



REPUBLIC OF THE PHILIPPINES  
**SECURITIES AND EXCHANGE COMMISSION**  
The SEC Headquarters  
7907 Makati Avenue, Salcedo Village,  
Barangay Bel-Air, Makati City, 1209, Metro Manila



**COMPANY REG. NO.: 2024100174874-31**

## **CERTIFICATE OF INCORPORATION**

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the Articles of Incorporation and By Laws of:

### **BASIC RENEWABLE ENERGY SOLUTIONS CORPORATION**

were duly approved by the Commission on this date upon the issuance of this Certificate of Incorporation in accordance with the Revised Corporation Code of the Philippines (Republic Act No. 11232), which took effect on February 23, 2019 and copies of said Articles of Incorporation and By Laws are hereto attached.

This Certificate grants juridical personality to the corporation but does not authorize it to issue, sell or offer for sale to the public, securities such as but not limited to, shares of stock, investment contracts, debt instruments and virtual currencies without prior Registration Statement approved by the Securities and Exchange Commission; nor 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 certificate issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. Neither does this Certificate constitute a permit to undertake activities for which other government agencies require a license or permit.

This Certificate **DOES NOT AUTHORIZE INVESTMENT SOLICITATION AND INVESTMENT-TAKING WITHOUT A SECONDARY LICENSE FROM THIS COMMISSION.**

As a registered corporation, it shall submit annually to this Commission the reports indicated at the back of this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed to this Certificate at The SEC Headquarters 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, Philippines, this day of 28 October Two Thousand Twenty Four.

**GERARDO F. DEL ROSARIO**

**Director**

**Company Registration and Monitoring Department**

For SEC use only  
D351 (PSIC as reserved)  
Stock Corporation  
Less Than 5 Incorporators

*This is a computer generated certificate,  
signature is not required.*

DOCUMENTARY STAMP TAX PAID



SEC Main Office  
The SEC Headquarters  
7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City , 1209

## electronic Official Receipt

### Transaction Details

<b>eOR Number</b>	20241028-PM-0140258-47
<b>Transaction Number</b>	430201474956
<b>Payment Date</b>	October 28, 2024 09:35 AM
<b>Payment Scheme</b>	visa
<b>Status</b>	COMPLETED
<b>Payment Status</b>	PAYMENT_SUCCESS

### Payment Assessment Details

<b>PAF No.</b>	20241025-11618791
<b>PAF Date</b>	2024-10-25 23:57:12
<b>Payor Name</b>	BASIC RENEWABLE ENERGY SOLUTIONS CORPORATION
<b>Payor Address</b>	CITY OF MANDALUYONG, SECOND DISTRICT, NATIONAL CAPITAL REGION (NCR), 1550

#	Nature of Collection	Account Code	Amount
1	By Laws (without DST)	4020102000(606)	1,000.00
2	Registration of Corporation	4020102000(606)	20,000.00
3	Registration of Stock and Transfer Book	4020102000(606)	150.00
4	Name Verification	4020199099(678)	100.00
5	Legal Research Fee (A0823)	2020105000(131)	210.00
6	Documentary Stamp Tax	4010401000(4010401)	30.00
<b>TOTAL</b>			<b>21,490.00</b>

Total amount indicated herein does not include the convenience/service fee of the selected payment channel.

# COVER SHEET

## COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

SEC Registration Number

**REGISTRATION - ESPARC**

COMPANY NAME

**BASIC RENEWABLE ENERGY SOLUTIONS CORPORATION**

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

**240 GM BUILDING EDSA GREENHILLS EAST WACK-WACK GREENHILLS , CITY OF MANDALUYONG, SECOND DISTRICT, NATIONAL CAPITAL REGION (NCR), 1550**

COMPANY INFORMATION

Industry Code

Industry Description

**D351**

**Electric power generation, transmission and distribution**

Company's Email

Company's Telephone Number/s

Company's Mobile Number

**basicrenewableenergysolutions@gmail.com**

**+639209842949**

CONTACT PERSON INFORMATION

Name of Contact

Email Address

Telephone Number/s

Mobile Number/s

**JULIANNE  
KHRISTINA  
BULAON BELTRAN**

**jbbeltran@basicenergy.ph**

**+639178585905**

To be accomplished by CRMD Personnel

Assigned

Date

Signature

_____	_____	_____
_____	_____	_____
_____	_____	_____

Document I.D.

