

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. June 8, 2026
Date of Report (Date of earliest event reported)
2. SEC Identification No. 54666 3. BIR Tax Identification No. 000-163-396
4. Shakey's Pizza Asia Ventures, Inc.
Exact name of issuer as specified in its charter
5. Metro Manila, Philippines 6. (SEC Use Only)
Province, country or other jurisdiction of incorporation Industry Classification Code
7. 15 Km East Service Rd., Brgy. San Martin De Porres,
Parañaque City 1700
Address of principal office Postal Code
8. (632) 8867 7677
Issuer's telephone number, including area code
9. N.A.
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	1,683,760,178

11. Indicate the item numbers reported herein: Item 9

Item 9. Other Matters:


Please see attached Amended Notice of Annual Stockholders' Meeting and Amended Explanation of Agenda Items.

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.

Date: June 8, 2026

Very truly yours,


Maria Rosario L. Ybanez
Corporate Secretary



8 June 2026

PHILIPPINE STOCK EXCHANGE, INC.

6/F PSE Tower

5th Avenue corner 28th Street Bonifacio Global City, Taguig City

Attention: **Atty. Johanne Daniel M. Negre**
Head, Disclosure Department

SECURITIES AND EXCHANGE COMMISSION

7907 Makati Avenue, Salcedo Village

Brgy. Bel-Air, Makati City, 1209

Attention: **Atty. Oliver O. Leonardo**
Markets and Securities Regulation Department

Gentlemen:

We submit herein our Amended Notice of Annual Stockholders' Meeting incorporating the following amendments:

A. Amended Notice of Meeting showing the added item in the meeting agenda:

The agenda for the said meeting shall be as follows:

1. Call to Order
2. Secretary's Proof of Due Notice of the Meeting and Determination of Quorum
3. Matters for Approval of Stockholders
 - a. Approval of the Minutes of the Stockholders' Meeting held on July 3, 2025
 - b. Management's Report
 - c. Ratification of Acts of the Board of Directors and Management During the Previous Year
 - d. Election of Directors (including Independent Directors)
 - e. Appointment of External Auditor
 - f. Approval of the Amendment of Article III of the Company's Amended Articles of Incorporation to Change the Company's Principal Place of Business
4. Other Matters
5. Adjournment

B. Amended Explanation of Agenda Items to show the summary of the added item in the meeting agenda for approval of Stockholders:

Approval of the Amendment of Article III of the Company's Amended Articles of Incorporation to Change the Company's Principal Place of Business

At the meeting on June 8, 2026, the Board of Directors approved to amend Article III of the Company's Articles of Incorporation to reflect the change in its principal place of business to its future corporate headquarters in Taguig City, as read below:


THIRD. - That the place where the principal office of the Corporation is to be established or located is at **9/F Savya Financial Center, Pulse Street, ARCA South, Taguig City.**

The change in address is due to the expropriation of land located in the Corporation's original principal business address by the Department of Transportation (DOTR) for right-of-way purposes. The Corporation is required to vacate its current place of business within the year due DOTR's road widening project.

The inclusion of the agenda item is necessary to comply with applicable laws, which require that any change in the principal business address of the Corporation be formally recorded through an amendment of its Articles of Incorporation. All stockholders are hereby notified of this amendment to the agenda and are encouraged to attend and participate in the deliberation and approval of the said matter during the meeting.

A resolution approving the proposed amendment to Article III of the Company's Articles of Incorporation shall be presented for the approval of stockholders representing at least two-thirds of the outstanding capital stock.

Very truly yours,


MARIA ROSARIO L. YBANEZ
Corporate Secretary



Amended Notice of Annual Stockholders' Meeting

Notice is hereby given that the Annual Stockholders Meeting will be held on **Wednesday, June 24, 2026 at 8:30** in the morning.

The agenda for the said meeting shall be as follows:

1. Call to Order
2. Secretary's Proof of Due Notice of the Meeting and Determination of Quorum
3. Matters for Approval of Stockholders
 - a. Approval of the Minutes of the Stockholders' Meeting held on July 3, 2025
 - b. Management's Report
 - c. Ratification of Acts of the Board of Directors and Management During the Previous Year
 - d. Election of Directors (including Independent Directors)
 - e. Appointment of External Auditor
 - f. **Approval of the Amendment of Article III of the Company's Amended Articles of Incorporation to Change the Company's Principal Place of Business**
4. Other Matters
5. Adjournment

Pursuant to the Company's By-laws, the meeting shall be presided by the Chairman of the Board at the Company's principal place of business with address at WOW Center 15KM East Service Road corner Marian Road 2, Brgy. San Martin de Porres, Paranaque City. Stockholders may attend the meeting via remote communication and vote in absentia. Copies of this Amended Notice shall be published in two (2) newspapers of general circulation on June 11 and June 12, 2026.

