



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

Ground Floor, Secretariat Building, PICC
City Of Pasay, Metro Manila

COMPANY REG. NO. CS201010780

**CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION**

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the amended articles of incorporation of the

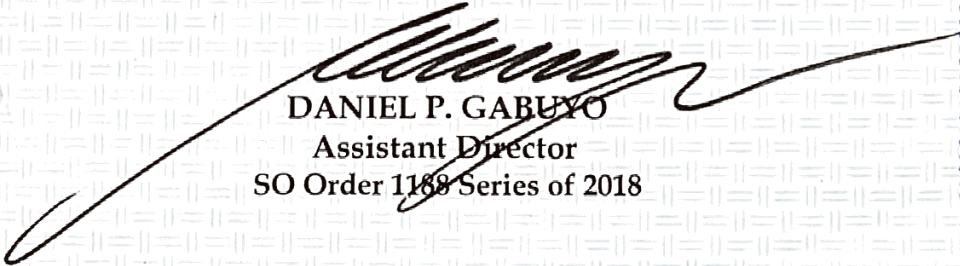
CITICORE ENERGY REIT CORP.
(Amending Article II Secondary Purposes thereof)

copy annexed, adopted on November 04, 2021 by majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Corporate Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on his date pursuant to the provision of Section 15 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019, and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing/lending company and time shares/club shares/membership certificates issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 17th day of November, Twenty Twenty One.




DANIEL P. GABUYO
Assistant Director
SO Order 1188 Series of 2018

COVER SHEET

for Applications at COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

Amended Articles of Incorporation

SEC Registration Number

C	S	2	0	1	0	1	0	7	8	0
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Former Company Name

C	I	T	I	C	O	R	E	E	N	E	R	G	Y	R	E	I	T	C	O	R	P	.		
(F	O	R	M	E	R	L	Y	:	E	N	F	I	N	I	T	Y							
P	H	I	L	I	P	P	I	N	E	S	R	E	N	E	W	A	B	L	E					
R	E	S	O	U	R	C	E	S	,	I	N	C	.											

AMENDED TO:
New Company Name

Principal Office (No./Street/Barangay/City/Town)Province)

P	R	I	N	C	E	B	A	L	A	G	T	A	S	A	V	E	N	U	E						
E	X	T	E	N	S	I	O	N	C	L	A	R	K	F	R	E	E	P	O	R	T	Z	O	N	E
P	A	M	P	A	N	G	A																		

COMPANY INFORMATION

ZIP CODE

Company Email Address

msercado@crec.com.ph

Company's Telephone Number/s

8255-4600

Mobile Number

N/A

CONTACT PERSON INFORMATION

The designated person **MUST** be a Director/Trustee/Partner/Officer/Resident Agent of the Corporation

Name of Contact Person

Email Address

Telephone Number/s

Mobile Number

Marie Arcie Anne M. Sercado

msercado@crec.com.ph

8255-4600

09478905921

Contact Person's Address

11F/ Santolan Town Plaza, 276 Col. Bonny Serrano Ave., San Juan City

To be accomplished by CRMD Personnel

Assigned Processor _____

Date _____ Signature _____

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

- Corporate and Partnership Registration Division
- Green Lane Unit
- Financial Analysis and Audit Division
- Licensing Unit
- Compliance Monitoring Division

AMENDED ARTICLES OF INCORPORATION

OF

CITICORE ENERGY REIT CORP.

(formerly ENFINITY PHILIPPINES RENEWABLE RESOURCES INC.)

KNOWN ALL MEN BY THESE PRESENTS:

The undersigned incorporators, all of legal age and majority of whom are residents of the Philippines, have this day voluntarily agreed to form a stock corporation under the laws of the Republic of the Philippines.

AND WE HEREBY CERTIFY THAT:

FIRST: The name of this corporation shall be:

CITICORE ENERGY REIT CORP.