\_\_\_\_\_

Received by Corporate Filing and Records Division:

Forwarded to:

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

_____	_____
_____	_____
_____	_____
_____	_____





Articles of Incorporation  
of  
**BASIC RENEWABLE ENERGY SOLUTIONS  
CORPORATION**



KNOW 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:

First: That the name of said corporation shall be

**BASIC RENEWABLE ENERGY SOLUTIONS CORPORATION**

Second: That the purpose or purposes for which such corporation is incorporated are:

Primary:

To engage in the business of electric power generation, transmission, and distribution, including the operation of generation facilities, transmission and distribution systems, and electricity and transmission capacity exchanges for the sale of electricity to end users. The corporation shall engage in the purchase, supply, and delivery of electricity and provide a comprehensive range of renewable energy solutions, including but not limited to the implementation of energy efficiency and conservation projects, energy infrastructure outsourcing, district cooling, and energy risk mitigation and management.

The corporation may acquire, construct, erect, assemble, rehabilitate, expand, commission, operate, and maintain power-generating plants and related facilities for electricity generation, including facilities for the purchase, manufacturing, development, or processing of renewable energy sources. It may sell electricity to any person or entity through electricity markets, trading, or contracts. The corporation may also administer, conserve, and manage electricity generated by its own power plants or by third-party facilities, as well as develop, construct, commission, own, operate, maintain, rehabilitate, and manage facilities or services necessary or appropriate to provide comprehensive renewable energy solutions, as permitted by applicable law.

Secondary:



1. To acquire concessions, grants, commissions or licenses or enter into contracts of association or other business arrangements for the establishment, administration, management and operation of projects and facilities involving the exploration, development, production, utilization, and generation of energy resources or its byproducts or as may be conducive to any of the objects of the Corporation.

2. To the extent permitted by applicable law, purchase, acquire, own, lease, sell and convey real properties, such as lands (except that the Corporation cannot own lands), buildings, factories, and warehouses machineries equipment, and 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.

3. To borrow or raise money from not more than nineteen (19) lenders, including its stockholders, necessary to meet the financial requirements of its business by the issuance of bonds, promissory notes and other evidences of indebtedness; obtain leverage and to support or carry out its objectives and purposes and/or arrange financing or equipment credit or any kind of assistance for its account from private lending institutions; and to secure the repayment 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 evidences of indebtedness for money borrowed in the prosecution of its lawful business

4. 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 fit to accept

5. To aid in any manner any Corporation, association or trust estate, domestic or foreign, or any firm of individual in which any shares of stock or any bonds, debentures, notes, securities, evidences of indebtedness, contracts, or obligations of which are held by or for the Corporation, directly, or indirectly or through other Corporations or otherwise.

6. To enter into any lawful arrangement for sharing profits, union of interest, unitization or farm-out agreement, reciprocal concessions 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.

7. To acquire, obtain from any governmental authority, national, provincial, municipal or otherwise, or any corporation, company or partnership or person, such charter, contracts, franchise, privilege, exemption, license and concessions as may be conducive to any of the objectives of the Corporation.

8. To establish and operate one or more branch offices or agencies and to carry on any or 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.

9. To distribute the surplus profits of the Corporation to the stockholders thereof in kind, namely, properties of the Corporation, particularly any shares of stock, debentures or securities of other companies belonging to this Corporation.

10. To conduct and transact any and all lawful business, and to do or cause to be done anyone 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 of incidental to the accomplishment of the purposes or the exercise of anyone or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation.

11. To do every other act or acts necessary, desirable, incidental to or connected with the accomplishment of the purposes or the exercise of any of the power herein enumerated, or any part or parts thereof, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation, provided, however, that the same is not in conflict with the law under which the Corporation is organized

**Provided that the corporation shall not solicit, accept or take investments/placements from the public neither shall it issue investment contracts.**

Third: That the principal office of the corporation is located in **240 GM BUILDING EDSA GREENHILLS EAST WACK-WACK GREENHILLS , CITY OF MANDALUYONG, SECOND DISTRICT, NATIONAL CAPITAL REGION (NCR), 1550;**

Fourth: That the corporation shall have perpetual existence;

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

<b>Name</b>	<b>Nationality</b>	<b>Residence</b>
OSCAR, JR. LOCSIN DE VENEZIA	Philippine, Filipino	39 VISAYAS ST. AYALA ALABANG VILLAGE New Alabang Village , CITY OF MUNTINLUPA, FOURTH DISTRICT, NATIONAL CAPITAL REGION (NCR), 1780
LUISITO VALENZUELA POBLETE	Philippine, Filipino	6A BARETTO ST. EXECUTIVE VILLAGE B. F. Homes , CITY OF PARAÑAQUE, FOURTH DISTRICT, NATIONAL CAPITAL REGION (NCR), 1718



