NEXGEN ENERGY

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

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS HELD ON 24 FEBRUARY 2025 AT THE PRINCIPAL OFFICE ADDRESS, MAKATI CITY, METRO MANILA, AT 11:00 A.M.

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 three out of five members of the Board of Directors are in attendance and, thus, a quorum exists for the transaction of business. She then proceeded to record the minutes of the meeting.

II. APPROVAL OF RESOLUTION

Upon motion duly made and seconded, the following resolution was duly approved, ratified and confirmed, thus:

BOARD RESOLUTION

In re Opening of Account with AUB

"RESOLVED, that the opening and management of account (the "Account") with the ASIA UNITED BANK and/or any of its branches (the "Bank"), be, as it is hereby APPROVED, RATIFIED and CONFIRMED;

RESOLVED, FURTHER, that with respect to the Account, the designation of the following individuals with their corresponding specimen signatures, as the duly authorized representatives and signatories, with authority to deposit, withdraw, endorse and negotiate checks, and exercise all such other rights and responsibilities under such Account, thus:

NAME	DESIGNATION	SPECIMEN SIGNATURE
Renato Z. Locsin	Chairman	_____;
Eric Peter Y. Roxas	President/CEO	_____;
Dexter Y. Tiu	Authorized Representative	_____;
Johnson A. Sanhi, Jr.	Authorized Representative	_____;

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

RESOLVED FURTHER, that the authority of the above-named representatives/signatories, specifically any TWO (2) of them, JOINTLY, to apply for and access the Corporation's account through the Bank's electronic banking services such as internet banking and mobile banking systems in as far as the following transactions are concerned, thereby waiving the dual signature requirement for Corporate Account:

1. Account History Inquiry
2. Account Balance Inquiry

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

"**RESOLVED FINALLY**, that all foregoing authorities shall remain in full force and effect unless revoked by a subsequent certification from the Corporate Secretary, duly notarized and actually received by the Bank at its office wherein the account/s of the Corporation is/are then maintained, setting forth a resolution to that effect, certified to have been adopted by the Board of Directors of the Corporation; provided that such subsequent certification shall not be effective with respect to any exercise of any of the foregoing authorities granted herein prior to the receipt thereof, nor with respect to any checks or other instruments for the payment of money or withdrawal of funds dated prior to the date of such certification but presented to the bank after receipt of the same; provided, further, that the Bank is hereby authorized at all times to rely upon the latest certification received by it when so certified by the Corporate Secretary of the Corporation; and that the Corporation shall hold the Bank free and harmless from any liability or claim arising from the Bank's reliance on said written notice of certification".

BOARD RESOLUTION

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In re Opening of Account with Security Bank Corporation

"RESOLVED, that the opening and management of account (the "Account") with the Security Bank Corporation and/or any of its branches (the "Bank"), be, as it is hereby APPROVED, RATIFIED and CONFIRMED;

RESOLVED, FURTHER, that with respect to the Account, the designation of the following individuals with their corresponding specimen signatures, as the duly authorized representatives and signatories, with authority to deposit, withdraw, endorse and negotiate checks, and exercise all such other rights and responsibilities under such Account, thus:

NAME	DESIGNATION	SPECIMEN SIGNATURE
Renato Z. Locsin	Chairman	_____;
Eric Peter Y. Roxas	President/CEO	_____;
Dexter Y. Tiu	Authorized Representative	_____;
Johnson A. Sanhi, Jr.	Authorized Representative	_____;

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

"RESOLVED, FURTHERMORE, that the deposit of all moneys, checks, or other funds of this Corporation in the Bank and that until otherwise ordered, the authority of the Bank to make payments from the funds or allow withdrawal therefrom in case of savings accounts upon and according to and by way of withdrawal slips, in either case executed by any TWO (2) of the following:

NAME	DESIGNATION	SPECIMEN SIGNATURE
Renato Z. Locsin	Chairman	_____;
Eric Peter Y. Roxas	President/CEO	_____;
Dexter Y. Tiu	Authorized Representative	_____;
Johnson A. Sanhi, Jr.	Authorized Representative	_____;

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

RESOLVED, FURTHERMORE, that the receipt by the Bank for deposit or collection of any items purporting to be endorsed in the name of the Corporation; the honor and payment by the Bank of all such checks, drafts, notes, or other negotiable papers endorsed to or signed by this Corporation, as aforesaid, including checks drawn to cash or bearer or to the individual order of any officer of this Corporation, without inquiry as to whether the same be drawn or required for this Corporation's business or benefit with all such payments being charged to the Corporation's account; the authority of the above-mentioned signatory/ies to designate or further authorize a representative to receive the proceeds of funds withdrawn from the Corporation's account and to perform clerical matters pertaining to the account, such as but not limited to claiming passbooks (if applicable), returned checks, requested documents or evidence of transactions; and ratification and approval of all that the Bank may do or cause to be done by virtue hereof, be, as they are hereby APPROVED, RATIFIED and CONFIRMED;

