

**MINUTES OF THE 2025 ANNUAL STOCKHOLDERS' MEETING
OF BASIC ENERGY CORPORATION¹**

**HELD AT THE GRAND SALON, GRAND HYATT MANILA
ON JULY 23, 2025 AT 3:00 P.M.**

STOCKHOLDERS PRESENT/REPRESENTED:

Total Shares Issued and Outstanding	14,668,643,064
Total Number of Shares	10,358,177,542
Present/Represented ²	
Percentage of Attendance	70.6144%

DIRECTORS PRESENT:

Manuel Z. Gonzalez	Vice Chairman
Oscar L. de Venecia, Jr.	Vice Chairman
Luisito V. Poblete	Director
Beatrice Jane L. Ang	Director
Jaime J. Martirez	Director
Ma. Rosette Geraldine L. Oquias	Director
Alberto Emilio V. Ramos	Director
Kim S. Jacinto-Henares	Independent Director
Andres B. Reyes, Jr.	Independent Director
Josefina Patricia A. Magpale-Asirit	Independent Director

ADVISORY BOARD:

Reynaldo T. Casas
Ramon L. Mapa

ALSO PRESENT:

Alain S. Pangan
Darius A. Marasigan
Angel P. Gahol
Gwyneth S. Ong
Dominique P. Pascua
Angel P. Gahol
Marie Claudine B. Bernas
Ana Kristabella A. Amano

¹ This draft shall be subject to stockholders' approval in the next stockholders' meeting.

² Based on the certification issued by the Corporation's stock transfer agent, Professional Stock Transfer, Inc., on the total number of shares represented in person and by proxies.

PROCEEDINGS

I. CALL TO ORDER

The Chairwoman, Ms. Kim S. Jacinto-Henares, called the Annual Stockholders' Meeting to order. The Corporate Secretary, Ms. Gwyneth S. Ong, recorded the minutes of the proceedings.

II. CERTIFICATION OF NOTICE OF MEETING AND EXISTENCE OF QUORUM

The Chairman asked the Corporate Secretary whether notices of the annual meeting of the stockholders had been sent to the Corporation's stockholders. The Corporate Secretary replied that notices for the 2025 Annual Stockholders' Meeting, were published The Philippine Star and Business World on July 1 and July 2, 2025, pursuant to Securities and Exchange Commission (SEC) Notice dated March 13, 2023 which provided listed companies with the alternative mode of distribution of notices of stockholders meetings. The notice was also posted on the Corporation's website and at the Philippine Stock Exchange (PSE) EDGE.

The Corporate Secretary certified that, based on the certification issued by the Corporation's stock transfer agent, Professional Stock Transfer, Inc., present for the meeting were stockholders, in person or by proxy, holding a total of 10,358,177,542 shares, equivalent to 70.6144% of the outstanding issued and subscribed shares of stock of the Corporation. The Corporate Secretary thereafter certified that there was a quorum.

III. APPROVAL OF THE MINUTES OF THE STOCKHOLDERS' MEETING HELD ON SEPTEMBER 18, 2024

The Chairwoman proceeded to the next item on the agenda, which was the approval of the minutes of the 2024 Annual Stockholders' Meeting held on September 18, 2024. She reminded the attendees that the minutes were posted on the Corporation's website and summarized in the Definitive Information Statement. The Chairwoman paused to take questions from the stockholders. With no questions posed, a motion was made and duly seconded to approve the minutes of the 2024 Annual Stockholders' Meeting held on September 18, 2024.

Upon request by the Chairwoman, the Corporate Secretary presented the results of voting for the approval of the minutes:

No. of Shares Present / Represented	10,358,177,542
No. of Votes Approving	10,358,177,542
No. of Votes Disapproving	0
No. of Votes Abstaining	0
Percentage Approving	100%

Accordingly, stockholders owning 10,358,177,542 or 100% of the total number of voting shares present and represented at the meeting, approved the Minutes of the Stockholders' Meeting held on September 18, 2024. The Chairwoman, having deemed that more than a majority of shares present and represented voted for the approval, officially declared that the minutes was approved.