MA. ROSETTE  
GERALDINE  
LACSAMANA OQUIAS

Philippine, Filipino

100 BALTIMORE ST. VISTA REAL  
CLASSICA P2 Matandang Balara ,  
QUEZON CITY, SECOND  
DISTRICT, NATIONAL CAPITAL  
REGION (NCR), 1119

Sixth: That the number of directors of the corporation shall be three (3); and the names, nationalities and residences of the first directors of the corporation are as follows:

<b>Name</b>	<b>Nationality</b>	<b>Residence</b>
OSCAR, JR. LOCSIN DE VENEZIA	Philippine, Filipino	39 VISAYAS ST. AYALA ALABANG VILLAGE New Alabang Village , CITY OF MUNTINLUPA, FOURTH DISTRICT, NATIONAL CAPITAL REGION (NCR), 1780
LUISITO VALENZUELA POBLETE	Philippine, Filipino	6A BARETTO ST. EXECUTIVE VILLAGE B. F. Homes , CITY OF PARAÑAQUE, FOURTH DISTRICT, NATIONAL CAPITAL REGION (NCR), 1718
MA. ROSETTE GERALDINE LACSAMANA OQUIAS	Philippine, Filipino	100 BALTIMORE ST. VISTA REAL CLASSICA P2 Matandang Balara , QUEZON CITY, SECOND DISTRICT, NATIONAL CAPITAL REGION (NCR), 1119

Seventh: That the authorized capital stock of the corporation is Ten Million Pesos (P10,000,000.00), divided into:

a. Forty Million (40,000,000) common voting shares with par value of Twenty Five Centavos (P0.25) per share.

Eighth: That the authorized capital stock above has been subscribed and paid as follows:

<b>Name</b>	<b>Nationality</b>	<b>Share Type</b>	<b>No. of Shares Subscribed</b>	<b>Amount Subscribed</b>
OSCAR, JR. LOCSIN DE VENEZIA	Philippine, Filipino	Common - Voting - with Par	1	P0.25
LUISITO VALENZUELA POBLETE	Philippine, Filipino	Common - Voting - with Par	1	P0.25



MA. ROSETTE GERALDINE LACSAMANA OQUIAS	Philippine, Filipino	Common - Voting - with Par	1	P0.25
BASIC ENERGY CORPORATION Represented by: <i>JULIANNE KHRISTINA BULAON BELTRAN</i>	Philippine, Filipino  <i>Philippine, Filipino</i>	Common - Voting - with Par	19,999,997	P4,999,999.25
<b>TOTAL</b>			<b>20,000,000</b>	<b>P5,000,000.00</b>

<b>Name</b>	<b>Share Type</b>	<b>Mode of Payment</b>	<b>Amount Paid</b>	<b>Add'l Paid-in Capital</b>
OSCAR, JR. LOCSIN DE VENEZIA	Common - Voting - with Par	Cash	P0.25	P0.00
LUISITO VALENZUELA POBLETE	Common - Voting - with Par	Cash	P0.25	P0.00
MA. ROSETTE GERALDINE LACSAMANA OQUIAS	Common - Voting - with Par	Cash	P0.25	P0.00
BASIC ENERGY CORPORATION Represented by: <i>JULIANNE KHRISTINA BULAON BELTRAN</i>	Common - Voting - with Par	Cash	P4,999,999.25	P0.00
<b>TOTAL</b>			<b>P5,000,000.00</b>	<b>P0.00</b>

Ninth: That ALAIN SOLIS PANGAN has been elected by the subscribers as Treasurer of the Corporation to act as such until after the successor is duly elected and qualified in accordance with the bylaws, that as Treasurer, authority has been given to receive in the name and for the benefit of the corporation, all subscriptions, contributions or donations paid or given by the subscribers or members, who certifies the information set forth in the seventh and eighth clauses above, and that the paid-up portion of the subscription in cash and/or property for the benefit and credit of the corporation has been duly received.

Tenth: That no transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the proper books of the corporation and this restriction shall be indicated in all the stock certificates issued by the corporation.

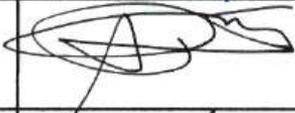
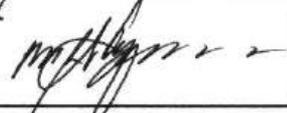
Eleventh: That the incorporators undertake to change the name of the corporation, as herein provided or as amended thereafter, immediately upon receipt of notice from the Commission that another corporation, partnership or person has acquired a prior right to the use of such name, that the name has been declared not distinguishable from a name already registered or reserved for the use of another



corporation, or that it is contrary to law, public morals, customs or public policy.

