NEXGEN ENERGY

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

MINUTES OF THE JOINT SPECIAL MEETING OF THE STOCKHOLDERS AND THE BOARD OF DIRECTORS HELD ON 23 APRIL 2024 AT THE PRINCIPAL OFFICE ADDRESS, MAKATI CITY, METRO MANILA, AT 4:10 P.M.

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| TOTAL NUMBER OF SHARES OUTSTANDING: | 1,190,000,003 |
| TOTAL NUMBER OF SHARES PRESENT/REPRESENTED AND ENTITLED TO VOTE: | 1,190,000,003 |

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. Renato Z. Locsin
Mr. Mark C. Cañete

## I. CALL TO ORDER AND CERTIFICATION OF QUORUM

The Chairman, Mr. Locsin, called the meeting to order and presided over the same.

The Corporate Secretary, Susan Bertulfo-Carisma, certified that the stockholders representing 100% of the outstanding capital stock and a majority of the members of the Board of Directors are in attendance, thus, a quorum exists for the transaction of business. She then proceeded to record the minutes of the meeting.

## II. APPROVAL OF 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 previous joint special Stockholders' and Board meeting held on 26 February 2024. Upon motion duly made and seconded, the reading of the minutes of the said meeting was dispensed with as the same had been previously distributed to the stockholders. The Chairman opened the floor for questions about the Minutes of the February 26, 2024 Joint Special Stockholders' and Board Meeting but none were raised.

The Minutes of the said meeting was thereupon approved as circulated, with the Stockholders and the majority members of the Board, unanimously voting as follows:

| AGENDA ITEM | VOTES IN FAVOR | VOTES AGAINST | ABSTAIN |
|---|---|---|---|
| Approval of the Minutes of the last Stockholders' Meeting | 1,190,000,003 (100%) | 0 | 0 |

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

RESOLUTION
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Approval of Minutes of the Previous Joint Meeting

"RESOLVED, that the Minutes of the Joint Special Stockholders' and Board Meeting of NEXGEN ENERGY CORP. held on 26 February 2024 be, as it is hereby APPROVED, RATIFIED and CONFIRMED."

## III. ELECTION OF INDEPENDENT DIRECTORS

| AGENDA ITEM | VOTES IN FAVOR | VOTES AGAINST | ABSTAIN |
|---|---|---|---|
| Election of Independent Directors | 1,190,000,003 (100%) | 0 | 0 |

As there were no questions raised concerning the second item in the agenda for action and determination, and upon motion duly made and seconded, the following resolution was duly approved, ratified and confirmed, thus:

RESOLUTION
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Election of Independent Directors

"RESOLVED, that on the strength and by virtue of the approval by the Securities & Exchange Commission (SEC) of the increase in the number of directors from five (5) to (8), and in consonance with the corporate governance practices adopted in the Corporation's manual, the election of the following individuals, as independent directors of the Corporation, namely:

ARISTIDES S. ARMAS
RICHARD ALEX D.KHO
MUKESH S. ADVANI

be, as it is hereby APPROVED, RATIFIED and CONFIRMED;

RESOLVED, FURTHER, that compliance with the applicable reportorial requirements, including the filing of the pertinent General Information Sheet (GIS) with the Securities & Exchange Commission, be, as it is hereby APPROVED, RATIFIED and CONFIRMED."

## IV. ADJOURNMENT

There being no other matters left for discussion, and upon motion duly made and seconded, the Chairman declared the meeting adjourned at 4:32 P.M..

CERTIFIED CORRECT:

**RENATO Z. LOCSIN**
Chairman/Stockholder

**SUSAN BERTULFO-CARISMA**
Corporate Secretary