

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 6, 2025
2. SEC Identification Number  
ASO93-7946
3. BIR Tax Identification No.  
003-831-302-000
4. Exact name of issuer as specified in its charter  
Alliance Global Group, Inc.
5. Province, country or other jurisdiction of incorporation  
Metro Manila
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
7th Floor, 1880 Eastwood Avenue, Eastwood City CyberPark, E. Rodriguez Jr. Avenue,  
Bagumbayan, Quezon City, Metro Manila, Philippines  
Postal Code  
1110
8. Issuer's telephone number, including area code  
(632) 8709-2038 to 41
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	8,875,754,479	
Treasury	1,394,073,500	

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.



Alliance Global Group, Inc.  
AGI

PSE Disclosure Form 7-1 - Notice of Annual or Special Stockholders' Meeting  
References: SRC Rule 17 (SEC Form 17-C) and  
Sections 7 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

2025 Annual Stockholders' Meeting

Background/Description of the Disclosure

Notice and Agenda for the Annual Stockholders' Meeting on June 19, 2025 with record date of May 21, 2025

Type of Meeting

- ☒ Annual
- ☐ Special

Date of Approval by Board of Directors	May 6, 2025
Date of Stockholders' Meeting	Jun 19, 2025
Time	9:00 AM
Venue	To be conducted virtually, <a href="https://www.allianceglobalinc.com/asm2025">https://www.allianceglobalinc.com/asm2025</a> which may be accessed through the Company's website
Record Date	May 21, 2025
Agenda	<div>1. Call to Order</div> <div>2. Certification of Notice and Quorum</div> <div>3. Approval of the Minutes of the Annual Meeting of Stockholders held on 18 July 2024</div> <div>4. Report of Management for Year 2024</div> <div>5. Appointment of Independent Auditors</div> <div>6. Ratification of Acts of the Board of Directors, Board Committees, and Officers</div> <div>7. Approval of the issuance and offer for sale or subscription of such number of warrants (the “Warrants”) covering up to 2,225,874,470 underlying common shares (“Underlying Common Shares”) exercisable at a minimum price of Twelve Pesos [Php12.00] per Underlying Common Share, the listing of the Warrants and Underlying Common Shares and the delegation to the Company’s Senior Management the power and authority to determine and fix the terms and conditions of the offer and issuance of the Warrants and Underlying Common Shares</div> <div>8. Election of Directors</div> <div>9. Other matters</div> <div>10. Adjournment</div>

Inclusive Dates of Closing of Stock Transfer Books

Start Date	N/A
End Date	N/A

Other Relevant Information

Please see the attached SEC Form 17-C.

Filed on behalf by:

Name	Alan Quintana
Designation	Corporate Secretary

**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. **06 May 2025**  
Date of Report
2. SEC Identification No: **ASO93-7946**      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, 1110**  
Address of issuer's principal office
8. **(632) 8709-2038 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
<b>Common</b>	<b>8,875,754,479</b>
<b>Treasury</b>	<b>1,394,073,500</b>

10. Item 9 (b)

The Board has set the Company's Annual Stockholders' Meeting on 19 June 2025 at 9:00 a.m., to be conducted virtually, via <https://www.allianceglobalinc.com/asm2025>, which may be accessed through the Company's website, with the following agenda:

1. Call to Order
2. Certification of Notice and Quorum
3. Approval of the Minutes of the Annual Meeting of Stockholders held on 18 July 2024
4. Report of Management for Year 2024
5. Appointment of Independent Auditors
6. Ratification of Acts of the Board of Directors, Board Committees, and Officers
7. Approval of the issuance and offer for sale or subscription of such number of warrants (the "Warrants") covering up to 2,225,874,470 underlying common shares ("Underlying Common Shares") exercisable at a minimum price of Twelve Pesos [Php12.00] per Underlying Common Share, the listing of the Warrants and Underlying Common Shares and the delegation to the Company's Senior Management the power and authority to determine and fix the terms and conditions of the offer and issuance of the Warrants and Underlying Common Shares
8. Election of Directors
9. Other matters
10. Adjournment

Stockholders of record at the close of business on 21 May 2025 are entitled to notice of, to attend and vote at the Annual Stockholders' Meeting. Electronic copies of the Information Statement, Management Report, SEC Form 17-A and other pertinent documents shall be made available at the Company's website and on the PSE Edge.