IV. PRESENTATION OF THE 2024 ANNUAL REPORT WITH HIGHLIGHTS OF THE 2024 CONSOLIDATED AUDITED FINANCIAL STATEMENTS

The Chairwoman then gave the floor to the Chief Executive Officer, Mr. Oscar L. de Venecia Jr., to present his report on the Corporation's operations in 2024 and the programs and prospects for 2025.

A. The Financial Report

Mr. de Venecia began his report with the financial highlights of the Corporation:

1. Consolidated Balance Sheet

Consolidated Balance Sheet (in million pesos)			
	2024	2023	Inc.(Dec.)
Total Assets	33,248.65	29,794.66	3,453.99
Total Liabilities	25,952.68	22,266.49	3,686.18
Total Equity	7,295.97	7,528.17	(232.19)

Mr. de Venecia informed the stockholders that the total consolidated assets of the Company amounted to PHP 33.25B, comprising of PHP27.51B in current assets and PHP5.73B in noncurrent assets. Total liabilities amounted to PHP25.95B, with PHP24.96B in current liabilities and PHP988.12M in noncurrent liabilities. Stockholders' equity was PHP7.3B, including PHP3.97B attributable to the Corporation's parent company. He noted that the Corporation's current ratio of 1.10:1 and solvency ratio of 1.28:1 demonstrate the Corporation's financial stability.

2. Consolidated Income Statement

Consolidated Income Statement (in million pesos)			
	2024	2023	Inc.(Dec.)
Revenue	47,956.13	64,073.56	(16,117.43)
Gross Profit	1,175.70	1,583.30	(407.60)
Other Income	812.43	450.87	361.56
Expenses	2,044.31	1,920.87	123.44
Net Income (Loss)	28.64	99.59	(70.95)
Comprehensive Income (Loss)	32.41	84.41	(54.43)

Mr. de Venecia informed the stockholders that total revenues for the year reached PHP47.96B, which was driven primarily by returns from mid-stream oil interests and service income of the Corporation. Cost of sales and services amounted to PHP46.78B, yielding a gross profit of PHP1.18B. Operating expenses stood at PHP2.04B, attributable to the Corporation's investments in project development, regulatory compliance, and pre-construction activities vital to Corporation's growth. According to Mr. de Venecia, these expenses included general and administrative costs of PHP1.05B and finance costs of PHP993.38M.

Mr. de Venecia further informed the stockholders that the Corporation also recognized PHP7.48M as the Corporation's share in the net income of associates and a joint venture, alongside interest income of PHP142.46M and other income of PHP662.48M. Net income for the year was PHP28.64M, with total comprehensive income amounting to PHP32.4M. According to Mr. de Venecia, these figures align with the Corporation's expectations for this early-stage expansion period.

B. The Operations Report

Mr. de Venecia then proceeded with his report on the operations of the Corporation.

WIND ENERGY PROJECTS

1. Mabini Wind Power Project

Mr. de Venecia began his operations report with the Corporation's flagship onshore wind project, the Mabini Wind Energy Project in Batangas. According to Mr. de Venecia, the Mabini Wind Energy Project has completed its wind resource assessment and permitting stages. Preliminary engineering design and feasibility studies are ongoing, and early results indicate strong potential for scale and viability. The initial phase of the project is expected to generate 50 MW of clean energy capacity, translating to approximately 199 GWh annually. According to Mr. de Venecia, this is enough to serve around 61,400 households. He further reported that the Corporation is in the final stages of securing the interconnection agreement with NGCP and such is expected to be concluded within the current quarter.