(As amended by the Board of Directors and Stockholders on May 25, 2021)

SECOND:

A. The primary purpose of this corporation is:

To engage in the business of owning income-generating real estate assets, including renewable energy generating real-estate assets, under a real estate investment trust by virtue of Republic Act No. 9856, otherwise known as “The Real Estate Investment Trust (REIT) Act of 2009” and its Implementing Rules and Regulations, which purpose shall specifically include the following:

- (i) To own, invest in, purchase, acquire, hold, possess, lease, construct, develop, alter, improve, operate, manage, administer, sell, assign, convey, encumber, in whole or in part, or otherwise deal in and dispose of, income-generating real estate, whether freehold or leasehold, within or outside the Philippines with or to such persons and entities and under such terms and conditions as may be permitted by law;
- (ii) To invest in, purchase, acquire, own, hold, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of (a) real estate-related assets, wherever the issuers are incorporated, the assets located or the securities issued or traded, which real estate-related assets include debt securities and listed shares issued by property companies or other funds and assets, including personal property, incidental to the ownership of real estate; (b) managed funds, evidence of indebtedness of the Republic of the Philippines and other evidence of indebtedness or obligations, the servicing and repayment of which are fully guaranteed by the Republic of the Philippines, such as, but not limited to, treasury bills, fixed rate treasury notes, retail treasury bonds and foreign currency linked notes; (c) bonds and other evidence of indebtedness issued by the governments of other countries with which the Philippines maintains diplomatic relations and securities issued by multilateral agencies; (d) corporate bonds of non-property privately owned domestic corporations or foreign non-property corporations; (e) commercial papers; (f) equities of non-property company listed in a local or foreign stock exchange; (g) cash and cash equivalent items; (h) collective investment schemes, offshore mutual funds, synthetic investment products and such other investment outlets as may be allowed under the REIT Act and other applicable laws, provided that each of these

investments or instruments complies with all the requirements of the Securities and Exchange Commission and other regulatory agencies;

- (iii) To receive, collect and dispose of the rent, interest, dividends and income arising from its property and investment; and
- (iv) To exercise, carry on or undertake such other powers, acts, activities and transactions as may be deemed necessary, convenient, or incidental to or implied from the purposes herein mentioned.

B. The secondary purposes of this corporation are:

1. To purchase, acquire, own, lease, sell and convey real properties such as buildings, factories and warehouses and machineries, equipment and other personal properties as may be necessary or incidental to the conduct of the corporate business, and to pay in cash, shares of its capital stock, debentures and other evidences of indebtedness, or other securities, as may be deemed expedient, for any business or property acquired by the corporation;

2. To borrow or raise money necessary to meet the financial requirements of its business by the issuance of bonds, promissory notes and other evidences of indebtedness, and to secure the re-payment thereof by mortgage, pledge, deed of trust or lien upon the properties of the corporation or to issue, pursuant to law, shares of its capital stock, debentures and other evidence of indebtedness in payment for properties acquired by the corporation or for money borrowed in the prosecution of its lawful business;

3. To invest and deal with the money and properties of the corporation in such manner as may from time to time be considered wise or expedient for the advancement of its interests and to sell, dispose of or transfer the business, properties and goodwill of the corporation or any part thereof for such consideration and under such terms as it shall see fit to accept;

4. To aid in any manner any corporation, association, or trust estate, domestic or foreign, or any firm or individual, any shares of stock in which or any bonds, debentures, notes, securities, evidence of indebtedness, contracts, or obligations of which are held by or for this corporation, directly or indirectly or through other corporations or otherwise;

5. To enter into any lawful arrangement for sharing profits, union of interest, utilization or farm out agreement, reciprocal concession, or cooperation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of this corporation;

6. To acquire or obtain from any government or authority, national, provincial, municipal or otherwise, or any corporation, company or partnership or person, such charter, contracts, franchise, privileges, exemption, licenses and concessions as may be conducive to any of the objects of the corporation;

7. To establish and operate one or more branch offices or agencies and to carry on any of all of its operations and business without any restrictions as to place or amount including the right to hold, purchase or otherwise acquire, lease, mortgage, pledge and convey or otherwise deal in and with real and personal property anywhere within the Philippines;

