

# COVER SHEET

SEC Registration Number

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**Company Name**

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Principal Office (No./Street/Barangay/City/Town/Province)

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GIANCARLO V. INACAY

Contact Person

(632) 8894-6300/6400

Company Telephone Number

1 2  
Month

Month

Day

Fiscal Year


Month

Day

Annual Meeting

[illegible]

Form Type

[illegible]

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Amended Articles Number/Section

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Total No. of Stockholders

		Total Amount of Cash

Domestic

Foreign

To be accomplished by SEC Personnel Concerned

[illegible]

File Number

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**SECURITIES AND EXCHANGE COMMISSION  
SEC FORM 17-C  
CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.2 (c) THEREUNDER**

1. **19 August 2025**  
Date of Report
2. SEC Identification Number: **CS202052294** 3. BIR Tax Identification No: **502-228-971-000**
4. **MREIT, INC.**  
Exact name of Issuer as specified in its charter
5. **Metro Manila**  
Province, Country or other jurisdiction of incorporation or organization
6. (SEC Use Only)  
Industry Classification Code
7. **18th Floor, Alliance Global Tower, 36th Street corner 11th Avenue  
Uptown Bonifacio, Taguig City 1634**  
Address of principal office
8. **(632) 8894-6300/6400**  
Issuer's telephone number, including area code
9. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

<u>Title of Each Class</u>	<u>Number of Shares of Stock Outstanding</u>
Common	3,721,983,381 <sup>1</sup>
Preferred	0
<b>Total</b>	<b>3,721,983,381<sup>1</sup></b>

10. **Item 9**

Please be informed that the Board of Directors of MREIT, Inc. ("the Corporation"), at its meeting held on 12 August 2025, approved the holding of its Annual Stockholders' Meeting on Monday, September 29, 2025, at 2:00 p.m., to be conducted virtually, through the link that can be accessed on the Company's website, with the following agenda:

1. Call to Order
2. Proof of Notice and Determination of Quorum
3. Approval of the Minutes of the Previous Stockholders' Meeting held on 26 June 2024
4. Annual Report of Management
5. Approval of the increase of MREIT's Authorized Capital Stock from Five Billion Pesos to Eight Billion Pesos divided into Eight Billion (8,000,000,000) common voting shares with par value of One Peso (Php1.00) per share and the amendment of the Seventh Article of the Articles of Incorporation for the purpose; issuance of such number of shares out of such increase in order to support the increase under such price and such other terms and conditions as the Company's Senior Management will decide; and, delegation to the Company's Senior Management of the power and authority to determine and fix the terms and conditions of the issuance to support the increase
6. Approval of the issuance and listing of up to One Billion Three Hundred Sixty Million (1,360,000,000) primary common shares, details of which are yet to be determined, in exchange for cash and/or properties, subject to the submission of a Comprehensive Corporate Disclosure on the Issuance of Shares, if applicable, and upon final determination of the

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<sup>1</sup> As of 19 November 2024, MREIT, Inc. has a total of 3,721,983,381 common shares issued and outstanding. 2,795,821,381 common shares are listed in the Philippines Stock Exchange (the "Exchange"), while the 926,162,000 common shares issued on 19 November 2024 are pending listing with the Exchange.

valuation of the properties, the Swap Price, and compliance with the requirements of the Securities and Exchange Commission and the Philippine Stock Exchange, and the delegation to the Company's Senior Management of the power and authority to determine and fix the terms and conditions of the property for share exchange in order to ensure compliance with the minimum public ownership requirements imposed upon MREIT.

7. Appointment of External Auditors
8. Ratification of Acts and Resolutions of the Board of Directors, Board Committees and Management
9. Election of Directors
10. Other Matters
11. Adjournment

The meeting shall be conducted virtually through the link that can be accessed on the Company's website.

#### **SIGNATURE**

Pursuant to the requirements of the Securities Regulation Code, the Issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MREIT, INC.**  
Issuer

By:

  
**GIANCARLO V. INACAY**  
*Compliance Officer*  
19 August 2025



18th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City, Philippines, 1634

## NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

To all stockholders of  
**MREIT, INC.**

NOTICE IS HEREBY GIVEN that the 2025 Annual Meeting of Stockholders (the "Annual Meeting") of MREIT, Inc. (the "Company") will be held on **29 September 2025 at 2:00 p.m.** to be conducted virtually, through the link <https://mreit.com.ph/asm2025> that can be accessed through the Company's website, with the following agenda:

1. Call to Order
2. Proof of Notice and Determination of Quorum
3. Approval of the Minutes of the Previous Stockholders' Meeting held on 26 June 2024
4. Annual Report of Management
5. Approval of the increase of MREIT's Authorized Capital Stock from Five Billion Pesos to Eight Billion Pesos divided into Eight Billion (8,000,000,000) common voting shares with par value of One Peso (Php1.00) per share and the amendment of the Seventh Article of the Articles of Incorporation for the purpose; issuance of such number of shares out of such increase in order to support the increase under such price and such other terms and conditions as the Company's Senior Management will decide; and, delegation to the Company's Senior Management of the power and authority to determine and fix the terms and conditions of the issuance to support the increase
6. Approval of the issuance and listing of up to One Billion Three Hundred Sixty Million (1,360,000,000) primary common shares, details of which are yet to be determined, in exchange for cash and/or properties, subject to the submission of a Comprehensive Corporate Disclosure on the Issuance of Shares, if applicable, and upon final determination of the valuation of the properties, the Swap Price, and compliance with the requirements of the Securities and Exchange Commission and the Philippine Stock Exchange, and the delegation to the Company's Senior Management of the power and authority to determine and fix the terms and conditions of the property for share exchange in order to ensure compliance with the minimum public ownership requirements imposed upon MREIT.
7. Appointment of External Auditors
8. Ratification of Acts and Resolutions of the Board of Directors, Board Committees and Management
9. Election of Directors
10. Other Matters
11. Adjournment

Stockholders of record as of 29 August 2025 will be entitled to notice of, and to vote at, the Annual Meeting. Pursuant to Article 2, Sections 5 and 7 of the Company's Amended By-Laws and Sections 57 and 23 of the Revised Corporation Code, the Company decided to hold the Annual Meeting via remote communication, and allow the stockholders to cast their votes by remote communication or in absentia, or by proxy.

To participate in the Annual Meeting, stockholders must register from 9:00 AM of 03 September 2025 until 5:00 PM of 12 September 2025. The procedure for participation via remote communication and in absentia are contained in the Information Statement.

Stockholders who wish to appoint proxies may submit proxy instruments until 5:00 PM of 12 September 2025, to the Office of the Corporate Secretary at the 30<sup>th</sup> Floor, Alliance Global Tower, 36<sup>th</sup> Street corner 11<sup>th</sup> Avenue, Uptown Bonifacio, Taguig City or by email to





18th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City, Philippines, 1634

[compliance@mreit.com.ph](mailto:compliance@mreit.com.ph). Validation of proxies shall be held on 15 to 17 September 2025. A sample proxy form will be enclosed in the Information Statement for your convenience.

Copies of the Information Statement, the Management Report, SEC Form 17-A (Annual Report), and other relevant reports and disclosures shall be made available in the Company's Website (<https://mreit.com.ph/>) and in PSE Edge.

Taguig City, Philippines, 19 August 2025.

**MARIA CARLA T. UYKIM**  
*Corporate Secretary*