Mr. de Venecia informed the stockholders that the Mabini Wind Energy Project is being developed under a 50/50 joint venture with Renova, a publicly listed renewable energy company in Japan with a proven track record in the development and operation of wind and solar assets across Asia. According to him, the Corporation's partnership with Renova is built on a shared vision of advancing clean energy solutions through complementary strengths. He added that Renova contributes significant technical expertise, engineering proficiency, and deep operational experience in managing large-scale renewable assets. The Corporation, on the other hand, brings robust local market insight, regulatory navigation, and community engagement capabilities to the table. According to Mr. de Venecia, this collaboration symbolizes the Corporation's approach to forging meaningful and strategic partnerships. It not only enhances the bankability and scalability of the Corporation's wind projects but also affirms the confidence of international players in

the strength of Basic Energy's platform and potential. As a final note on the project, Mr. de Venecia informed the stockholders that the Corporation targets commercial commissioning by the second half of 2028.

2. Panay (Onshore) Wind Energy Power Project

Mr. de Venecia continued his report by discussing the developments in the Panay Wind Energy Project, located in San Joaquin, Iloilo. He reported that this initiative is currently in the pre-development stage, with preparatory activities. The Corporation has engaged technical consultants for the deployment of a meteorological mast. According to him, this mast will be supported by advanced remote sensing technology such as LIDAR. Mr. de Venecia also informed the stockholders that preliminary studies suggest that the site could support an installed capacity of between 155 MW and 194 MW, to be directly connected to the main grid. To facilitate this, the Corporation has secured an Offer-of-Service from NGCP for the conduct of a System Impact Study on May 11, 2025, and according to him, the preliminary result looks very positive.

SOLAR ENERGY PROJECTS

Mr. de Venecia then proceeded to discuss the Corporation's solar energy initiatives. He reported that after years of planning, structuring, and regulatory coordination, several of the Corporation's solar power projects have transitioned into active development.

1. Mariveles Solar Power Project

He began his discussion with the Mariveles Solar Power Plant in Bataan. According to him, the Corporation received a Certificate of Authority from the Department of Energy under SCOA 2025-03-015 on March 14, 2025. This 60.5 MWp facility is designed to produce approximately 91.85 GWh of clean electricity annually, which can supply around 34,000 households. Mr. de Venecia informed the stockholders that the NGCP approved the project's System Impact Study on July 4, 2025, confirming that it can connect to the main grid via a nearby substation. According to him, this is a significant milestone for the project. The Corporation expects the plant's commissioning by early 2027.

2. Cadiz 1 Solar Power Project

The next solar power project that Mr. de Venecia discussed was the Cadiz 1 Solar Power Plant in Negros Occidental which is currently in the pre-development phase. According to him, with the project's planned capacity of 43.41 MWp, it is expected to generate 62.38 GWh annually, which could potentially benefit around 23,000 households. Mr. de Venecia informed the stockholders that a Certificate of Authority was issued on March 24, 2025, under SCOA-2025-03-012. This enables the Corporation to begin the permitting process at both local and national levels. He also stated that NGCP's Offer-of-Service was issued on May 5, 2025, and the System Impact Study is now underway with good initial feedback. Commissioning is targeted for early 2027.

3. *Bolinao Solar Power Plant*

Mr. de Venecia continued his discussion on the Corporation's solar power projects with the Bolinao Solar Power Plant located in Bolinao, Pangasinan. According to him, the Corporation is developing the solar project on a 43-hectare site owned by the Corporation. He stated that on May 28, 2025, the Corporation secured a Certificate of Authority from the Department of Energy under SCOA-2025-05-032. He reported that the plant will have a potential capacity of 46.993 MWp and is projected to produce 74.187 GWh of electricity annually, enough to supply approximately 27,500 households. He added that the Corporation is in the process of securing an Offer-of-Service from NGCP to begin the System Impact Study. Once approved, the plant will be connected through an embedded system approach with Pangasinan I Electric Cooperative (PANELCO I).

OTHER RENEWABLE INITIATIVES AND INNOVATIONS

The next part of the report was on the other renewable initiatives of the Corporation.

