation for its corporate purposes.

8. To acquire by purchase or otherwise and to receive, hold, own and guaranty, sell and assign, exchange, transfer, mortgage, pledge or dispose or any of the shares of the capital stock , scrip, warrants, rights, bonds, debentures, notes, trust receipts and other securities, obligations, chooses in actions and evidence of indebtedness or of the interest issued or created by syndicates, associations, firms, trusts or persons, public or private or by the Government of the Republic of the Philippines or by any foreign government or by any territory, province, municipalities or other political subdivision or instrumentalities thereof, or by any government agency and as owner thereof, to possess and exercises all the rights, powers and privileges of ownership including the right to execute contracts and to do any and all acts and things necessary for the preservation, protection, improvement and enhancement of the value thereof, but in no case shall the Corporation act as dealers of brokers of securities.

9. To carry on the business of owning, developing, operating and maintaining as well as utilizing other sources of energy, including but not limited to oil, coal, petroleum, bunker, diesel, or combined renewable-non-renewable systems and facilities, and putting up, owning, operating and maintaining the appropriate bunker, diesel, coal, etc. and hybrid plants and facilities.

THIRD: That the place where the principal office of the corporation is to be established is at 3rd Floor JTKC Centre, 2155 Don Chino Roces Ave., Brgy. Pio del Pilar, Makati City, Philippines without prejudice to the opening or maintenance of branches or correspondent or representative offices in or outside the Republic of Philippines as the exigencies of the business or operations of the Corporation may require from to time.

FOURTH: That the Corporation shall exist perpetually. (As amended by the majority vote of the members of the Board of Directors and at least 2/3 of the stockholders of the capital stock during the Joint Special Meeting held on 5 February 2024 at the principal office address of the Corporation.)

FIFTH: The names, nationalities, and addresses of the incorporators of the Corporation are as follows:

NAMES	NATIONALITY	ADDRESSES
DEXTER Y. TIU	Filipino	3rd Flr. JTKC Centre, 2155 Don Chino Roces Ave., Makati City
MARK C. CANETE	Filipino	237 Apitong St., Ayala Alabang

GERTIM G. CHUAHIONG	Filipino	31 Guava Road, Malabon City
JOHNSON A. SANHI JR.	Filipino	1439 Ibarra St., Sampaloc , Manila
ERIC Y. ROXAS	Filipino	26 Castrillo St., Corinthian Gardens, Quezon City

SIXTH: That the number of directors of the corporation shall be eight (8) and the names, nationalities, and addresses of the first directors of the Corporation who are to serve as such until their successors are duly elected and qualified as provided in its By-Laws are as follows: (As amended by the majority vote of the members of the Board of Directors and at least 2/3 of the stockholders of the capital stock during the Joint Special Meeting held on 5 February 2024 at the principal office address of the Corporation.)

NAMES	NATIONALITY	ADDRESSES
DEXTER Y. TIU	Filipino	3F JTKC Centre, 2155 Don Chino Roces Ave., Makati City
MARK C. CANETE	Filipino	237 Apitong St., Ayala Alabang
GERTIM G. CHUAHIONG	Filipino	31 Guava Road, Malabon City
JOHNSON A. SANHI JR.	Filipino	1439 Ibarra St., Sampaloc Manila
ERIC Y. ROXAS	Filipino	26 Castrillo St., Corinthian Gardens, Quezon City

SEVENTH: That the authorized capital stock of the corporation is TWO HUNDRED MILLION (P 200,000,000.00) Pesos in lawful money of the Philippines, divided into TWO BILLION (2,000,000,000) shares of stock with a par value of TEN CENTAVOS (P.10) each. (As amended during the joint special meeting of the Board of Directors and Stockholders held 31 May 2023, at Makati City, Metro Manila)

No stockholders of any class shall be entitled to any pre-emptive right to purchase, subscribe for, or receive any part of the shares of the Corporation, whether issued from its unissued capital, increase in its authorized capital or its treasury stock." (As amended by the majority vote of the members of the Board of Directors and at least 2/3 of the stockholders of the capital stock during the Joint Special Meeting held on 5 February 2024 at the principal office address of the Corporation.)

EIGHTH: That at least twenty five percent (25%) of the authorized capital stock above stated have been subscribed as follows:

NAME	NATIONALITY	No. of Subscribed		Amount Subscribed
PURE ENERGY HOLDINGS CORPORATION	Filipino	12,499,995	P	12,499,995.00
DEXTER Y. TIU	Filipino	1		1.00
MARK C. CANETE	Filipino	1		1.00

JOHNSON A. SANHI JR.	Filipino	1		1.00
GERTIM G. CHUAHIONG	Filipino	1		1.00
ERIC Y. ROXAS	Filipino	1		1.00
TOTAL		**12,500,000**	**P**	**12,500,000.00**

The Corporation shall comply with the lock-up requirement provided under the Listing Rules of the Philippine Stock Exchange, Inc., as may be amended from time to time, subject to any waiver or exemption that may be granted by the Exchange in respect of such lock-up requirement." (As amended by the majority vote of the members of the Board of Directors and at least 2/3 of the stockholders of the capital stock during the Joint Special Meeting held on 5 February 2024 at the principal office address of the Corporation.)

NINTH: That at least twenty five percent (25%) of the total subscription has been paid as follows:

NAME	NATIONALITY	Subscribed/ Paid in		Amount Paid Up
PURE ENERGY HOLDINGS CORPORATION	Filipino	12,499,995	P	12,499,995.00
DEXTER Y. TIU	Filipino	1		1.00
MARK C. CANETE	Filipino	1		1.00
JOHNSON A. SANHI JR.	Filipino	1		1.00
GERTIM G. CHUAHIONG	Filipino	1		1.00
ERIC Y. ROXAS	Filipino	1		1.00
TOTAL		**12,500,000**	**P**	**12,500,000.00**

TENTH: That **DEXTER Y. TIU** has been elected by the subscribers as treasurer of the Corporation to act as such until his successor is duly elected and qualified in accordance with the by-laws; and that as such Treasurer-in-Trust, he has been authorized to receive for and in the name and do the benefit of the corporation, all subscriptions paid in by the subscribers;

ELEVENTH: No transfer of stock or interest which would reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the proper books of the corporation and this restriction shall be indicated in all the stock certificates issued by the corporation;

TWELVTH: - That the corporation manifests its willingness to change its corporate name in the event another person, firm or entity has acquired prior right to use the firm name or one deceptively or confusingly similar to it.

IN WITNESS WHEREOF, we have set our hands this 24th day of MAY 2017 at Makati City, Philippines.

ORIGINAL SIGNED

NOTARY PUBLIC

ATTY. GERVACIO B. ORTIZ JR.
NOTARY PUBLIC CITY OF MAKATI
UNTIL DECEMBER 31, 2018
IBP NO. 65155 LIFETIME MEMBER
MCLE COMPLIANCE NO. V-000693-4
APPOINTMENT NO. M-104 (2017-2018)
PTR NO. 5909514 JAN. 3, 2017
MAKATI CITY ROLL NO. 40091
101 URBAN AVE. CAMPUS RUEDA BLDG.
BRGY. PIO DEL PILAR, MAKATI CITY