

# 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)

May 9, 2025

2. SEC Identification Number

845

3. BIR Tax Identification No.

000-508-536-000

4. Exact name of issuer as specified in its charter

Solid Group Inc.

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

2285 Don Chino Roces Avenue, Makati City

Postal Code

1231

8. Issuer's telephone number, including area code

(632) 8843-1511

9. Former name or former address, if changed since last report

N.A.

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              | 1,821,542,000   |  |

11. Indicate the item numbers reported herein

Item 9

*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.*



## Solid Group, Inc. SGI

### PSE Disclosure Form 7-1 - Notice of Annual or Special Stockholders' Meeting

*References: SRC Rule 17 (SEC Form 17-C) and  
Sections 7 and 4.4 of the Revised Disclosure Rules*

#### Subject of the Disclosure

Notice of Annual Stockholders' Meeting

#### Background/Description of the Disclosure

We advise that at its meeting held on April 8, 2025, the Board of Directors of Solid Group Inc. (SGI) approved the setting of the Annual Stockholder's Meeting for 2025 on June 26, 2025 at 2:00 p.m. to be held virtually or in absentia. The record date to determine the stockholders entitled to notice of and vote during the meeting will be on May 30, 2025.

#### Type of Meeting

- ☒ Annual  
☐ Special

|   |   |
|---|---|
| <b>Date of Approval by Board of Directors</b> | Apr 8, 2025   |
| <b>Date of Stockholders' Meeting</b>          | Jun 26, 2025  |
| <b>Time</b>                                   | 2:00 p.m.   |
| <b>Venue</b>                                  | Virtually or in absentia  |
| <b>Record Date</b>                            | May 30, 2025  |
| <b>Agenda</b>                                 | <p>The tentative agenda of the 2025 Annual Stockholders' Meeting is as follows:</p> <ol style="list-style-type: none"><li>1) Call to Order</li><li>2) Proof of Notice and Certification of Quorum</li><li>3) Approval of Minutes of Previous Stockholders' Meeting</li><li>4) Management Report and Audited Financial Statements for the year ended December 31, 2024</li><li>5) Ratification of Previous Corporate Acts</li><li>6) Election of Directors</li><li>7) Appointment of External Auditors</li><li>8) Other Matters</li><li>9) Adjournment</li></ol> |

#### Inclusive Dates of Closing of Stock Transfer Books

|                   |     |
|-------------------|-----|
| <b>Start Date</b> | N/A |
|-------------------|-----|

|                            |     |
|----------------------------|-----|
| End Date                   | N/A |
| Other Relevant Information |     |
| -                          |     |



## SOLID GROUP INC.

### NOTICE OF ANNUAL STOCKHOLDERS' MEETING

To All Stockholders:

Please be advised that the annual meeting of the stockholders of Solid Group, Inc. will be held on Thursday, June 26, 2025, at 2:00 p.m. at Makati City. The meeting will be conducted by remote communication or *in absentia* and may be accessed through the following link:

<https://us06web.zoom.us/j/84706412887?pwd=7xE9R7XNZnzWAN34lAjCDfmgam0Ytb.1>

The password to attend the meeting shall be provided by the Company to all stockholders of record as of May 30, 2025 or their proxies who have successfully registered to attend the meeting (Please refer to the registration procedure below.).

The following is the agenda of the meeting:

1. Call to order
2. Proof of notice and certification of quorum
3. Approval of minutes of previous stockholders' meeting
4. Management Report and Audited Financial Statements for the year ended December 31, 2024
5. Ratification of previous corporate acts
6. Election of directors
7. Appointment of external auditors
8. Other matters
9. Adjournment

Only stockholders of record as of May 30, 2025 or their proxies shall be entitled to attend and vote at the meeting. Stockholders who wish to attend the virtual meeting by remote communication or *in absentia* must email to [info@solidgroup.com.ph](mailto:info@solidgroup.com.ph) their request to attend not later than the close of business on June 16, 2025.

Individual stockholders who wish to be represented at the virtual meeting by proxy must, not later than the close of business on June 16, 2025, either: (a) submit an original, duly signed and accomplished proxy form (which may be downloaded from the website) by post, personal delivery, or courier to the Office of the Corporate Secretary at the head office of Solid Group, Inc., 2285 Don Chino Roces Avenue, Makati City; or (b) email a copy of proxy form in PDF, JPEG or similar format to [info@solidgroup.com.ph](mailto:info@solidgroup.com.ph). The Company shall validate the requests and the proxies, and email to the stockholders or proxy holders the instructions and password on how to access the virtual stockholders' meeting. Validation of proxies will take place on June 20, 2025.

If you own shares through your broker or your shares are lodged, please secure from your broker a duly signed and accomplished proxy form, which you or your broker must submit to the Company in the same manner above and not later than June 16, 2025. Otherwise, the Company may not recognize you as a stockholder of record.