8. To conduct and transact any and all lawful activities, and to do or cause to be done any one or more of the act and things herein set forth as its purposes, within or

without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise of any one or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

(As amended by the Board of Directors and Stockholders on November 4, 2021 to remove Item 9)

9. To distribute the surplus profits of the corporation to the shareholders thereof in cash or in kind, namely, properties of the corporation, particularly any shares of stock, debentures or securities of other companies belonging to the corporation;

10. To apply for, or join in applying for, purchase or otherwise acquire, sell, exchange, assign or otherwise dispose of, and protect, prolong, extend and renew any patent, patent rights, inventions, improvements, processes, licenses, trademarks, trade names, business names, marks or designs, protections and concessions used in connection with or secured under letter patents of the Philippines and other countries;

11. To act as corporate surety or guarantor, or otherwise provide financial support and/or security for the performance of any lawful obligations, undertakings, agreements or contracts of any kind entered into or executed by any corporation or entity, and to secure the debt or obligation, present or future, of such corporation or entity on such terms and conditions as the corporation may determine, provided that nothing herein shall be deemed to authorize the corporation to engage in banking, surety or bonding business;

12. To deal, engage and transact, directly or indirectly, in all forms or business and mercantile acts and transactions outside of the primary purpose of the corporation subject to the requirements of applicable laws, and provided that the undertaking by the corporation of such businesses, acts and transactions will not affect the status of the corporation as a real estate investment trust under the REIT Act;

13. To do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purpose or the exercise of any one or more of its powers, or which shall at any time appear conducive to or expedient for the protection or benefit of the corporation.

C. That the corporation shall have all the express powers of a corporation as provided under Section 35 of the Revised Corporation Code of the Philippines.

(As amended by the Board of Directors and Stockholders on May 25, 2021)

THIRD: That the place where the principal office of the corporation is to be established is at:

11F, Rockwell Santolan Town Plaza, 276 Col. Bonny Serrano Ave., San Juan City, Metro Manila

(As further amended by the Board of Directors and Stockholders on May 25, 2021)

FOURTH: That the Corporation shall have perpetual existence.

(As amended by the Board of Directors and Stockholders on May 25, 2021)

FIFTH: That the names, nationalities and residences of the incorporators are as follows:

<u>NAME</u>	<u>NATIONALITY</u>	<u>RESIDENCE</u> <u>(COMPLETE ADDRESS)</u>
Gino Van Neer	Belgian	Issegem 8-A, 9860 Balegem, Belgium
Dennis Chan Ibarra	Filipino	16 Planet St. Bel-Air Village, Makati City
Florina M. Chan	Filipino	16 Planet St. Bel-Air Village, Makati City
Ferdinand A. Ferrer	Filipino	525 Ma Cristina St. Ayala Alabang Village Muntinlupa City
Jose V. E. Jimenez	Filipino	154 V. Cruz, San Juan City, Metro Manila

SIXTH: That the number of directors of the corporation shall be eight (8). At least one third (1/3) or at least two (2), whichever is higher, of the board of directors or such number as may be required by the REIT Act and its Implementing Rules and Regulations, shall be independent directors. The names, nationalities and residences of the first directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows: *(As amended by the Board of Directors and Stockholders on May 25, 2021)*

<u>NAME</u>	<u>NATIONALITY</u>	<u>RESIDENCE</u>
Gino Van Neer	Belgian	Issegem 8-A, 9860 Balegem, Belgium
Dennis Chan Ibarra	Filipino	16 Planet St. Bel-Air Village, Makati City
Florina M. Chan	Filipino	16 Planet St. Bel-Air Village, Makati City
Ferdinand A. Ferrer	Filipino	525 Ma Cristina St. Ayala Alabang Village Muntinlupa City
Jose V. E. Jimenez	Filipino	154 V. Cruz, San Juan City, Metro Manila

SEVENTH: That the authorized capital stock of the corporation is Three Billion Eight Hundred Forty Million Pesos (Php3,840,000,000.00) divided into Fifteen Billion Three Hundred Sixty Million (15,360,000,000) common shares with a par value of Twenty-Five Centavos (Php 0.25) per share.

