

Draft only; for approval in the next stockholders' meeting.

**MINUTES OF THE ANNUAL MEETING OF STOCKHOLDERS
OF ALLIANCE GLOBAL GROUP, INC.**

June 18, 2026 at 9:08 A.M.

Conducted virtually via:

<https://www.allianceglobalinc.com/asm2026>

Stockholders Present and Represented:

Total Number of Outstanding and Voting Shares as of Record Date	Total Number of Shares Present:	Percentage of Shares Present vis-a-vis Total Outstanding Shares
8,707,981,679	7,512,190,090	86.27%

Please see Annex "A"

Directors Present:

Andrew L. Tan	Chairman of the Board Member – Audit Committee Member – Related Party Transaction Committee
Kevin Andrew L. Tan	President, CEO, and Vice Chairman of the Board Member – Board Risk Oversight Committee
Katherine L. Tan	Director and Treasurer
Lourdes T. Gutierrez-Alfonso	Director
Jesli A. Lapus	Lead Independent Director Chairman – Corporate Governance Committee Chairman – Related Party Transaction Committee
Anthony T. Robles	Independent Director Chairman – Audit Committee Member – Corporate Governance Committee Member – Board Risk Oversight Committee Member – Related Party Transaction Committee
Enriqueto Leonardo M. Soriano	Independent Director Chairman – Board Risk Oversight Committee Member – Audit Committee Member – Corporate Governance Committee

Officers Present:

Dina D.R. Inting	Chief Financial Officer, Corporate Information Officer, Compliance Officer, and Chief Audit Executive
Alan B. Quintana	Corporate Secretary
Nelileen S. Baxa	Assistant Corporate Secretary and Chief Risk Officer
Andy Dela Cruz	Investor Relations Officer

Also Present:

Ramilito L. Nañola	External Auditor, Punongbayan & Araullo
Roland Raymond Rojas	Stock Transfer Agent, BDO Trust & Investments Group

I. CALL TO ORDER

The President, Mr. Kevin Andrew L. Tan, welcomed the stockholders to the meeting and as the Presiding Officer, called the meeting to order at 9:08 a.m. The Corporate Secretary, Atty. Alan B. Quintana, recorded the proceedings of the meeting.

II. CERTIFICATION OF NOTICE, DETERMINATION OF QUORUM

The Presiding Officer stated that the Corporation decided to hold this year's Annual Stockholders' Meeting (the "Meeting") by remote communication pursuant to the Corporation's Amended By-Laws and the Revised Corporation Code. He added that the Corporation adopted measures to afford the stockholders the opportunity to participate in the Meeting as effectively as a physical meeting.

The Corporate Secretary then certified that all stockholders of record as of May 15, 2026 have been duly notified of the Meeting pursuant to the Corporation's Amended By-Laws and applicable Securities and Exchange Commission ("SEC") Circulars, with the copies of the Notice of the Annual Meeting, the Agenda, and the Definitive Information Statement made available through the Corporation's website and the Philippine Stock Exchange Electronic Disclosure Generation Technology or PSE EDGE. The Notice of the Annual Meeting was also published online and in print, in the business section of The Manila Times and Daily Tribune on May 22, 2026 and May 23, 2026.

The Corporate Secretary also certified that there existed a quorum to transact the business in the agenda for the Meeting, there being present in person or represented by proxy stockholders holding **86.27% or 7,512,190,090 common shares** of the entire subscribed and outstanding capital stock of the Corporation.

The Presiding Officer asked the Corporate Secretary to explain the rules for participating and voting in the meeting. The Corporate Secretary explained that only stockholders who have successfully registered may participate in the Meeting.

Moreover, he explained the Procedures for Registration, Voting and Participation in the Meeting contained in the Definitive Information Statement and implemented, as follows: (i) stockholders signifying their intention to participate by remote communication have registered by submitting the requirements by email to the Corporate Secretary; (ii) stockholders who have registered have sent their questions and/or comments prior to the Meeting through email at corporatesecretary@allianceglobalinc.com until 5:00 p.m. of June 02, 2026, with some questions or comments received to be taken up after the report of the Management for the year 2025; (iii) the resolutions proposed to be adopted at the Meeting will be shown on the screen; (iv) stockholders who have duly registered to participate by remote communication have casted their votes by proxy or in absentia by sending their accomplished ballots by email to the Corporate Secretary until 5:00 p.m. of June 02, 2026; and (v) the Office of the Corporate Secretary have tabulated all valid and confirmed votes cast through electronic voting, together with the votes through proxies, with the voting results to be announced during the Meeting and reflected in the minutes of the Meeting.

