

COVER SHEET

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SEC Registration Number

[illegible]

(Company's Full Name)

[illegible]

Mr. John Nai Peng C. Ong

(Contact Person)

8831-1000

(Company Telephone Number)

0	4
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Month Day
(Calendar Period)

2	9
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Day

(Calendar Period)

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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 Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

[illegible]

File Number

LCU

LCU

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Document ID

Cashier

Cashier

STAMPS

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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 29, 2025
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	28,874,685,694
DEBT SECURITIES - RETAIL BOND	141,458,500,000

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 29, 2025:

- A. The stockholders approved the minutes of the ASM held last April 23, 2024;
- B. The stockholders approved the 2024 Annual Report including the 2024 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 23, 2024) up to today's annual stockholders' meeting (April 29, 2025);
- D. The following stockholders were elected as directors of the Corporation to serve for the period 2025-2026 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 2025.

II. At the **organizational meeting of the Board of Directors** of the Corporation held on April 29, 2025:

- A. The following persons were elected officers of the Corporation for the year 2025-2026 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
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 and Sustainability Committee of the Corporation for the year 2025-2026 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 2025-2026 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)
JOSE T. SIO - Adviser

- F. The following persons were elected members of the Risk Oversight Committee of the Corporation for the year 2025-2026 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 2025-2026 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 2025-2026 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 29, 2025


JOHN NAI PENG C. ONG
Chief Finance Officer