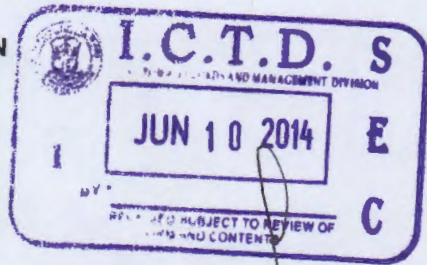


SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.2 (c) THEREUNDER



1. June 06, 2014  
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. 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

| <u>Title of Each Class</u> | <u>Number of Shares of Stock Outstanding</u> |
|----------------------------|--|
| Common                     | 32,133,292,025                               |
| Preferred                  | 6,000,000,000                                |
| Total                      | 38,133,292,025                               |

10. Item 9(b)

Certain warrant holders of Megaworld Corporation have exercised their right to subscribe to a total of 102,981,120 underlying common shares at the exercise price of One Peso (Php1.00) per common share. To date, a total of 3,995,508,399 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  
June 6, 2014