

**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. Date of Report (Date of earliest event reported)  
May 29, 2026
2. SEC Identification Number  
CS202052294
3. BIR Tax Identification No.  
502-228-971-000
4. Exact name of issuer as specified in its charter  
MREIT, INC.
5. Province, country or other jurisdiction of incorporation  
Metro Manila, Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
18th Floor, Alliance Global Tower, 36th Street corner 11th Avenue, Uptown Bonifacio,  
Taguig City, Philippines  
Postal Code  
1634
8. Issuer's telephone number, including area code  
(632) 8894-6300/6400
9. Former name or former address, if changed since last report  
N/A
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Shares	4,718,849,053

11. Indicate the item numbers reported herein  
Item 9

*The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.*



**MREIT, Inc.**  
**MREIT**

**PSE Disclosure Form 4-30 - Material Information/Transactions**  
**References: SRC Rule 17 (SEC Form 17-C) and**  
**Sections 4.1 and 4.4 of the Revised Disclosure Rules**

**Subject of the Disclosure**

MREIT, Inc. signed a Memorandum of Understanding with Megaworld Corporation, Travellers International Hotel Group, Inc. and Southwoods Mall, Inc. for a potential acquisition of certain income-generating assets

**Background/Description of the Disclosure**

On 29 May 2026, MREIT, Inc., Megaworld Corporation, Travellers International Hotel Group, Inc. and Southwoods Mall, Inc. signed a Memorandum of Understanding ("MoU") for the potential acquisition of twelve income-generating assets.

Pursuant to the MoU, MREIT shall conduct a financial, legal, and technical due diligence on certain assets of Megaworld Corporation, Travellers International Hotel Group, Inc. and Southwoods Mall, Inc. to assess whether they meet MREIT's investment criteria.

The parties aim to finalize the list of assets to be included in the potential acquisition, and sign definitive agreements within the second half of 2026.

**Other Relevant Information**

Please refer to the attached Press Release.

**Filed on behalf by:**

<b>Name</b>	Angeli Tristeza
<b>Designation</b>	Legal Counsel



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<u>Title of Each Class</u>	<u>Number of Shares of Stock Outstanding</u>
Common	4,718,849,053
Preferred	0
<b>Total</b>	<b>4,718,849,053<sup>1</sup></b>

10. **Item 9**

Please see the attached Press Release.

**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:

  
**MABEL P. TACORDA**  
*Chief Financial Officer, Compliance Officer and  
Data Privacy Officer*  
29 May 2026

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<sup>1</sup> MREIT, Inc. has a total of 4,718,849,053 common shares issued and outstanding. 3,721,983,381 common shares are listed in the Philippines Stock Exchange (the "Exchange") and the 996,865,672 common shares issued on 25 March 2026 are pending listing with the Exchange.



## **MREIT TO BOOST ASSET PORTFOLIO TO REACH ALMOST 1M SQM**

*MANILA, Philippines, May 29, 2026* — MREIT, Inc., the real estate investment trust company of property giant Megaworld Corporation, has signed a Memorandum of Understanding (MOU) for the acquisition of twelve (12) commercial assets with a combined gross leasable area (GLA) of approximately 303,500 square meters, including prime mall properties across its townships. The transaction, which will be infused under the company's Wave 5 expansion, marks the largest single asset acquisition in MREIT's history and a defining step in its transition from a pure-office REIT into a diversified Philippine REIT. This will bring the company's asset portfolio to almost 1 million square meters of GLA, way ahead of its previous pronouncements to reach it by 2027.

"Wave 5 is the biggest step in MREIT's growth journey since our IPO. This transaction transforms MREIT from an office REIT into a diversified REIT, anchored by some of the most iconic mall and lifestyle assets in the country. We are positioning MREIT for the next decade of compounding growth," says Kevin L. Tan, Chairman of MREIT, Inc.

"We have built our pipeline around discipline and accretion. Wave 4 demonstrated that our property-for share structure can deliver immediate dividend accretion to existing shareholders, and our first quarter numbers already showed that flowing through to a record quarterly dividend. Wave 5 is being structured to repeat that outcome at a substantially larger scale, with a more diverse asset pool," shares Jose Arnulfo C. Batac, President and CEO of MREIT, Inc.