No stockholders of any class shall be entitled to any pre-emptive right to purchase, subscribe for, or receive any part of the shares of the Corporation, whether issued from its unissued capital, increase in its authorized capital or its treasury stock.

The corporation shall comply with the lock-up requirement provided under the Listing Rules for the Main and Small, Medium and Emerging Board of the Philippine Stock Exchange, Inc. (the "Exchange") dated June 6, 2013, subject to any waiver or exemption that may be granted by the Exchange in respect of such lock-up requirement.

(As amended by the Board of Directors and Stockholders on May 25, 2021)

EIGHTH: That at least twenty five (25%) percent of the authorized capital stock has been subscribed and at least twenty five (25%) of the total subscription has been paid as follows:

<u>Name</u>	<u>Nationality</u>	<u>Class of Shares</u>	<u>Amount</u> <u>Subscribed</u>	<u>Amount Paid</u> <u>(Php)</u>
Greenlight Resources Stakeholdings Inc. TIN 007-765-745	Filipino	Class "A" 59,996	59,996.00	P14,996.00
Wealth Mate	Hong Kong	Class "B" 39,999	239,994.00	P59,994.00

Holdings Limited				
Gino Van Neer	Belgian	Class "B" 1	6.00	P6.00
Dennis Chan Ibarra	Filipino	Class "A" 1	1.00	P1.00
Florina M. Chan	Filipino	Class "A" 1	1.00	P1.00
Ferdinand A. Ferrer	Filipino	Class "A" 1	1.00	P1.00
Jose V. E. Jimenez	Filipino	Class "A" 1	1.00	P1.00
Total		100,000	300,000.000	P75,000.00

NINTH: No transfer of stock or interest which would reduce the ownership (a) of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws; (b) of the public as required under the REIT Act and its Implementing Rules and Regulations, as may be amended from time to time, shall be allowed or permitted to be recorded in the proper books of the Corporation, and this restriction shall be indicated in the stock certificates issued by the Corporation. *(As amended by the Board of Directors and Stockholders on May 25, 2021)*

TENTH: That **Jose V.E. Jimenez** has been elected by the subscribers as Treasurer of the Corporation to act as such until his/her successor is duly elected and qualified in accordance with the By-laws, and that as such Treasurer, he/she has been authorized to receive for and in the name and for the benefit of the Corporation, all subscriptions paid by the subscribers.

ELEVENTH: That the incorporators undertake to change the name of the corporation immediately upon receipt of notice or directive from the Securities and Exchange Commission that another corporation, partnership or person has acquired a prior right to the use of that name or that the name has been declared as misleading, deceptive, confusingly similar to a registered name, or contrary to public morals, good customs or public policy.

[Signature page follows]

IN WITNESS WHEREOF, we have set our hands on this date and place under our names.

signed
Gino Van Neer*

EH954540
Passport No.

signed
Dennis Chan Ibarra

246-590-562
TIN

signed
Florina M. Chan

107-504-293
TIN

signed
Ferdinand A. Ferrer

248-524-861
TIN

signed
Jose V.E. Jimenez

123-492-771
TIN

WITNESSES:

signed
Ma. Cecilia A. Fuentes

signed
Maureen B. De Castro

*Notarized in Waregem, Belgium by Benedicte Strobbe, Notary Public of the City of Waregem on 07 June 2010, and authenticated by Robespierre L. Bolivar, Consul of the Republic of the Philippines at Brussels, Belgium.

ACKNOWLEDGMENT

Republic of the Philippines)
Makati City) S.S.

BEFORE ME, a Notary Public in and for Makati City, Philippines, this 03 June 2010 personally appeared:

Name	Identification	Date & Place Issued
Dennis Chan Ibarra	246-590-692 TIN	
Florina M. Chan	107-504-293 TIN	
Ferdinand A. Ferrer	248-524-861 TIN	
Jose V.E. Jimenez	123-492-771 TIN	

all known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation and they acknowledged to me that the same is their free and voluntary act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal on the date and at the place first above written.