A copy of the Procedures and Requirements for Voting and Participation in the 2026 Annual Stockholders' Meeting is attached hereto as Annex "B".

III. APPROVAL OF MINUTES OF ANNUAL MEETING OF STOCKHOLDERS HELD ON 19 JUNE 2025

The Presiding Officer then proceeded with the reading and approval of the minutes of the annual meeting of the stockholders held on June 19, 2025, and informed the stockholders that a copy of the minutes of the 2025 Annual Meeting has been made available through the Corporation's website and included in the Definitive Information Statement.

The Corporate Secretary announced that 100% of the voting shares represented in the Meeting have voted in favor of the approval of the minutes of the annual stockholders' meeting held on June 19, 2025. Therefore, the Presiding Officer declared that the following resolution has been approved:

“RESOLVED, to approve the minutes of the Annual Stockholders' Meeting held on June 19, 2025.”

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As tabulated by the Office of the Corporate Secretary, and certified by an independent validator, Punongbayan & Araullo, the final votes for the adoption of the foregoing resolution are as follows:

	For	Against	Abstain
Number of Voting Shares	7,448,373,934	0	125,095
Percentage Out of the Voting Shares	100.00%	0.00%	0.00%

IV. ANNUAL REPORT OF MANAGEMENT

The Presiding Officer then turned the floor over to the Chairman, Dr. Andrew L. Tan, who delivered the Chairman's Message as follows:

Dear Stakeholders,

Our perspective in 2025 was fully defined by the journey of continuing to build Alliance Global Group Inc. (AGI) into the country's premium lifestyle conglomerate and shaping it into what the future asks of us.

This year reminds us that growth is rarely a straight line. The global economy presented its share of headwinds, consumer behaviors continued to evolve, and the Philippine market navigated its own complexities. Yet through it all, the Group holds firm to the discipline, governance, and shared purpose that have always defined us.

Across real estate, spirits, quick service restaurants, and integrated tourism, our work has always been guided by a singular conviction that premium experiences, delivered with Filipino character and global craft, can lift both industries and communities. This is what it means to lead the future of premium lifestyles—and it is this standard that the Group continues to set, year after year, for ourselves, and for the markets we serve.

We continue to redefine premium living in the Philippines through flagship developments such as Embassy Hills in New Manila, our entry into the ultra-luxury residential segment. More than a community, it is a symbol of how AGI evolves with the times—creating spaces that nurture well-being, embrace sustainability, and elevate Filipino lifestyles to global standards, while remaining authentically Filipino.

Our tourism and hospitality ecosystem also grows stronger. The launch of the Mactan Expo at The Mactan Newtown enhances our offerings for Meetings, Incentives, Conferences, and Exhibitions (MICE), while preparations advance for luxury properties such as Narra Palm Hotel at Newport World Resorts, which is set to showcase the best of Filipino hospitality to the world. These initiatives reinforce our long-term vision of positioning the Philippines as a premier destination for lifestyle and tourism.

Beyond our shores, Emperador Inc. advances its growth strategy through deliberate investment in capacity, craft, and global reach. The expansion of The Dalmore Distillery and the entry into Mexico's premium mezcal market broaden our footprint, while new releases such as the Dalmore Cask Curation Series Red Wine Cask Edition and the Dalmore Luminary No. 3, 2025 Edition affirm the artistry and prestige that distinguish our portfolio at the highest end of the market. These efforts strengthen our global presence in premium spirits, ensuring that our brands remain competitive, future-ready, and emblematic of the craftsmanship the world has come to expect from us.

Our commitments to the future are clear. For 2035, we have set our sights on achieving carbon neutrality and generating at least five million direct and indirect jobs across the country. Across the Group, we continue to advance programs that support lower emissions, greater resource efficiency, and wider economic participation. Consistency over time matters more than singular progress on any given year, and on that measure, AGI is moving in the right direction.

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Looking ahead, we envision a Group that is well-positioned for what comes next. Our subsidiaries continue to invest in homegrown brands ready for the world stage, in destinations that celebrate the best of the Philippines, in offerings that bring premium living within reach of more Filipinos than ever before, and in bespoke products that can compete in the international market. The opportunities ahead are exciting, and we are confident that AGI is prepared to meet them with the same care and ambition that have brought us this far.