## **S I G N A T U R E**

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 D.R. INTING**

*Chief Financial Officer, Compliance Officer,  
Corporate Information Officer and Chief Audit  
Executive*

**NOTICE AND AGENDA OF THE ANNUAL MEETING OF STOCKHOLDERS****TO ALL STOCKHOLDERS:**

NOTICE IS HEREBY GIVEN that the Annual Meeting of Stockholders (the "Annual Meeting") of Alliance Global Group, Inc. (the "Company") will be held on 19 June 2025 at 9:00 a.m. to be conducted virtually, through the link <https://www.allianceglobalinc.com/asm2025> that can be accessed through the Company's website, with the following agenda:

1. Call to Order
2. Certification of Notice and Quorum
3. Approval of the Minutes of the Annual Meeting of Stockholders held on 18 July 2024
4. Report of Management for Year 2024
5. Appointment of Independent Auditors
6. Ratification of Acts of the Board of Directors, Board Committees, and Officers
7. Approval of the issuance and offer for sale or subscription of such number of warrants (the "Warrants") covering up to 2,225,874,470 underlying common shares ("Underlying Common Shares") exercisable at a minimum price of Twelve Pesos [Php12.00] per Underlying Common Share, the listing of the Warrants and Underlying Common Shares and the delegation to the Company's Senior Management the power and authority to determine and fix the terms and conditions of the offer and issuance of the Warrants and Underlying Common Shares
8. Election of Directors
9. Other matters
10. Adjournment

Stockholders of record as of 21 May 2025 will be entitled to notice of, and to vote at, the Annual Meeting.

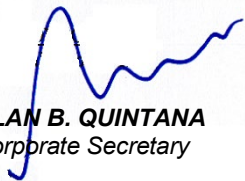
As provided under Sections 23 and 57 of the Revised Corporation Code and the Company's Amended By-Laws, the Company will hold the Annual Meeting via remote communication, and allow the stockholders to cast their votes by remote communication or in absentia, or by proxy.

To participate in the Annual Meeting, stockholders must register from 9:00 a.m. of 22 May 2025 until 5:00 p.m. of 04 June 2025. The procedure for participation via remote communication and in absentia are contained in the Information Statement.

Stockholders who wish to appoint proxies may submit proxy instruments until 5:00 p.m. of 04 June 2025, to the Office of the Corporate Secretary at the 9<sup>th</sup> Floor, Eastwood Global Plaza, Palm Tree Avenue, Eastwood City CyberPark, Bagumbayan, Quezon City or by email to [corporatesecretary@allianceglobalinc.com](mailto:corporatesecretary@allianceglobalinc.com). Validation of proxies shall be held on 06 June 2025. A sample proxy form will be enclosed in the Information Statement for your convenience.

The Information Statement and other pertinent documents and information on the Annual Meeting are available through the Company's website at <https://www.allianceglobalinc.com/asm2025> and at PSE EDGE. For any clarifications, please contact the Office of the Corporate Secretary via email at [corporatesecretary@allianceglobalinc.com](mailto:corporatesecretary@allianceglobalinc.com).

Quezon City, Metro Manila, Philippines, 06 May 2025.



**ALAN B. QUINTANA**  
Corporate Secretary

7<sup>th</sup> Floor, 1880 Eastwood Avenue, Eastwood City CyberPark, Bagumbayan, Quezon City, Metro Manila  
Tel Nos. 87092038 to 41

## **EXPLANATION OF AGENDA ITEMS**

### **1. Call to Order**

The Annual Meeting will be formally opened at approximately 9:00 o'clock in the morning.

### **2. Certification of Notice and Quorum**

The Corporate Secretary will certify that the written notice for the meeting was duly sent to stockholders of record, including the date of publication and the newspapers where the notice was published. The Corporate Secretary will also certify that a quorum exists, and the stockholders representing at least a majority of the outstanding capital stock, present in person or by proxy, shall constitute a quorum for the transaction of business.

Pursuant to the Company's Amended By-Laws and Sections 23 and 57 of the Revised Corporation Code which allow voting in absentia by the stockholders, stockholders may register by submitting requirements via email at [corporatesecretary@allianceglobalinc.com](mailto:corporatesecretary@allianceglobalinc.com) and vote in absentia on the matters for resolution at the meeting. A stockholder who votes in absentia as well as a stockholder participating by remote communication shall be deemed present for purposes of quorum.

