

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)
Jun 6, 2023
2. SEC Identification Number
42020
3. BIR Tax Identification No.
000-526-765-000
4. Exact name of issuer as specified in its charter
LMG Corp.
5. Province, country or other jurisdiction of incorporation
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
1006B West Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center,
Pasig City, Philippines
Postal Code
1605
8. Issuer's telephone number, including area code
+63 2 8636 6686
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	193,544,176
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.



LMG Corp.
LMG

PSE Disclosure Form 4-30 - Material Information/Transactions
*References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules*

Subject of the Disclosure

Signing of Share Purchase Agreement

Background/Description of the Disclosure

LMG Corp. (the "Corporation") was advised by its principal shareholders, Ann Marrieta L. Sytin, Robinson W. Siao, and Value Quest Securities, Corp. on behalf of Rommel L. Sytin, Eduardo H. Yap, and Brandon Derick S. Sy (the "Sellers"), that on 6 June 2023, they have entered into a Share Purchase Agreement with Maxwealth Infinity Holdings Corp. (the "Buyer") for the sale of the Sellers' combined stake of 67% (129,674,598 common shares) in the Corporation for a consideration of Php402,000,000.00 equivalent to Php3.10006744728 per share with the following breakdown:

Seller: Ann Marrieta L. Sytin
Number of Shares: 98,583,459
Amount: Php 305,615,372.09

Seller: Robinson W. Siao
Number of Shares: 29,000,001
Amount: Php 89,901,959.07

Seller: Value Quest Securities, Corp.
Number of Shares: 2,091,138
Amount: Php 6,482,668.84

Total Purchase Price: Php 402,000,000.00

The Sellers decided to sell their shares in the Corporation to pursue different business goals, which are not aligned with the objectives of a publicly listed company.

The Buyer is a Philippine holding company. Its primary purpose is to acquire, hold, sell, exchange, deal and invest in the stocks, bonds, or securities of any government, and in real or property of all kinds in the same manner and to the same extent as natural person, might could or would do, to exercise all the rights, powers and privileges or ownership, including the right to vote therein, or consent in respect thereof, for any and all purposes without however managing securities portfolio or similar securities or to act as broker of securities. The Buyer, however, does not solicit, accept, or take investments/placements from the public. Neither does it issue investment contracts.

The Buyer's current investments include interests in various financial and information technology companies. Moving forward, the Buyer intends to invest in the hospitality industry (i.e., leisure and resort businesses, as well as in hotels, restaurants), and the construction industry, consistent with its plan of diversifying its portfolio across various industries. Once the Buyer has invested in the abovementioned industries, it will expand the portfolio of the Corporation to include the operating subsidiaries of the Buyer. This will provide the Corporation with additional options to raise capital and investments with a view of increasing its market value and maximizing shareholder value. The Buyer will strengthen the portfolio of the Corporation through the Buyer's diversified investments.

Currently, the Buyer's plan is to maintain the current business profile of the Corporation as a holding and investment company. There are no current plans in changing the business purposes of the Corporation. The Corporation was also advised by the Sellers that the closing of the transaction and the full payment of the Corporation's shares held by the Sellers are subject to, among others, the Buyer's successful conduct and completion of a tender offer of the shares held by the other shareholders of the Corporation (the "Tender Offer Shares") in accordance with the Securities and Regulation Code, and its implementing rules and regulations, as amended.

The payment by the Buyer of the tender offer price for any Tender Offer Shares shall be done simultaneously with the payment for the shares of the Corporation held by the Sellers.

The parties intend to conduct the tender offer and close the transaction within the next sixty (60) days. Should there be changes in the targeted timeline, the parties endeavor to revise this report and make the necessary disclosures.

Other Relevant Information

None.

Filed on behalf by:

Name	Ronald Ian Ching
Designation	Compliance Officer

