

MEGAWIDE CONSTRUCTION CORPORATION
2/F Spring Bldg. Arnaiz Ave. cor. P. Burgos St., Pasay City, Metro Manila
Tel. No. (02) 655-1111

NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

To the Stockholders of Megawide Construction Corporation:

Notice is hereby given that the Annual Meeting of the Stockholders of MEGAWIDE CONSTRUCTION CORPORATION (Megawide) will be held on June 30, 2014, 2:00 p.m. at the Davao Room, Sofitel Philippine Plaza Manila to consider and take action upon the following matters:

1. Call to Order
2. Proof of Notice and Quorum
3. Approval of the Minutes of the Annual Stockholders' Meeting on June 26, 2013
4. Chairman's Address
5. President's Report
6. Ratification of all acts of Management and the Board of Directors
7. Election of Directors
8. Approval of the 2013 Audited Financial Statements
9. Appointment of External Auditor
10. Amendment of Articles of Incorporation and By-Laws to include the power to extend corporate guarantee to subsidiaries and affiliates for bidding purposes
11. Amendment of Articles of Incorporation to increase authorized capital stock from Php2 Billion to Php5 Billion to be effected by stock dividend declaration
12. Amendment of Articles of Incorporation to create preferred shares
13. Other Matters
14. Adjournment.

All stockholders of record at the close of business on May 30, 2014 are entitled to notice of and vote at the annual meeting and at any adjournment thereof. The stock and transfer books of Megawide will be closed from end of business day on May 30 to June 30, 2014.

If you cannot attend the meeting personally, you may designate a representative by submitting a Proxy instrument in accordance with Section 58 of the Corporation Code to the office of the Stock Transfer Agent at the address below. Proxies will be validated on June 23, 2014 at the said address.

Banco de Oro Unibank, Inc. - Trust and Investments Group
BDO Corporate Center, 7899 Makati Avenue, Makati City

Makati, Philippines, June 4, 2014.


GRACE Q. BAY
Assistant Corporate Secretary¹

¹ The Corporate Secretary, Florentino A. Tuason, Jr. is out of the country.

MEGAWIDE CONSTRUCTION CORPORATION
ANNUAL STOCKHOLDERS' MEETING
2:00 P.M., June 30, 2014
Davao Room, Sofitel Philippine Plaza Manila

AGENDA

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