

	fifteen percent (15%) on taxes due from the NRFC ²
--	---

In order to avail of preferential withholding tax rates or tax exemptions on dividend income, the respective shareholders are advised to submit the following documents:

1. For NRFC or NRAI shareholders entitled to preferential tax rates pursuant to a tax treaty between the Philippines and country of residence

institutions established by foreign governments, who are shareholders of Megawide and are likewise exempt from paying income tax as provided under the NIRC:

- a. (i) Certified true copy of the approved BIR Ruling confirming the tax exemption claimed or a decision of the SC confirming the shareholder's entitlement to the tax exemption; *or* (ii) Application for BIR Ruling duly filed with the BIR (with supporting documents) for the confirmation/availment of the said tax exemption;
- b. Notarized or Consularized/Authenticated (if executed in a foreign country) Undertaking, substantially in the form attached as which contains, among others, the obligations of the shareholder to indemnify Megawide in case of deficiency assessment by the BIR; *and*
- c. Notarized or Consularized/Authenticated (if executed in a foreign country) Certification issued by the Ministry of Finance or its equivalent in the shareholder's country of residence duly authenticated by the Philippine Consulate in that country that such foreign governments, financing institutions owned, controlled or enjoying refinancing from foreign governments, sovereign funds and international, regional or multi-lateral institutions established by foreign governments are entitled to tax exemption on dividend income.

5. For Individual Resident Aliens shareholders:

- a. Copy of the shareholder's Alien Certificate of Registration I-Card;
- b. Copy of shareholder's Philippine visa (working or resident, as applicable); *or*
- c. Copy of the Bureau of Immigration List of Registered Aliens.

6. For Certificated Domestic Shareholders:

- a. Corporations Certified true copy of the latest General Information Sheet; *and*
- b. Individuals Government Issued ID with photo.

7. For Brokers:

The Company will also accept duly signed and notarized scanned copies of the above-stated documentary requirements, submitted through electronic mail to the above STSI's contact persons, provided that the original duly signed and notarized printed copies of the above-stated documentary requirements shall be submitted to STSI on or before the Submission Date.

Failure to submit the aforementioned documentary requirements on or before the Submission Date will result in the automatic application of the regular tax rates on the Dividends as provided in Section B above.

All questions or clarifications with respect to this Memorandum should be coursed through:

atopacio@megawide.com.ph

cking@megawide.com.ph

No. 20 N. Domingo St. Brgy. Valencia, Quezon City, Philippines
Tel.: (632) 8655 1111 local 308. Fax: (632) 8415 4259

[Shareholder/Beneficial Owner], with address at [_____], [represented herein by the undersigned Name and Designation] the Shareholder after having been sworn in accordance with law hereby declares that:

1. The Shareholder is the [registered and/or beneficial owner] in fee simple of [number of shares] of Megawide Construction Corporation Mega ide Series 2B preferred shares (the Shares
2. The Shareholder is entitled to receive cash dividend declared last 19 October 2021 in the amount of PhP 1.4375 per Share.
3. The Shareholder represents and warrants to Megawide that it is [entitled to a preferential tax rate of fifteen percent (15%) pursuant to Section 28(B)(5)(b) of the National Internal Revenue Code of the Philippines NIRC ; tax exempt pursuant to Section [_____] of the NIRC; entitled to a tax treaty relief in accordance with [_____] as evidenced by the attached supporting documents, in compliance with the Memorandum of Mega ide on the *Tax Guidelines for the Availment of Preferential Tax Rates on the November 2021 MWP2B Cash Dividend Declaration* dated 25 October 2021.
4. The Shareholder undertakes and warrants that it shall promptly advise Megawide of any change in its circumstance that may or would result in the dividend income of the Shares being ineligible to the [preferential tax rate; tax exemption; tax treaty relief] stated in

IN WITNESS WHEREOF, this Undertaking has been signed this _____ 2021 in
_____.

[Name and signature of the Shareholder or
Authorized Representative]

[NOTARIAL/AUTHENTICATION PORTION]

I, [Name], of legal age, [Nationality], with office address at [_____], being the [_____] of [NAME OF BROKER OR CUSTODIAN BANK], an entity duly organized and existing under the laws of [_____], with office address at [_____]

this Certification. For this purpose, [NAME OF BROKER OR CUSTODIAN BANK] undertakes to pay to Megawide, upon written notice, the amounts that Megawide may be required to pay to the BIR for any deficiency in the amount of tax withheld and remitted.

4.