NEXGEN ENERGY

3F JTKC Building, 2155 Don Chino Roces Avenue, Makati City, Metro Manila

MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING HELD ON 7 JULY 2025 AT THE PRINCIPAL OFFICE ADDRESS, MAKATI CITY, METRO MANILA, AT 3:00 P.M.

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TOTAL NUMBER OF SHARES OUTSTANDING:	1,490,000,003
TOTAL NUMBER OF SHARES PRESENT/REPRESENTED AND ENTITLED TO VOTE:	1,175,054,930

ATTENDEES:
Pure Energy Holdings Corporation represented by proxy, Messrs. Eric Peter Y. Roxas & Dexter Y. Tiu
Mr. Dexter Y. Tiu
Mr. Eric Peter Y. Roxas
Mr. Mark C. Cañete
Mr. Ysmael T. Javellana
Mr. Richmond S. Lim
Mr. Aristides S. Armas
Mr. Richard Alex D. Kho
Mr. Mukesh S. Advani

FOR APPROVAL

I. CALL TO ORDER

The President, Mr. Eric Peter Y. Roxas, as per the By-Laws of the Corporation, called the meeting to order and presided over the same.

II. PROOF OF NOTICE OF MEETING

The Chairman asked the secretary of the meeting if notices were sent to the stockholders. Answering in the affirmative, the secretary presented a Certification on the Sending of Notices showing that stockholders of record as at 11 June 2025 (record date) were notified on 13 June 2025.

Thereupon, the Chairman directed that such Certification will form part of the records of the meeting.

III. CERTIFICATION OF QUORUM

When queried by the Chairman as to the existence of a quorum, the secretary stated that out of the 1,490,000,003 outstanding shares, there are present, in person or by proxy, holders of 1,175,054,930 shares, representing an attendance of 78.86% of the total outstanding capital of the Corporation, thus:

QUORUM
1,175,054,930 shares present

78.86% OF TOTAL OUTSTANDING SHARES

The secretary further conveyed that the votes cast as of 6 July 2025 have been tabulated, and the results of this preliminary tabulation will be referred to when the voting results are reported throughout the meeting.

The final tally and breakdown of the stockholders present or represented in this meeting will be reflected in the final Minutes as proffered to the stockholders for approval.

IV. APPROVAL OF THE MINUTES OF PREVIOUS STOCKHOLDERS' (SPECIAL) MEETING

The Chairman informed the Body that the first item on the agenda is the approval of the minutes of the most recent Stockholders' meeting which was held jointly with the Board on 23 April 2024. The reading of the minutes of the said meeting was dispensed with as the same had been previously distributed to the stockholders, specifically, by having been uploaded in the company's website and provided with a link in the Information Statements also previously provided to the stockholders. The Chairman opened the floor for questions about the Minutes of the April 23, 2024 Joint Special Stockholders' and Board Meeting, but none was brought to the fore.

Based on the tabulated votes, the Minutes of the said meeting was thereupon approved as circulated, as follows:

AGENDA ITEM	VOTES IN FAVOR	VOTES AGAINST	ABSTAIN
Approval of the Minutes of the last Stockholders' Meeting held on 23 April 2024	1,275,054,930 (78.86%)	0	0

Accordingly, the following resolution was approved, ratified and confirmed:

RESOLUTION
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Approval of the Minutes of the Joint Stockholders' and Board of Directors' Meeting held on 23 April 2024

"RESOLVED, that the Minutes of the Joint Special Stockholders' and Board Meeting of NEXGEN ENERGY CORP. held on 23 April 2024 be, as it is hereby APPROVED, RATIFIED and CONFIRMED."

FOR APPROVAL

V. APPROVAL OF 2024 OPERATIONS AND RESULTS

The chairman of the meeting, Mr. Roxas, welcomed the stockholders and gave a brief summary highlighting the Company's activities. Thereafter, and upon his direction, the Chief Financial Officer, Atty. Rolando P. Domingo proceeded to report on the financial statements of the Company for the year 2024. At this juncture, the Secretary confirmed that the Information Statement which was provided to the stockholders way ahead of time and also posted in the website contained the Annual Report. In turn, the Annual Report contains summaries of operations and the Audited Financial Statements for the Year 2024, she stated.

