

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)
Apr 10, 2014
2. SEC Identification Number
9142
3. BIR Tax Identification No.
043-00-194-408V
4. Exact name of issuer as specified in its charter
Fil-Estate Corporation
5. Province, country or other jurisdiction of incorporation
Metro Manila, Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
Mezzanine Floor, Renaissance Tower, Meralco Avenue, Pasig City
Postal Code
1600
8. Issuer's telephone number, including area code
(02) 633-6205
9. Former name or former address, if changed since last report
-
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
FC	1,799,850,000

11. Indicate the item numbers reported herein
Section 4.4 of the Revised Disclosure Rules

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.



Fil-Estate Corporation FC

PSE Disclosure Form 4-11 - Change in Number of Issued and Outstanding Shares
References: Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Change in Number of Issued and Outstanding Shares

Background/Description of the Disclosure

Please see attached.

Change(s) in Number of Issued and Outstanding Shares
Issued Shares

Type of Security /Stock Symbol	Before	After
FC	997,946,486	1,799,850,000

Outstanding Shares

Type of Security /Stock Symbol	Before	After
FC	999,850,000	1,799,850,000

Other Changes, if any

In percent	Before	After
Public float	23.71	13.16
Foreign Ownership level	0.4	0.22

Filed on behalf by:

Name	Gilbert Raymund Reyes
Designation	Corporate Secretary

COVER SHEET

9 1 4 2
S.E.C. Registration Number

F I L E S T A T E C O R P O R A T I O N

[Empty grid for company name]

(Company's Full Name)

7 T H F L O O R R E N A I S S A N C E

T O W E R M E R A L C O A V E N U E

P A S I G C I T Y

(Business Address: No. Street City/ Town/ Province)

RAMON G. JIMENEZ
Contact Person

(02) 633 - 6205
Company Telephone Number

Month Day
calendar year

APPROVAL OF VALUATION
FORM TYPE
Registered/Listed
Secondary License Type, If Applicable

Month Day

Dept. Requiring this Doc.

Amended Articles Number/ Section

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning

December 17, 2013

Philippine Stock Exchange
3F PSE Plaza, Ayala Triangle
Ayala Avenue, Makati City

Attention: **Ms. Janet A. Encarnacion**
Head, Disclosure Department

Gentlemen:

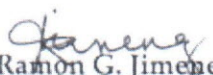
Please be informed that on December 16, 2013, the Securities and Exchange Commission (SEC) approved the conversion of portion of the liabilities of Fil-Estate Corporation (the "Company") to Fil-Estate Management, Inc. amounting to P800,000,000, into equity shares in the Company, equivalent to 800,000,000 shares with a par value of P1.00 per share.

Attached is a copy of the Certificate of Approval of Valuation issued by the SEC for your reference.

Thank you very much.

Very truly yours,

Fil-Estate Corporation
By:


Ramon G. Jimenez
Vice-President for Accounting/
Corporate Information Officer



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
City of Mandaluyong, Metro Manila

COMPANY REG. No. 9142

CERTIFICATE OF APPROVAL OF VALUATION

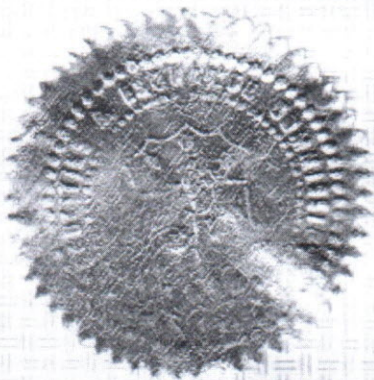
KNOW ALL PERSONS BY THESE PRESENTS:


THIS IS TO CERTIFY that the valuation of the advances of **P800,000,000.00** as full payment for the additional subscription of **800,000,000** shares with a par value of **P1.00** per share of

FIL-ESTATE CORPORATION

was approved by the Commission pursuant to the provision of Section 62 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed to this Certificate at Mandaluyong City, Metro Manila, Philippines, this 16th day of December, Twenty Thirteen.




FERDINAND B. SALES
Acting Director
Company Registration and Monitoring Department

10 April 2014

The Philippine Stock Exchange, Inc.
3F Philippine Stock Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City, Philippines 1226

Attention: **Ms. Janet A. Encarnacion**
Head, Disclosure Department

Re: **Change in Number of Issued and
Outstanding Shares of Fil-Estate
Corporation ("FC")**

Gentlemen:

We understand that based on the records of the Philippine Stock Exchange ("PSE"), FC has 997,946,486 total *issued* shares, and 999,850,000 total *outstanding* shares.

The total number of *issued* shares has increased from 997,946,486 to 1,799,850,000. The change is attributable to the following:

- 997,946,486 – Total issued shares per PSE records
- 800,000,000 – Recordal of unlisted FC shares as a result of the conversion of a stockholder's (Fil-Estate Management, Inc. or "FEMI") advances into equity, as recorded in FC's stock and transfer book as of 31 March 2014. The Securities and Exchange Commission's valuation of this conversion was disclosed to the PSE last 17 December 2013 (see attached file).
- 1,901,163 – Correction of FC's stock and transfer book by its stock and transfer agent (Banco De Oro Unibank, Inc. or "BDO") to record partially paid shares of unidentifiable shareholders

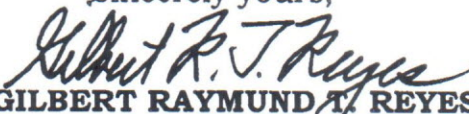
2,351 - Correction of FC's stock and transfer book by BDO to record shares of certain minority stockholders whose identities cannot be ascertained at this time

1,799,850,000 Total number of *issued* FC shares

The total number of *outstanding* shares is now also 1,799,850,000, which has increased from 999,850,000. The 800,000,000 increase arose from the aforementioned recordal of unlisted FC shares in favor of FEMI, as a result of the conversion of its advances to FC into equity.

We trust the foregoing addresses your concern. Should you have further questions, please let us know.

Sincerely yours,


GILBERT RAYMUND T. REYES
Corporate Secretary