

COVER SHEET

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SEC Registration Number

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D	I	A	R	I	E	S																										

(Company's Full Name)

7	t	h		F	L	O	O	R		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	L	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		1	-	A
P	A	S	A	Y		C	I	T	Y		1	3	0	0																		

Mr. John Nai Peng C. Ong

(Contact Person)

8831-1000

(Company Telephone Number)

1	2	1	9
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Month Day
(Calendar Period)

1	7	-	C
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(Form Type)

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Month 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. **December 19, 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** **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
A. Shares of stock as of December 19, 2024 COMMON STOCK, P1 PAR VALUE	28,879,231,694
.....	
B. Debt Securities outstanding as of December 19, 2024 Retail Bond	137,831,040,000
.....	
.....	

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



December 19, 2024

The Philippine Stock Exchange, Inc.

6F PSE Tower

28th Street corner 5th Avenue

BGC, Taguig City

Attention of Atty. Stefanie Ann B. Go

Officer-in-Charge, Disclosure Department

Gentlemen:

We are pleased to inform you that Philippine Rating Services Corporation (PhilRatings) assigned a rating of **PRS Aaa** to SM Prime Holdings, Inc.'s (SMPH) proposed bond issue of up to ₱20.0 billion, with an oversubscription option of up to ₱5.0 billion. The proposed issue represents the second tranche of the Company's ₱100 Billion Shelf Registration of Fixed Rate Bonds approved by the SEC on 23 May 2024 under SEC MSRD Order No. 46 series of 2024, dated 6 June 2024. The rating for SMPH's outstanding bonds amounting to ₱137.8 billion was likewise maintained at PRS Aaa. PhilRatings assigned a Stable outlook for the ratings of the proposed and outstanding bonds.

PRS Aaa is the highest rating assigned by PhilRatings, denoting that such obligations are of the highest quality with minimal credit risk and that the issuing company's capacity to meet its financial commitment on the obligations is extremely strong.

Very truly yours,

A handwritten signature in black ink, appearing to read 'John Nai Peng C. Ong', is written over the printed name.

JOHN NAI PENG C. ONG

Chief Finance Officer

Cc: Issuer Compliance & Disclosure Department
Philippine Dealing & Exchange Corp.

SM PRIME

MOA Square, Seashell Lane cor. Coral Way,
Mall of Asia Complex, Pasay City 1300, Philippines

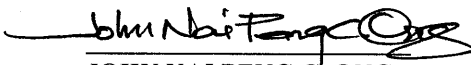
SIGNATURES

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: December 19, 2024


JOHN NAI PENG C. ONG
Chief Finance Officer