# 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. <u>10 April 2015</u> Date of Report

- 2. SEC Identification No: AS093-7946 3. BIR Tax Identification No: 003-831-302-000
- 4. <u>Alliance Global Group, Inc.</u> Exact name of issuer as specified in its charter
- 5. <u>Metro Manila</u> 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 <u>Quezon City, Metro Manila, Philippines, 1110</u> Address of issuer's principal office
- 8. **(632) 709-2038 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

### Common

## 10,269,827,979

10. Item 9 (b)

Alliance Global Group, Inc. and its wholly owned subsidiary, Alliance Global Group Cayman Islands, Inc. ("AGG Cayman"), have filed the attached Notice to Holders of the USD\$500M 6.50% Guaranteed Notes due 2017 (the "Notes") of AGG Cayman which are currently listed on the Singapore Exchange Securities Trading Limited. The Notice is in connection with the release and discharge of the additional guarantees given by Emperador Inc. and Emperador Distillers Inc. under the Notes.

# SIGNATURE

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 INTING FVP for Finance and Corporate Information Officer

# ALLIANCE GLOBAL GROUP CAYMAN ISLANDS, INC.

Incorporated in the Cayman Islands with Company Registration No. 241519

# NOTICE TO HOLDERS OF THE NOTES

#### ALLIANCE GLOBAL GROUP CAYMAN ISLANDS, INC.

c/o Portcullis TrustNet (Cayman) Ltd.

The Grand Pavilion Commercial Centre

# Oleander Way

#### 802 West Bay Road, PO Box 32052

### Grand Cayman KY1-1298, Cayman Islands

#### (the "Issuer")

**OFFICIAL NOTICE TO HOLDERS**: The release and discharge of the additional guarantees provided by Emperador Inc. and Emperador Distillers Inc.

## DATED 9 April 2015

Capitalised terms not defined in this notice shall have the same meaning as in the Terms and Conditions (the "Conditions") of the Notes (as defined below).

Alliance Global Group Cayman Islands, Inc., as issuer of U.S.\$500,000,000 6.50% Guaranteed Notes due 2017 (the "Notes") guaranteed by Alliance Global Group, Inc. ("AGG"), Emperador Inc. and Emperador Distillers Inc., hereby gives notice to the holders of the Notes of the release and discharge of the additional guarantees given by Emperador Inc. and Emperador Distillers Inc. (together, the "Additional Guarantors") under the Notes.

The Additional Guarantees were given in connection with a GBP 210,000,000 facility agreement dated 30 September 2014 between, amongst others, Emperador International Limited as borrower, the Additional Guarantors and The Hongkong and Shanghai Banking Corporation Limited ("HSBC") and J.P Morgan Chase Bank N.A., Singapore Branch as Lenders (the "Facility") and in accordance with Condition 4.5 of the Notes. Such additional guarantees were effective as of 27 October 2014 (the "Additional Guarantees").

In satisfaction of the full repayment of the Facility by Emperador International Limited, as of 8 April 2015, the Additional Guarantees have been fully, irrevocably and unconditionally released and discharged and the Additional Guarantors are released from all past, present and future liability under the Additional Guarantees. For the avoidance of doubt, the obligations of AGG as the Guarantor of the Notes under the Trust Deed, and the Agency Agreement shall not be affected whatsoever by such discharge and release.

This notice is being delivered to Euroclear and Clearstream, Luxembourg for communication to the holders of the Notes in accordance with Condition 15 of the Notes.