

January 15, 2019


Ms. **JANET A. ENCARNACION**
Head of Disclosure Department
Philippine Stock Exchange, Inc.
6th Floor, PSE Tower
28th Street corner 5th Avenue,
Bonifacio Global City, Taguig City

Ms. **VINA VANESSA S. SALONGA**
Head - Issuer Compliance and Disclosure Department (ICDD)
Philippine Dealing & Exchange Corp.
37/F, Tower 1, The Enterprise Center
6766 Ayala Ave. cor. Paseo de Roxas, Makati City

Gentlemen:

We submit herewith Megaworld's Computation of Public Ownership Level for common shares as of 31 December 2018.

Very truly yours,


FRANCISCO C. CANUTO
Senior Vice President and
Corporate Information Officer

The PSE makes no representation on the accuracy, validity, correctness and completeness of the information stated in the respective PORs of listed companies. The PSE shall use the information contained in the POR submitted by the company in computing a company's weight in the index and this may be updated or adjusted consistent with the policy of the Exchange in managing the PSEi and sector indices.



MEGAWORLD CORPORATION

Megaworld Corporation

MEG

PSE Disclosure Form POR-1 - Public Ownership Report
Reference: Amended Rule on Minimum Public Ownership

Report Type

Monthly
 Quarterly
 Others

| | |
|--------------------|--------------|
| Report Date | Dec 31, 2018 |
|--------------------|--------------|

Computation of Public Ownership

| | |
|---|----------------|
| Number of Issued and Outstanding Common Shares | 32,370,865,872 |
| Less: Number of Treasury Common Shares, if any | 131,420,000 |
| Number of Outstanding Common Shares | 32,239,445,872 |

Less :

A. Directors

| Name | Direct | Indirect | Total direct & indirect shares | % to Total Outstanding Shares |
|---------------------|------------|----------|--------------------------------|-------------------------------|
| Andrew L. Tan | 95,000,000 | 0 | 95,000,000 | 0.29 |
| Jesus B. Varela | 1 | 0 | 1 | 0 |
| Cresencio P. Aquino | 1 | 0 | 1 | 0 |

| | | | | |
|----------------------|------------|---------|------------|------|
| Katherine L. Tan | 1,891,632 | 0 | 1,891,632 | 0 |
| Enrique Santos L. Sy | 80,553 | 0 | 80,553 | 0 |
| Kingson U. Sian | 1 | 612,500 | 612,501 | 0 |
| Roberto S. Guevara | 1 | 0 | 1 | 0 |
| | 96,972,189 | 612,500 | 97,584,689 | 0.29 |

B. Officers

| Name | Direct | Indirect | Total direct & indirect shares | % to Total Outstanding Shares |
|------------------------------|-----------|----------|--------------------------------|-------------------------------|
| Lourdes T. Gutierrez-Alfonso | 806,271 | 167,973 | 974,244 | 0 |
| Francisco C. Canuto | 369,054 | 0 | 369,054 | 0 |
| Giovanni C. Ng | 0 | 0 | 0 | 0 |
| Philipps C. Cando | 0 | 0 | 0 | 0 |
| Maria Victoria M. Acosta | 0 | 0 | 0 | 0 |
| Jericho P. Go | 18,000 | 0 | 18,000 | 0 |
| Noli D. Hernandez | 0 | 0 | 0 | 0 |
| Kevin Andrew L. Tan | 0 | 367,205 | 367,205 | 0 |
| Maria Carla T. UyKim | 0 | 0 | 0 | 0 |
| Rafael Antonio S. Perez | 0 | 0 | 0 | 0 |
| Kimberly Hazel A. Sta. Maria | 0 | 0 | 0 | 0 |
| Carmen C. Fernando | 0 | 0 | 0 | 0 |
| Raymundo V. Melendres | 0 | 0 | 0 | 0 |
| Cheryll B. Sereno | 0 | 0 | 0 | 0 |
| Anna Michelle T. Llovido | 0 | 0 | 0 | 0 |
| Rolando D. Siatela | 0 | 0 | 0 | 0 |
| Johann R. Quiazon | 0 | 0 | 0 | 0 |
| | 1,193,325 | 535,178 | 1,728,503 | 0 |

