

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. 27 October 2014  
Date of Report
2. SEC Identification No: AS093-7946      3. BIR Tax Identification No: 003-831-302-000
4. Alliance Global Group, Inc.  
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. 7<sup>th</sup> Floor, 1880 Eastwood Avenue, Eastwood City CyberPark  
E. Rodriguez, Jr. Avenue, Bagumbayan  
Quezon City, Metro Manila, Philippines  
Address of issuer's principal office
8. (632) 709-2038 to 41  
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 Class	No. of Shares of Common Stock Outstanding
Common	10,269,827,979

10. Item 9 (b)

Alliance Global Group, Inc. and its wholly owned subsidiary, Alliance Global Group Cayman Islands, Inc., has filed the attached Notice to Holders of the Notes in connection with the latter's USD\$500M 6.50% Guaranteed Notes due 2017 (the "Notes") currently listed on the Singapore Exchange Securities Trading Limited, on the provision of an additional guarantee from each of Emperor Inc. and Emperor Distillers, Inc. upon accession as an additional guarantor under the Notes.

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.

ALLIANCE GLOBAL GROUP, INC.

By:

  
**DINA INTING**  
FVP for Finance and  
Corporate Information Officer

# ALLIANCE GLOBAL GROUP CAYMAN ISLANDS, INC.

Incorporated in the Cayman Islands with Company Registration No. 241519

## ALLIANCE GLOBAL GROUP CAYMAN ISLANDS, INC.

c/o Portcullis TrustNet (Cayman) Ltd.  
The Grand Pavilion Commercial Centre  
Oleander Way  
802 West Bay Road, PO Box 32052  
Grand Cayman KY1-1298, Cayman Islands  
(the "Issuer")

**OFFICIAL NOTICE TO HOLDERS:** The provision of an additional guarantee by Alliance Global Group Inc. and a guarantee from each of Emperador Inc. and Emperador Distillers Inc. upon accession as an additional guarantor under the Notes (as defined below)

DATED 27 October 2014

### NOTICE TO HOLDERS OF THE NOTES

Capitalised terms not defined in this notice shall have the same meaning as in the Terms and Conditions of the Notes (the "Conditions").

Alliance Global Group Cayman Islands, Inc., as issuer of U.S.\$500,000,000 6.50% Guaranteed Notes due 2017 (the "Notes") guaranteed by Alliance Global Group, Inc. ("AGG"), hereby gives notice to the holders of the Notes, in accordance with Condition 15 of the Conditions, of the provision of an additional guarantee by each of Emperador Inc. and Emperador Distillers Inc. upon accession as an additional guarantor under the Notes (together, the "Additional Guarantors"). Such additional guarantees are effective as of 27 October 2014 (the "Additional Guarantees"). The Additional Guarantees are given in connection with the guarantees provided by each of Emperador Inc. and Emperador Distillers Inc. under a GBP 210,000,000 facility agreement dated 30 September 2014 between, amongst others, Emperador International Limited as borrower, the Additional Guarantors and The Hongkong and Shanghai Banking Corporation Limited and J.P Morgan Chase Bank N.A., Singapore Branch as Lenders (the "Facility") and in accordance with Condition 4.5 of the Notes.

Each Additional Guarantor has undertaken, upon becoming an additional guarantor, to perform all the obligations expressed to be undertaken by the Guarantor under the Trust Deed, on a joint and several basis with the other Additional Guarantor. The obligations of each of AGG as the original guarantor and the Additional Guarantors are joint and several for the term of the Facility.

The Additional Guarantees and the obligations of the Additional Guarantors thereunder shall terminate upon the final repayment date of the Facility or until they are earlier terminated by the Issuer in accordance with the Trust Deed and, if applicable, the Facility. For the avoidance of doubt, the obligations of AGG as the Guarantor of the Notes shall not be affected whatsoever by any such discharge, release or arrangement by the Issuer, in whole or in part, of the Additional Guarantors' obligations under the Notes.

For the avoidance of doubt, upon any discharge, release or arrangement by the Issuer, in whole or in part, of the Additional Guarantees and the obligations of the Additional Guarantors thereunder, the obligations of AGG as the Guarantor under the Notes, the Principal Trust Deed and the Principal Agency Agreement shall not be affected whatsoever by any such discharge, release or arrangement.

This notice is being delivered to Euroclear and Clearstream, Luxembourg for communication to the holders of the Notes in accordance with Condition 15 of the Notes.

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(the "Issuer")

DATED 27 October 2014

### **CORRIGENDUM TO THE ISSUER'S NOTICE TO HOLDERS OF THE NOTES**

Capitalised terms not defined in this notice shall have the same meaning as in the Terms and Conditions of the Notes (the "Conditions").

The Issuer refers to the Notice to Holders of the Notes dated 27 October 2014 (the "Notice") and wishes to clarify that Alliance Global Group, Inc. ("AGG") has not provided an additional guarantee under the Notes as set out under the heading entitled "Official Notice to Holders". AGG is the Guarantor under the Notes and Emperador, Inc. and Emperador Distillers, Inc. have each provided additional guarantees as Additional Guarantors (as defined in the Notice).