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 14 MAY 2024 AT THE PRINCIPAL OFFICE ADDRESS, MAKATI CITY, METRO MANILA, AT 4:10 P.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 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 RESOLUTION

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

RESOLUTION
==========
Filing of Registration Statement
in re Public Offering of Shares

"RESOLVED, that the filing and submission by the Corporation of a Registration Statement (RS) with the Securities & Exchange Commission (SEC) in connection with the initial public offering of up to 300,000,000 primary common shares with an over-allotment option of up to 45,000,000 secondary common shares of the Corporation, and the disclosures made therein, be, as it is hereby APPROVED, RATIFIED and CONFIRMED;

RESOLVED, FURTHER, that the designation of the President, MR. ERIC PETER Y. ROXAS and the Chief Financial Officer, MR. ROLANDO P. DOMINGO, as Authorized Representatives, and as such their power and authority to sign, singly or jointly, execute, and deliver the RS and all other pertinent papers and instruments to effectuate the acts and transactions herein authorized and/or contemplated, be, as it is hereby APPROVED, RATIFIED and CONFIRMED;

RESOLVED, FINALLY, that the approval of the disclosures set forth in the RS, including the annexes, amendments and supplements thereto, and assumption by the Board of Directors of the Corporation of liability for all the information contained therein, be, as it is hereby APPROVED, RATIFIED and CONFIRMED."

III. 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

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