C. Principal/Substantial Stockholders

| Name | Direct | Indirect | Total direct & indirect shares | % to Total Outstanding Shares |
|------------------------------|----------------|----------|--------------------------------|-------------------------------|
| Alliance Global Group, Inc. | 14,090,219,058 | 0 | 14,090,219,058 | 43.7 |
| New Town Land Partners, Inc. | 5,668,530,324 | 0 | 5,668,530,324 | 17.58 |
| | 19,758,749,382 | 0 | 19,758,749,382 | 61.28 |

D. Affiliates

| Name | Direct | Indirect | Total direct & indirect shares | % to Total Outstanding Shares |
|---------------------------------|---------------|----------|--------------------------------|-------------------------------|
| Richmonde Hotel Group Int | 420,000,000 | 0 | 420,000,000 | 1.3 |
| First Centro, Inc. | 873,012,500 | 0 | 873,012,500 | 2.7 |
| Megaworld Cebu Properties, Inc. | 143,000,000 | 0 | 143,000,000 | 0.44 |
| The Andresons Group, Inc. | 89,760,000 | 0 | 89,760,000 | 0.27 |
| | 1,525,772,500 | 0 | 1,525,772,500 | 4.71 |

E. Government

| Name | Direct | Indirect | Total direct & indirect shares | % to Total Outstanding Shares |
|------|--------|----------|--------------------------------|-------------------------------|
| NONE | 0 | 0 | 0 | 0 |

| | | | | |
|--|---|---|---|---|
| | 0 | 0 | 0 | 0 |
|--|---|---|---|---|

F. Banks

| Name | Direct | Indirect | Total direct & indirect shares | % to Total Outstanding Shares |
|------|--------|----------|--------------------------------|-------------------------------|
| NONE | 0 | 0 | 0 | 0 |
| | 0 | 0 | 0 | 0 |

G. Employees

| Name | Direct | Indirect | Total direct & indirect shares | % to Total Outstanding Shares |
|------|--------|----------|--------------------------------|-------------------------------|
| NONE | 0 | 0 | 0 | 0 |
| | 0 | 0 | 0 | 0 |

H. Lock-Up Shares

| Name | Direct | Indirect | Total direct & indirect shares | % to Total Outstanding Shares |
|------|--------|----------|--------------------------------|-------------------------------|
| NONE | 0 | 0 | 0 | 0 |
| | 0 | 0 | 0 | 0 |

I. Others

| Name | Direct | Indirect | Total direct & indirect shares | % to Total Outstanding Shares |
|------|--------|----------|--------------------------------|-------------------------------|
| NONE | 0 | 0 | 0 | 0 |
| | 0 | 0 | 0 | 0 |

| | |
|---|----------------|
| Number of Listed Common Shares | 32,370,865,872 |
| Total Number of Non-Public Shares | 21,383,835,074 |
| Total Number of Shares Owned by the Public | 10,855,610,798 |
| Public Ownership Percentage | 33.671 |

| Other Relevant Information |
|----------------------------|
| NONE |

Filed on behalf by:

| | |
|--------------------|-----------------|
| Name | Dominic Isberto |
| Designation | Vice President |

MEGAWORLD CORPORATION
Computation of Public Ownership Level for Common Shares as of December 31, 2018

| | |
|--|----------------|
| Number of Issued Common Shares | 32,370,865,872 |
| Less: Number of Treasury Shares | 131,420,000 |
| Number of Issued and Outstanding Common Shares | 32,239,445,872 |
| Less: | |

| | <u>%to total</u> <u>Outstanding Common Shares</u> | <u>Number</u> <u>of Common Shares</u> |
|---------------------------|--|--|
| Directors | | |
| Chairman Andrew L. Tan | 0.29467% | 95,000,000 |
| Dir. Jesus B. Varela | Nil | 1 |
| Dir. Cresencio P. Aquino | Nil | 1 |
| Dir. Katherine L. Tan | 0.00587% | 1,891,632 |
| Dir. Enrique Santos L. Sy | 0.00025% | 80,553 |
| Dir. Kingson U. Sian | 0.00190% | 612,501 |
| Dir. Roberto S. Guevara | Nil | 1 |
| Sub-total | 0.30269% | 97,584,689 |