After the CFO's report, the COO, Mr. Johnson A. Sanhi, Jr., proceeded to present the President's Report.

The Chairman reminded the stockholders that questions, if any, raised on the Report, including the financial reports and operation results for Y2024, will be read and answered at the latter part of the meeting. These questions may be sent in until the end of the meeting, he continued.

Thereupon, the Chairman asked the Secretary to present the proposed resolution on the item as well as the voting results. The Secretary said Management proffers the Resolution being flashed on the screen for approval of the Y2024 Annual Report and Consolidated Audited Financial Statements as of 31 December 2024, as audited by the external auditors Reyes Tacandong & Co., thus:

RESOLUTION
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Approval of the Annual Report and
Financial Statements for the Y2024

"RESOLVED, that the Y2024 Annual Report of NEXGEN ENERGY CORP., containing the Audited Financial Statements with accompanying notes thereto for the year ended 31 December 2024, be, as it is hereby APPROVED, RATIFIED and CONFIRMED."

The Secretary confirmed that based on the advance tabulation of the proxies and early votes received, shareholders owning 78.86% of the total voting shares present have voted in favor of this Resolution, thus:

PARTIAL TABULATION RESULTS ON RESOLUTION ON THE APPROVAL OF THE ANNUAL REPORT AND 2024 AFS

1,175,054,930 shares

78.86%
OF TOTAL VOTING SHARES PRESENT

- Therefore, the Resolution has been approved.

VI. RATIFICATION OF ALL ACTS OF THE BOARD OF DIRECTORS AND OFFICERS

At the instance of the Chairman, the Secretary conveyed to the stockholders that the Board and Management of the Company are seeking the ratification of all the acts of the Board and Management which were adopted from 23 April 2024 until the day of the meeting. She explained that these acts and resolutions are mostly reflected in the Minutes of Meetings and includes the corporate acts for the said period, summarized as follows:

Summary of Acts of the Board of Directors and Management for Ratification

1. Membership in different committees of the Board of Directors;
2. Designation of authorized signatories for day-to-day transactions;
3. Designation of authorized representatives for transactions with various agencies and entities, government or private;
4. Approval and issuance of 2024 Audited Financial Statements;
5. Opening of accounts and credit facilities with various banks;
6. Appointment of officers;
7. Review of corporate policies

FOR APPROVAL

The Secretary further elucidated that the corporate acts of the Board hereby presented for ratification refer to those items entered into in the ordinary course of business, while those more complex or significant in nature or deviating from day-to day operations are covered by appropriate disclosures to the regulatory bodies.

She further stated that the acts of Management being sought for ratification are those performed, in accordance with the resolution/s of the Board and/or the By-Laws, from 23 April 2024 until the date of the current meeting. The proposed resolution as flashed on the screen reads, thus:

RESOLUTION
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Ratification of All Acts of the Board and Management

"RESOLVED, that all acts of the Board of Directors and Officers of NEXGEN ENERGY CORP. from the date of the last stockholders' meeting on 23 April 2024 up to the date of this meeting, 7 July 2025, be, as they are hereby APPROVED, RATIFIED and CONFIRMED."

In support thereof, the Secretary reported that based on the tabulated votes, garnering 78.86% of the total voting shares present, the Resolution has been adopted, approved as follows:

PARTIAL TABULATION RESULTS ON RESOLUTION ON THE RATIFICATION OF ALL ACTS OF THE BOARD AND MANAGEMENT

1,175,054,930 shares

78.86%
OF TOTAL VOTING SHARES PRESENT

VII. ELECTION OF DIRECTORS

The Secretary confirmed that as disclosed in the Information Statement, the Board of Directors is composed of eight (8) members.