Our path forward is clear. We aim to balance ambition with responsibility, resilience with agility, and progress with sustainability. We remain committed to shaping communities and experiences that uplift lives, protect the environment, and earn global respect.

To our shareholders, partners, employees, and communities that walk this journey with us, thank you. Your trust is the foundation of everything we build. Together, we are Leading the Future of Premium Lifestyles, building a future that is bolder, more sustainable, and distinctly Filipino.

After the Chairman's Message, the Presiding Officer presented his pre-recorded report on the performance of the AGI Group in 2025, as follows:

Dear Stakeholders,

Alliance Global Group Inc. (AGI) reflects on 2025 with a clear sense of progress, purpose, and momentum. This is a year of disciplined execution across every business in the group. Strategic Investments that strengthen our foundation and operational gains that position AGI for what comes next.

AGI reported consolidated revenues of P189.7 billion, with group EBITDA reaching P59.2 billion and Pre-Minority Profit advancing 10% to P30.6 billion. Margins expanded across the board, bringing attributable profit 19% higher, to post a new record level of P20.7 billion.

Behind these numbers is a group that has grown more efficient, more focused, and more deliberate in how capital is deployed. Our confidence in the long term is also reflected in how we invest with capital expenditure for 2025, reaching P81 billion. Through our share buyback program, now 92% utilized, and the listing of AGI warrants in December, we continue to deepen value for shareholders even as macro conditions remain challenging.

Megaworld delivered the strongest year among our subsidiaries, growing revenues by 5% to P85.9 billion on the back of a double-digit growth in office rentals, robust expansions across malls and hotels, and steady residential demand. Net profit rose 12% to P21 billion supported by improved margins and continued growth in recurring segments.

The year also marked the meaningful expansion of Megaworld's footprint. The company launched its 36th township, Nascala Coast, in Nasugbu, Batangas, bringing its total township development to 5,670 hectares, anchoring AGI's position as the country's largest integrated lifestyle developer.

Reservation sales during the year reached P116.5 billion, with projects outside of Metro Manila contributing 42% of the total. This momentum was matched by external recognition. Milestone alliances with Accor, JLL, and Gordon Ramsay deepened Megaworld's premium hospitality and lifestyle ecosystem, while Iloilo Business Park was named Iloilo City's center of arts and culture.

The company was also named one of Time magazine's best companies in Asia-Pacific, and earned its first ever Great Place To Work Certification with a 98% employee approval rating, the highest among major Philippine real estate companies.

Sustainability progress was equally tangible. Megaworld continued to build on its scope one and two carbon neutrality claim in 2023 by expanding its scope to cover all commercial assets in 2025.

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Decarbonization achievements are supported by 79% emissions avoidance and renewable energy in carbon sequestration through project 3.5 million trees. The group's reforestation initiative now collectively targeting more than 1,500 hectares.

Travelers International had a year of solid operational gains with net revenue growing 2% to P31.9 billion. EBITDA improving by 7% to P9 billion and net profit rising by 21% to P1.5 billion outperforming integrated resort peers. Mass gaming revenues grew 12%. Hotel occupancy held strong at 90%, and average daily visitors at Newport World Resorts climbed to 45,000 a day, highlighting a destination that continues to build mass market depth even as global gaming dynamics shift.

The year was strategically defined by progress on the Westside Resorts Manila project, envisioned as the Broadway of Asia, which will add 500 hotel rooms, 282 gaming tables, and more than 2,000 electronic gaming machines. Upon completion, the ongoing development of the Narra Palm Resort and Villas, our homegrown Filipino luxury hospitality brand, is also intended to extend our portfolio into a distinctive premium tier that places Filipino craft on the world stage.

Operationally, travelers advance sustainability and systems in equal measure. The full transition to renewable energy in the first quarter of 2025 alongside solar installations across Newport World Resorts facilities, the successful completion of the Earth Check audit, and full extended producer responsibility compliance defined a year of substantial environmental progress. Travelers continued to strengthen its people and leadership culture with the one NWR leadership summit receiving a gold Stevie award at the 2025 Asia-Pacific Stevie Awards in recognition of the company's commitment to leadership development.

