

# 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)  
Aug 26, 2021
2. SEC Identification Number  
CS20091269
3. BIR Tax Identification No.  
007236853000
4. Exact name of issuer as specified in its charter  
PH RESORTS GROUP HOLDINGS, INC.
5. Province, country or other jurisdiction of incorporation  
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
20th Floor, Udenna Tower, Rizal Drive corner 4th Avenue, Bonifacio Global City, Taguig  
City  
Postal Code  
1634
8. Issuer's telephone number, including area code  
63284034007
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	6,929,576,027

11. Indicate the item numbers reported herein  
Item 9

*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.*

# PH Resorts Group Holdings, Inc.

## PHR

### 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

Issuance of new shares pursuant to the Placement and Subscription Transaction of PH Resorts Group Holdings Inc. ("PHR" or the "Company")

#### Background/Description of the Disclosure

As disclosed in the PSE disclosures with report number C05756-2021 and C05777-2021, the Company entered into a Placing and Subscription Transaction which involves the offer and sale of 352,441,000 common shares ("Offer Shares") of PHR. The Offer Shares was offered by Udenna Corporation, via private placement, to certain Qualified Buyers (as defined under the Securities Regulation Code). Simultaneous with such placement, Udenna Corporation subscribed to 352,441,000 common shares ("Subscription Shares") of the Company. Both the Offer Shares and the Subscription Shares were priced at Php 1.70 per share.

Thus, pursuant to the Placing and Subscription Transaction, the Company issued an additional 352,441,000 common shares. The Company shall apply for the listing of the Subscription Shares with the PSE as soon as practicable.

In addition, the change in public float stated below also takes into account a separate share transaction executed by Udenna Corporation on 23 August 2021. Information on this share transaction is provided by the appropriate SEC Form 23-B of Udenna Corporation.

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

#### Issued Shares

Type of Security /Stock Symbol	Before	After
Common / PHR	6,929,576,027	7,282,017,027

#### Outstanding Shares

Type of Security /Stock Symbol	Before	After
Common / PHR	6,929,576,027	7,282,017,027

#### Other Changes, if any

In percent	Before	After
Public float	13.3	20.04
Foreign Ownership level	3.75	3.59

**Filed on behalf by:**

<b>Name</b>	Leandro Abarquez
<b>Designation</b>	Corporate Secretary