

MEGAWIDE CONSTRUCTION CORPORATION
No. 20 N. Domingo Street, Barangay Valencia, Quezon City
Tel. No. (02) 8655-1111

NOTICE OF SPECIAL STOCKHOLDERS' MEETING

To the Stockholders of **MEGAWIDE CONSTRUCTION CORPORATION** (the "Company"):

Notice is hereby given that the Special Stockholders' Meeting of the Company will be held on **27 March 2025, at 11:00 A.M.** The meeting will be conducted via remote communication and can be accessed through the following link: [MWIDE SSM 2025](#)

The agenda of the meeting is as follows:

1. Call to Order
 - The Chairman will call the meeting to order.
2. Proof of Notice and Quorum
 - The Corporate Secretary will certify that notices of the meeting have been duly sent to the stockholders as of record date as required by the By-Laws. He will also attest to the attendance at the meeting and whether a quorum is present. Except as otherwise provided by law, a quorum shall consist of stockholders owning majority of the outstanding capital stock (exclusive of treasury stock) participating in person, *in absentia*, or by proxy.
3. Approval of the Minutes of the Special Stockholders Meeting held on 10 December 2024
 - The Minutes of the Special Stockholders' Meeting held last 10 December 2024 will be submitted for approval. It contains the following matters: (a) Approval of the Minutes of the Annual Stockholders Meeting held last 03 July 2024; (b) Approval of the change in External Auditor; (c) Approval and Amendment of the Company's Article Seventh of the Articles of Incorporation to Increase the Authorized Capital Stock; and (d) Approval of the Offer, Sale, and Listing of Additional Preferred Shares.

A copy of the Minutes of the Annual Stockholders Meeting held last 10 December 2024 is available on the Company's website and attached to the Information Statement as **Exhibit "5."**
4. Election of Director
 - The stockholders will approve the election of the nominee Nina D. Aguas as the independent director to hold office until the next Annual Stockholders' Meeting and until the respective successors have been elected and qualified. The nominees were evaluated on the basis of all qualifications required by the Company's By-Laws, New Manual on Corporate Governance, and that no provision on disqualification would apply to them. The profile and qualifications of the nominees are in the Company's Information Statement which is available in its website..
5. Other Matters
 - The floor will be open for questions from the stockholders.

All stockholders of record at the close of business on 6 March 2025 are entitled to notice of and vote at the regular meeting and at any adjournment thereof. The stock and transfer books of the Company will be closed from end of business day on 6 March 2025 until 27 March 2025.

Please refer to **Exhibit "1"** of the Information Statement [MWIDE SSM 2025](#) submission of proxies, procedure for voting, participation in the Special Stockholders' Meeting, and to view the Information Statement and Annual Report on SEC Form 17-A.

Quezon City, Philippines, 17 February 2025.



MELISSA/ESTER E. CHAVEZ-DEE
Corporate Secretary