"RESOLVED, FURTHERMORE, that the authority of the above-mentioned signatories to apply for and obtain from the Bank, in the name of the Corporation, any of its banking services such as Telebanker and Mobilebanker Products, enroll the corporate bank account(s) in Fund Transfer Facilities (Security Check Protector, Security Maximizer and Security Scheduler), and obtain such other services including, but not limited to, Deposit Pick Up, Cash Delivery and Bills Payment Services, under such terms and conditions as are or may be required by the Bank; to apply for, invest in and/or obtain from the Bank any of its Treasury Products such as, but not limited to, Fixed Income Security, Money Market, Foreign Exchange, and Derivatives (hereinafter referred to as banking/treasury transactions) in the name of the Corporation, subject to such terms and conditions and collateral agreements, if any, as are or may be required by the Bank, consistent with the risk management techniques and systems which the Corporation has in place, sufficient to manage and monitor the risk that the Corporation will take in engaging in derivative transactions, be, as it is hereby APPROVED, RATIFIED and CONFIRMED;

"RESOLVED, FURTHERMORE, that the authority of said signatories to invest its funds in any one of the Treasury products managed, invested, administered and/or operated by the Bank / SBC – Treasury Group and any and all documents and papers as may be necessary with respect to the investment of the Corporation such as but not limited to the issuance of proper written instructions be, as it is hereby APPROVED, RATIFIED and CONFIRMED;

"RESOLVED, FURTHERMORE, that the authority of said signatories to renew, roll-over, amend, revise, convert or substitute, as may be necessary and/or applicable, the above-mentioned deposits, placements, investments, banking/treasury transactions and other banking services, and to execute, sign and deliver any and all such agreements, contracts and other documents as are or may be necessary to implement the foregoing authorities be, as it is hereby APPROVED, RATIFIED and CONFIRMED;

"RESOLVED, FURTHERMORE, that the authority of the Bank to send the system-generated electronic Statement of Account (eSOA) relating to the Corporation's current, savings, and other deposit account, loan or credit accommodations, and all other services and facilities of SBC availed of by the Corporation, via electronic mail ("e-mail") to the e-mail address/es hereinbelow designated by the Corporation for this purpose:

NAME OF EMPLOYEE	E-MAIL ADDRESS
ROSANNA DESIDERIO	rosanna.desiderio@pureenergy.com.ph

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

"RESOLVED, FURTHERMORE, that the authority of the above-named signatories, specifically any TWO (2) of them, to approve the transactions effected through the DigiBanker Online Trade and Supply Chain Finance Services facility of Security Bank Corporation, and to execute, sign and deliver any and all such agreements, contracts and other documents as are or may be necessary to avail of the Letter(s) of Credit or Supply Chain Financing with the Bank and implement the foregoing authorities be, as it is hereby APPROVED, RATIFIED and CONFIRMED;

"RESOLVED, FURTHERMORE, that the authority of the above-named signatory/ies to designate officers who will be assigned as the System Administrator Maker and System Administrator Check for Security Bank Digibanker with such authority to create and assign users who may have access to the Security Digibanker and their corresponding access levels, be, as it is hereby APPROVED, RATIFIED and CONFIRMED;

"RESOLVED, FURTHERMORE, that for all check issuances of the Corporation through the Bank's check cutting services, the authority of the above-named signatories to use the wet or printed signatures in the form and manner appearing beside their names above, be, as it is hereby APPROVED, RATIFIED and CONFIRMED;

"RESOLVED, FURTHERMORE, that any of the aforesaid transactions implemented or effected prior to the issuance of this Resolution be, as they are hereby APPROVED, RATIFIED and CONFIRMED and held to be valid acts of the Corporation;

"RESOLVED, FINALLY, that the foregoing resolutions which are consistent and in accord with the corporation's Articles of Incorporation, By-Laws and Policies and the specimen signatures are authentic and belong to the designated signatories, shall continue and remain in full force and effect until repealed and/or amended by subsequent resolutions of the Board of Directors and appropriate copies thereof served upon and received by the Bank."

III. ADJOURNMENT

There being no other matters left for discussion, and upon motion duly made and seconded, the Chairman declared the meeting adjourned at 11:30 A.M..

CERTIFIED CORRECT:

RENATO Z. LOCSIN
Chairman

SUSAN BERTULFO-CARISMA
Corporate Secretary

ATTEST:

ERIC PETER Y. ROXAS
Director

MARK C. CAÑETE
Director

RICHMOND S. LIM
Director

YSMAEL T. JAVELLANA
Director

ARISTIDES S. ARMAS
Independent Director

RICHARD ALEX D. KHO
Independent Director

MUKESH S. ADVANI
Independent Director