1. *Iriga Geothermal Power Project*

Mr. de Venecia began this section of the report with the Corporation's geothermal project in Iriga, Camarines Sur. Mr. de Venecia informed the stockholders that under this project, the Corporation holds a 20% participating interest, with DESCO Inc. operating the project under an 80% stake. According to him, the Corporation is compliant with its commitments with the DOE with all critical permits secured. Thus, preparations are in place to begin drilling the first exploratory well within the year.

2. *Basic Repower E-Charging Station*

Mr. de Venecia continued his report with updates on the Basic Repower E-Charging Station. According to him, the Corporation is currently in advanced discussions with a leading EV charging company to deploy electric vehicle charging stations at select Total service stations. The Corporation, through its subsidiary, Basic Energy Renewables Corporation, has entered into an exclusivity agreement with Total Philippines Corporation to install EV Charging facilities in their stations. According to Mr. de Venecia, these chargers will support both private EV users and public e-vehicle fleets, particularly those being developed by an affiliate, Ecology Builders Development Corporation. Basic Energy Renewables Corporation plans to further expand this service to other affiliate brands and stations.

PIPELINE DEVELOPMENT AND ENERGY STORAGE

For the last part of his report, Mr. de Venecia discussed the Balayan Wind Power Project, the Pasuquin Wind Power Project, and the Corporation's BESS initiatives.

1. Balayan Wind Power Project and Pasuquin Wind Power Project

Mr. de Venecia reported that the Balayan Wind Power Project in Calatagan, Batangas, and the Pasuquin Wind Power Project in Ilocos Norte have both secured their respective service contracts from the DOE as early as mid-2023. According to him, with the DOE's recent issuance of permitting and consenting guidelines for offshore wind, the Corporation is now preparing to initiate the required regulatory processes to advance these strategic initiatives.

2. BESS Development

Mr de. Venecia informed the stockholders that the Corporation is actively pursuing the deployment of Battery Energy Storage Systems (BESS) to complement renewable energy generation and enhance grid stability. He stated that a feasibility study for a BESS installation in Luzon has been completed and that parallel studies are ongoing to identify optimal locations in the Visayas. According to Mr. de Venecia, the Corporation aims to develop one BESS facility each in Luzon and the Visayas as soon as technical and regulatory conditions allow.

Mr. de Venecia concluded his report by highlighting the progress of the Corporation. He stated that earlier this year, the Corporation set an ambitious but clear goal: to build a renewable energy project portfolio with a combined capacity of 1 gigawatt (GW) by 2030. At that time, the Mabini Wind Energy Project was the Corporation's sole project in active development. As of present, he noted that the Corporation has made significant progress across multiple fronts.

Mr. de Venecia stated that the Corporation is guided by its mission to build a truly integrated and sustainable energy ecosystem. He stated that the Corporation's portfolio will not only comprise of generation assets but will encompass the full value chain – from power generation and battery storage to retail electricity and EV charging infrastructure. According to him, each element is part of a long-term vision to deliver clean, reliable, and accessible energy to Filipinos across the country.

C. Open Forum

After the presentation, the Chairwoman opened the floor to give the stockholders opportunity to ask questions or give comments regarding the financial and operations reports; however, there were no questions from the stockholders or the attendees of the meeting.

A motion was made and duly seconded to approve the CEO's report and the 2024 Consolidated Audited Financial Statements. The Chairwoman then requested the Corporate Secretary to present the results of the voting for its approval. The Corporate Secretary presented the following:

No. of Shares Present / Represented	10,358,177,542
No. of Votes Approving	10,358,177,542

No. of Votes Disapproving	0
No. of Votes Abstaining	0
Percentage Approving	100%

Accordingly, stockholders owning 10,358,177,542 or 100% of the total number of voting shares represented at the meeting, approved the 2024 Annual Report with highlights from the 2024 Consolidated Audited Financial Statements. The Chairwoman, having deemed that more than a majority of shares present and represented voted for the approval, officially announced the approval of the 2024 Annual Report with highlights from the 2024 Consolidated Audited Financial Statements.