IN WITNESS WHEREOF, we have hereunto signed this Articles of Incorporation, this \_\_\_\_\_ day of OCT 18 2024 in the City/Municipality of \_\_\_\_\_, Province of \_\_\_\_\_, Republic of the Philippines.

**MANDALUYONG CITY**

<b>Name</b>	<b>TIN</b>	<b>Signature</b>
OSCAR, JR. LOCSIN DE VENECIA	146-709-049-000	
LUISITO VALENZUELA POBLETE	136-622-576-000	
MA. ROSETTE GERALDINE LACSAMANA OQUIAS	159-045-582-000	
ALAIN SOLIS PANGAN <i>Treasurer</i>	215-611-246-000	



**ACKNOWLEDGEMENT**

REPUBLIC OF THE PHILIPPINES)

**MANDALUYONG CITY** S.S)

BEFORE ME, a Notary Public, for and in **MANDALUYONG CITY**, Philippines, this  
day of OCT 18 2024, 20, personally appeared the following persons:

Name	TIN/Passport No.	Date and Place Issued
OSCAR, JR. LOCSIN DE VENECIA	146-709-049-000	
LUISITO VALENZUELA POBLETE	136-622-576-000	
MA. ROSETTE GERALDINE LACSAMANA OQUIAS	159-045-582-000	
ALAIN SOLIS PANGAN <i>Treasurer</i>	215-611-246-000	

known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation constituting of 7 pages, including this page where the acknowledgement is written, and they acknowledged to me that the same is their free act and voluntary deed.

**WITNESS MY HAND AND SEAL** on the day first above-written.

**NOTARY PUBLIC**

Doc. No. 184;  
Page No. 28;  
Book No. 1;  
Series Of 204.

  
**JULIANNE KRISTINA B. BELTRAN**  
NOTARY PUBLIC FOR MANDALUYONG CITY  
Until December 23, 2025  
APPOINTMENT NO. 0695-24; Roll No. 84822  
PTR No. MLA1545455, January 8, 2024, Manila City  
IBP No. 333592, 328283; 12-24-23; Quezon City  
MCLE Compliance No. N.A.  
Admitted to the Bar: May 2, 2023  
240 GM Bldg. EDSA Brgy. Wack Wack  
Mandaluyong City  
Tel No. (+632) 88301800  
Email: jbbeltran@basicenergy.ph





BY-LAWS  
OF  
**BASIC RENEWABLE ENERGY SOLUTIONS  
CORPORATION**

**I. THE TIME, PLACE AND MANNER OF CALLING AND CONDUCTING REGULAR OR SPECIAL MEETINGS OF THE DIRECTORS OR TRUSTEES.**

- a) Regular meetings of the board of directors or trustees or trustees of the corporation shall be held monthly unless the by-laws provide otherwise.
- b) Special meetings of the board of directors or trustees may be held at any time upon the call of the president or as provided in the by-laws.
- c) Meetings of directors or trustees of corporations may be held anywhere in or outside of the Philippines, unless the by-laws provide otherwise. Notice of regular or special meetings stating the date, time and place of the meeting must be sent to every director or trustee at least two (2) days prior to the scheduled meeting, unless a longer time is provided in the by-laws. A director or trustee may waive this requirement, either expressly or impliedly.
- d) Directors or trustees who cannot physically attend or vote at board meetings can participate and vote through remote communication such as videoconferencing, teleconferencing, or other alternative modes of communication that allow them reasonable opportunities to participate. Directors or trustees cannot attend or vote by proxy at board meetings.

**II. THE TIME AND MANNER OF CALLING AND CONDUCTING REGULAR OR SPECIAL MEETINGS OF THE STOCKHOLDERS OR MEMBERS.**

- a) Regular or annual meetings of stockholders or members shall be held annually on **1st Friday of May**.
- b) Written notice of regular meetings shall be sent to all stockholders of record or members at least twenty-one (21) days prior to the meeting, unless a different period is required in the by-laws, law, or regulation: Provided, further, That written notice of regular meetings may be sent to all stockholders of record or members through electronic mail or such other manner as the Commission shall allow under its guidelines.
- c) Special meetings of Stockholders or members shall be held at any time deemed necessary or as provided in the by-laws: Provided, however, That at least one (1) week written notice shall be sent to all Stockholders or members, unless a different period is provided in the by-laws, law or regulation.
- d) Written notice of special meetings shall be sent to all stockholders or



members at least one week prior to the meeting.

e) Stockholders or members' meetings, whether regular or special, shall be held in the city or municipality where the principal office of the corporation is located, Provided, That any city or municipality in Metro Manila, Metro Cebu, Metro Davao, and other Metropolitan areas shall, for purposes of this section, be considered a city or municipality.

