C02085-2018

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 2, 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 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 Disclosu	e
Please see attached Press Release.	
Other Relevant Information	
None.	
Filed on behalf by:	
Name	Dominic Isberto
Designation	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 2, 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. 30th Floor, Alliance Global Tower 36th Street cor. 11th 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

Title of Each Class

Number of Shares of Stock Outstanding

Common **Preferred Total**

32,239,445,872 6,000,000,000 38,239,445,872

10. Item 9(b)

Please see attached Press Release.

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 2, 2018



MEGAWORLD CORPORATION, based in Philippines, has mandated J.P. MORGAN as the Sole Bookrunner to arrange a series of fixed income investor meetings in Singapore and Hong Kong commencing on April 3, 2018. A proposed Regulation S USD denominated securities offering may follow, subject to market conditions. The securities, if issued, are expected to be unrated and will be issued by Megaworld Corporation.

FCA / ICMA stabilization applies

No PRIIPs KID – No PRIIPs key information document (KID) has been prepared as not available to retail in EEA. This announcement is not an offer of securities for sale in the United States or any other jurisdiction. The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or any state securities laws of the United States, and may not be offered or sold in the United States absent registration or an applicable exemption from, or in a transaction not subject to, the registration requirements under the Securities Act and applicable state securities laws of the United States. Nothing in this communication shall constitute an offer to sell or the solicitation of an offer to buy securities in any jurisdiction in which such offer or sale would be unlawful. No public offering of securities will be made in the United States.

THE SECURITIES REFERRED TO HEREIN HAVE NOT BEEN AND WILL NOT BE REGISTERED WITH THE PHILIPPINE SECURITIES AND EXCHANGE COMMISSION UNDER THE SECURITIES REGULATION CODE OF THE PHILIPPINES ("PHILIPPINE SRC"). ANY FUTURE OFFER OR SALE OF THE SECURITIES IS SUBJECT TO THE REGISTRATION REQUIREMENTS UNDER THE PHILIPPINE SRC UNLESS SUCH OFFER OR SALE QUALIFIES AS AN EXEMPT TRANSACTION.

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