

# 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)  
Apr 5, 2018
2. SEC Identification Number  
167423
3. BIR Tax Identification No.  
000-477-103
4. Exact name of issuer as specified in its charter  
MEGAWORLD CORPORATION
5. Province, country or other jurisdiction of incorporation  
Metro Manila
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
30th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio,  
Taguig City  
Postal Code  
1634
8. Issuer's telephone number, including area code  
(632) 894-6300/6400
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	32,239,445,872
Preferred	6,000,000,000

11. Indicate the item numbers reported herein  
Item 9(b)

*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.*



MEGAWORLD CORPORATION

# Megaworld Corporation

## MEG

**PSE Disclosure Form 4-31 - Press Release**  
***References: SRC Rule 17 (SEC Form 17-C)***  
***Section 4.4 of the Revised Disclosure Rules***

### Subject of the Disclosure

Press Release

### Background/Description of the Disclosure

Megaworld Corporation ("Megaworld") has successfully priced US\$200 million of Fixed-For-Life Senior Perpetual Notes ("Notes"). The Notes were distributed under Regulation S format.

The issuance represents the first ever perpetual bond from Megaworld and a landmark return to the international bond market since 2013. During the two day roadshow in Hong Kong & Singapore, Megaworld received strong anchor demand, which allowed for accelerated pricing within the two day roadshow window itself.

With an approximately 2x oversubscribed orderbook, Megaworld was able to tighten pricing by 62.5 basis points from initial price guidance of 6% area, to land at a final yield of 5.375%. This was essentially flat to the tightest Philippine Fixed-For-Life instrument in the secondary market, implying no new issue premium. The tight pricing reflected the consistent and positive feedback investors had about the credit profile and track record of Megaworld.

The Notes are unrated and will be listed on Singapore Exchange Securities Trading Limited. Proceeds from the Notes will be used for general corporate purposes and refinancing of existing indebtedness.

J.P. Morgan was appointed as Sole Bookrunner for this transaction.

### Other Relevant Information

See attached SEC Form 17-C.

### Filed on behalf by:

<b>Name</b>	Dominic Isberto
<b>Designation</b>	Vice President - Compliance Division

**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. **April 5, 2018**  
Date of Report
2. SEC Identification Number: **167423**    3. BIR Tax Identification No: **000-477-103**
4. **MEGAWORLD CORPORATION**  
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. **30<sup>th</sup> Floor, Alliance Global Tower  
36<sup>th</sup> Street cor. 11<sup>th</sup> Avenue  
Uptown Bonifacio, Taguig City 1634**  
Address of principal office
8. **(632) 894-6300/6400**  
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

<u>Title of Each Class</u>	<u>Number of Shares of Stock Outstanding</u>
<b>Common</b>	<b>32,239,445,872</b>
<b>Preferred</b>	<b>6,000,000,000</b>
<b>Total</b>	<b>38,239,445,872</b>

10. **Item 9(b)**

Megaworld Corporation ("Megaworld") has successfully priced US\$200 million of Fixed-For-Life Senior Perpetual Notes ("Notes"). The Notes were distributed under Regulation S format.

The issuance represents the first ever perpetual bond from Megaworld and a landmark return to the international bond market since 2013. During the two day roadshow in Hong Kong & Singapore, Megaworld received strong anchor demand, which allowed for accelerated pricing within the two day roadshow window itself.

With an approximately 2x oversubscribed orderbook, Megaworld was able to tighten pricing by 62.5 basis points from initial price guidance of 6% area, to land at a final yield of 5.375%. This was essentially flat to the tightest Philippine Fixed-For-Life instrument in the secondary market, implying no new issue premium. The tight pricing reflected the consistent and positive feedback investors had about the credit profile and track record of Megaworld.

The Notes are unrated and will be listed on Singapore Exchange Securities Trading Limited. Proceeds from the Notes will be used for general corporate purposes and refinancing of existing indebtedness.

J.P. Morgan was appointed as Sole Bookrunner for this transaction.

### **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.

**MEGAWORLD CORPORATION**

Issuer

By:



**FRANCISCO C. CANUTO**  
Senior Vice President and  
Corporate Information Officer  
April 5, 2018