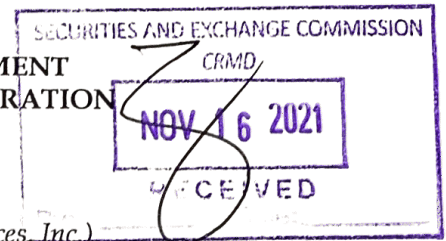
Doc. No. 499;
Page No. 101;
Book No. XIII;
Series of 2010.

(signed)
ATTY. GERVACIO B. ORTIZ, JR.
NOTARY PUBLIC FOR MAKATI CITY
UNTIL DECEMBER 31, 2010
IBP No. 656155-Lifetime Member
PTR No. 2075548 Jan. 4, 2010 Makati City
Appt – 84-201 Roll No. 40091

DIRECTORS' CERTIFICATE OF AMENDMENT
OF THE AMENDED ARTICLES OF INCORPORATION
OF

CITICORE ENERGY REIT CORP.

(Formerly: *Enfinity Philippines Renewable Resources, Inc.*)



The undersigned Corporate Secretary and members of the Board of Directors of Citicore Energy REIT Corp. (Formerly *Enfinity Philippines Renewable Resources, Inc.*) (the "Corporation") do hereby certify that: (i) at the special meeting of the Board of Directors held on November 4, 2021 via teleconference, these amendments were unanimously approved, and (ii) at the special meeting of the shareholders of the Corporation duly called for the purpose of amending the Amended Articles of Incorporation, held on November 4, 2021 via teleconference, at which meeting, shareholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation were present or represented, the following resolutions were, by unanimous vote of the shareholders present/represented, approved and adopted:

"RESOLVED, AS IT IS HEREBY RESOLVED, that Citicore Energy REIT Corp. (formerly: *Enfinity Philippines Renewable Resources, Inc.*) (the "Corporation") be hereby authorized to amend its Amended Articles of Incorporation to reflect the change in the secondary purposes of the Corporation;

"RESOLVED, FURTHER, that Article Second (B) (9) of the Amended Articles of Incorporation of the Corporation be deleted and said article be renumbered as follows:

'SECOND:

XXX

B. The secondary purposes of this corporation are:

XXX

9. To distribute the surplus profits of the corporation to the shareholders thereof in cash or in kind, namely, properties of the corporation, particularly any shares of stock, debentures or securities of other companies belonging to the corporation;
10. To apply for, or join in applying for, purchase or otherwise acquire, sell, exchange, assign or otherwise dispose of, and protect, prolong, extend and renew any patent, patent rights, inventions, improvements, processes, licenses, trademarks, trade names, business names, marks or designs, protections and concessions used in connection with or secured under letter patents of the Philippines and other countries;

11. To act as corporate surety or guarantor, or otherwise provide financial support and/or security for the performance of any lawful obligations, undertakings, agreements or contracts of any kind entered into or executed by any corporation or entity, and to secure the debt or obligation, present or future, of such corporation or entity on such terms and conditions as the corporation may determine, provided that nothing herein shall be deemed to authorize the corporation to engage in banking, surety or bonding business;
12. To deal, engage and transact, directly or indirectly, in all forms or business and mercantile acts and transactions outside of the primary purpose of the corporation subject to the requirements of applicable laws, and provided that the undertaking by the corporation of such businesses, acts and transactions will not affect the status of the corporation as a real estate investment trust under the REIT Act;
13. To do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purpose or the exercise of any one or more of its powers, or which shall at any time appear conducive to or expedient for the protection or benefit of the corporation.'

"RESOLVED, FINALLY, that the Corporate Secretary or any Director of the Corporation be authorized and empowered (i) to submit or cause the submission of a copy of the Amended Articles of Incorporation of the Corporation, certified by a majority of the directors of the Corporation, to the Securities and Exchange Commission, (ii) to sign, execute and deliver any and all documents and deeds as may be required or necessary, and (iii) to do any and all acts necessary and proper, to give the foregoing resolutions force and effect."