Emperador Inc. moved through a year of strategic transition. Revenues reach P57 billion against softer global spirits demand, particularly in whiskey, while the brandy segment showed clear resilience with gross margins expanding from 21% to 24%, and gross profit growing 10% on the back of recent product introductions that gained strong market traction. Even amid near-term headwinds, Emperador continue to invest behind the long view. The expansion of the Invergordon Distillery, which will double the site to 92 hectares and add aging capacity for 1.5 million casks, strengthens our long-term capacity in premium single malt whiskey. With six vineyards in Spain, five distilleries in Scotland, and a presence in more than 100 countries, Emperador remains well-positioned across both established and emerging premium spirits markets.

Across the group, sustainability is part of how we operate. Sixty-six (66) buildings now run on renewable energy through our combined retail competition and open access green energy option program, and rooftop solar initiatives supported by a 100 megawatt renewable energy commitment by 2027. Our social impact is equally tangible as AGI sustains 16,700 direct employees and supports an estimated 535,000 indirect jobs across our value chain, contributing meaningfully to economic participation across the regions where we operate.

Our long-term strategy remains clear and consistent. We will continue to strengthen our core businesses, expand our hospitality and tourism ecosystem, scale our premium spirits portfolio, and accelerate our sustainability commitments supported by a 2026 capital expenditure budget of P62 billion that will fund the next phase of growth.

In the year ahead, Megaworld will pursue bespoke project launches in high-opportunity markets. Travelers will reinforce its presence in the leisure and tourism segment with the expansion of its integrated resort operations, and Emperador will continue its brand repositioning strategy alongside premium spirits expansions under the Dalmore brand.

By 2035, we aim to achieve carbon neutrality and to generate at least 5 million direct and indirect jobs. Two ambitious goals that will guide capital allocation, operational priorities, and partnerships in the years ahead.

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To our employees, partners, regulators, and communities, thank you. Your trust gives our work its purpose, and your collaboration sharpens everything we build. AGI's 2025 progress, anchored by disciplined execution and bold long-term commitments, solidify our role in shaping the future of premium lifestyles while advancing environmental stewardship, economic inclusion, and Filipino excellence on the global stage.

Thank you.

V. OPEN FORUM

The Presiding Officer requested the Investor Relations Officer, Mr. Andy Dela Cruz to read some of the questions received and the names of the stockholders who sent them. Below is a summary of the questions and the answers that were given:

Q1 (Rojemica Malumay) Given the evolving geopolitical environment, including trade tensions and regional instability, how have AGI's key business segments been affected, and what measures are in place to manage and mitigate these risks?

A1 (Presiding Officer) We enter 2026 with a strong balance sheet and sufficient liquidity across the group which is what really matters when the outlook is uncertain like this – inflation, interest-rates, movements and a softer global demand are all still present, but our subsidiaries each carry healthy cash positions and well-managed debt and that gives us room to absorb shocks without compromising our growth plans.

Diversification across property, spirits and tourism as well as across products and services continue to work in our favor, diversifying risks amid a tougher cycle, and on top of that we plan to keep up cost efficiencies that we have built into the businesses over the years and that is what allows us to stay on the front foot even when conditions are uncertain.

Q2 (Juan Miguel Javillonar) What is the current outlook for residential sales and office leasing, and how is Megaworld supporting growth in township developments, including ongoing expansion and provincial projects?

A2 (Presiding Officer) Megaworld is still the engine of the group and it is performing very very well. In the first quarter of 2026, it grew across every revenue stream with record net profit of over P6 billion. Residential demand is steady with buyers continuing to choose our integrated townships. Office leasing is resilient and growing with Megaworld still the number one in new leases for the third straight years. Our lifestyle malls and hotels continue to benefit also from strong foot traffic, healthy spending and more MICE activities.

Townships also remain our clearest path to growth. We launched our 37th township during the first quarter, the 97 hectare The Sugartown in Negros Occidental.

With one of the country's largest land banks, we can phase launches to match demand, and as each township matures, recurring income from leasing and hospitality compounds and gives our earnings their durability.

Q3 (Aldrin Mojica) How is Emperador balancing its global spirits portfolio between brandy and whisky, while navigating shifting demand conditions, premiumization trends, and international expansion to sustain margin growth and global competitiveness?

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A3 (Presiding Officer) Emperor's strength comes from the brands and the breadth of the portfolio. Brandy is our foundation anchored by our clear market leadership here in the Philippines, while our scotch whisky business gives us extensive presence across the international market through some of the most respected names in the category. Just as important, we cater to every price point from accessible everyday brands to premium and luxury labels, so we can capture demand wherever the consumer happens to be in the cycle.