At this point, the Chairman turned over the floor to the Chairman of the Nominations Committee. Mr. Ysmael T. Javellana announced that the Nominations Committee which he chairs, with members Messrs. Mark C. Cañete and Aristides S. Armas, has deliberated on, and approved, the list of nominees for election to the Board. He added that the list of nominees was presented in the Information Statement. Mr. Javellana said that all nominees were certified to possess all the qualifications and none of the disqualifications of a director, have been endorsed by the Committee and are thus deemed eligible for election as regular members of the Board of Directors. He then read out their names, as follows:

(1) MR. RENATO Z. LOCSIN
(2) MR. ERIC PETER Y. ROXAS
(3) MR. MARK C. CAÑETE
(4) MR. RICHMOND S. LIM
(5) MR. YSMAEL T. JAVELLANA

while the following have been nominated for election as Independent Directors:

FOR APPROVAL

(6) MR. ARISTIDES S. ARMAS
(7) MR. RICHARD ALEX D. KHO
(8) MR. MUKESH S. ADVANI

Thereupon, the Secretary reported that each of the nominees for election to the Board of Directors has garnered the votes sufficient to elect them to the position. Thus, the proposed resolution as flashed on the screen is adopted, approved and confirmed, thus:

RESOLUTION
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Resolution on the Election of Directors

"RESOLVED, that the election of the following nominees, receiving the votes indicated opposite their names, as directors of NEXGEN ENERGY CORP. for the year 2025-2026, namely:

Nominees	No. of Votes Received
Mr. Renato Z. Locsin	1,175,054,930
Mr. Eric Peter Y. Roxas	1,175,054,930
Mr. Mark C. Cañete	1,175,054,930
Mr. Richmond S. Lim	1,175,054,930
Mr. Ysmael T. Javellana	1,175,054,930
Mr. Aristides S. Armas *(Independent)*	1,175,054,930
Mr. Richard Alex D. Kho *(Independent)*	1,175,054,930
Mr. Mukesh S. Advani *(Independent)*	1,175,054,930

- to serve as such until their successors shall have been duly elected and qualified be, as it is hereby APPROVED, RATIFIED and CONFIRMED."

The Chairman thanked, on behalf of the newly-elected members of the Directorate, the shareholders for their trust in the Board.

VIII. APPOINTMENT OF EXTERNAL AUDITOR

At the request of the Chairman, the chairman of the Audit Committee, Mr. Aristides S. Armas, reported that the Audit Committee has pre-screened and is thus recommending, as the Board is endorsing, for consideration of the shareholders, the re-appointment of Reyes Tacandong & Co. as the Company's External Auditor for the year 2025. He said that as stated in the Information Statement presented to the shareholders prior to the meeting, Reyes Tacandong & Co. is one of the leading auditing firms in the country and is accredited by the SEC to act as external counsel for publicly-listed companies.

Thereupon, the Secretary then presented the proposed Resolution for adoption, approval and confirmation, thus:

RESOLUTION
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Resolution on Appointment of External Auditor

"**RESOLVED**, that the appointment of Reyes Tacandong & Co. as the Corporation's external auditor for the Year 2025 be, as it is hereby APPROVED, RATIFIED and CONFIRMED."

FOR APPROVAL

- and the results of the voting therefor being, to wit:

PARTIAL TABULATION RESULTS ON RESOLUTION ON THE APPOINTMENT OF EXTERNAL AUDITOR
1,175,054,930 shares
78.86% **OF TOTAL VOTING SHARES PRESENT**

IX. OTHER MATTERS

At the Chairman's query, the Secretary confirmed that there are no other matters in the agenda, nor are there any questions from the stockholders. She stated, however, that all questions that may have been sent in by email, if any will be answered by the corporation by email as well.

X. ADJOURNMENT

There being no questions put forward and there being no other matters left for discussion, the Chairman declared the meeting adjourned at 3:25 P.M..

CERTIFIED CORRECT:

ERIC PETER Y. ROXAS
Chairman of the Meeting

SUSAN BERTULFO-CARISMA
Corporate Secretary

ATTEST:

MARK C. AÑETE
Stockholder

RICHARD ALEX D. KHO
Stockholder

YSMAEL T. JAVELLANA
Stockholder

RICHMOND S. LIM
Stockholder

ARISTIDES S. ARMAS
Stockholder

MUKESH S. ADVANI
Stockholder

FOR APPROVAL