

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

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

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

Notice is hereby given that the Annual Stockholders' Meeting of the Company will be held on **8 July 2026, at 2:00 PM**. The meeting will be conducted via remote communication and can be accessed through the following link: [MWIDE ASM 2026](#)

The agenda of the meeting is as follows:

1. Call to Order
 - The Chairman will call the meeting to order.
2. Certification of Notice
 - 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.
3. Determination and Declaration of Quorum
 - The Corporate Secretary will 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.
4. Approval of the Minutes of the Annual Stockholders Meeting held on 3 July 2025
 - The Minutes of the Annual Stockholders' Meeting held last 3 July 2025 will be submitted for approval. It contains the following matters: (a) Approval of the Audited Financial Statements of the Company for the year ended 31 December 2024; (b) Appointment of PwC Philippines – Isla Lipana & Co., as external auditor of the Company; (c) Approval of the Minutes of the Special Stockholders' Meeting on 27 March 2025; (d) Approval of the Amendment of Article Seventh of the Articles of Incorporation of the Company to Increase the Authorized Capital Stock for Preferred Shares; (e) Approval of the Offer, Sale, and Listing of Additional Preferred Shares; and (f) Ratification of all acts of the Board of Directors and management.
5. Chairman's Address and President's Report
 - The Chairman and President of the Company will give a welcome address and provide operational highlights of 2025.
6. Approval of the 2025 Audited Financial Statements
 - The 2025 Audited Financial Statements of the Company will be submitted for the approval of the stockholders.
7. Ratification of All Acts of the Board of Directors and Management

- For ratification of the stockholders are all the acts of the Board of Directors and Management in the ordinary course of the Company's business. A list of such acts is too voluminous to be included in the Information Statement. These acts pertain to government permits and clearances, execution of contracts, availment of services from banks, and other acts necessary for various construction projects.

8. Election of Directors

- The stockholders will approve the election of the regular and independent directors to hold office until the next Annual Stockholders' Meeting and until their 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 and Annual Report ("SEC Form 17-A") which are available in its website.

9. Appointment of the External Auditor

- The stockholders will approve the appointment of PwC Philippines/Isla Lipana & Co. as the Company's external auditor.

10. Approval of the Amendment of Employee Stock Ownership Plan

- The stockholders will approve the amendment of the Employee Stock Ownership Plan ("ESOP") which increases the number of shares allotted for the implementation of the ESOP from Ten Million (10,000,000) shares to One Hundred and Ten Million (110,000,000) shares.

11. Other Matters

- The floor will be open for questions from the stockholders.

All stockholders of record at the close of business on 17 June 2026 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 17 June 2026 until 8 July 2026.

Please refer to **Exhibit "1"** of the Information Statement for the full details on submission of proxies, procedure for voting, participation in the Annual Stockholders' Meeting, and to view the Information Statement and Annual Report on SEC Form 17-A.

Quezon City, Philippines, 26 May 2026.



MELISSA/ESTER E. CHAVEZ-DEE
Corporate Secretary