Corporate shareholders shall likewise be required to submit a secretary's certificate attesting to the authority of the representative or proxy holder to attend and vote at the virtual stockholders' meeting. The same must be submitted to the Company in the same manner above and not later than June 16, 2025. Otherwise, the Company may likewise not recognize you as a stockholder of record.

By registering to participate in the virtual stockholders' meeting or submitting a proxy form, a stockholder, proxy or representative of the stockholder is providing his/her/its consent for the Company and its service providers to process their respective sensitive personal information necessary to verify their identity and authority. A stockholder who fails to comply with the registration requirement will not be able to participate in the virtual meeting.

A copy of this Notice of meeting and accompanying annex containing a brief statement of the rationale and explanation for each item in the agenda, Definitive Information Statement, Management Report, SEC Form 17-Q, Proxy Form and other documents related to the meeting are available at the Company's website at <https://www.solidgroup.com.ph/>.

For any questions about the meeting, you may email [info@solidgroup.com.ph](mailto:info@solidgroup.com.ph).

Makati City, Metro Manila, Philippines, May 15, 2025.



**ROBERTO V. SAN JOSE**  
Corporate Secretary

**AGENDA**  
**Details and Rationale**

**1. Call to order**

The Chairman of the Board of Directors, Mr. Jason S. Lim, will call the meeting to order.

**2. Proof of notice and certification of quorum**

The Corporate Secretary, Atty. Roberto V. San Jose, will certify that the Notice was published within the prescribed period in accordance with the rules of the Securities and Exchange Commission, and that the Information Statement has been made available to all stockholders of record. He will attest on whether the attendees represented at the meeting hold a sufficient number of shares for quorum to exist for the valid transaction of business.

**3. Approval of minutes of previous stockholders' meeting**

Copies of the draft minutes will be distributed before the meeting and are available for examination at the Company website <https://www.solidgroup.com.ph>.

The stockholders will be requested to approve the draft minutes. The following is the proposed resolution:

*"RESOLVED, that the minutes of the Annual Stockholders' Meeting of Solid Group, Inc. held on June 27, 2024 be, as it is hereby, approved."*

**4. Management report and audited financial statements**

The President and Chief Executive Officer, Mrs. Susan L. Tan, will present the Management Report, the Company's operational highlights and financial results and the audited financial statements for the year ended December 31, 2024. The audited financial statements were prepared by the Company's independent auditors, Punongbayan & Araullo, a member firm of Grant Thornton International, Ltd., and approved by the Company's Audit and Governance Committee and the Board of Directors. In compliance with regulatory requirements, the audited financial statements have also been submitted to the Securities and Exchange Commission and Bureau of Internal Revenue.

Questions will be entertained from the stockholders after the presentation.

The stockholders will be requested to approve the annual report of management as presented by the President, and the audited financial statements for the year ended December 31, 2024. The following is the proposed resolution:

*“RESOLVED, that the Annual Report of Management as presented by the President, and the Company’s audited financial statements for the year ended December 31, 2024 be, as it is hereby, approved.”*

## **5. Ratification of previous corporate acts**

The stockholders will be requested to ratify the acts, contracts, resolutions and deeds of the Board of Directors and management of the Company that were significant towards achieving the Company’s performance and results. The following is the proposed resolution:

*“RESOLVED, that all acts, contracts, resolutions and actions, authorized and entered into by the Board of Directors and Management of the Company from the date of the last annual stockholders’ meeting up to the present be, as they are hereby, approved, ratified and confirmed.”*

## **6. Election of directors**

It is proposed to elect the following members of the Board of Directors. The biographical profiles of the Director-Nominees are provided in the Information Statement that has been posted in the Company’s website at <https://www.solidgroup.com.ph>. The Director-Nominees are the following;

### For Regular Directors

1. Jason S. Lim
2. Susan L. Tan
3. Vincent S. Lim
4. David S. Lim
5. Jonathan Joseph CC. Lim
6. Kevin Michael L. Tan
7. Beda T. Mañalac

### For Independent Directors

8. Rafael Simpao Jr.
9. Siegfred Mison

## **7. Appointment of external auditors**

Upon the favorable recommendation of the Company's Audit and Governance Committee, the Company's external auditor, Punongbayan and Araullo, is proposed to be reappointed for the current year 2025. The following is the proposed resolution:

*"RESOLVED, that the audit firm Punongbayan and Araullo be, as it is hereby, reappointed as the Company's external auditor for the current year 2025."*

**8. Other matters**

Management may address questions received from the stockholders.

**9. Adjournment**

After all matters in the agenda have been taken up, the Chairman will entertain a motion to adjourn the meeting.