

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. Date of Report (Date of earliest event reported)
Apr 21, 2022
2. SEC Identification Number
147584
3. BIR Tax Identification No.
002-372-727-000
4. Exact name of issuer as specified in its charter
Premiere Horizon Alliance Corporation
5. Province, country or other jurisdiction of incorporation
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
Unit 1705, East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas
Center, Pasig City
Postal Code
1605
8. Issuer's telephone number, including area code
(02) 8632 - 7715
9. Former name or former address, if changed since last report
Not Applicable
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 Stock P 0.25 Par Value	5,096,541,496

11. Indicate the item numbers reported herein
item No. 9 Other Item

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.



Premiere Horizon Alliance Corporation

PHA

PSE Disclosure Form 4-11 - Change in Number of Issued and Outstanding Shares

References: Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Change in Number of Issued and Outstanding Shares

Background/Description of the Disclosure

The PHA Board of Directors approved on 20 July 2021 a Put Option Agreement (POA) with LDA Capital Limited (Investor), a global investment group, to provide PHA with up to Two Billion Five Hundred Million Pesos (PhP2,500,000,000) in committed equity capital over the next thirty-six months.

In addition, the Board also approved the grant of a Call Option to LDA, which shall allow the Investor to purchase up to 133 million (133,000,000) common shares of the Company at an exercise price of PhP2.26 per share, a 133% premium on the average Volume Weighted Average Price (VWAP) in the last one and half months, exercisable any time during the term of the Agreement.

Under the Agreement, the Company will be able to access the equity financing by exercising Put Options. PHA has the right, but not the obligation, to draw down from this equity commitment with the first Put Option Notice (PON) to be done within 45 days. The number of shares PHA will issue on the Put Option will be based on the average shares traded volume every 15 trading days prior to the issuance of a PON. The issue price of the Put Option will be 90% of the average VWAP of the shares in the thirty trading days after the exercise of the Put Option. Transactions made under this agreement shall be subject to disclosure requirements of the Philippine Stock Exchange (PSE).

The total potential equity value is Php2.8 Billion for both the Put Options and Call Options. The number of shares will depend on the prices during the pricing period since these will be spread over a period of three years and subject to different pricing. But the total LDA subscription will not be more than 19.9% of issued and outstanding shares.

As disclosed on October 18, 2021, PHA signed a Subscription Agreement with LDA Capital Limited (LDA) on October 15, 2021. LDA subscribed to 70, 835,000 new primary shares of PHA at a subscription price of Php1.01 per share, which is the First Tranche of the issuance of the transaction. LDA remitted a total of Php71,543,350 as full payment for the subscribed shares.

The mentioned shares were issued by the Stock Transfer Agent and recorded in the books of the company on February 9, 2022.

Change(s) in Number of Issued and Outstanding Shares

Issued Shares

Type of Security /Stock Symbol	Before	After
PHA	5,096,541,496	5,167,376,496

Outstanding Shares

Type of Security /Stock Symbol	Before	After
PHA	5,096,541,496	5,167,376,496

Other Changes, if any

In percent	Before	After
Public float	41.73	42.53
Foreign Ownership level	3.8	5.12

Filed on behalf by:

Name	Paolo Antonio Martinez
Designation	Asst. Vice President, Group Financial Controller, Deputy Chief Information Officer, Data Protection Officer