A brief explanation of the agenda item which requires stockholders' approval is provided in the Definitive Information Statement. The Information Statements, Management Report, Annual Report are uploaded to the Corporation's website <https://www.shakeysgroup.ph/> and PSE EDGE.

The record date for the determination of the shareholders entitled to vote at said meeting is on **May 4, 2026**.

Deadline for proxy submissions is on **June 19, 2026**. Stockholders pre-registration is open from **June 11, 2026 to June 19, 2026**, using the registration link below:

[SPA VI ASM 2026 Registration Link¹](#)

¹ <https://forms.cloud.microsoft/r/FXTaVndnud>



Upon registration, Stockholders shall be asked to provide the information and upload the documents listed below (the file size should be no larger than 5MB):

A. For individual Stockholders:

1. Email address
2. First and Last Name
3. Address
4. Mobile Number
5. Current photograph of the Stockholder, with the face fully visible
6. Stock Certificate Number and number of shares held by the stockholder
7. Valid government-issued ID
8. For Stockholders with joint accounts: A scanned copy of an authorization letter signed by all Stockholders, identifying who among them is authorized to cast the vote for the account

B. For corporate/organizational Stockholders:

1. Email address
2. Name of stockholder
3. Address
4. Mobile Number
5. Phone Number
6. Stock certificate number and number of shares held by the stockholder
7. Current photograph of the individual authorized to cast the vote for the account (the "Authorized Voter")
8. Valid government-issued ID of the Authorized Voter
9. A scanned copy of the Secretary's Certificate or other valid authorization in favor of the Authorized Voter

Stockholders who will join by proxy shall fill out and submit the corresponding proxy form on or before **June 19, 2026** through the link below:

[SPAVLASM 2026 Registration via Proxy²](#)

All registrations shall be validated by the Corporate Secretary in coordination with the Stock Agent. Successful registrants will receive an electronic invitation via email with a complete guide on how to join the meeting and how to cast votes.

Only stockholders of record as of the close of business on **May 4, 2026** are entitled to notice and to vote at the meeting.


MARIA ROSARIO L. YBANEZ
Corporate Secretary

² <https://forms.cloud.microsoft/r/FXTaVndnud>

EXPLANATION OF AGENDA ITEMS

Proof of notice and determination of quorum

The Company has prepared a designated form in order to facilitate the registration and voting in absentia by stockholders at the annual meeting, as allowed under Sections 23 and 57 of the Revised Corporation Code. A stockholder or member who participates through remote communication and votes by proxy shall be deemed present for purposes of quorum.

The Corporate Secretary will certify the date the notice of the meeting was published as required by the Securities and Exchange Commission (SEC) in the Notice on Alternative Mode of Distributing and Providing Copies of the Notice, Information Statement, Management Report, and the SEC Form 17-A dated March 11, 2026.

The Corporate Secretary will further certify the existence of a quorum. For purposes of quorum, only the following stockholders shall be counted as present:

- A. Stockholders who have registered and voted on the website for voting *in absentia* before the cut-off time;
- B. Stockholders who have sent their proxies via registration on the website by June 19, 2026; or
- C. Stockholders who have sent their proxies via electronic mail to the Stock Transfer Agent or the Corporate Secretary by June 19, 2026.

A majority of the outstanding capital stock shall constitute a quorum for the transaction of business.

The complete guidelines for voting in absentia are found in the attached Appendix 1.

Approval of minutes of previous meeting

The minutes of the meeting held on July 3, 2025 are posted at the Company's website, which can be accessed through this link: [PIZZA ASM 2025 Minutes](#)

Annual Management Report

The President and Chief Executive Officer, Mr. Vicente L. Gregorio, will deliver a report to the stockholders on the performance of the Company in 2025 and the outlook for 2026. The financial statements as of December 31, 2025 (FS) will be incorporated in the Information Statement.

Copies of the [Management Report](#)¹ and [SEC Form 17-A](#)² are uploaded to the Company's Website and PSE EDGE under Shakey's Pizza Asia Ventures Inc. Company Disclosures.

¹ [PIZZA Management Report 2025 Slides compressed-compressed.pdf](#)

² [01 PIZZA SEC 17A Annual Report for 2025-SEC compressed \(1\).pdf](#)

Election of directors including the Independent Directors

Each stockholder entitled to vote may cast the votes to which the number of shares he owns entitles him, for as many persons as there are to be elected as directors, or he may give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many candidates as he may see fit, provided that the whole number of votes cast by him shall not exceed the number of shares owned by him multiplied by the number of Directors to be elected. The nine nominees receiving the highest number of votes will be declared elected as directors of the Company.

Please refer to the attached Appendix 1 for the complete guidelines on voting. Please refer to the attached Appendices 4, 5, and 6 for the Independent Director Nominees' Certifications.

Election of external auditor and fixing of its remuneration

The profile of the external auditor will be provided in the Information Statement for examination by the stockholders.