Please refer to Annex "A" on the Procedures and Requirements for Voting and Participation in the Annual Meeting for complete information on remote participation or voting in absentia, as well as on how to join the livestream for the Annual Meeting.

### **3. Approval of the Minutes of the Annual Meeting of Stockholders held on 18 July 2024**

The minutes of the meeting held on 18 July 2024 are available at the Company's website, <https://www.allianceglobalinc.com/> and attached in the Information Statement as Annex "B".

### **4. Report of Management for Year 2024**

The performance of the Company in 2024 will be reported.

### **5. Appointment of Independent Auditors**

The election of the external auditor for the ensuing year will be endorsed to the stockholders for approval. The external auditor conducts an independent verification of the Company's financial statements and provides an objective assurance on the accuracy of its financial statements.

### **6. Ratification of Acts of the Board of Directors, Board Committees, and Officers**

The actions of the Board, its committees and officers were those taken since the annual stockholders' meeting on 18 July 2024 until 18 June 2025. These include, among others, the internal procedures for participation in meetings and voting through remote communication or in absentia, the appointment of officers in the corporation, opening and maintenance of bank accounts and other bank transactions, approval and issuance of financial statements, appointment of proxies and nominees,

designation of authorized contract signatories and representatives, appointment of attorneys-in-fact, investment and financing activities in the ordinary course of business, other similar activities of the Company, and other matters covered by disclosures to the Securities and Exchange Commission and the Philippine Stock Exchange. The acts of the officers were those taken to implement the resolutions of the Board or its committees or made in the general conduct of business.

**7. Approval of the issuance and offer for sale or subscription of such number of warrants covering up to 2,225,874,470 Underlying Common Shares, the listing of the Warrants and Underlying Common Shares and the delegation to the Company's Senior Management the power and authority to determine and fix the terms and conditions of the offer and issuance of the Warrants and Underlying Common Shares**

The Company seeks the approval of the stockholders for the following matters as approved by the Board of Directors of the Company as of 06 May 2025:

(1) The issuance and offer for sale or subscription of such number of warrants (the "Warrants") covering up to 2,225,874,470 underlying common shares ("Underlying Common Shares") exercisable at a minimum price of Twelve Pesos [Php12.00] per Underlying Common Share, to eligible stockholders of record of the Company (the "Offer") in accordance with and subject to the applicable rules and regulations of the Securities and Exchange Commission ("SEC") and the listing requirements of the Philippine Stock Exchange ("PSE"), including the approval of the stockholders. The Underlying Common Shares to be issued after the exercise of the Warrants shall have the same features and rights as the existing common shares of the Company.

(2) The filing of the registration statement or the request for exemption, as may be appropriate, for the Warrants and the Underlying Common Shares with the SEC and the listing application of the Warrants and the Underlying Common Shares with the PSE and appointment of certain officers of the Company as its authorized signatories therefor;

(3) The delegation to certain directors and officers of the Company ("Senior Management") the power and authority to: (i) determine and fix the terms and conditions of the Offer, the Warrants and the Underlying Common Shares including, but not limited to, the final issue size, the entitlement ratio, issue price, exercise ratio, exercise price, exercise period, the payment terms, the record date, and other relevant dates, and the other terms and conditions of the said Offer, without the necessity of obtaining further approval from the Board of Directors and stockholders of the Company; (ii) engage the services of underwriters, advisors, legal counsels, stock and transfer agents, receiving agents/banks, escrow agents, warrant registrar, and such other advisors or agents as may be necessary, proper or desirable to effect and implement the Offer, the transactions contemplated in the Offer, upon such terms and conditions as may be approved by the Senior Management; and (iii) negotiate, sign, execute, and deliver the underwriting agreement, the warrant, subscription agreement, agreements with advisors and agents, and all other agreements required in connection with the Offer of the Warrants and Underlying Common Shares.

The Offering of the Warrants to eligible stockholders will allow the latter to have the opportunity to maintain their ownership ratio prior to the issuance of the Warrants.

The proceeds of the Offer will be used for financing capital expenditures, repayment of debt obligations, general corporate purposes, and transaction costs.

8. **Election of Directors**

Nominees for election of seven (7) members of the Board of Directors, including three (3) independent directors, will be submitted for election by the stockholders. The profiles of the nominees to the Board of Directors are provided in the Information Statement.

9. **Other Matters**

Other concerns or matters raised by stockholders will be discussed.

10. **Adjournment**

Upon determination that there are no other matters to be considered, the meeting shall be adjourned.