That diversity is exactly what you want in a softer global spirits market. We continue to also invest behind our brands, particularly in scotch whisky where the long-term premiumization opportunity sits and we are driving cost efficiencies across the business to protect and expand our margins. Together the brand equity, the breadth of our portfolio and the discipline on cost positions Emperor well for the next leg of growth.

Q4 (Kenneth Clarence Julia) How is Travellers improving the long-term performance of Newport World Resorts, and what are the key priorities for future growth and reinvestment?

A4 (Presiding Officer) Travellers International continues to build on Newport World Resorts as our flagship integrated resort. The clearest trend in the business is the continued strength of the mass segment and that is where we are focused while we manage the VIP side carefully. At the same time, we are deepening the non-gaming side of the resort with improved offerings across hotels, dining, retail and events that make the overall experience stronger. We are also growing our presence in the digital gaming space which is becoming an increasingly important channel.

We have a promising and concrete pipeline for Travellers. Within Newport, we are adding the Narra Palm Resort and Villas, a five-star Filipino inspired luxury development. The other big near-term growth driver is Westside Resorts Manila at the Entertainment City, which we expect to open by the fourth quarter of this year. It will meaningfully expand our scale and presence in Manila's tourism and gaming corridor.

Q5 (Earl Kirsten Beech) How will the recent issuance of AGI Warrants affect shareholders if these are exercised?

A5 (Presiding Officer) The warrants are part of our capital strategy for continued growth of the Group. When exercised, the proceeds give us added flexibility on two of our priorities in particular. First, refinancing parent level debt which strengthens AGI's balance sheet and lower our cost of capital. Second, deploying capital into Travellers where our pipeline of integrated resorts and tourism investments will drive the next phase of growth. In short, exercise of warrants directly funds initiatives that we expect to translate into long-term value for shareholders.

VI. APPOINTMENT OF INDEPENDENT AUDITORS

The Presiding Officer informed the stockholders that the Board of Directors, upon recommendation of the Audit Committee, has approved the engagement of Punongbayan & Araullo as independent auditors of the Corporation for the audit of the Corporation's financial statements for the year ending December 31, 2026, which is being submitted for approval by the stockholders.

The Corporate Secretary certified that 99.77% of the voting shares represented in the Meeting have voted in favor of the engagement of Punongbayan & Araullo as independent auditors for the fiscal year ending December 31, 2026. Therefore, the Presiding Officer declared that the following resolution has been approved:

Draft only; for approval in the next stockholders' meeting.

“RESOLVED, to approve the appointment of PunongBayan & Araullo as the independent auditor of the Corporation for the audit of the Corporation’s financial statements for the year ending December 31, 2026.”

As tabulated by the Office of the Corporate Secretary, the final votes on the appointment of Punongbayan & Araullo as independent auditor of the Corporation, and the adoption of the foregoing resolution are as follows:

	For	Against	Abstain
Number of Voting Shares	7,431,604,734	16,769,200	125,095
Percentage Out of the Voting Shares	99.77%	0.23%	0.00%

VII. RATIFICATION OF ACTS AND RESOLUTIONS OF THE BOARD OF DIRECTORS, BOARD COMMITTEES, AND OFFICERS

The Presiding Officer informed the stockholders that the next item on the agenda is the ratification of all acts and resolutions of the Board of Directors, Board Committees and Officers of the Corporation since the date of last year’s annual stockholders’ meeting held on June 19, 2025 until June 17, 2026. He informed the stockholders that a list of such acts was provided in the Definitive Information Statement distributed to the stockholders and made available through the Corporation’s website and the PSE EDGE.

The Corporate Secretary certified that the voting shares at 99.93% represented in the Meeting have voted in favor of the ratification of all acts and resolutions of the Board of Directors, Board Committees, and Officers of the Corporation, which were duly adopted in the ordinary course of business since the date of last year’s annual stockholders’ meeting held on June 19, 2025 until June 17, 2026. Therefore, the Presiding Officer declared that the following resolution has been approved:

“RESOLVED, to ratify each and every act and resolution taken since the Annual Stockholders’ Meeting on 19 June 2025 until 17 June 2026 (the “Period”) of the Board of Directors (the “Board”), the Board Committees exercising powers delegated by the Board, and each and every act of the Management and Officers of the Corporation performed during the Period, in accordance with the resolutions of the Board, the Board Committees, as well as with the Amended By-laws of the Corporation.”