V. RATIFICATION OF ALL ACTS OF THE BOARD AND MANAGEMENT

The next item in the agenda was the ratification of all acts of the Board and Management for the term 2024-2025. The Chairwoman reminded the attendees that a summary of these acts was included in the Definitive Information Statement of the Company and opened the floor for questions. With no question posed, a motion was made and duly seconded to ratify the acts of the board and management.

The Corporate Secretary presented the results of voting for the ratification of the acts of the Board and Management:

No. of Shares Present / Represented	10,358,177,542
No. of Votes Approving	10,358,177,542
No. of Votes Disapproving	0
No. of Votes Abstaining	0
Percentage Approving	100%

Accordingly, with 100% of the stockholders present or represented have voted for the ratification of all acts done by the Board and Management for the term 2024-2025. The Chairwoman officially announced the ratification of all acts of the Board and Management for the term 2024-2025.

VI. ELECTION OF DIRECTORS

The Chairwoman proceeded to the next item on the agenda, the election of the directors for the term 2025-2026. The Chairman explained that the Corporation's Nominations Committee had pre-screened and short-listed all candidates qualified and nominated to the Board.

The nominees endorsed for director positions for the term 2025-2026 are as follows:

For directors:

1. Manuel Z. Gonzalez
2. Oscar L. de Venecia, Jr.
3. Luisito V. Poblete
4. Beatrice Jane L. Ang
5. Jaime J. Martinez
6. Ma. Rosette Geraldine L. Oquias
7. Oscar S. Reyes
8. Alberto Emilio V. Ramos

For independent directors:

1. Kim S. Jacinto-Henares
2. Andres B. Reyes, Jr.
3. Josefina Patricia A. Magpale-Asirit

A motion was made and duly seconded for the election of the nominees to the board of directors. The Corporate Secretary announced that the results of the election of the foregoing 11 nominees are as follows:

No. of Shares Present / Represented	10,358,177,542
No. of Votes Approving	10,358,177,542
No. of Votes Disapproving	0
No. of Votes Abstaining	0
Percentage Approving	100%

Accordingly, stockholders owning 10,358,177,542 or 100% of the total number of voting shares represented at the meeting, elected the eleven (11) nominees as directors.

The Chairwoman officially declared the election of the directors for the term 2025-2026.

VIII. APPOINTMENT OF EXTERNAL AUDITORS

The next item on the agenda was the appointment of the Corporation's external auditor for the year 2025.

The Chairwoman explained that the Corporation's Audit Committee had processed and pre-screened nominations for external auditor and recommended the re-appointment of Reyes Tacandong and Co. (RT & Co.) as the Corporation's external auditor for 2025 to 2026. The Vice President for Finance, Mr. Alain S. Pangan, presented the credentials of RT & Co. The Chairwoman opened the floor to questions. With no question posed, a motion was made and duly seconded for the Committee had processed and pre-screened nominations for

external auditor and recommended the re-appointment of Reyes Tacandong and Co. (RT & Co.) as the Corporation's external auditor.

Upon request by the Chairwoman, the Corporate Secretary presented the results of voting for the appointment of RT & Co. as external auditor:

No. of Shares Present / Represented	10,358,177,542
No. of Votes Approving	10,358,177,542
No. of Votes Disapproving	0
No. of Votes Abstaining	0
Percentage Approving	100%

The Chairwoman, having noted that 100% of shares present and represented voted for the approval, officially declared RT & Co. re-appointed as the Company's external auditor for 2025 to 2026.

IX. OTHER MATTERS

The Chairwoman asked the Corporate Secretary if there are any other matter that may be properly taken up in the annual stockholders meeting to which the Corporate Secretary responded in the negative.

X. ADJOURNMENT

With no further business to transact and no question from the attendees, a motion was made and duly seconded for the adjournment of the meeting. The Chairman thanked the participants and adjourned the meeting.

ATTESTED BY:

KIM S. JACINTO-HENARES
Chairwoman

Certified Correct:


GWYNETH S. ONG
Corporate Secretary