

COVER SHEET

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SEC Registration Number

S	M		P	R	I	M	E		H	O	L	D	I	N	G	S	,		I	N	C	.		A	N	D		S	U
B	S	I	D	I	A	R	I	E	S																				

(Company's Full Name)

7	/	F		M	O	A		S	q	u	a	r	e	,		S	e	a	s	h	e	l	l		L	a	n	e	
c	o	r	.		C	o	r	a	l		W	a	y	,		M	a	i	l		o	f		A	s	i	a		C
o	m	p	l	e	x	,		B	r	g	y	.		7	6		Z	o	n	e		1	0	,		C	B	P	
l	-	A	,		P	a	s	a	y		C	i	t	y	,		M	e	t	r	o		M	a	n	i	l	a	,
P	h	i	l	i	p	p	i	n	e	s																			

Mr. John Nai Peng C. Ong

(Contact Person)

8831-1000

(Company Telephone Number)

0	6
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Month Day
(Calendar Period)

0	6
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1	7	-	C
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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

LCU

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Document ID

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. **June 6, 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. **7/F MOA Square, Seashell Lane cor. Coral Way, Mall of Asia Complex, Brgy. 76 Zone 10, CBP 1-A, Pasay City, Metro Manila, Philippines**
Address of principal office **1300**
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	115,432,740,000

11. Indicate the item numbers reported herein: **ITEM # 9, LETTER B.**

SM PRIME

June 6, 2024

The Philippine Stock Exchange

6F PSE Tower
28th Street corner 5th Avenue
BGC, Taguig City

Attention of Ms. Alexandra D. Tom Wong

Officer-in-Charge, Disclosure Department

Philippine Dealing and Exchange Corp.

29th Floor, BDO Equitable Tower
8751 Paseo de Roxas, Makati City

Attention of Atty. Marie Rose M. Magallen-Lirio

Head, Issuer Compliance and Disclosure Department

Re: Receipt of Certificate of Permit to Offer Securities for Sale
for the issuance of First Tranche Bonds

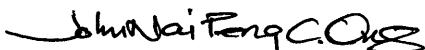
Gentlemen:

On June 6, 2024, SM Prime Holdings, Inc. (the "Company") received from the Securities and Exchange Commission ("SEC") the Order of Registration for the Company's ₱100 billion debt securities program under shelf registration ("Debt Securities Program") and the Certificate of Permit to Offer Securities for Sale for the issuance of fixed-rate retail bonds comprising of: Series V Bonds, maturing in 3 years from its issue date at a rate of 6.5754%; Series W Bonds, maturing in 5 years from its issue date at a rate of 6.7537%; and Series X Bonds, maturing in 7 years from its issue date at a rate of 6.9650% (the "First Tranche Bonds"). The Company's proposed issuance of the First Tranche Bonds shall be in the aggregate principal amount of up to ₱20 billion with an oversubscription option of up to ₱5 billion, under the Company's Debt Securities Program.

The Final Prospectus for the First Tranche Bonds is available in the Company's website through the following link: <https://www.smprime.com/wp-content/uploads/2024/06/SMPH-2024-Debt-Securities-Program-Final-Prospectus-06042024-vF-signed.pdf>.

Thank you.

Very truly yours,



JOHN NAI PENG C. ONG
Chief Finance Officer

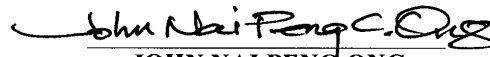
SIGNATURES

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: June 6, 2024

A handwritten signature in black ink, appearing to read "John Nai Peng C. Ong", written over a horizontal line.

JOHN NAI PENG ONG

Chief Finance Officer