As tabulated by the Office of the Corporate Secretary, the final votes on the ratification of the acts of the Board of Directors, the Board Committees exercising powers delegated by the Board, and the Management of the Corporation, and the adoption of the foregoing resolution are as follows:

	For	Against	Abstain
Number of Voting Shares	7,442,951,034	975,100	4,572,895
Percentage Out of the Voting Shares	99.93%	0.01	0.06%

VIII. ELECTION OF DIRECTORS

The Presiding Officer informed the stockholders that, for the current year 2026, the Corporation shall be electing seven (7) directors, three (3) of whom shall be independent directors pursuant to the Securities and Regulation Code and the Corporation’s Revised Manual of Corporate Governance. He requested Dr. Jesli A. Lapus, on behalf of the Corporate Governance Committee, to present the Final List of Nominees for members of the Board of Directors.

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Dr. Lapus, on behalf of the Corporate Governance Committee, and in accordance with the Corporation's Amended By-laws and the Revised Manual of Corporate Governance, presented the Final List of Nominees to the Board of Directors, as follows: Dr. Andrew L. Tan, Mr. Kevin Andrew L. Tan, Mrs. Katherine L. Tan, and Mrs. Lourdes T. Gutierrez-Alfonso for Regular Directors, and Dr. Jesli A. Lapus, Mr. Enriqueto Leonardo M. Soriano and Mr. Anthony T. Robles for Independent Directors.

Dr. Lapus likewise reported that the Final List of Nominees for election as directors of the Corporation possess all the qualifications and none of the disqualifications to hold office as directors of the Corporation.

The Corporate Secretary then informed the Presiding Officer that no further nominations shall be allowed pursuant to the Corporation's By-Laws, as amended.

The Corporate Secretary thereafter certified that based on the tabulation results, each of the nominees have garnered the required number of votes to be elected as members of the Board. Therefore, the Presiding Officer declared that the following resolution electing the members of the Board has been approved:

“RESOLVED, to elect the following as directors of the Corporation to serve as such beginning today until their successors are elected and qualified:

- 1. Andrew L. Tan**
- 2. Kevin Andrew L. Tan**
- 3. Katherine L. Tan**
- 4. Lourdes T. Gutierrez-Alfonso**
- 5. Enriqueto Leonardo M. Soriano – Independent Director**
- 6. Anthony T. Robles – Independent Director**
- 7. Jesli A. Lapus – Independent Director**


As tabulated by the Office of the Corporate Secretary of the Corporation, the final votes received by the nominees based on the total cumulative votes received are as follows:

Nominee	For	Percentage of the Voting Shares	Against	Percentage of the Voting Shares	Abstain	Percentage of the Voting Shares
Andrew L. Tan	7,257,677,395	97.44%	190,696,539	2.56%	125,095	0.00%
Kevin Andrew L. Tan	7,324,566,983	98.34%	123,806,951	1.66%	125,095	0.00%
Katherine L. Tan	7,370,118,695	98.95%	78,255,239	1.05%	125,095	0.00%
Lourdes T. Gutierrez-Alfonso	7,324,987,195	98.34%	123,386,739	1.66%	125,095	0.00%
Enriqueto Leonardo M. Soriano	7,368,639,895	98.93%	79,734,039	1.07%	125,095	0.00%
Anthony T. Robles	7,368,626,595	98.93%	79,747,339	1.07%	125,095	0.00%
Jesli A. Lapus	7,309,954,195	98.14%	138,419,739	1.86%	125,095	0.00%

IX. ADJOURNMENT

The Presiding Officer inquired if there are other matters in the agenda. The Corporate Secretary replied there were none. There being no other matters to be discussed, the Meeting was adjourned.

PREPARED BY:


ALAN B. QUINTANA
Corporate Secretary

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ANNEX "A"

Alliance Global Group, Inc.
2026 Annual Stockholders' Meeting
Stockholders Present / Represented

Name of Stockholder	Number of Shares
Yorkshire Holdings, Inc.	255,773,508
Altavision Resources, Inc.	887,678,334
Andresons Global, Inc.	30,088,596
The Andresons Group, Incorporated	4,888,263,988
The Andresons Group, Incorporated	1
The Andresons Group, Incorporated	1
The Andresons Group, Incorporated	1
The Andresons Group, Incorporated	1
The Andresons Group, Incorporated	1
The Andresons Group, Incorporated	1
Megaworld Cebu Properties, Inc.	10,000,000
Eastwood Property Holdings, Inc.	112,600,000
First Centro, Inc.	364,200
Campos, Lanuza & Company, Inc.	3,000
Julius Sanvictores	1,507
Citibank - CITIOMNIFOR Various Accounts	387,897,739
Deutsche Bank AG Manila Branch	279,401,851
HSBC10 (Ref MNL CNC NOM 26/0601)	596,305,712
SCB OBO BNYM AS AGT CLTS NON TREATY	125,095
<i>Sub-total</i>	7,448,503,536

