

# 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 8, 2014
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  
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) 8678826 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	32,028,835,905
Preferred	6,000,000,000

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

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: Title: Andrew Tan's property firms to be consolidated under Megaworld brand  
Sub-Title: Megaworld to acquire majority stake in GERI

### Background/Description of the Disclosure

Attached Press Release of Megaworld Corporation.

### Other Relevant Information

None

### Filed on behalf by:

<b>Name</b>	Rhodora Edangalino
<b>Designation</b>	Assistant Manager

**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 08, 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

Title of Each Class	Number of Shares of Stock Outstanding
<b>Common</b>	<b>32,028,835,905</b>
<b>Preferred</b>	<b>6,000,000,000</b>
<b>Total</b>	<b>38,028,835,905</b>

10. **Item 9(b)**

Please see attached Press Release.

**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 8, 2014

**Title: Andrew Tan's property firms to be consolidated under Megaworld brand**  
**Sub-Title: Megaworld to acquire majority stake in GERI**

Megaworld Corporation has agreed to purchase the 49.20% stake of Alliance Global Group, Inc. in Global-Estate Resorts, Inc. (GERI) for a total purchase price of Php10.43 billion. Megaworld offered to purchase the GERI shares at Php1.93 per share based on the 30- day volume weighted average price (VWAP) of GERI shares as of 30 April 2014. The price is supported by a fairness opinion and valuation report issued by Navarro Amper & Co. (Deloitte).

After the acquisition, Megaworld will own 74.96% of GERI. Megaworld will initiate a mandatory tender offer for the remaining GERI shares held by minority stockholders.

The acquisition will complete the consolidation under Megaworld of all real estate businesses of Alliance Global, which will enable Megaworld to capitalize on real estate opportunities and capture the expected growth momentum of its real estate affiliates.

"We are excited that this consolidation will enable us to further capture the growth in the tourism sector thru GERI's projects. The exposure to the tourism industry will also complement our leadership position as the no. 1 BPO office landlord in the Philippines which are considered as key growth drivers of the Philippine economy in the next decade. The consolidation will also increase our landbank all over the Philippines to more than 3,900 hectares." Said Mr. Francis Canuto, Chief Finance Officer.

Global-Estate Resorts, Inc. is the leading tourism estate developer in the country that has landmark tourism projects such as the 150-hectare Boracay Newcoast in Boracay Island; the 1,149-hectare rolling terrains of Twin Lakes in Tagaytay; the 34-hectare Sta. Barbara Heights in Iloilo City and the 561-hectare Southwoods City in the boundary of Carmona, Cavite and Binan, Laguna into a fully-integrated master-planned township development.

Megaworld, on the other hand, is the Philippines' top residential condominium developer and pioneer of townships in the country which include Eastwood City in Quezon City, which is the country's first cyberpark; Newport City in Pasay City; McKinley Hill, Uptown Bonifacio and Forbes Town Center in Bonifacio Global City; The Mactan Newtown in Lapu-Lapu City, Cebu; and the Iloilo Business Park in Iloilo City. The company is also the no. 1 office landlord and developer in the Philippines today with around 712,000 square meters of office space inventory this year. Megaworld owns 82% of Empire East Land Holdings (ELI) and 100% of Suntrust Properties Inc. (SPI).