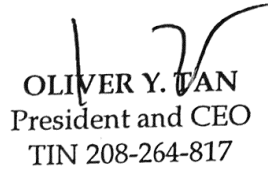
A copy of the Amended Articles of Incorporation embodying the foregoing amendments are hereto attached.

[Signature pages follow]

IN WITNESS WHEREOF, we have hereunto signed these presents on this
NOV 05 2021 at CITY OF SAN JUAN, Philippines.



EDGAR B. SAAVEDRA
Chairman of the Board
TIN 195-661-064



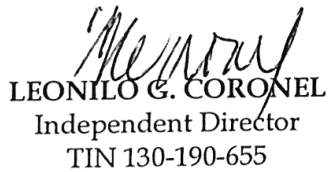
OLIVER Y. TAN
President and CEO
TIN 208-264-817



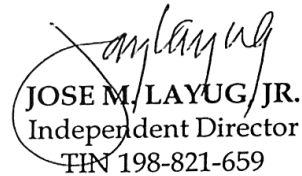
MANUEL LOUIE B. FERRER
Director
TIN 191-569-388



JEZ G. DELA CRUZ
Director
TIN 215-461-291



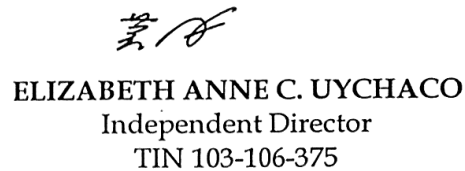
LEONILO G. CORONEL
Independent Director
TIN 130-190-655



JOSE M. LAYUG, JR.
Independent Director
TIN 198-821-659



PACITA U. JUAN
Independent Director
TIN 144-273-444



ELIZABETH ANNE C. UYCHACO
Independent Director
TIN 103-106-375



JAIMÉ P. DEL ROSARIO
Corporate Secretary
TIN 432-665-426

SUBSCRIBED AND SWORN to before me this NOV 05 2021, affiants exhibiting to me competent proofs of their identity, to wit:

<u>Name</u>	<u>Valid ID</u>
Edgar B. Saavedra	TIN 195-661-064
Oliver Y. Tan	TIN 208-264-817
Manuel Louie B. Ferrer	TIN 191-569-388
Jez G. Dela Cruz	TIN 215-461-291
Leonilo G. Coronel	TIN 130-190-655
Jose M. Layug, Jr.	TIN 198-821-659
Pacita U. Juan	TIN 144-273-444
Elizabeth Anne U. Uychaco	TIN 103-106-375
Jaime P. Del Rosario	TIN 432-665-426

known to me and to me known to be the same persons who executed the foregoing instrument and acknowledged to me that the same is their free and voluntary act and deed.

WITNESS MY HAND AND SEAL, this NOV 05 2021 at CITY OF SAN JUAN, Philippines.

Doc. No. 968;
Page No. 90;
Book No. 11;
Series of 2021.



MARIA CARMELA D. HAUTEA
Appointment No. 189 (2020-2021)
Notary Public for and in the Cities of Pasig and San Juan
and in the Municipality of Pateros
Commission Expires on December 31, 2021
276 Col. Bonny Serrano Ave., San Juan City
Roll of Attorneys No. 66585
MCLE Compliance No. VI-0021699
IBP No. 108011/01-07-2020/RSM
PTR No. 6496437/01-09-2020/Pasig City

REPUBLIC OF THE PHILIPPINES)
SAN JUAN CITY) S.S.

SECRETARY'S CERTIFICATE

I, **JAIME P. DEL ROSARIO**, of legal age, Filipino, and with office address at 11th Floor, Rockwell Santolan Town Plaza, 276 Col. Bonny Serrano Avenue, San Juan City, after being sworn in accordance with law, hereby certify that:

1. I am the duly appointed and incumbent Corporate Secretary of **CITICORE ENERGY REIT CORP.** (Formerly Enfinity Philippines Renewable Resources Inc.) (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, and with principal office address at 11F, Rockwell Santolan Town Plaza, 276 Col. Bonny Serrano Ave., San Juan City, Metro Manila.

