

**COVERSHEET**

SEC Registration Number

C	S	2	0	0	9	0	1	2	6	9		
---	---	---	---	---	---	---	---	---	---	---	--	--

COMPANY NAME

P	H		R	E	S	O	R	T	S		G	R	O	U	P		H	O	L	D	I	N	G	S				
I	N	C	.																									

PRINCIPAL OFFICE( No. / Street / Barangay / City / Town / Province )

2	0	T	H		F	L	O	O	R		U	D	E	N	N	A		T	O	W	E	R	,					
R	I	Z	A	L		D	R	I	V	E		C	O	R	.	4	<sup>T</sup>	H		A	V	E	N	U	E	,		
B	O	N	I	F	A	C	I	O		G	L	O	B	A	L		C	I	T	Y	,							
T	A	G	U	I	G		C	I	T	Y																		

Form Type

1	7	-	C
---	---	---	---

Department requiring the report

M	S	R	D
---	---	---	---

Secondary License Type, If Applicable

--	--	--	--

**COMPANY INFORMATION**

Company's Email Address

leandro.abarquez@udenna.ph
----------------------------

Company's Telephone Number

63284034007 loc. 948
----------------------

Mobile Number

--

No. of Stockholders

22
----

Annual Meeting (Month / Day)

July 26
---------

Fiscal Year (Month / Day)

December 31
-------------

**CONTACT PERSON INFORMATION**

The designated contact person ***MUST*** be an Officer of the Corporation

Name of Contact Person

Leandro E. Abarquez
---------------------

Email Address

leandro.abarquez@udenna.ph
----------------------------

Telephone Number/s

63284034007
-------------

Mobile Number

--

**CONTACT PERSON'S ADDRESS**

**21<sup>st</sup> Floor, Udenna Tower, Rizal Drive corner 4<sup>th</sup> Avenue, Bonifacio Global City, Taguig City**

***NOTE 1 :** In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.*

***2 :** All Boxes must be properly and completely filled-up. Failure to do so shall cause the delay in updating the corporation's records with the Commission and/or non-receipt of Notice of Deficiencies. Further, non-receipt of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.*





## **NOTICE OF ANNUAL STOCKHOLDERS' MEETING**

**TO: ALL SHAREHOLDERS**

NOTICE IS HEREBY GIVEN that the annual stockholders' meeting of **PH Resorts Group Holdings, Inc.** (the "**Corporation**") will be held on **26 July 2023, Wednesday, at 2 o'clock p.m.**, via videoconferencing, for the purpose of taking up the following:

### **AGENDA**

1. Call to Order
2. Proof of Notice of Meeting
3. Certification of Quorum
4. Approval of Minutes of Meeting of Stockholders held on 9 December 2022
5. Report of the President
6. Approval of the Audited Financial Statements as of 31 December 2022
7. Ratification and confirmation of all acts and resolutions of the Board and Management executed in the normal course of business since the last Annual Stockholders' Meeting held on 9 December 2022
8. Approval of the amendment of the of the Articles of Incorporation to increase the authorized capital stock of the Corporation from Eight Billion Pesos to Fifteen Billion Pesos (Php15,000,000,000.00) divided into Fifteen Billion Common Shares
9. Approval of the grant of authority to the Board of Directors to issue such number of shares of stock out of the existing capital stock at an issue price of not less than par value as the Board of Directors may determine and to accept cash or non-cash properties as payment for such subscription and the listing of such shares with the Philippine Stock Exchange.

10. Approval of issuance of shares pursuant to an equity offering, private placement, top-up placement, or similar transaction to be determined by the Board and the listing of such shares.
11. Election of the Board of Directors for 2023
12. Appointment of External Auditors
13. Other Matters
14. Adjournment

In accordance with the rules of the Philippine Stock Exchange, only stockholders of record as of 6 July 2023 are entitled to notice of and to vote as such in the annual shareholders' meeting and any adjournment thereof.

In view of the current COVID-19 pandemic, the physical and actual holding of the Annual Stockholders' Meeting cannot be conducted. In lieu thereof, the Annual Meeting on 26 July 2023 shall be conducted via live streaming through [https://us06web.zoom.us/webinar/register/WN\\_yOepATqUSLO-XtxNPtkNqw#/registration](https://us06web.zoom.us/webinar/register/WN_yOepATqUSLO-XtxNPtkNqw#/registration).

Stockholders who intend to participate are required to register by sending an email, together with the requirements to [phr\\_legal@phresorts.com](mailto:phr_legal@phresorts.com) on or before 25 July 2023 (5:00 p.m., Philippine time). Full list of the requirements may be viewed on the Company's website. The registration is subject to validation, and successful registrations will receive an electronic invitation via email, along with a complete guide on how to join, participate and vote in the Meeting.

Copies of the Notice of the Meeting, Annual Report, Definitive Information Statement and other related documents may be found on the Company's website and through the PSE Edge Portal.

Proxy Forms and Special Powers of Attorney or other Authorization forms are available in the Company's website must be submitted to the Office of the Corporate Secretary, 20th Fl., Udenna Tower, Rizal Drive corner 4th Ave., Bonifacio Global City, Taguig City by mail or sent by email to [phr\\_legal@phresorts.com](mailto:phr_legal@phresorts.com). Validation of proxies and registration shall commence on 5 July 2023 until 5 p.m. of 25 July 2023.

Participation in the meeting as well as voting shall be through remote communication. Detailed Procedure for voting shall be posted on the Company's website. Stockholders may also send your queries regarding the conduct of the Meeting to [phr\\_legal@phresorts.com](mailto:phr_legal@phresorts.com).

There will be an audio and visual recording of the meeting.

Taguig City, 31 May 2023.

  
**LEANDRO E. ABARQUEZ**  
Corporate Secretary