SECURITIES AND EXCHANGE COMMISSION
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The following document has been received:

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Company Information

SEC Registration No.: CS200901269
Company Name: PH RESORTS GROUP HOLDINGS, INC.
Industry Classification: J66940
Company Type: Stock Corporation

Document Information

Document ID: OST1090720268118136944
Document Type: CURRENT_REPORT
Document Code: SEC_Form_17-C
Period Covered: September 07, 2026
Submission Type: Original Filing
Remarks: None

Acceptance of this document is subject to review of forms and contents

C O V E R S H E E T

SEC Registration Number

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C O M P A N Y   N A M E

PH RESORTS GROUP HOLDINGS, INC.

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

20TH FLOOR UDENNA TOWER, RIZAL DRIVE COR. 4TH AVENUE, BONIFACIO GLOBAL CITY, TAGUIG CITY

Form Type	Department requiring the report	Secondary License Type, If Applicable
17-C	MSRD	

C O M P A N Y   I N F O R M A T I O N

Company's Email Address	Company's Telephone Number	Mobile Number
leandro.abarquez@udenna.ph	**63284034007 loc. 948**	

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
22	**July 17**	**December 31**

CONTACT PERSON INFORMATION

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

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
Leandro Abarquez	**leandro.abarquez@udenna.ph**	**63284034007**	

CONTACT PERSON's ADDRESS

21st Floor, Udenna Tower, Rizal Drive corner 4th Avenue, Bonifacio Global City, Taguig City

NOTE1 : *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.*

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. 7 September 2026
   Date of Report (Date of earliest event reported)

2. SEC Identification Number CS200901269   3. BIR Tax Identification No. 204-636-102

4. PH Resorts Group Holdings Inc.
   Exact name of issuer as specified in its charter

5. Philippines
   Province, country or other jurisdiction of incorporation

6. (SEC Use Only)
   Industry Classification Code:

7. 20th Floor Udenna Tower, Rizal Drive corner 4th Avenue, Bonifacio Global City, Taguig City 1634
   Address of principal office   Postal Code

8. +6384034007
   Issuer's telephone number, including area code

   N/A
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
Common Shares	7,282,017,027

10. Indicate the item numbers reported herein: Item 9

PH Resorts Group Holdings, Inc.
PHR

PSE Disclosure Form 4-1 - Acquisition or Disposition of Assets
References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Proposed Restructuring of PH Resorts Group Holdings Inc.

Background/Description of the Disclosure

At the special meeting of the board of directors of PH Resorts Group Holdings, Inc. (“PHR” or the “Company”) held on 4 September 2026, the PHR Board of Directors approved, in principle, a proposed corporate restructuring (the “Proposed Restructuring”) involving the transfer of the Company's entire ownership interest in PH Travel and Leisure Holdings Corp. (“PH Travel”), the Company's wholly-owned subsidiary, to Udenna Corporation (“Udenna”), the Company's parent and controlling stockholder.

Date of Approval by Board of Directors	Sep 4, 2026

Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction

The Proposed Restructuring is intended to relieve the Company of all the liabilities of its subsidiaries and reposition it as a streamlined listed holding company with a strengthened financial profile.

Details of the acquisition or disposition

Date	TBA

Description of the Transaction

Under the Proposed Restructuring, PH Resorts shall transfer all of the issued and outstanding capital stock of PH Travel to Udenna Corporation through the settlement of advances.

Manner

The Proposed Restructuring will be implemented through a series of coordinated transactions designed to simplify PHR's corporate structure, rationalize intercompany balances, and reposition PHR as a streamlined listed holding company. The key steps include: (1) a proposed clean-up of PHR's intercompany advances, (2) spin-off of PH Travel from PHR to Udenna, and (3) settlement of outstanding payables.

Description of the assets involved

The Proposed Restructuring covers the transfer of all of the outstanding capital stock of PH Travel, which, through its subsidiaries, including Lapu-Lapu Leisure Inc., Lapu-Lapu Land Corp., and Donatela Hotel Panglao Corp., among others, holds substantially all of the Company's consolidated operating assets, properties, and related liabilities.

Terms and conditions of the transaction

Nature and amount of consideration given or received

Udenna shall acquire PH Resorts' ownership interest in PH Travel through the settlement of outstanding advances payable by PH Resorts to Udenna. The final consideration and structure for the transfer will be determined by PHR's management, provided that the same shall be fair, reasonable, and advantageous to the Company.

Principle followed in determining the amount of consideration

This will be determined subject to the negotiation and execution of definitive documentation. However, key principles in determining the consideration will include the realizable fair market value of the assets of PH Travel, considering that its existing liabilities currently outweigh its existing assets. In addition, the tax consequence of the transfer will also be factored in the determining the total amount of the consideration subject to completion of the legal and tax review.

Terms of payment

To be determined.

Conditions precedent to closing of the transaction, if any

The Proposed Restructuring remains subject to (i) the negotiation and execution of definitive documentation; (ii) completion of legal, tax, and accounting review; (iii) approval by the Company's stockholders at the next stockholders' meeting; and (iv) such other regulatory or corporate approvals as may be required.

Any other salient terms

The Company shall issue the relevant disclosures once the details of the Restructuring are firmed up.

Identity of the person(s) from whom the assets were acquired or to whom they were sold

Name	Nature of any material relationship with the Issuer, their directors/ officers, or any of their affiliates
Udenna Corporation	Parent Company

Effect(s) on the business, financial condition and operations of the Issuer, if any

The Restructuring is designed to improve PHR's financial position, simplify its corporate structure, and enhance its long-term sustainability.

Other Relevant Information

Other relevant information shall be timely disclosed as they arise once the Restructuring plan is finalized.

If the transaction being reported is an acquisition, kindly submit the following additional information:

Source(s) of funds

Not applicable.

If any asset so acquired by the issuer or its subsidiaries constituted plant, equipment or other physical property, state the nature of the business in which the assets were used by the persons from whom acquired and whether the issuer intends to continue such use or intends to devote the assets to other purposes, indicating such other purposes
Not applicable.

SIGNATURES

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.

PH Resorts Group Holdings Inc. | 7 September 2026
Date

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LEANDRO E. ABARQUEZ
Corporate Secretary