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

| Date of Report (Date of earliest event reported) Nov 22, 2024 SEC Identification Number 22401 BIR Tax Identification No. 000-491-007 Exact name of issuer as specified in its charter PRIME MEDIA HOLDINGS, INC. |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 5. Province, country or other jurisdiction of incorporation Metro Manila, Philippines 6. Industry Classification Code(SEC Use Only) |
| Address of principal office 16TH FLOOR BDO TOWERS VALERO (FORMERLY CITIBANK TOWER), 8741 PASEO DE ROXAS MAKATI CITY Postal Code 1227 |
| 8. Issuer's telephone number, including area code (632) 8831-4479 |
| 9. 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 925,298,616 |
| PREFERRED 14,366,260 |
| 11. Indicate the item numbers reported herein Item 9 Other Events |

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.

Prime Media Holdings, Inc. PRIM

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

Issuance of 75,000,000 common shares to Valiant Consolidated Resources Inc. (formerly Angel Maple Properties Inc.) ("Valiant") pursuant to the Subscription Agreement dated 22 October 2024 and full payment on 22 October 2024. The Corporation's stock and transfer agent recorded the issuance of the 75,000,000 new common shares in the books of the Corporation on November 7, 2024 and issued the corresponding stock certificate thereto on November 11, 2024.

Change(s) in Number of Issued and Outstanding Shares

Issued Shares

| Type of Security /Stock Symbol | Before | After |
|--------------------------------|-------------|-------------|
| COMMON/ PRIM | 850,298,616 | 925,298,616 |

Outstanding Shares

| Type of Security /Stock Symbol | Before | After |
|--------------------------------|-------------|-------------|
| COMMON/ PRIM | 850,298,616 | 925,298,616 |

Other Changes, if any

| In percent | Before | After |
|-------------------------|--------|-------|
| Public float | 21.69 | 19.94 |
| Foreign Ownership level | - | - |

Filed on behalf by:

| Name | Joanna Manzano |
|-------------|---------------------------|
| Designation | Junior Compliance Officer |