### III. THE REQUIRED QUORUM IN MEETINGS OF STOCKHOLDERS OR MEMBERS

The required quorum in meetings of Stockholders or members shall consist of the stockholder/s representing a majority of the outstanding capital stock or a majority of the members in the case of non-stock corporations.

### IV. THE FORM FOR PROXIES OF STOCKHOLDERS OR MEMBERS AND THE MANNER OF VOTING THEM

Stockholders or members may vote in person or by proxy in all meetings of Stockholders or members. Proxies shall be in writing, signed and filed, by the stockholder or member, in any form authorized in the by-laws and received by the corporate secretary within a reasonable time before the scheduled meeting. Unless otherwise provided in the proxy form, it shall be valid only for the meeting for which it is intended. No proxy shall be valid and effective for a period longer than five (5) years at any one time.

### V. THE QUALIFICATIONS, DUTIES, TERM AND COMPENSATION OF DIRECTORS OR TRUSTEES

a) A person shall be disqualified from being a director, trustee or officer of any corporation if, within five (5) years prior to the election or appointment as such, the person was:

(a) Convicted by final judgment:

(1) Of an offense punishable by imprisonment for a period exceeding six (6) years;

(2) For violating this Code; and

(3) For violating Republic Act No. 8799, otherwise known as "The Securities Regulation Code";

(b) Found administratively liable for any offense involving fraudulent acts; and

(c) By a foreign court or equivalent foreign regulatory authority for acts, violations or misconduct similar to those enumerated in paragraphs (a) and (b) above.

Directors shall be elected for a term of one (1) year from among the holders of



stocks registered in the corporation's books, while trustees shall be elected for a term not exceeding three (3) years from among the members of the corporation. Each director and trustee shall hold office until the successor is elected and qualified. A director who ceases to own at least one (1) share of stock or a trustee who ceases to be a member of the corporation shall cease to be such.

b) The corporate powers of the corporation shall be exercised, all business conducted and all property of the corporation be controlled and held by the board of directors or trustees to be elected from among the holders of stocks, who shall hold office for one (1) year and until their successors are elected and qualified.

c) The directors or trustees shall not receive any compensation, as such directors or trustees, except for reasonable per diems. Any compensation may be granted to directors or trustees by the vote of the stockholders representing at least a majority of the outstanding capital stock or by majority of the members at a regular or special meeting. In no case shall the total yearly compensation of directors, as such directors, exceed ten (10%) percent of the net income before income tax of the corporation during the preceding year.

#### VI. THE MANNER OF ELECTION OR APPOINTMENT, QUALIFICATION AND THE TERM OF OFFICE OF ALL OFFICERS OTHER THAN DIRECTORS OR TRUSTEES

Immediately after their election, the directors or trustees of a corporation must formally organize by the election of a **PRESIDENT**, who shall be a director or member, a **TREASURER** who must be a resident, a **SECRETARY** who shall be a citizen and resident of the Philippines, and such other officers as may be provided in the by-laws. Two (2) or more positions may be held concurrently by the same officer, however no one shall act as **PRESIDENT** and **SECRETARY** or as **PRESIDENT** and **TREASURER** at the same time. The officers of the corporation shall hold office for one (1) year and until the successors are elected and qualified. The officers shall manage the corporation and perform such duties as may be provided in the bylaws and/or as resolved by the board of directors or trustees.

#### VII. FISCAL YEAR

The fiscal year of the corporation shall begin on **January 1** and shall end **December 31** of each year.

#### VIII. SEAL

The corporate seal shall be determined by the Board of directors or trustees.

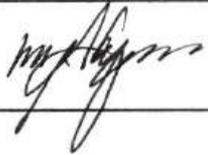
#### IX. MISCELLANEOUS PROVISIONS:

Matters not covered by the provisions of these by-laws shall be governed by the provisions of the Revised Corporation Code of the Philippines.



IN WITNESS WHEREOF, we, the undersigned incorporators present at said meeting and voting thereat in favor of the adoption of said by-laws, have hereunto subscribed our names this \_\_\_\_\_ day of OCT 18 2024, 20\_\_\_\_ in the City/Municipality of \_\_\_\_\_, Province of \_\_\_\_\_, Republic of the Philippines.

