

**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 16, 2021**  
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. **30<sup>th</sup> Floor, Alliance Global Tower  
36<sup>th</sup> Street cor. 11<sup>th</sup> Avenue  
Uptown Bonifacio, Taguig City 1634**  
Address of principal office
8. **(632) 8894-6300/6400**  
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>
<b>Common</b>	<b>31,864,950,872</b>
<b>Preferred</b>	<b>6,000,000,000</b>
<b>Total</b>	<b>37,864,950,872</b>

10. **Item 9(b)**

Please see the attached disclosure to the Philippine Stock Exchange.

**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:



**DR. FRANCISCO C. CANUTO**  
Senior Vice President and  
Corporate Information Officer  
June 16, 2021

# 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)  
Jun 16, 2021
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  
30th Floor, Alliance Global Tower 36th Street cor. 11th Avenue Uptown Bonifacio,  
Taguig City  
Postal Code  
1634
8. Issuer's telephone number, including area code  
(632) 8894-6300/6400
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	31,864,950,872
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

## 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

Megaworld's REIT Submits Application for REIT Offering

### Background/Description of the Disclosure

Pursuant to the continuing disclosure requirements of the Exchange, we report to you that today, June 16, 2021, Megaworld Corporation's subsidiary, MREIT, Inc. ("MREIT"), submitted its application for a REIT offering with the Securities and Exchange Commission as a real estate investment trust ("REIT") in accordance with Republic Act No. 9856, otherwise known as the 'Real Estate Investment Trust Act of 2009.'

The Corporation mandated BDO Capital & Investment Corporation (BDO Capital), Credit Suisse (Singapore) Ltd., UBS AG Singapore Branch, and DBS Bank Ltd. as Joint Global Coordinators and BDO Capital as Domestic Lead Underwriter for the purpose.

Attached is the press release for reference.

A REGISTRATION STATEMENT RELATING TO THESE SECURITIES HAS BEEN SUBMITTED WITH THE PHILIPPINES SECURITIES AND EXCHANGE COMMISSION, BUT HAS NOT YET BECOME EFFECTIVE. THESE SECURITIES MAY NOT BE SOLD, NOR OFFERS TO BUY THEM BE ACCEPTED PRIOR TO THE TIME THE REGISTRATION STATEMENT IS RENDERED EFFECTIVE. THIS PRESS RELEASE SHALL NOT CONSTITUTE AN OFFER TO SELL OR BE CONSIDERED A SOLICITATION TO BUY.

This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States or in any other jurisdiction where it is unlawful to do so. The securities to which this announcement relates may not be offered or sold in the United States absent registration or an exemption from registration under the U.S. Securities Act of 1933, as amended. Neither the Company nor any seller of the securities intends to register any portion of the offering in the United States or to conduct a public offering of securities in the United States. No money, securities or other consideration is being solicited by this communication or the information contained herein and, if sent in response to this communication or the information contained herein, will not be accepted.

### Other Relevant Information

None

Filed on behalf by:

<b>Name</b>	Sherwin De Joya
<b>Designation</b>	AVP

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**MEGAWORLD**

**MEGAWORLD SUBMITS REGISTRATION STATEMENT  
FOR ONE OF THE PHILIPPINES' BIGGEST REIT OFFERINGS TO DATE**

*The country's largest office lessor, through its subsidiary MREIT, Inc.,  
plans to raise up to P27.3-B from this offering*

MANILA, Philippines, June 16, 2021 – MREIT, Inc., a subsidiary of Megaworld Corporation, the country's largest developer and lessor of office spaces, submitted its registration statement with the Philippines Securities and Exchange Commission (SEC) for a Real Estate Investment Trust (REIT) initial public offering (IPO) today.

Subject to regulatory approvals and market conditions, Megaworld's REIT plans to offer secondary shares of up to 1,239,700,000 common shares ("Offer") at an Offer Price of up to Php22.00 per share. The proposed Offer is expected to raise gross proceeds of up to P27.3-billion, assuming full exercise of the overallotment option, which would be the biggest REIT offering in the Philippines to date. This would represent up to 49.0% of the total issued and outstanding shares of MREIT, Inc. assuming full exercise of the overallotment option.

Through a property-for-share swap, Megaworld injected into MREIT, Inc. a portfolio of ten (10) office, retail and hotel assets with an aggregate gross leasable area of 224,430.80 square meters, located in three (3) prime townships of Megaworld - Eastwood City in Quezon City, McKinley Hill in Taguig City, and Iloilo Business Park in Mandurriao, Iloilo City.

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“Our REIT includes properties in three of our most sought-after premier township developments of Eastwood City, McKinley Hill, and Iloilo Business Park, which are home to around 200,000 BPO and other office workers today. Our ‘tried-and-tested’ signature concept of the township has attracted over 200 BPO and multinational companies to locate with us through the years since we started our first-ever Eastwood cyberpark in 1999,” says Kevin Andrew L. Tan, President & CEO of MREIT, Inc.

The MREIT portfolio of assets include 1800 Eastwood Avenue, 1880 Eastwood Avenue, E-Commerce Plaza, One World Square, Two World Square, Three World Square, 8/10 Upper McKinley, 18/20 Upper McKinley, One Techno Place, Richmonde Tower and Richmonde Hotel Iloilo.

BDO Capital & Investment Corporation (BDO Capital), Credit Suisse (Singapore) Ltd., UBS AG Singapore Branch, and DBS Bank Ltd., were mandated as Joint Global Coordinators for the IPO and BDO Capital as Domestic Lead Underwriter.

To date, Megaworld has the largest portfolio of leasable office spaces in the Philippines, with around 1.4-million square meters of office properties in 10 major cities across the country according to Leechiu Property Consultants. It also holds the largest office leasable properties in the entire Bonifacio Global City, the country’s fastest growing business district today.

The Andrew Tan-led company ended 2020 with P10.4-billion in office rental revenues, making it the ‘most stable’ income generator for the company amidst the global pandemic. Megaworld intends to reinvest the net proceeds from the Offer in 16 projects all over the country. ###

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