

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 9, 2012**  
Date of Report
2. SEC Identification Number: **167423** 3. BIR Tax Identification No: **320-000-477-103**
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. **28<sup>th</sup> 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

Title of Each Class	Number of Shares of Stock Outstanding
<b>Common</b>	<b>25,663,541,268</b>
<b>Preferred</b>	<b>6,000,000,000</b>
<b>Total</b>	<b>31,663,541,268</b>

10. **Item 9(b)**

Certain warrant holders of Megaworld Corporation have exercised their right to subscribe to a total of 1,270,282 underlying common shares at the exercise price of One Peso (Php1.00) per common share. To date, a total of 25,757,642 warrants have been exercised.

**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 9, 2012