2. At a special meeting of the Board of Directors of the Corporation held on November 4, 2021 via teleconference, at which meeting a quorum was present and acting throughout, the following resolutions were passed and approved by the affirmative vote of at least a majority of the Board of Directors:

"RESOLVED, AS IT IS HEREBY RESOLVED, that **Citicore Energy REIT Corp.** (formerly Enfinity Philippines Renewable Resources, Inc.) (the "Corporation") be hereby authorized to amend its Amended Articles of Incorporation to reflect the change in the secondary purposes of the Corporation;

"RESOLVED, FURTHER, that Article Second (B) (9) of the Amended Articles of Incorporation of the Corporation be deleted and said article be renumbered as follows:

'SECOND:

XXX

B. The secondary purposes of this corporation are:

XXX

9. To distribute the surplus profits of the corporation to the shareholders thereof in cash or in kind, namely, properties of the corporation, particularly any shares of stock, debentures or securities of other companies belonging to the corporation;
10. To apply for, or join in applying for, purchase or otherwise acquire, sell, exchange, assign or otherwise dispose of, and protect, prolong, extend and renew any patent, patent rights, inventions, improvements, processes, licenses, trademarks, trade names, business names, marks or designs, protections and concessions used in connection with or secured under letter patents of the Philippines and other countries;
11. To act as corporate surety or guarantor, or otherwise provide financial support and/or security for the performance of any lawful obligations, undertakings, agreements or contracts of any kind entered into or executed by any corporation or entity, and to secure the debt or obligation, present or future, of such corporation or

entity on such terms and conditions as the corporation may determine, provided that nothing herein shall be deemed to authorize the corporation to engage in banking, surety or bonding business;

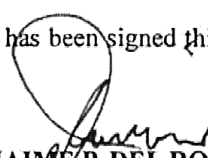
12. To deal, engage and transact, directly or indirectly, in all forms or business and mercantile acts and transactions outside of the primary purpose of the corporation subject to the requirements of applicable laws, and provided that the undertaking by the corporation of such businesses, acts and transactions will not affect the status of the corporation as a real estate investment trust under the REIT Act;
13. To do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purpose or the exercise of any one or more of its powers, or which shall at any time appear conducive to or expedient for the protection or benefit of the corporation.'

“**RESOLVED, FINALLY**, that the Corporate Secretary or any Director of the Corporation be authorized and empowered (i) to submit or cause the submission of a copy of the Amended Articles of Incorporation of the Corporation, certified by a majority of the directors of the Corporation, to the Securities and Exchange Commission, (ii) to sign, execute and deliver any and all documents and deeds as may be required or necessary, and (iii) to do any and all acts necessary and proper, to give the foregoing resolutions force and effect.”

3. After the adjournment of the meeting of the Board of Directors, a special meeting of all the Stockholders of record of the Corporation was held on November 4, 2021 via teleconference, at which meeting, stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation were present or represented, and by the unanimous vote of stockholders present/represented, passed, ratified, and adopted the aforesaid Board Resolutions, and hereby acknowledging that these are necessary and essential to carry out the purpose of the Corporation and incidental to the exercise of the powers conferred to it.

4. The foregoing resolutions are valid and consistent with the corporate records currently under my custody.

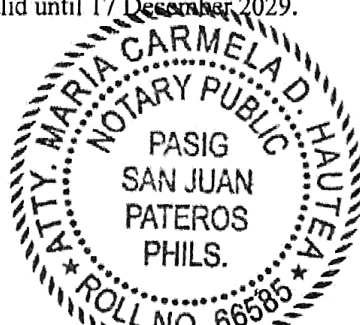
IN WITNESS WHEREOF, this certification has been signed this NOV 05 2021 in San Juan City.

