**PROXY**

**ALLIANCE GLOBAL GROUP, INC.**

 **2025 STOCKHOLDERS’ MEETING**

I/WE hereby name and appoint \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, or in his absence, the Chairman of the meeting, as my/our proxy at the Annual Stockholders’ Meeting of **ALLIANCE GLOBAL GROUP, INC.** (“AGI”) to be held on 19 June 2025 at 9:00 a.m., and/or at any postponement or adjournment thereof, and/or any annual stockholders’ meeting of AGI, which appointment shall not exceed five (5) years from date hereof.

 In particular, I hereby direct said proxy to vote \_\_\_\_\_\_\_\_\_\_ shares on the agenda items set forth below as I have expressly indicated by marking the same with [√] or [X]:

|  |  |  |
| --- | --- | --- |
| **ITEM NO.** | **SUBJECT** | **ACTION** |
| **FOR** | **AGAINST** | **ABSTAIN** |
| 3 | Approval of the Minutes of the Annual Meeting of Stockholders held on 18 July 2024 |  |  |  |
| 5 | Appointment of Independent Auditors |  |  |  |
| 6 | Ratification of Acts of the Board of Directors, Board Committeesand 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 |  |  |  |
|  | Andrew L. Tan |  |  |  |
|  | Kevin Andrew L. Tan |  |  |  |
|  | Katherine L. Tan  |  |  |  |
|  | Lourdes T. Gutierrez-Alfonso |  |  |  |
|  | Enrique M. Soriano III – Independent Director |  |  |  |
|  | Anthony T. Robles - Independent Director |  |  |  |
|  | Jesli A. Lapus - Independent Director |  |  |  |

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SIGNATURE ABOVE PRINTED NAME OF STOCKHOLDER NO. OF SHARES

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

DATE SIGNED

This proxy should be submitted no later than **5:00 PM** of **04 June 2025**, to the Office of the Corporate Secretary at the9th Floor, Eastwood Global Plaza, Palm Tree Avenue, Eastwood City CyberPark, Bagumbayan, Quezon City or by email to corporatesecretary@allianceglobalinc.com.

This proxy when properly executed will be voted in the manner as directed herein by the shareholder. If no direction is made, the proxy will be voted for the election of all nominees and for the approval of all matters stated above and for such other matters as may properly come before the meeting in the manner described in the information statement.

A shareholder giving a proxy has the power to revoke it at any time before the right granted is exercised. A proxy is also considered revoked if the shareholder attends the meeting in person and expressed his intention to vote in person.

This proxy does not need to be notarized.

**Individual Stockholders must attach a Special Power of Attorney or Letter of Authority which grants general or limited authority to his/her designated Proxy/Representative and Authorized Signatory/ies.**

**THIS FORM IS NOT A SOLICITATION TO EXECUTE OR DESIGNATE A PROXY.**