



March 8, 2024

MR. NORBERTO MORENO, JR.

OIC, Disclosure Department
PHILIPPINE STOCK EXCHANGE, INC.
6TH Floor, PSE Tower
5th Avenue corner 28th Street
Bonifacio Global City,
Taguig City

Dear Mr. Moreno:

We reply to your correspondence dated March 6, 2024 (received thru EDGE Submission System at 5:14 p.m.) requiring us to provide additional information in relation to our disclosure regarding Chromite Gas Holdings, Inc.'s ("CGHI") intention to acquire 67% stake of each of San Miguel Global Power Holdings Corp.'s ("SMGP") gas-fired power plants specifically, the following:

1. 1,278 MW Ilijan power plant;
2. 1,320 MW combined cycle power facility; and
3. Land and other ancillary assets used by the facilities.

Altogether, Meralco PowerGen Corporation ("MGen"), Therma NatGas Power, Inc. ("TNGP"), and SMGP will also invest in LNG import and regasification terminal owned by Linseed Field Corporation.

We hereby provide the following information you requested:

1. Description of the companies to be acquired (i.e. nature and business, discussion of major projects and investments, etc.):

South Premiere Power Corp ("SPPC") owns and operates the 1,278MW Combined Cycle Power Plant located in Batangas City (the "Ilijan Power Plant"). The Power Plant primarily uses natural gas as its fuel and distillate oil as back-up fuel.

Excellent Energy Resources, Inc. ("EERI") owns a 1,320MW Combined Cycle Power Plant adjacent the Ilijan Power Plant (the "EERI Power Plant"). The EERI Power Plant is currently under construction. Similar to the Ilijan Power Plant, it likewise utilizes natural gas to generate electricity.

Ilijan Primeline Industrial Estate Corp. ("IPIEC") owns parcels of land which is being leased by (i) EERI for its 1,320MW Combined Cycle Power Plant; and (ii) Linseed Field Corporation ("LFC") for its liquified natural gas importation terminal and regasification facilities.



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2. Amount of acquisition of each of the companies to be acquired:

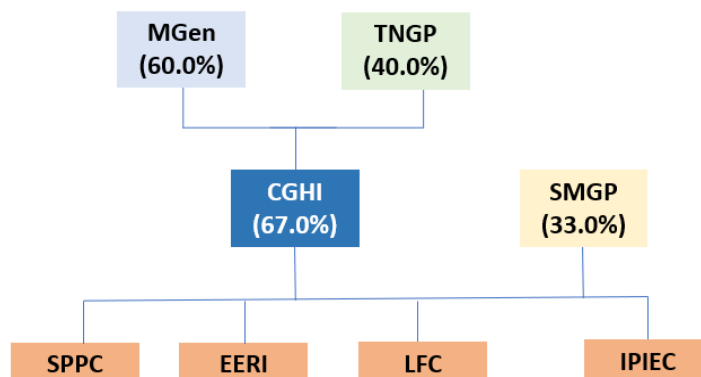
The US\$3.3 Billion valuation is an indicative value of the transaction and includes contracts which have not yet been entered into by the parties. Further, the transaction requires CGHI to acquire interests in SPPC, EERI, IPIEC, and LFC, and as such, the valuation of the transaction was determined on this basis, and not on an individual company basis.

3. Timetable for implementation and related regulatory requirements, if any:

The transaction will most likely undergo evaluation with the Philippine Competition Commission and approval by the Securities and Exchange Commission of amendments in the articles of incorporation of EERI, IPIEC, and LFC.

4. Resulting ownership structure of the companies to be acquired after the transaction:

The resulting ownership structure is as follows:




5. Other relevant Information:

The investment of MGen in CGHI will result in CGHI becoming an affiliate of MERALCO.

We will apprise the Exchange of any further developments of this transaction.

Very truly yours,


WILLIAM S. PAMINTUAN
Senior Vice President
Assistant Corporate Secretary
and Information Disclosure Officer