



17 October 2025

**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: **Other SEC Forms/Reports – Advisement Report**

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") SEC Advisement Report on Material Related Party Transactions.

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*

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 17-18 - Other SEC Forms/Reports/Requirements

Form/Report Type	Advisement Report on Material Related Party Transaction
Report Period/Report Date	Oct 17, 2025

Description of the Disclosure
Please see attached Securities and Exchange Commission ("SEC") Advisement Report.

Filed on behalf by:

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



**ADVISEMENT REPORT ON
MATERIAL RELATED PARTY TRANSACTIONS**

Reporting PLC: MEGAWIDE CONSTRUCTION CORPORATION

SEC Identification Number: CS200411461

Name of Related Party: CITICORE POWER INC.

Execution Date of Transaction: October 16, 2025

Relationship between the Parties including financial/non-financial interest: Megawide Construction Corporation (“Megawide”) and Citicore Power Inc. (“CPI”) are related companies through common ownership. Citicore Holdings Investment, Inc. (“CHI”) owns 35.41% of Megawide and is the majority owner of CPI. Megawide previously made advances to CPI, which have since been settled.

Type/Nature of Transaction and Description of Assets Involved	Terms and Conditions	Rationale for Entering into the Transaction	Total Assets of Reporting PLC	Amount/ Contract Price	Percentage of the Contract Price to the Total Assets of the Reporting PLC	Carrying Amount of Collateral, if any	Approving Authority
On 16 October 2025, Megawide Construction Corporation (“Megawide”) executed a Deed of Assignment with Citicore Power, Inc. (“CPI”) to implement the transfer of CPI’s existing (secondary) shares in Citicore Renewable Energy Corporation (“CREC”) as full and final settlement of Megawide’s receivables from CPI amounting to ₱4,729,742,187.76, pursuant to the Debt Acknowledgment and Settlement Agreement	The assignment covers 1,103,095,410 common shares in CREC, transferred free from all liens and encumbrances, constituting the full and final settlement of Megawide’s advances to CPI.	To implement the settlement arrangement between Megawide and CPI pursuant to the Debt Acknowledgment and Settlement Agreement dated 10 September 2025, covering the recovery of outstanding advances previously made by Megawide.	₱63,336,756,031.00 (as of 2024 audited financial statements).	₱4,729,742,187.76	7.47%	None	Board of Directors of Megawide, upon endorsement by the Audit and Compliance Committee (ACC), composed 100% of the following Directors: <ul style="list-style-type: none"> 1. Edgar B. Saavedra (Chairman), 2. Manuel Louie B. Ferrer, 3. Oliver Y. Tan, 4. Ramon H. Diaz, 5. Celso P. Vivas (Lead Independent Director),

<p>dated 10 September 2025. Under the Deed, CPI assigned and transferred to Megawide 1,103,095,410 common shares in CREC, representing settlement of the foregoing receivables.</p>							<p>6. Alfredo E. Pascual (Independent Director), and 7. Gil B. Genio (Independent Director).</p> <p>Board of Directors of CPI, composed 100% of the following Directors:</p> <ol style="list-style-type: none"> 1. Edgar B. Saavedra 2. Oliver Y. Tan 3. Manuel Louie B. Ferrer 4. Christopher A. Nadayag 5. Maria B. elinda Morales
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SIGNATURES

Pursuant to the requirements of the Commission, the company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MEGAWIDE CONSTRUCTION CORPORATION


Jez G. Dela Cruz
Group Chief Finance Officer

CITICORE POWER, INC.


Oliver Y. Tan
President

REPUBLIC OF THE PHILIPPINES)
PASIG CITY) S.S.

SECRETARY'S CERTIFICATE

I, **MELISSA ESTER E. CHAVEZ-DEE**, of legal age, Filipino, with office address at Unit 8, 25th Floor, Exquadra Tower Exchange Road corner Jade Drive, Ortigas Center, Pasig City 1605, after having been duly sworn in accordance with law, hereby certify that:

1. I am the duly qualified and elected Corporate Secretary of **MEGAWIDE CONSTRUCTION CORPORATION** (the "Company"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office address at No. 20 N. Domingo Street, Barangay Valencia, Quezon City.
2. Based on the corporate records of the Company, the following resolutions were adopted and approved by the Board of Directors of the Company on 16 October 2025:

**Resolution No. 15-01
Series of 2025**

RESOLVED, that the Board of Directors (the "Board") of Megawide Construction Corporation (the "Company") hereby approves and confirms the transfer of shares in Citicore Renewable Energy Corporation from Citicore Power, Inc. ("CPI") to the Company as full and final settlement of the Company's receivables from CPI in the amount of ₱4,729,742,187.76, pursuant to the Debt Acknowledgment and Settlement Agreement dated 10 September 2025;

