

C02975-2015

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)
May 28, 2015
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)
[REDACTED]
7. Address of principal office
28th Floor, The World Centre 330 Sen. Gil Puyat Avenue Makati City, Philippines
Postal Code
1227
8. Issuer's telephone number, including area code
(632) 867-8826 to 40
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 | 32,231,849,248 |
| 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 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Requirements for holders to exercise MEGW2 warrants.

Background/Description of the Disclosure

In relation to its previous disclosure that the last day to exercise MEGW2 warrants is on June 5, 2015, the following are the requirements for holders to exercise their MEGW2 warrants:

A. For holders whose warrants are under the name of brokers:

1. Duly-accomplished Upliftment Report with PCD, which must be submitted by 10 am;
2. Duly-accomplished Purchase Advice Form;
3. Duly Endorsed Stock Assignment Form; and
4. Payment for the Exercise of the Warrants – check payment must be received by 12 noon.

B. For individual warrant holders:

1. Duly-accomplished Upliftment Report with PCD which must be submitted by 10 am;
2. Personal appearance of the individual warrant holder/client;
3. Duly-accomplished Purchase Advice Form;
4. Duly Endorsed Stock Assignment Form from the broker of the individual warrant holder/client; and
5. Payment for the Exercise of the Warrants – check payment must be received by 12 noon.

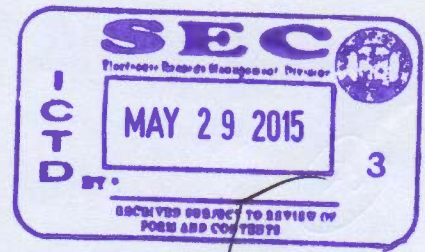
All the above requirements and conditions must be duly received by and/or complied to the satisfaction of the Company's Registrar, Stock Transfer and Warrant Agent, Banco De Oro Unibank, Inc. – Trust and Investments Group c/o Ms. Teodora Arcaba with contact number 8784963, its office at 15/F BDO South Tower, 7899 BDO Corporate Center, Makati City before the indicated times on June 5, 2015 in order for it to process the exercise of the warrants.

Other Relevant Information

Attached copy of signed SEC Form 17-C.

Filed on behalf by:

| | |
|--------------------|---------------------------------|
| Name | Rhodora Edangalino |
| Designation | Head-Corporate Compliance Group |



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. May 28, 2015
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. 28th Floor, The World Centre
330 Sen. Gil Puyat Avenue
Makati City, Philippines 1227
Address of principal office
8. (632) 867-8826 to 40
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> |
|----------------------------|--|
| Common | 32,231,849,248 |
| Preferred | 6,000,000,000 |
| Total | 38,231,849,248 |

10. Item 9(b)

In relation to its previous disclosure that the last day to exercise MEGW2 warrants is on June 5, 2015, the following are the requirements for holders to exercise their MEGW2 warrants:

- A. For holders whose warrants are under the name of brokers:
 1. Duly-accomplished Upliftment Report with PCD, which must be submitted by 10 am;
 2. Duly-accomplished Purchase Advice Form;
 3. Duly Endorsed Stock Assignment Form; and
 4. Payment for the Exercise of the Warrants – check payment must be received by 12 noon.
- B. For individual warrant holders:
 1. Duly-accomplished Upliftment Report with PCD which must be submitted by 10 am;
 2. Personal appearance of the individual warrant holder/client;
 3. Duly-accomplished Purchase Advice Form;
 4. Duly Endorsed Stock Assignment Form from the broker of the individual warrant holder/client; and
 5. Payment for the Exercise of the Warrants – check payment must be received by 12 noon.

All the above requirements and conditions must be duly received by and/or complied to the satisfaction of the Company's Registrar, Stock Transfer and Warrant Agent, Banco De Oro Unibank, Inc. – Trust and Investments Group c/o Ms. Teodora Arcaba with contact number 8784963, its office at 15/F BDO South Tower, 7899 BDO Corporate Center, Makati City before the indicated times on June 5, 2015 in order for it to process the exercise of the warrants.

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
May 28, 2015