A resolution for the election of the external auditor will be presented to the stockholders for adoption by the affirmative vote of stockholders representing a majority of the voting stock present at the meeting.

Approval of the Amendment of Article III of the Company's Amended Articles of Incorporation to Change the Company's Principal Place of Business

At the meeting on June 8, 2026, the Board of Directors approved to amend Article III of the Company's Articles of Incorporation to reflect the change in its principal place of business to its future corporate headquarters in Taguig City, as read below:

THIRD. - **That the place where the principal office of the Corporation is to be established or located is at 9/F Savya Financial Center, Pulse Street, ARCA South, Taguig City.**

The change in address is due to the expropriation of land located in the Corporation's original principal business address by the Department of Transportation (DOTR) for right-of-way purposes. The Corporation is required to vacate its current place of business within the year due DOTR's road widening project.

The inclusion of the agenda item is necessary to comply with applicable laws, which require that any change in the principal business address of the Corporation be formally recorded through an amendment of its Articles of Incorporation. All stockholders are hereby notified of this amendment to the agenda and are encouraged to attend and participate in the deliberation and approval of the said matter during the meeting.

A resolution approving the proposed amendment to Article III of the Company's Articles of Incorporation shall be presented for the approval of stockholders representing at least two-thirds of the outstanding capital stock.

Consideration of such other business as may properly come before the meeting

The Chairman will answer questions on matters concerning the Agenda, the Information Statement and the Management Report sent via the voting website.

PROXY

The undersigned stockholder of **SHAKEY’S PIZZA ASIA VENTURES INC.** (the “Company”) hereby appoints _____, as *attorney-in-fact* and *proxy*, to represent and vote all shares registered in his/her/its name at the annual meeting of stockholders of the Company on June 24, 2026 and at any of the adjournments thereof for the purpose of acting on the following matters:

- | | |
|---|--|
| <p>1. Approval of minutes of previous meeting
 <input type="checkbox"/> For <input type="checkbox"/> Against <input type="checkbox"/> Abstain</p> <p>2. Annual Report
 <input type="checkbox"/> For <input type="checkbox"/> Against <input type="checkbox"/> Abstain</p> <p>3. Ratification of the acts of the Board of Directors and Officers
 <input type="checkbox"/> For <input type="checkbox"/> Against <input type="checkbox"/> Abstain</p> <p>4. Election of Directors</p> | <p>5. Election of SGV & Co. as the independent auditor and fixing of its remuneration
 <input type="checkbox"/> For <input type="checkbox"/> Against <input type="checkbox"/> Abstain</p> <p>6. Amendment of Article III of the Amended Articles of Incorporation to Change the Company’s Principal Place of Business
 <input type="checkbox"/> For <input type="checkbox"/> Against <input type="checkbox"/> Abstain</p> <p>7. At his/her discretion, the proxy named above is authorized to vote upon such other matters as may properly come before the meeting
 <input type="checkbox"/> Yes <input type="checkbox"/> No</p> |
|---|--|

	No. of Votes	
Christopher Paulus Nicholas T. Po	_____	_____
Ricardo Gabriel T. Po	_____	PRINTED NAME OF STOCKHOLDER
Teodoro Alexander T. Po	_____	_____
Leonardo Arthur T. Po	_____	NUMBER OF SHARES
Vicente L. Gregorio	_____	_____
Lance Y. Gokongwei	_____	_____
<u>Independent Directors:</u> ¹		SIGNATURE OF STOCKHOLDER/ AUTHORIZED SIGNATORY
Frances J. Yu	_____	_____
Regina Roberta L. Lorenzana	_____	DATE
Kristine Romano	_____	_____

THIS PROXY SHOULD BE RECEIVED BY THE CORPORATE SECRETARY ON OR BEFORE **5:00PM** ON **June 19, 2026** via [PIZZA ASM 2026 Registration Link via Proxy](#)². A STOCKHOLDER GIVING A PROXY HAS THE POWER TO REVOKE IT AT ANY TIME BEFORE THE RIGHT GRANTED IS EXERCISED.

THIS PROXY, WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER AS DIRECTED HEREIN BY THE STOCKHOLDER(S). IF NO DIRECTION IS MADE, THIS PROXY WILL BE VOTED FOR THE ELECTION OF ALL NOMINEES AND FOR THE APPROVAL OF THE MATTERS STATED ABOVE AND FOR SUCH OTHER MATTERS AS MAY PROPERLY COME BEFORE THE MEETING IN THE MANNER DESCRIBED IN THE INFORMATION STATEMENT AND/OR AS RECOMMENDED BY THE CHAIRMAN.

NOTARIZATION OF THIS PROXY IS NOT REQUIRED.

¹ Per SEC MC No. 7 Series of 2026, Independent Directors shall be elected for a term of one (1) year and a maximum cumulative term of nine (9) years).
² <https://forms.cloud.microsoft/r/FXTaVndnud>