



09 January 2025

**PHILIPPINE DEALING AND  
EXCHANGE CORPORATION**

29<sup>th</sup> Floor, BDO Equitable Tower  
8751 Paseo de Roxas, Makati City

Attention: **ATTY. SUZY CLAIRE R. SELLEZA**  
*Head – Issuer Compliance and Disclosure Department*

Re: **Acquisition of Shares of Another Corporation**

Dear Atty. Selleza,

In compliance with the disclosure requirements of the Philippine Dealing and Exchange Corporation, please find attached Megawide Construction Corporation's (the "Company") Report on the Acquisition of Shares of Another Corporation, specifically, the Company's acquisition of GMR Infrastructure (Singapore) Pte Limited's ("GISPL") shares in Megawide GMR Construction Corporation JV, Inc., a joint venture company between GISPL, the Company, and GMR Global Pte Limited (formerly GMR Holdings Overseas (Singapore) Pte Limited on 09 January 2025.

Should you have any questions or concerns, please do not hesitate to reach out to us.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Melissa'.

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**MELISSA ESTER E. CHAVEZ-DEE**

*Corporate Secretary, Assistant Compliance Officer, and  
Corporate Information Officer*

# SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-C

### CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Jan 9, 2025

2. SEC Identification Number

CS200411461

3. BIR Tax Identification No.

232-715-069-000

4. Exact name of issuer as specified in its charter

Megawide Construction Corporation

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

No. 20 N. Domingo Street, Barangay Valencia, Quezon City

Postal Code

1112

8. Issuer's telephone number, including area code

(02) 8655-1111

9. Former name or former address, if changed since last report

Not Applicable

10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common	2,013,409,717
Preferred	101,405,880

11. Indicate the item numbers reported herein

Item 9

*The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.*



# Megawide Construction Corporation

## MWIDE

**PSE Disclosure Form 4-2 - Acquisition/Disposition of Shares of Another Corporation**  
**References: SRC Rule 17 (SEC Form 17-C) and**  
**Section 4.4 of the Revised Disclosure Rules**

### Subject of the Disclosure

Execution of the Share Purchase Agreement for the Acquisition by Megawide Construction Corporation (the "Company") of 45% of the outstanding capital stock of Megawide GMR Construction JV, Inc. ("JV"), from GMR Infrastructure (Singapore) Pte Limited ("GISPL").

### Background/Description of the Disclosure

On 09 January 2025, the Board of Directors of Megawide Construction Corporation (the "Company") resolved to authorize: (1) Mr. Edgar B. Saavedra, the Chairman of the Board and Chief Executive Officer of the Company; and (2) Mr. Christopher A. Nadayag, Treasurer of the Company, to sign and execute a Share Purchase Agreement with GMR Infrastructure Singapore Pte. Limited ("GISPL") for the Company's acquisition of GISPL's shares in Megawide GMR Construction JV, Inc. ("JV"), a joint venture company of GISPL, the Company, and GMR Global Pte. Ltd. (formerly GMR Holdings Overseas Singapore PTE Limited ("GHOSPL").

The Company has set the execution and closing date of the Share Purchase Agreement with GISPL for its shares in the JV on the same date. As a result of said acquisition and the acquisition of GHOSPL, the JV will become a wholly-owned subsidiary of the Company.

### Date of Approval by Board of Directors

Jan 9, 2025

### Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction

The transaction is in line with the Company's strategy of constantly re-engineering its business and financial portfolio to support its vision of engineering a First-World Philippines, and to explore more resilient, high-growth, and scalable opportunities to anchor its long-term and sustainable growth agenda.

### Details of the acquisition or disposition

#### Date

Jan 9, 2025

### Manner

On Execution Date:

-payment by the Company to GISPL of Php 70,839,000.00 for GISPL's 81,000,003 equity shares in JV.

### Description of the company to be acquired or sold

Megawide GMR Construction JV, Inc. is the joint venture company of GISPL, the Company and GHOSPL, and is the developer of the Clark International Airport Project.

### The terms and conditions of the transaction

#### Number of shares to be acquired or disposed

81,000,003

<b>Percentage to the total outstanding shares of the company subject of the transaction</b>	45
<b>Price per share</b>	Php 0.8745 (Php 0.87)

**Nature and amount of consideration given or received**

On Execution Date:

-payment by the Company to GISPL of Php 70,839,000.00 for GISPL's 81,000,003 equity shares in JV.

**Principle followed in determining the amount of consideration**

Valuation agreed among the parties following due diligence review of JV's assets.

**Terms of payment**

Payment of the full Purchase Price to GISPL shall be made on the Execution Date.

**Conditions precedent to closing of the transaction, if any**

Customary closing conditions, including amongst others, completion of filings with/informing relevant regulatory, government, and/or tax authorities as may be required.

**Any other salient terms**

None.

**Identity of the person(s) from whom the shares were acquired or to whom they were sold**

<b>Name</b>	<b>Nature of any material relationship with the Issuer, their directors/ officers, or any of their affiliates</b>
GMR Infrastructure (Singapore) Pte Limited ("GISPL")	None.

**Effect(s) on the business, financial condition and operations of the Issuer, if any**

The transaction will allow the Company to wholly own its existing subsidiary, Megawide GMR Construction JV, Inc., the developer of the Clark International Airport Project, where it can leverage its engineering and construction expertise; and at the same time strengthen its balance sheet.

**Other Relevant Information**

None.

**Filed on behalf by:**

<b>Name</b>	Melissa Ester Chavez-Dee
<b>Designation</b>	Corporate Secretary/Corporate Information Officer