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SEC Registration Number

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(Company's Full Name)

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Mr. John Nai Peng C. Ong

(Contact Person)

8831-1000

(Company Telephone Number)

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Month Day  
(Calendar Period)

2	3
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(Form Type)

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Month

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Day

(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

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File Number

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Cashier

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SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE (SRC)  
AND SRC RULE 17(a)-1(b)(3) THEREUNDER

1. April 23, 2024  
Date of Report
2. SEC Identification Number AS094-000088
3. BIR Tax Identification No. 003-058-789
4. SM PRIME HOLDINGS, INC.  
Exact name of registrant as specified in its charter
5. PHILIPPINES 6. (SEC Use ☐ Only)  
Province, country or other jurisdiction of incorporation      Industry Classification Code:
7. 7th Floor MOA Square, Seashell Lane cor. Coral Way, Mall of Asia Complex, Brgy. 76, Zone 10, CBP 1-A, Pasay City, Philippines 1300  
Address of principal office      Postal Code
8. (632) 8831-1000  
Registrant'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 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON STOCK, P1 PAR VALUE	28,879,231,694
DEBT SECURITIES - RETAIL BOND	135,432, 740,000

11. Indicate the item numbers reported herein: ITEMS #4 and #9, LETTER B.

I. At the **Annual Stockholders' Meeting (ASM)** of the Corporation held on April 23, 2024:

- A. The stockholders approved the minutes of the ASM held last April 25, 2023;
- B. The stockholders approved the 2023 Annual Report including the 2023 Audited Financial Statements;
- C. The stockholders ratified all acts of the Board of Directors and the Management from the date of the last ASM (April 25, 2023) up to today's annual stockholders' meeting (April 23, 2024);
- D. The following stockholders were elected as directors of the Corporation to serve for the period 2024-2025 and until their successors shall have been duly elected and qualified, to wit:

HENRY T. SY, JR. – Chairperson

AMANDO M. TETANGCO, JR. – Vice-Chairperson and Lead Independent Director

J. CARLITOS G. CRUZ – Independent Director

DARLENE MARIE B. BERBERABE – Independent Director

HANS T. SY – Member

HERBERT T. SY – Member

JORGE T. MENDIOLA – Member

JEFFREY C. LIM – Member

- E. The stockholders re-appointed Sycip Gorres Velayo & Co. as external auditor of the Corporation for the year 2024; and
- F. The stockholders approved the following amendments to the Articles of Incorporation:
  - a. Amendment of Secondary Purpose under the Second Article;
  - b. Change in Principal Office Address under the Third Article; and
  - c. Change in corporate term to reflect perpetual existence of the Company under the Fourth Article.

II. At the **organizational meeting of the Board of Directors** of the Corporation held on April 23, 2024:

- A. The following persons were elected officers of the Corporation for the year 2024-2025 to serve as such and until their successors shall have been duly elected/appointed and qualified:

HENRY T. SY, JR.	- Chairperson
AMANDO M. TETANGCO, JR.	- Vice Chairperson
JEFFREY C. LIM	- President
JOHN NAI PENG C. ONG	- Chief Finance Officer
MARVIN PERRIN L. PE	- Chief Audit Executive
JOANA B. TIANGCO	- Chief Risk Officer
STEVEN T. TAN	- Head - Malls
JOSE MARI H. BANZON	- Head – Residential (Primary)
SHIRLEY C. ONG	- Head – Residential (Leisure)
ANTONIO FELIX L. ORTIGA	- Head - Commercial
MA. LUISA E. ANGELES	- Head - Hotels and Convention Centers
GLENN D. ANG	- Head - Smart City
ELMER B. SERRANO	- Corporate Secretary
ARTHUR A. SY	- Assistant Corporate Secretary

- B. The following persons were appointed as advisors to the Board of Directors:
  - TERESITA T. SY-COSON
  - ELIZABETH T. SY
  - EDWARD K. LEE (Independent Adviser)
- C. Mr. Amando M. Tetangco, Jr. was designated as Lead Independent Director.

- D. The following persons were elected members of the Corporate Governance Committee of the Corporation for the year 2024-2025 to serve as such and until their successors shall have been duly elected and qualified:

DARLENE MARIE B. BERBERABE - Chairperson (Independent Director)  
AMANDO M. TETANGCO, JR - Member (Independent Director)  
J. CARLITOS G. CRUZ - Member (Independent Director)

- E. The following persons were elected members of the Audit Committee of the Corporation for the year 2024-2025 to serve as such and until their successors shall have been duly elected and qualified:

AMANDO M. TETANGCO, JR - Chairperson (Independent Director)  
J. CARLITOS G. CRUZ - Member (Independent Director)  
DARLENE MARIE B. BERBERABE - Member (Independent Director)  
JORGE T. MENDIOLA - Member  
JOSE T. SIO - Adviser

- F. The following persons were elected members of the Risk Oversight Committee of the Corporation for the year 2024-2025 to serve as such and until their successors shall have been duly elected and qualified:

J. CARLITOS G. CRUZ - Chairperson (Independent Director)  
AMANDO M. TETANGCO, JR - Member (Independent Director)  
JORGE T. MENDIOLA - Member  
JOSE T. SIO - Adviser

- G. The following persons were elected members of the Related Party Transactions Committee of the Corporation for the year 2024-2025 to serve as such and until their successors shall have been duly elected and qualified:

DARLENE MARIE B. BERBERABE - Chairperson (Independent Director)  
AMANDO M. TETANGCO, JR - Member (Independent Director)  
JORGE T. MENDIOLA - Member

- H. The following persons were elected members of the Executive Committee of the Corporation for the year 2024-2025 to serve as such and until their successors shall have been duly elected and qualified:

HANS T. SY - Chairperson  
HENRY T. SY, JR. - Member  
ELIZABETH T. SY - Member  
HERBERT T. SY - Member  
JEFFREY C. LIM - Member  
JOHN NAI PENG C. ONG – Member

- I. The following officers were likewise appointed:

JOHN NAI PENG C. ONG – Chief Compliance Officer and Corporate Information Officer  
ARTHUR A. SY – Alternate Corporate Information Officer  
ELMER B. SERRANO – Alternate Compliance Officer

## SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**SM PRIME HOLDINGS INC.**  
Registrant

Date: April 23, 2024

  
**JOHN NAI PENG C. ONG**  
Chief Financial Officer