



SECURITIES AND EXCHANGE COMMISSION

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The following document has been received:

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Company Information

SEC Registration No.: 0000039121

Company Name: PHILWEB CORPORATION

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Company Type: Stock Corporation

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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. 8 October 2025
Date of Report (Date of earliest event reported)
2. SEC Identification Number 0000039121 3. BIR Tax Identification No. 000-141-527-000
4. PHILWEB CORPORATION
Exact name of issuer as specified in its charter
5. Philippines 6. (SEC Use Only)
Province, country or other jurisdiction of Industry Classification Code:
incorporation
7. 41st Floor, One San Miguel Avenue Condominium, San Miguel Avenue 1605
corner Shaw Boulevard, Ortigas Center, Pasig City Postal Code
Address of principal office
8. (+632) 8236-5577
Issuer's telephone number, including area code
9. N/A
Former name or former address, if changed since last report
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 Stock Outstanding |
|-----------------------------|---------------------------------------------------------------------------------------------------------|
| Common and Preferred | 1,595,046,164
(Exclusive of 81,380,938 shares in treasury)
(Par value P1.00) |
11. Indicate the item numbers reported herein:

Please see attached report dated 8 October 2025.

SIGNATURES

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.

PHILWEB CORPORATION
Issuer

8 October 2025
Date


MARIA ANNA CRISTINA B. DE JESUS
Corporate Information Officer

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1. Date of Report (Date of earliest event reported)
Oct 8, 2025
2. SEC Identification Number
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3. BIR Tax Identification No.
000-141-527-000
4. Exact name of issuer as specified in its charter
PHILWEB CORPORATION
5. Province, country or other jurisdiction of incorporation
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
41st Floor, One San Miguel Avenue Condominium, San Miguel Avenue corner Shaw
Boulevard, Ortigas Center, Pasig City, Philippines
Postal Code
1605
8. Issuer's telephone number, including area code
+63288454171
9. Former name or former address, if changed since last report
-
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	1,435,776,680
11. Indicate the item numbers reported herein
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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.

PhilWeb
PhilWeb Corporation
WEB

PSE Disclosure Form 4-5 - Change in Control of Issuer
References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Signing of Share Purchase Agreement; Potential Change in the Control of Issuer

Background/Description of the Disclosure

Gregorio Araneta, Inc. ("GAINC"), together with Nexora Holdings Inc. and Velora Holdings Inc. (collectively, the "Buyers"), executed a Share Purchase Agreement for the Sale of GAINC and the purchase of the Buyers of all of the PhilWeb Corporation ("PhilWeb") Common Shares owned by GAINC.

Rationale for the transaction

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Description of the transaction

Pursuant to the Share Purchase Agreement, GAINC has agreed to transfer, at the closing or completion of the transaction, its aggregate shareholding in the Corporation, representing fifty-seven percent (57%) of its issued and outstanding common shares, equivalent to Eight Hundred Twenty-Nine Million Five Hundred Seventy-Four Thousand Three Hundred Fifty-Four (829,574,354) common shares, for a total consideration of One Billion Eight Hundred Million Pesos (1,800,000,000.00), or (2.17) per share.

Identity of the person(s)/entity(ies) who intends to acquire a controlling interest in the Issuer

Name	Nature of any material relationship with the Issuer, their directors/ officers or any of their affiliates
Nexora Holdings Inc.	Current President & Director of PhilWeb Corporation Mr. Edgar Brian K. Ng is the current President, Chairman & a Director of Nexora Holdings Inc. Current PhilWeb Vice Chairman and Director Mr. Crisanto Roy B. Alcid is a Director and the Treasurer of Nexora Hol
Velora Holdings Inc.	-

Identity of the person(s)/entity(ies) from whom control was assumed

Name	Number of Shares	% to Total Number of Outstanding Shares
Gregorio Araneta Inc.	829,574,354	57

Details of the transaction

Number of shares of voting securities which will be beneficially owned by the person(s)/entity(ies) who will acquire control	829,574,354
Percentage to total number of shares of voting securities	0.54
Amount and source of consideration used by such person(s)/entity(ies)	1,800,000,000.00 or Php 2.17/ common share

Any arrangement or understanding among members of both the former and new control groups and their affiliates/associates with respect to the election of directors or other matters

PhilWeb as been advised that is is in a condition precedent to the closing or completion of the transaction, that certain of PhilWeb's incumbent directors resign and be replaced by nominees of the Buyer, subject to qualifications and compliance with the applicable law.

Describe any arrangement known to the Issuer, including any pledge by any person of securities of the issuer or any of its parents

Philweb is not aware of any arrangement involving any pledge by any person of securities of the corporation.

The interest which directors of the parties have in the proposed transaction

Mr. Brian Ng and Mr. Crisanto Roy Alcid who are currently directors and officers of PhilWeb are likewise directors and officers of Nexora

Statement as to the steps to be taken, if any, to safeguard the interests of any independent shareholders

As the acquisition involves control of more than thirty-five percent (35%) of the outstanding voting shares of a public company, the Securities Regulation Code and its Implementing Rules and Regulations require the conduct by the Buyers of a mandatory tender offer to all remaining shareholders. The Buyers are expected to comply with this requirement within the period prescribed by law.

Effects on the following

Ownership structure

Principal Shareholders	Before		After	
	Number of shares	%	Number of shares	%
Gregorio Araneta Inc.	829,574,354	57	0	0

Capital structure

Issued Shares

Type of Security/Stock Symbol	Before	After
Common	1,517,157,618	1,517,157,618

Outstanding Shares

Type of Security/Stock Symbol	Before	After
WEB	1,517,157,618	1,517,157,618

Treasury Shares

Type of Security/Stock Symbol	Before	After
Common	81,380,938	81,380,938

Listed Shares

Type of Security/Stock Symbol	Before	After
WEB	1,517,157,618	1,517,157,618

Effect(s) on the public float, if any The conduct of the Buyers and participation by shareholders other than GAINC in the mandatory tender offer may affect the Corporation's Public Float levels.

Effect(s) on foreign ownership level, if any Completion of the transaction may result in and increase in the corporation's foreign ownership levels from 4.90% to 40% . As the corporation does not own land or is not engaged in a nationalized activity, any such increase will not impact Philweb's compliance with foreign capital ownership limitations under applicable law.

Other Relevant Information

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Filed on behalf by:

Name	Maria Anna Cristina De Jesus
Designation	Assistant Vice President