RESOLVED FURTHER, that the Board acknowledges that the transaction has been reviewed and endorsed by the Audit and Compliance Committee in accordance with the Company's Related Party Transactions Policy, and that the same is compliant with applicable corporate governance and regulatory requirements;

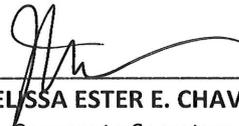
RESOLVED FURTHER, that Mr. Edgar B. Saavedra, Chairman of the Board, CEO, and President, and Mr. Jez Dela Cruz, Group Chief Finance Officer, be, as they are hereby, authorized and empowered, acting singly or jointly, to negotiate, execute, deliver, and perform all such documents, agreements, and filings necessary to implement the transfer, including regulatory and stock exchange disclosures with the Securities and Exchange Commission, Philippine Stock Exchange, and other relevant agencies

RESOLVED FINALLY, that all acts of Management and the Company's officers undertaken prior to this date in connection with the foregoing transaction are hereby approved, confirmed, and ratified.

3. The foregoing resolutions are valid and binding on the Company, and shall remain in full force and effect until the same are amended, modified, or revoked by a subsequent resolution.

[Signature page follows]

IN WITNESS WHEREOF, I have executed this Secretary's Certificate this OCT 16 2025 in Pasig City, Philippines.

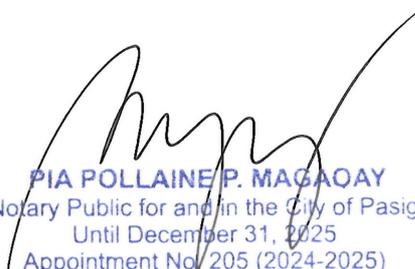


MELISSA ESTER E. CHAVEZ-DEE
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this OCT 16 2025 at Pasig City, affiant exhibiting to me her Passport No. P8374008B valid until 2 December 2031.

Doc. No.: 192;
Page No.: 40;
Book No.: III;
Series of 2025.




PIA POLLAIN P. MAGAOAY
Notary Public for and in the City of Pasig
Until December 31, 2025
Appointment No. 205 (2024-2025)
PTR No. 3038380; 01/08/2025; Pasig City
IBP No. 512631; 01/13/2025; Pangasinan
Roll No. 90039
Unit 8, 25th Floor, Exquadra Tower
Exchange Road corner Jade Drive
Ortigas Center, Pasig City 1605 Philippines

REPUBLIC OF THE PHILIPPINES)
QUEZON CITY) S.S.

SECRETARY'S CERTIFICATE

I, **DANICA C. EVANGELISTA**, of legal age, Filipino, and with office address at 11/F 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 Corporate Secretary of **CITICORE POWER INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, and with principal office address at 11/F Rockwell Santolan Town Plaza, 276 Santolan Road, San Juan City, Metro Manila.

2. At the meeting of the Board of Directors of the Corporation held on October 1, 2025, at which 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, that the Board of Directors (the "Board") of Citicore Power Inc. (the "Company") hereby approves and confirms the transfer of shares in Citicore Renewable Energy Corporation (CREC) from the Company to Megawide Construction Corporation (MCC) as full and final settlement of the MCC's receivables from the Company in the amount of ₱4,729,742,187.76, pursuant to the Debt Acknowledgment and Settlement Agreement dated 10 September 2025;

RESOLVED FURTHER, that the Board acknowledges that the transaction is compliant with applicable corporate governance and regulatory requirements;

RESOLVED FURTHER, that Mr. Oliver Y. Tan, President, is hereby authorized and empowered, to negotiate, execute, deliver, and perform all such documents, agreements, and filings necessary to implement the transfer, including regulatory and stock exchange disclosures with the Securities and Exchange Commission (SEC), Philippine Stock Exchange (PSE), and other relevant agencies;

RESOLVED FINALLY, that all acts of Management and the Company's officers undertaken prior to this date in connection with the foregoing transaction are hereby approved, confirmed, and ratified."

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

[Signature page follows]

IN WITNESS WHEREOF, I have hereunto set my hand this day of OCT 17 2025 in QUEZON CITY Philippines.


DANICA C. EVANGELISTA
Corporate Secretary

SUBSCRIBED AND SWORN to before me this OCT 17 2025 in QUEZON CITY by affiant who exhibited to me her competent evidence of identity consisting of her Philippine Passport No. P7696710B valid until 26 September 2031 issued at DFA Manila.

Doc. No. 171 ;
Page No. 36 ;
Book No. I ;
Series of 2025.


ATTY. JED AARON A. ESPIRITU
Notary Public in Quezon City
Notarial Commission: Adm. Mtr No. NP-492 (2025-2026)
Roll No. 79113
PTR No. 6885525 01/03/25, Q.C.
IBP No. 496964, 01/03/25; Q.C. Chapter
TIN 470-379-330-000
MCLE Compliance No. VII-0026216; 04/14/2028
Address: 25 Matalino St. Brgy. Central, Q.C.