



Republic of the Philippines
Department of Finance
Securities and Exchange Commission

MARKETS AND SECURITIES REGULATION DEPARTMENT

CERTIFICATE OF PERMIT TO OFFER SECURITIES FOR SALE

THE ISSUANCE OF THIS PERMIT IS PERMISSIVE ONLY AND DOES NOT CONSTITUTE A RECOMMENDATION OR ENDORSEMENT OF THE SECURITIES PERMITTED TO BE ISSUED

THIS IS TO CERTIFY that the securities of

METRO PACIFIC TOLLWAYS CORPORATION

consisting of an offer of **Fifteen Billion Pesos (Php 15,000,000,000.00)** with an oversubscription option of **up to Five Billion Pesos (Php 5,000,000,000.00)** comprised of **5.5443% p.a. Series A Bonds due 2028, 5.7879% p.a. Series B Bonds due 2030, and 6.3069% p.a. Series C Bonds due 2035** under **SEC MSRD Order No. 109, Series of 2025**, have been registered and may now be offered for sale or sold to the public subject to full compliance with the provisions of the Securities Regulation Code and its Amended Implementing Rules and Regulations, Revised Code of Corporate Governance and other applicable laws and orders as may be issued by the Commission.

Issued at Makati City, Philippines this 14th day of November Two Thousand and Twenty-five.




ATTY. OLIVER O. LEONARDO
Director



MARKETS AND SECURITIES REGULATION DEPARTMENT

In the matter of:

METRO PACIFIC TOLLWAYS CORPORATION
(Registrant)

SEC MSRD Order No. 109
Series of 2025

Registration of Securities
(Fixed-Rate Bonds)

X-----X

ORDER

Upon consideration of the Amended Registration Statement and other papers and documents attached thereto ("Registration Statement") which were filed on behalf of **METRO PACIFIC TOLLWAYS CORPORATION** (the "Company"), the Commission En Banc on 12 November 2025, favorably considered the same for the registration of Debt Securities of **Fifteen Billion Pesos (₱15,000,000,000.00) (the "Base Offer")**, with an oversubscription option of up to Five Billion Pesos (₱5,000,000,000.00) (the "Oversubscription Option") Fixed-Rate, Philippine Peso-Denominated Bonds, at an Offer Price of 100% of Face Value to be listed and traded through the Philippine Dealing & Exchange Corp. pursuant to Sections 8 and 12 of the Securities Regulation Code ("SRC").

In this regard and after determining that the Company has complied with the required submissions as directed in the Pre-effective Letter dated 12 November 2025, **the subject Registration Statement is now rendered effective.**

Let a **Certificate of Permit to Offer Securities for Sale** be issued in favor of the Company authorizing the sale and distribution of the aforementioned securities.

Let this **Order** be published at the expense of the Issuer in a newspaper of general circulation and uploaded in the Issuer's website within two (2) business days from its issuance. The Company is hereby directed to furnish the Commission with a copy of the Affidavit of Publication of this Order.

SO ORDERED.

Makati City, Philippines, 14 November 2025.


ATTY. OLIVER O. LEONARDO
Director