**MANDALUYONG CITY**

Name	TIN	Signature
OSCAR, JR. LOCSIN DE VENECIA	146-709-049-000	
LUISITO VALENZUELA POBLETE	136-622-576-000	
MA. ROSETTE GERALDINE LACSAMANA OQUIAS	159-045-582-000	



## CERTIFICATE OF AUTHENTICATION

ANNEX "A

We, **OSCAR, JR. LOCSIN DE VENECIA, Filipino, LUISITO VALENZUELA POBLETE, Filipino, MA. ROSETTE GERALDINE LACSAMANA OQUIAS, Filipino,** of legal age, and with office address at **240 GM BUILDING EDSA GREENHILLS EAST WACK-WACK GREENHILLS , CITY OF MANDALUYONG, SECOND DISTRICT, NATIONAL CAPITAL REGION (NCR), 1550**, hereby certify that:

1. We are the incorporator/s and the duly appointed representative/s of **BASIC RENEWABLE ENERGY SOLUTIONS CORPORATION**, which is currently in the process of securing business registration;
2. We have read and understood the registration system's terms of use and privacy policy;
3. In pursuance of the application for corporate registration of **BASIC RENEWABLE ENERGY SOLUTIONS CORPORATION**, and after verification with all of the incorporator/s, the complete, true, and correct information has been ascertained and personally encoded by an authorized representative of the corporation through the registration system;
4. The fully-accomplished physical copies of the incorporation documents submitted in support of the application for registration have been reviewed by all incorporator/s and we confirm that the information indicated therein is complete, true, and correct, and that the same accurately reflects and matches the data already provided through the registration system;
5. As part of our **compliance on Memorandum Circular No. 28, series of 2020**, we have provided the **principal and alternate email address** as well as the **principal and alternate contact numbers** in the registration system. Moreover, we have reviewed the encoded data and confirm that the information indicated therein is complete, true, and correct;
6. The documents submitted will be subjected to a post-registration evaluation to determine compliance with the applicable laws, rules, and regulations;
7. Any defect in the Articles of Incorporation and/or Bylaws, as well as other incorporation document/s, shall constitute a valid ground for the revocation of the registration and cancellation of the certificate thus issued; Provided, however, that if the defect may be cured by a Petition for Correction, or an application for amendment, of the Articles of Incorporation and/or Bylaws, **BASIC RENEWABLE ENERGY SOLUTIONS CORPORATION** will file the necessary remedial measure within ninety (90) days from receipt of notice of the defect;
8. Notice/s of proceedings relating to the registration of this company may be sent to the incorporators electronically through the following e-mail address :  
**basicrenewableenergysolutions@gmail.com**  
**basicenergy@basicenergy.ph**



9. We are fully aware that the formation of a corporation through fraud, as well as assisting directly or indirectly thereto, is punishable under Section 164 of the Revised Corporation Code, and that the willful certification of a report required under the Revised Corporation Code, knowing that the same contains incomplete, inaccurate, false, or misleading information or statements, is likewise punishable under Section 162 of the Revised Corporation Code; and
10. All of the incorporator/s whose name/s appear/s below executed the attached Articles of Incorporation, and other incorporation documents of **BASIC RENEWABLE ENERGY SOLUTIONS CORPORATION** and that the same are our free and voluntary act and deed.

**OSCAR, JR. LOCSIN DE VENECIA**  
(Name and signature)  
**TIN:** 146-709-049-000  
**Date:** 10-15-2024

**LUISITO VALENZUELA POBLETE**  
(Name and signature)  
**TIN:** 136-622-576-000  
**Date:** 10-15-2024

**MA. ROSETTE GERALDINE**  
**LACSAMANA OQUIAS**  
(Name and signature)  
**TIN:** 159-045-582-000  
**Date:** 10-15-2024



