



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. **14 January 2026**  
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

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

10. **Item 9(b)**

Please see the attached 4th Quarter 2025 Progress Report on the Use of Proceeds from the Block Sale of 98,000,000 common shares of MREIT, Inc. which was settled on December 23, 2025.

**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:   
VINCE ZYRENCE T. BARLONGAY  
Compliance Officer  
14 January 2026



## MEGAWORLD CORPORATION

30th Floor, Alliance Global Tower, 36th Street Corner 11th Avenue, Uptown Bonifacio, Fort Bonifacio, Taguig City, NCR, Fourth District Philippines 1630  
Tels (632) 88946300 / 79052800 • [www.megaworldcorp.com](http://www.megaworldcorp.com) • Email [customerservice@megaworldcorp.com](mailto:customerservice@megaworldcorp.com)

January 13, 2026

### THE PHILIPPINE STOCK EXCHANGE

Philippine Stock Exchange Plaza  
6th Floor, PSE Tower  
Bonifacio Global City, Taguig

Attention: **ATTY. JOHANNE DANIEL M. NEGRE**  
Head, Disclosure Department

Subject: 4th Quarter 2025 Progress Report on the Use of Proceeds from the Block Sale of  
98,000,000 common shares of MREIT, Inc. (MREIT)

Gentlemen:

We hereby submit our Progress Report on the Use of Proceeds for the quarter ending December 31, 2025, duly certified by our external auditors, in compliance with the disclosure requirements of the Philippine Stock Exchange.

The proceeds were generated from the Block Sale of 98,000,000 common shares of MREIT, Inc. settled on December 23, 2025, at an average price of Php13.50 per share, resulting in net proceeds of Php1,319,879,969.10

Please be advised that, as of December 31, 2025, Megaworld has disbursed the total amount of One Hundred Eighty Four Million One Hundred Eighty Thousand Pesos (Php184,180,000.00), in accordance with its reinvestment plan.

The details of the reimbursements are as follows:

Net Proceeds from the Block Sale	1,319,879,969.10
less:	
Disbursements from December 23 to 31, 2025 (Annex A)	184,180,000.00
Balance of Proceeds from the Block Sale as of Dec. 31, 2025	1,135,699,969.10

Thank you.

Respectfully yours,

  
FRANCISCO C. CANUTO  
Treasurer



ANNEX A: Disbursements from Proceeds of the Block Sale of MREIT Common Shares, Covering the 4th Quarter of 2025

Project Name		Township/ Location	Investment Type	Product	Disbursement	Disbursing Entity
1	The Mactan Newtown	Cebu	Investment in Building and its improvements, Land and its developments through the Company and its subsidiaries	Malls, Offices, Land Development and other developments	49,500,000.00	Megaworld Oceantown Properties, Inc
2	Paragua Coastown	Palawan	Investment in Building and its improvements, Land and its developments through the Company and its subsidiaries	Malls, Offices, Land Development and other developments	70,700,000.00	Megaworld San Vicente Coast, Inc.
3	Bacolod Projects	Bacolod	Investment in Building and its improvements, Land and its developments through the Company and its subsidiaries	Malls, Offices, Land Development and other developments	63,980,000.00	Megaworld Bacolod Properties, Inc
<b>TOTAL</b>				<b>PHP</b>	<b>184,180,000.00</b>	

## ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)  
**MAKATI CITY**, METRO MANILA) SS

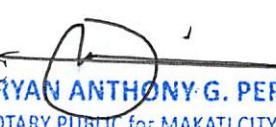
At **MAKATI CITY** City, Metro Manila, on this 13th day of January 2026, before me personally appeared:

Name	Competent Evidence of Identity	Date and Place Issued
For and on behalf of MEGAWORLD CORPORATION:		
FRANCISCO C. CANUTO	SSS ID No. 035188143-1	

who made known and represented to me that he is the same person who executed the foregoing report including the Annex A and this page on which this Acknowledgment is written, and is signed by the party hereto, and acknowledged to me that the same is his free and voluntary act and deed as well as of the entity represented by him.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13th day of January 2026.

NOTARY PUBLIC

  
**ATTY. RYAN ANTHONY G. PEREÑA**

NOTARY PUBLIC for MAKATI CITY

Commission No. M-012 until Dec. 31, 2027

Roll of Attorneys 77327

PTR No. 10764513; 01/02/2026; Makati City

IBP OR No. 566188; 12/16/2025; Pasig City

MCLE Compliance No. VIII-0000389

8553 San Jose St., Guadalupe Nuevo, Makati City

Doc. No. 471 ;  
Page No. 96 ;  
Book No. 97 ;  
Series of 2026.



## **Report of Independent Auditors on Factual Findings**

**Punongbayan & Araullo**  
20th Floor, Tower 1  
The Enterprise Center  
6766 Ayala Avenue  
1200 Makati City  
Philippines

T +63 2 8988 2288

### **The Board of Directors and Stockholders**

**Megaworld Corporation**  
30th Floor, Alliance Global Tower  
36th Street cor. 11th Avenue  
Uptown Bonifacio, Taguig City

We have performed the procedures agreed with you and enumerated below with respect to the attached Quarterly Progress Report (the Report) for the quarter ended December 31, 2025 on the application of proceeds received by Megaworld Corporation (the Company) from the block sale of 98,000,000 common shares of MREIT, Inc. (MREIT) which was settled on December 23, 2025 with the offer price of P13.50 per share (the Block Sale), resulting in a net proceeds estimated at P1,319,879,969.10 (the Block Sale Proceeds). The procedures were performed solely to enable the Company to comply with the requirement of the Philippine Stock Exchange (PSE) to submit the Report accompanied by an external auditor's report. Our engagement was undertaken and our report is issued in accordance with Philippine Standard on Related Services 4400 (Revised), *Agreed-Upon Procedures Engagements*.