Once finalized and approved, the acquisition will expand MREIT's total portfolio by 47% from 647,000 square meters to approximately 950,000 square meters. The Wave 5 portfolio comprises five lifestyle malls, six Grade A office buildings, and one internationally branded hotel, anchored by household names in Philippine retail and hospitality. This is seen to further shift MREIT's asset mix from over 95% office today to a diversified split of approximately 77% office, 20% retail, and 3% hospitality.

Consistent with the company's stated capital discipline, Wave 5 is being structured to be immediately accretive to dividends per share upon completion, extending the same standard set by Wave 4.

The Wave 5 portfolio is anchored by strong operating fundamentals, with a combined occupancy rate of around 92% across the twelve assets. The portfolio carries a weighted average lease expiry (WALE) of around 5.8 years, nearly double MREIT's current portfolio WALE of around 3.1 years. Once infused, the transaction will materially extend the income visibility of MREIT's overall portfolio, reinforcing the stability and predictability of distributable income for shareholders.

The mall assets, totaling around 160,000 square meters of GLA, include Eastwood Mall at Eastwood City in Quezon City; Venice Mall at McKinley Hill in Taguig City; Lucky Chinatown Mall in Binondo, Manila; Festive Walk Mall at Iloilo Business Park in Iloilo City; and Southwoods Mall at Southwoods City in Biñan, Laguna.

Office assets, totaling around 117,000 square meters of GLA, include Science Hub Tower 2 and Venice Corporate Center at McKinley Hill; Six West Campus at McKinley West, Taguig City; One Paseo at Arcovia City in Pasig; Global One in Eastwood City; and Horizon Center in Newport City, Pasay.

The hospitality asset is the Holiday Inn Express Manila in Newport City at 26,500 square meters, MREIT's first internationally branded hotel.

The MOU was signed by MREIT, Inc., Megaworld, Travellers International Hotel Group, Inc. (TIHGI), and Southwoods Mall, Inc. (SMI), formalizing the parties' intent to proceed with the property-for-share swap, subject to due diligence, final valuation, and the necessary regulatory approvals.

The transaction extends MREIT's geographic footprint from five townships to nine, with new presence at ArcoVia City, Lucky Chinatown, Newport City, and Southwoods City. The introduction of retail and hospitality assets, structured under lease arrangements consistent with REIT investment criteria, is expected to broaden MREIT's income base and enhance the resilience of its distributable income across cycles.

MREIT's most recent infusion, the 165,400-square meter McKinley Hill office portfolio under Wave 4, was approved by the Securities and Exchange Commission (SEC) in March 2026. The transaction was executed at a 15% premium to MREIT's 30-day volume-weighted average price and delivered a 5% quarter-on-quarter increase in dividend per share to a record P0.2630 in 1Q 2026, the first time in MREIT's history that an asset infusion produced meaningful same-quarter dividend accretion.

Wave 5 is being structured to follow the same disciplined framework, designed to minimize dilution and translate directly into higher dividends per share for existing shareholders.

To support the execution of Wave 5, MREIT's Board of Directors has endorsed for stockholder approval at the company's Annual Stockholders' Meeting on May 29, 2026, the issuance of up to 1,800,000,000 primary common shares to be used in property-for-share swaps. The team will work alongside the counterparties over the coming months to complete due diligence and execute definitive agreements within the second half of 2026.

Since its initial public offering in October 2021, MREIT has almost tripled its portfolio from 224,000 square meters to 647,000 square meters through four prior infusion waves, with each wave delivering meaningful contribution to recurring distributable income. ###

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*Disclaimer: This Press Release contains forward-looking statements that are subject to risks and opportunities that could affect MREIT, Inc.'s plans to acquire additional assets. All information presented herein is preliminary and subject to completion of due diligence, final valuation, and the necessary regulatory approvals. Although MREIT, Inc. believes that the expectations reflected in any forward-looking statements are reasonable, it can give no guarantee of future actions or events.*