| | | |
|---|-----------------|------------------|
| Officers | | |
| Andrew L. Tan President and Chief Executive Officer | (0.29467%) | (95,000,000) |
| Kingson U. Sian Executive Director | (0.00190%) | (612,501) |
| Lourdes T. Gutierrez-Alfonso Chief Operating Officer | 0.00302% | 974,244 |
| Francisco C. Canuto SVP, Treasurer, Compliance Officer, Corporate Information Officer, and Chief Audit Executive | 0.00114% | 369,054 |
| Giovanni C. Ng SVP and Finance Director | 0.00000% | 0 |
| Philipps C. Cando SVP for Operations | 0.00000% | 0 |
| Maria Victoria M. Acosta SVP for International Marketing | 0.00000% | 0 |
| Jericho P. Go SVP for Business Dev. and Leasing | 0.00006% | 18,000 |
| Noli D. Hernandez SVP for Sales and Marketing | 0.00000% | 0 |
| Kevin Andrew L. Tan SVP for Commercial Division | 0.00114% | 367,205 |
| Maria Carla T. Uykim Head of Corporate Advisory and Special Projects | 0.00000% | 0 |
| Rafael Antonio S. Perez Head, HR and Corporate Admin. Division | 0.00000% | 0 |
| Kimberly Hazel A. Sta. Maria AVP for Corporate Comm. and Advertising | 0.00000% | 0 |
| Carmen C. Fernando Managing Director for Prestige Hotels and Resorts, Inc. | 0.00000% | 0 |
| Raymundo V. Melendres Managing Director for Luxury Global Hotels & Leisure, Inc. | 0.00000% | 0 |
| Cheryll B. Sereno Chief Risk Officer | 0.00000% | 0 |
| Anna Michelle T. Llovido Corporate Secretary | 0.00000% | 0 |
| Rolando D. Siatela Asst. Corp. Secretary | 0.00000% | 0 |
| Johann R. Quiazon Assistant Corporate Information Officer | 0.00000% | 0 |
| Sub-total | 0.00536% | 1,728,503 |

MEGAWORLD CORPORATION

Computation of Public Ownership Level for Common Shares as of December 31, 2018

Principal/Substantial Stockholders

| | | | |
|------------------------------|-----------------|----------------|-----------------------|
| Alliance Global Group, Inc. | 43.7049% | 14,090,219,058 | |
| New Town Land Partners, Inc. | 17.5826% | 5,668,530,324 | |
| Sub-total | 61.2875% | | 19,758,749,382 |

Affiliates

| | | | |
|-------------------------------------|----------------|-------------|----------------------|
| Richmonde Hotel Group Int'l Limited | 1.3028% | 420,000,000 | |
| First Centro, Inc. | 2.7079% | 873,012,500 | |
| Megaworld Cebu Properties, Inc. | 0.4436% | 143,000,000 | |
| The Andresons Group, Inc. | 0.2784% | 89,760,000 | |
| Sub-total | 4.7326% | | 1,525,772,500 |

Total 66.3282% 21,383,835,074

Total Number of Common Shares Owned by the Public 10,855,610,798

| PUBLIC OWNERSHIP PERCENTAGE | |
|---|-----------------|
| <u>Total Number of Common Shares Owned by the Public</u> | |
| Total Issued and Outstanding Common Shares | |
| <u>10,855,610,798</u> | shares |
| <u>32,239,445,872</u> | shares |
| | <u>33.6718%</u> |

| | | |
|--|---|----------------|
| Number of Issued and Outstanding Common Shares | = | 32,239,445,872 |
| Number of Outstanding Common Shares | = | 32,239,445,872 |
| Number of Treasury Shares | = | 131,420,000 |
| Number of Listed Shares | = | 32,370,865,872 |
| Number of Foreign-Owned Common Shares | = | 6,032,732,420 |
| Foreign Ownership Level (%) | = | 18.7123% |
| Foreign Ownership Limit (%) | = | 40% |