Name of Director and Officers	Number of Shares
Andrew L. Tan	63,684,349
Kevin Andrew L. Tan	1
Katherine L. Tan	1
Lourdes T. Gutierrez-Alfonso	1,100
Jesli A. Lapus	1
Enriqueto Leonardo M. Soriano	1
Anthony T. Robles	1
Dina D.R. Inting	1,100
<i>Sub-total</i>	63,686,554

Total Number of Shares Present / Represented	7,512,190,090
Outstanding Capital Stock with Voting Rights	8,707,981,679
% of Outstanding Capital Stock with Voting Rights	86.27%

ANNEX "B"

ALLIANCE GLOBAL GROUP, INC.

Procedures and Requirements for Voting and Participation in the 2026 Annual Stockholders' Meeting

Pursuant to the Corporation's Amended By-Laws and the Revised Corporation Code, Alliance Global Group, Inc. (the "Company") will dispense with the physical attendance of its stockholders for the 2026 Annual Stockholders' Meeting (ASM). Instead, the Company will conduct the 2026 ASM scheduled on 18 June 2026 at 9:00 AM by remote communication and will conduct electronic voting *in absentia*.

Only stockholders of record as of 15 May 2026 are entitled to participate and vote in the 2026 ASM.

The Company has adopted the following procedures and requirements to enable its stockholders to participate and vote in the 2026 ASM.

I. ONLINE REGISTRATION STEPS AND REQUIREMENTS

A. Stockholders may register from 9:00 AM of 25 May 2026 until 5:00 PM of 02 June 2026 to signify his/her/its intention to participate in the 2026 ASM by remote communication. The registration steps and requirements are available and accessible at the Company's website: <https://www.allianceglobalinc.com/asm2026>.

B. To register, stockholders shall submit the following requirements to the Office of the Corporate Secretary via email at corporatesecretary@allianceglobalinc.com.

B.1 For Individual Stockholders –

- (i) Scanned copy of stock certificate issued in the name of the individual stockholder;
- (ii) Valid email address and active contact number;
- (iii) Duly signed Consent to Process Personal Information form by the Individual Stockholder; and
- (iv) Scanned copy of any valid government-issued identification card showing the photo, personal details and signature.

B.2 For Stockholders with Joint Accounts –

- (i) Authorization letter signed by all stockholders indicating the name of the person authorized to cast the votes;
- (ii) Scanned copy of stock certificate issued in the name of the joint stockholders;
- (iii) Valid email address and active contact number of the authorized stockholder;
- (iv) Duly signed Consent to Process Personal Information form by the authorized stockholder; and
- (v) Scanned copy of any valid government-issued identification card of the authorized stockholder showing photo, personal details, and signature.

B.3 For Stockholders under PCD Participant/Brokers Account or holding 'Scripless Shares'-

- (i) Stockholders should coordinate with their broker and request for the full account name and reference number or account number they provided the Company;
- (ii) Broker's Certification on the stockholder's number of shareholdings;
- (iii) Duly signed Consent to Process Personal Information form by the authorized stockholder;
- (iv) Valid email address and active contact number of the stockholder;
- (v) Scanned copy of any valid government-issued identification card of stockholder showing photo, personal details, and signature.

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B.4 For Corporate Stockholders (including Partnerships and Associations) –

- (i) Secretary's Certificate attesting to the authority of the representative to vote the shares on behalf of the corporate stockholder;
 - (ii) Scanned copy of stock certificate issued in the name of the corporate stockholder;
 - (iii) Duly signed Consent to Process Personal Information form by the authorized representative;
 - (iv) Valid email address and active contact number of authorized representative;
 - (v) Valid government-issued identification card of authorized representative showing photo, personal details and signature.
- C. The documents submitted will then be verified by the Office of the Corporate Secretary. The validation process will be completed by the Company no later than three (3) business days from the stockholder's receipt of an email from the Company acknowledging receipt of the stockholder's registration documents. Once validated, the stockholder will receive an email that his/her/its account has been verified and shall provide instructions for the stockholder's access to the Company's electronic voting and to access the ASM livestreaming link.

