



22 November 2024

**PHILIPPINE DEALING AND
EXCHANGE CORPORATION**

29th Floor, BDO Equitable Tower
8751 Paseo de Roxas, Makati City

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

Re: **Material Information/Transactions**

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") Material Information/Transactions Report, specifically, on the Market and Securities Regulation Department's approval of the Company's application for exemption of registration of the Ten Million (10,000,000) common shares for the implementation of the Company's Employee Stock Ownership Plan.

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", written over a horizontal line.

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)
Nov 22, 2024
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 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Approval of Megawide Construction Corporation's (the 'Company') Application for Exemption from Registration of Ten Million (10,000,000) Common Shares Allocated for the Implementation of the Company's Employee Stock Ownership Plan ("ESOP").

Background/Description of the Disclosure

On November 22, 2024, the Company received a copy of the Securities and Exchange Commission's - MSRD Resolution No. 8 Series of 2024 dated 21 November 2024 approving the Company's application for exemption from registration of its Employee Stock Ownership Plan ("ESOP"). The ESOP covers Ten Million (10,000,000) common shares in favor of the Company's qualified employees in accordance with the terms of the Company's ESOP.

Other Relevant Information

None.

Filed on behalf by:

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



MARKETS AND SECURITIES REGULATION DEPARTMENT

MEGAWIDE CONSTRUCTION CORPORATION

**MSRD Resolution No. 8
Series of 2024**

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R E S O L U T I O N

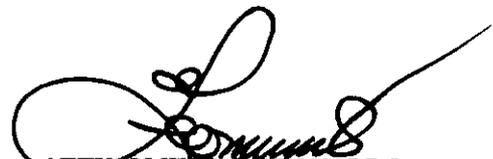
This pertains to the application filed by **MEGAWIDE CONSTRUCTION CORPORATION (the "Company")**, a corporation organized under the laws of the Republic of the Philippines, requesting¹ for exemption from registration requirements mandated in Sections 8 and 12 of the Securities Regulation Code (the "Code"). The Company invokes Section 10.2 of the Code as the basis for exemption from registration of its proposed issuance of **Ten Million (10,000,000) common shares** in favor of the qualified employees of the Company, pursuant to the terms of its Employee Stock Ownership Plan ("ESOP" or the "Plan").

In view of the fact that the issuance of the shares shall be limited to the qualified employees of the Company who will have continuous access to the Company's financial documents and other disclosures given that the Company is a publicly listed company, the Commission finds that compliance with the requirements for registration under Sections 8 and 12 of the Code is not necessary in the public interest or for the protection of the investors. Hence, the Commission is of the position and so resolved in its meeting on 21 November 2024 that the issuance thereof is exempt from the registration requirement pursuant to Section 10.2 of the Code, provided that the Company shall file within ten (10) days from the end of every year, while the Plan is in force, a report showing the names of the optionees and the number of shares subscribed by them.

It is understood that any future offer or sale thereof is subject to the registration requirements of the Code unless such offer or sale qualifies as an exempt transaction.

IT IS RESOLVED.

Makati City, Philippines, 21 November 2024.


ATTY. OLIVER O. LEONARDO
Director

¹ A total of PhP23,765.00 was paid by the Company on 11 September 2024 evidenced by electronic Official Receipt No. 20240911-PM-0117757-69 covering the filing fees for the request for exemption.