# SECURITIES AND EXCHANGE COMMISSION

## Registration Application Form Summary - SEC - ESPARC

<b>REFERENCE NUMBER :</b>	SEC241001-HGN3LJNWZM2164Q		
<b>DATE SUBMITTED :</b>	2024-10-01 11:37:10		
<b>PROCESSING OFFICE :</b>	SEC Main Office - Makati		
<b>APPLICANT/REPRESENTATIVE CONTACT DETAILS</b>			
<b>Name:</b>	JULIANNE KHRISTINA BULAON BELTRAN	<b>Email:</b>	jbbeltran@basicenergy.ph
<b>Mobile:</b>	+639178585905	<b>Phone:</b>	
<b>COMPANY DETAILS</b>			
<b>Company Name:</b>	BASIC RENEWABLE ENERGY SOLUTIONS CORPORATION		
<b>Type:</b>	Stock Corporation	<b>Sub-Type:</b>	Corporation with less than 5 Incorporators
<b>Classification:</b>	ALL FILIPINO	<b>Sub-Class:</b>	Regular
<b>Industry:</b>	ELECTRICITY, GAS, STEAM AND AIR CONDITIONING SUPPLY		
<b>Sub-Industry:</b>	Electric power generation, transmission and distribution		
<b>Purpose:</b>	<p>To engage in the business of electric power generation, transmission, and distribution, including the operation of generation facilities, transmission and distribution systems, and electricity and transmission capacity exchanges for the sale of electricity to end users. The corporation shall engage in the purchase, supply, and delivery of electricity and provide a comprehensive range of renewable energy solutions, including but not limited to the implementation of energy efficiency and conservation projects, energy infrastructure outsourcing, district cooling, and energy risk mitigation and management. The corporation may acquire, construct, erect, assemble, rehabilitate, expand, commission, operate, and maintain power-generating plants and related facilities for electricity generation, including facilities for the purchase, manufacturing, development, or processing of renewable energy sources. It may sell electricity to any person or entity through electricity markets, trading, or contracts. The corporation may also administer, conserve, and manage electricity generated by its own power plants or by third-party facilities, as well as develop, construct, commission, own, operate, maintain, rehabilitate, and manage facilities or services necessary or appropriate to provide comprehensive renewable energy solutions, as permitted by applicable law.</p>		

**Secondary Purpose:**

1. To acquire concessions, grants, commissions or licenses or enter into contracts of association or other business arrangements for the establishment, administration, management and operation of projects and facilities involving the exploration, development, production, utilization, and generation of energy resources or its byproducts or as may be conducive to any of the objects of the Corporation.
2. To the extent permitted by applicable law, purchase, acquire, own, lease, sell and convey real properties, such as lands (except that the Corporation cannot own lands), buildings, factories, and warehouses machineries equipment, and 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.
3. To borrow or raise money from not more than nineteen (19) lenders, including its stockholders, necessary to meet the financial requirements of its business by the issuance of bonds, promissory notes and other evidences of indebtedness; obtain leverage and to support or carry out its objectives and purposes and/or arrange financing or equipment credit or any kind of assistance for its account from private lending institutions; and to secure the repayment 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 evidences of indebtedness for money borrowed in the prosecution of its lawful business
4. 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 fit to accept
5. To aid in any manner any Corporation, association or trust estate, domestic or foreign, or any firm of individual in which any shares of stock or any bonds, debentures, notes, securities, evidences of indebtedness, contracts, or obligations of which are held by or for the Corporation, directly, or indirectly or through other Corporations or otherwise.
6. To enter into any lawful arrangement for sharing profits, union of interest, unitization or farm-out agreement, reciprocal concessions 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.
7. To acquire, obtain from any governmental authority, national, provincial, municipal or otherwise, or any corporation, company or partnership or person, such charter, contracts, franchise, privilege, exemption, license and concessions as may be conducive to any of the objectives of the Corporation.
8. To establish and operate one or more branch offices or agencies and to carry on any or 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.
9. To distribute the surplus profits of the Corporation to the stockholders thereof in kind, namely, properties of the Corporation, particularly any shares of stock, debentures or securities of other companies belonging to this Corporation.
10. To conduct and transact any and all lawful business, and to do or cause to be done anyone 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 purposes or the exercise of anyone or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation.
11. To do every other act or acts necessary, desirable, incidental to or connected with the accomplishment of the purposes or the exercise of any of the power herein enumerated, or any part or parts thereof, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation, provided, however, that the same is not in conflict with the law under which the Corporation is organized