II. ELECTRONIC VOTING IN ABSENTIA

- A. Duly registered stockholders have the option to vote for the matters contained in the agenda for the 2026 ASM through electronic voting *in absentia*. The deadline for registration is 5:00 PM of 02 June 2026. Beyond this date, stockholders may no longer avail of the option to electronically vote *in absentia*.
- B. After verification, the Company shall send a ballot to the registered stockholder through his/her/its e-mail address which shall contain all the agenda items for approval as indicated in the Notice of Meeting and the registered stockholder may vote as follows:
- (1) For items other than Election of Directors, the registered stockholder has the option to vote: In Favor of, Against, or Abstain. The vote is considered cast for all the registered stockholder's shares.
 - (2) For the Election of Directors, the registered stockholder may vote for all nominees, not vote for any of the nominees, or vote for some nominees only, in such number of shares as preferred by the stockholder, provided that the total number of votes cast shall not exceed the number of shares owned, multiplied by the number of directors to be elected. The total number of votes the stockholder is allowed to cast shall be based on the number of shares he/she or it owns.
 - (3) Once voting on the agenda items is finished, the stockholder can proceed to submit the accomplished ballot via email to corporatesecretary@allianceglobalinc.com.
 - (4) After the ballot has been submitted, the stockholder may no longer change his/her vote. The stockholder will receive a confirmation email that his/her/its vote has been recorded.
- C. Thereafter, the Office of the Corporate Secretary, through election inspectors appointed for the meeting, shall tabulate all valid and confirmed votes cast through electronic voting, together with the votes through proxies, subject to validation by representatives of the Company's external auditors.
- D. Registered stockholders shall have until 5:00 PM of **02 June 2026** to cast their votes *in absentia*. Stockholders will not be allowed to cast votes during the livestream of the 2026 ASM.

III. VOTING BY PROXY

- A. For individual stockholders holding certificated shares of the Company – Download the proxy form that is available at <https://www.allianceglobalinc.com/asm2026>.

Draft only; for approval in the next stockholders' meeting.

B. For stockholders holding 'scripless' shares, or shares held under a PCD Participant/Broker – Download the proxy form that is available at <https://www.allianceglobalinc.com/asm2026>. Stockholders are advised to coordinate with their brokers first for the execution of this type of proxy.

C. For corporate stockholders - Download the proxy form that is available at <https://www.allianceglobalinc.com/asm2026>. A copy of the duly signed and notarized Secretary's Certificate must be submitted together with the proxy form. For reference, a sample Secretary's Certificate is also available at <https://www.allianceglobalinc.com/>.

D. General Instructions on Voting by Proxy:

- (1) Download and fill up the appropriate proxy form. Follow the instructions on how to cumulate or allocate votes in the election of directors.
- (2) Send the scanned copy of the duly executed proxy form via email to corporatesecretary@allianceglobalinc.com or submit the original proxy form to the Office of the Corporate Secretary at the 9th Floor, Eastwood Global Plaza, Palm Tree Avenue, Eastwood City CyberPark, Bagumbayan, Quezon City.
- (3) Deadline for the submission of proxies is at 5:00 PM of 02 June 2026.
- (4) Validation of proxies will be on 09 June 2026.
- (5) If a stockholder avails of the option to cast his/her vote electronically *in absentia* and also issues proxy votes with differing instructions, the duly accomplished ballots sent through e-mail shall replace the proxy votes issued by the stockholder.

IV. PARTICIPATION BY REMOTE COMMUNICATION

- A. Only duly registered stockholders will be included in determining the existence of a quorum.
- B. Duly registered stockholders may send their questions and/or comments prior to the ASM through email at corporatesecretary@allianceglobalinc.com. The deadline for submitting questions shall be at 5:00 PM of 02 June 2026.
- C. The proceedings during the 2026 ASM will be recorded.

For any clarifications, please contact the Office of the Corporate Secretary via email at corporatesecretary@allianceglobalinc.com.

V. DATA PRIVACY

Stockholder's data will be collected, stored, processed, and used exclusively for the purposes of processing and verifying the stockholders' electronic registration and votes for the 2026 Annual Stockholders' Meeting. In order to meet privacy obligations under the Data Privacy Act of 2012, Stockholder's registrations and votes will be stored in accordance with the statutory retention periods. Please visit <https://www.allianceglobalinc.com/privacy-policy/> to know more about the Company's Privacy Policy.