### **Agreed-upon Procedures**

The procedures we performed are as follows:

1. Obtained and checked the mathematical accuracy of the following:
  - a) The Report;
  - b) Schedule of planned application of proceeds from the Block Sale; and,
  - c) Detailed schedule of utilization of proceeds for the quarter ended December 31, 2025.
2. Compared the total amount of utilization appearing in the Report with the detailed schedule of utilization of proceeds.
3. Compared the schedule of planned application of the Block Sale Proceeds to the Reinvestment Plan. Inquired with the Company's management of the reason for the difference, if any, and requested a copy of the approval by the Board of Directors (BOD) and the PSE, as appropriate, i.e., if it involved reallocation or change in the use of proceeds.

4. Traced to and examined supporting documents such as acknowledgement receipts and approved payment endorsement documents, of disbursements in the detailed schedule of utilization of proceeds and traced the total amount of disbursements per category to the Report.

**Results of the Performance of Agreed-Upon Procedures**

1. With respect to item 1, we noted no exceptions on the mathematical accuracy of the Report and schedules.

We present below the summary of the application of the proceeds from the Block Sale for the quarter ended December 31, 2025, based on the information we obtained from the Company.

<u>Project Name</u>	<u>Township or Location</u>	<u>Products</u>	<u>Disbursing Entity</u>	<u>Amount</u>
Paragua Coastown	Palawan	Land Development, and Other Developments	Megaworld San Vicente Coast, Inc.	P 70,700,000
Bacolod Projects	Bacolod	Malls, Offices, Land Development, and Other Developments	Megaworld Bacolod Properties, Inc.	63,980,000
The Mactan Newtown	Cebu	Malls, Offices, Land Development, and Other Developments	Megaworld Oceantown Properties, Inc.	<u>49,500,000</u>
				<u>P 184,180,000</u>

2. With respect to item 2, we noted that the total amount of utilization appearing in the Report is in agreement with the amount in the detailed schedule of utilization of proceeds.
3. With respect to item 3, we noted that the planned application of the Block Sale Proceeds is in agreement with the Reinvestment Plan dated December 23, 2025.
4. With respect to item 4, we traced the utilization of the Block Sale Proceeds for the quarter ended December 31, 2025 to supporting acknowledgement receipts and approved payment endorsement documents.

We noted that the Company granted advances to the following disbursing entities to be used in the projects specified:

Disbursing Entity	Project Name	Township or Location	Amount
Megaworld San Vicente Coast, Inc.	Paragua Coastown	Palawan	P 70,700,000
Megaworld Bacolod Properties, Inc.	Bacolod Projects	Bacolod	63,980,000
Megaworld Oceantown Properties, Inc.	The Mactan Newtown	Cebu	49,500,000
			<u>P 184,180,000</u>

We traced the cash advances granted by the Company to the acknowledgement receipts issued by the entities. Moreover, we agreed the amounts presented in the Report to the accounting records of the Company.

Because the foregoing procedures do not constitute either an audit or review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standard on Review Engagements (PSRE), respectively, we do not express an assurance on the use of the Block Sale Proceeds based on the said standards. Had we performed additional procedures or had we performed an audit or review of the financial statements in accordance with PSA or PSRE, respectively, other matters might have come to our attention that would have been reported to you.

We have no responsibility to update this report for events or circumstances occurring after the date of this report.

Our report is solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties. This report relates only to the information and items specified above and does not extend to any financial statements of the Company, taken as a whole.

### PUNONGBAYAN & ARAULLO



By: John Endel S. Mata  
Partner

CPA Reg. No. 0121347  
TIN 257-622-627  
PTR No. 10770763, January 6, 2026, Makati City  
BIR AN 08-002551-040-2023 (until January 24, 2026)  
BOA/PRC Cert. of Reg. No. 0002/P-012 (until August 12, 2027)

January 10, 2026

SUBSCRIBED AND SWORN to before me this 13 JAN 2026  
at Makati City, Philippines. Affiant exhibited to me his/her  
competent ID # \_\_\_\_\_ valid until \_\_\_\_\_.  
DOC. NO. 154;  
PAGE NO. 32;  
BOOK NO. 1;  
SERIES OF note;

Certified Public Accountants

Punongbayan & Araullo (P&A) is the Philippine member firm of Grant Thornton International Ltd.



MA. ESMERALDA R. CUNANAN  
Notary Public for and in Makati City  
Until December 31, 2027  
Appt. No. MA-146, Ren. (2026-2027) Makati City  
Attorney's Roll No. 34562  
MCLE Compliance No. VIII-0009662/valid until 4-14-2028  
PTR No. 10766011/1-2-2026/Makati City  
IBP Lifetime Member No. 05413  
G/F Dela Rosa Carpark I, Dela Rosa St.  
Legazpi Village, Makati City