<b>Business Activity:</b>	Retail					
<b>Fiscal Year:</b>	January 1 - December 31					
<b>Terms of existence:</b>	Perpetual					
<b>PRINCIPAL OFFICE ADDRESS</b>						
<b>Lot/Block/Phase/ House No.:</b>	N.A.	<b>Unit/Room/Floor/ Building#:</b>	240			
<b>Subdivision/ Village/Zone:</b>	GREENHILLS EAST	<b>Building Name:</b>	GM BUILDING			
<b>Street Name:</b>	EDSA					
<b>Zip Code:</b>	1550	<b>Barangay:</b>	Wack-wack Greenhills			
<b>Town/District:</b>	N.A.	<b>City/Municipality:</b>	CITY OF MANDALUYONG			
<b>Province:</b>	SECOND DISTRICT	<b>Region:</b>	NATIONAL CAPITAL REGION (NCR)			
<b>CAPITAL STRUCTURE</b>						
<b>Total Authorized Capital Stock:</b>	P 10,000,000.00					
<b>Total Subscribed Capital Stock:</b>	P 5,000,000.00					
<b>Total Paid-Up Capital Stock:</b>	P 5,000,000.00					
<b>ACS DETAILS</b>						
<b>Type of Share</b>	<b>Par Value</b>	<b>Total No. of Shares</b>	<b>Special Features</b>			
Common - Voting - with Par	0.25	40,000,000				
<b>OFFICERS</b>						
<b>Annual/Regular Meetings Date:</b>	1st Friday of May					
<b>Treasurer:</b>	ALAIN SOLIS PANGAN					
<b>Treasurer's Nationality:</b>	Philippine, Filipino					
<b>Treasurer's TIN/Passport:</b>	215-611-246-000					
<b>Treasurer's Address:</b>	22 ST. PAUL STREET DON BOSCO VILLAGE DON BOSCO FOURTH DISTRICT, CITY OF PARAÑAQUE, FOURTH DISTRICT, NATIONAL CAPITAL REGION (NCR), 1700					
<b>Name</b>	<b>I</b>	<b>D</b>	<b>S</b>	<b>Nationality</b>	<b>TIN</b>	<b>Address</b>
OSCAR, JR. LOCSIN DE VENECIA	Y	Y	Y	Philippine, Filipino	146-709-049-000	39 VISAYAS ST. AYALA ALABANG VILLAGE New Alabang Village , CITY OF MUNTINLUPA, FOURTH DISTRICT, NATIONAL CAPITAL REGION (NCR), 1780
LUISITO VALENZUELA POBLETE	Y	Y	Y	Philippine, Filipino	136-622-576-000	6A BARETTO ST. EXECUTIVE VILLAGE B. F. Homes , CITY OF PARAÑAQUE, FOURTH DISTRICT, NATIONAL CAPITAL REGION (NCR), 1718
MA. ROSETTE GERALDINE LACSAMANA OQUIAS	Y	Y	Y	Philippine, Filipino	159-045-582-000	100 BALTIMORE ST. VISTA REAL CLASSICA P2 Matandang Balara , QUEZON CITY, SECOND DISTRICT, NATIONAL CAPITAL REGION (NCR), 1119

BASIC ENERGY CORPORATION 36359	N	N	Y	Philippine, Filipino	000-438-702-000	240 GM BUILDING FLORIDA ST. GREENHILLS EAST Wack-wack Greenhills , CITY OF MANDALUYONG, SECOND DISTRICT, NATIONAL CAPITAL REGION (NCR), 1550
Represented by: JULIANNE KHRISTINA BULAON BELTRAN				Philippine, Filipino	462-918-162-000	63A AGUDO ST. Barangay 130 , CALOOCAN CITY, THIRD DISTRICT, NATIONAL CAPITAL REGION (NCR), 1404
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#### SUBSCRIPTION DETAILS

Name	Nationality	Share Type	No. of Shares Subscribed	Amount Subscribed
OSCAR, JR. LOCSIN DE VENECIA	Philippine, Filipino	Common - Voting - with Par	1	P0.25
LUISITO VALENZUELA POBLETE	Philippine, Filipino	Common - Voting - with Par	1	P0.25
MA. ROSETTE GERALDINE LACSAMANA OQUIAS	Philippine, Filipino	Common - Voting - with Par	1	P0.25
BASIC ENERGY CORPORATION Represented by: JULIANNE KHRISTINA BULAON BELTRAN	Philippine, Filipino  <i>Philippine, Filipino</i>	Common - Voting - with Par	19,999,997	P4,999,999.25
<b>TOTAL</b>			<b>20,000,000</b>	<b>P5,000,000.00</b>

#### PAYMENT DETAILS

Name	Share Type	Mode of Payment	Amount Paid	Add'l Paid-in Capital
OSCAR, JR. LOCSIN DE VENECIA	Common - Voting - with Par	Cash	P0.25	P0.00
LUISITO VALENZUELA POBLETE	Common - Voting - with Par	Cash	P0.25	P0.00
MA. ROSETTE GERALDINE LACSAMANA OQUIAS	Common - Voting - with Par	Cash	P0.25	P0.00
BASIC ENERGY CORPORATION Represented by: JULIANNE KHRISTINA BULAON BELTRAN	Common - Voting - with Par	Cash	P4,999,999.25	P0.00
<b>TOTAL</b>			<b>P5,000,000.00</b>	<b>P0.00</b>