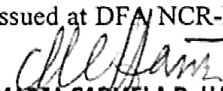

JAIIME P. DEL ROSARIO
Corporate Secretary

NOV 05 2021

SUBSCRIBED AND SWORN to before me this NOV 05 2021 in San Juan City, Philippines by affiant who exhibited to me his Philippine Passport No. P4252892B issued at DFA NCR-East on 18 December 2019 and valid until 17 ~~December~~ 2029.

Doc. No. 969 ;
Page No. 90 ;
Book No. II ;
Series of 2021.




MARIA CARMELA D. HAUTEA
Appointment No. 189 (2020-2021)
Notary Public for and in the Cities of Pasig and San Juan
and in the Municipality of Pateros
Commission Expires on December 31, 2021
276 Col. Bonny Serrano Ave., San Juan City
Roll of Attorneys No. 66585
MCLE Compliance No. VI-0021699
IBP No. 108011/01-07-2020/RSM
PTR No. 6496437/01-09-2020/Pasig City

REPUBLIC OF THE PHILIPPINES)
SAN JUAN CITY) S.S.

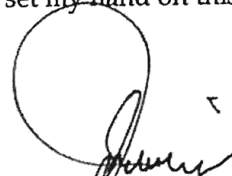
SECRETARY'S CERTIFICATE

I, **JAIME P. DEL ROSARIO**, of legal age, Filipino, and with office address at 11F, Rockwell Santolan Town Plaza, 276 Col. Bonny Serrano Avenue, San Juan City, Metro Manila, after being duly sworn in accordance with law, hereby certify that:

1. I am the duly appointed and incumbent Corporate Secretary of **CITICORE ENERGY REIT CORP.** (Formerly Enfinity Philippines Renewable Resources Inc.) (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, and with principal office address at 11F, Rockwell Santolan Town Plaza, 276 Col. Bonny Serrano Ave., San Juan City, Metro Manila.

2. I further certify that to the best of my knowledge, no action or proceeding has been filed or is pending before any Court involving an intra-corporate dispute and/or claim by any person or group against the Board of Directors, individual directors, and/or major corporate officers of the Corporation as its duly elected or appointed directors or officers or vice versa.

IN WITNESS WHEREOF, I have hereunto set my hand on this 05 November 2021 in San Juan City, Metro Manila.


JAIME P. DEL ROSARIO
Corporate Secretary

SUBSCRIBED AND SWORN to before me this 05 November 2021 in San Juan City, Metro Manila, Philippines by affiant who exhibited to me his Philippine Passport No. P4252892B issued at DFA NCR-East on 18 December 2019 and valid until 17 December 2029.

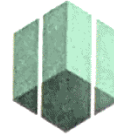
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OFFICIAL RECEIPT
 Republic of the Philippines
 DEPARTMENT OF FINANCE
 SECURITIES AND EXCHANGE COMMISSION
 Secretariat Building, PICC Complex
 Roxas Boulevard, Pasay City, 1307



Accountable Form No. 51 Revised 2006	ORIGINAL
DATE November 16, 2021	No. 2067951

PAYOR CITICORE ENERGY REIT CORP.
PAMPANGA

NATURE OF COLLECTION	ACCOUNT CODE	RESPONSIBILITY CENTER	AMOUNT
Amended Articles of Incorporation	4020102000	CRMD (606)	1,000.00
Documentary Stamp Tax	4010401000	(401040)	30.00
Legal Research Fee (A0823)	2020105000	(151)	10.00

11-17-21
 DATE CLAIMED
 11-17-21
 MONITORING SECT.

TOTAL PHP 1,040.00

AMOUNT IN WORDS
 ONE THOUSAND FORTY PESOS AND 00/100

Received	<input checked="" type="checkbox"/> Cash <input type="checkbox"/> Treasury Warrant <input type="checkbox"/> Check <input type="checkbox"/> Money Order	Received the Amount Stated Above
Treasury Warrant, Check, Money Order Number		KIMBERLY C. SALES COLLECTING OFFICER
Date of Treasury Warrant, Check, Money Order		O.R. No. 2067951

NOTE: Write the number and date of this receipt on the back of treasury warrant, check or money order received.