

**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**

1. January 19, 2026
Date of Report (Date of earliest event reported)
2. SEC Identification Number 34001 3. BIR Tax Identification No. 000-708-174-000
4. **BDO Unibank, Inc.**
Exact name of issuer as specified in its charter
5. METRO MANILA 6. (SEC Use Only)
Province, country or other jurisdiction of Industry Classification Code:
incorporation
7. BDO Corporate Center, 7899 Makati Avenue, 0726
Makati City, Philippines
Address of principal office Postal Code
8. (632) 8840-7000/8702-6000
Issuer'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 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	5,334,020,751
PREFERRED	618,000,000

11. Indicate the item numbers reported herein:

Item 9

On January 19, 2026, BDO Unibank signed a Share Purchase Agreement with Monte Sur Equity Holdings, Inc. for the sale of 1,513,732,718 shares translating to 70% of Dominion Holdings, Inc. (DHI).

The disposition of DHI is aligned with the BDO Group's continuing policy of streamlining its organizational structure following the conversion of DHI into an investment holding company.

With this sale, BDO shall receive as consideration an estimated Php 2.54 Billion translating to a per-share price of approximately Php 1.68 per share and DHI shall cease to be a subsidiary of BDO.

The Transaction is subject to agreed closing conditions, including applicable regulatory approvals.

Please refer to the attached PSE Disclosure Form 4-2 for more details.

SIGNATURES

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

Date: January 19, 2026

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BDO Unibank, Inc.

Issuer



ELMER B. SERRANO

Corporate Information Officer



BDO Unibank, Inc.
BDO

PSE Disclosure Form 4-2 - Acquisition/Disposition of Shares of Another Corporation
References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure	Disposition of shares in Dominion Holdings, Inc. (DHI)
Background/Description of the Disclosure	Sale of shareholdings in DHI by BDO Unibank, Inc.
Date of Approval by the Board of Directors	January 10, 2026

Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction:

On January 19, 2026, BDO Unibank signed a Share Purchase Agreement with Monte Sur Equity Holdings, Inc. for the sale of 1,513,732,718 shares translating to 70% of Dominion Holdings, Inc. (DHI).

The disposition of DHI is aligned with the BDO Group's continuing policy of streamlining its organizational structure following the conversion of DHI into an investment holding company.

With this sale, BDO will receive as consideration an estimated Php 2.54 Billion translating to a per-share price of approximately Php 1.68 per share and DHI shall cease to be a subsidiary of BDO.

The Transaction is subject to agreed closing conditions, including applicable regulatory approvals.

Details of the Acquisition or Disposition:

Date | TBD

Manner:

Block sale of shares through the Philippine Stock Exchange

Description of the company to be acquired or sold:

Dominion Holdings, Inc. (formerly BDO Leading & Finance, Inc.)

The terms and conditions of the transaction

Number of shares to be acquired or disposed:

1,513,732,718

Percentage to the total outstanding shares of the company subject of the transaction:

70.00%

Price per share:

Estimated at Php1.68

Nature and amount of consideration given or received

The sum of: (i) the Net Asset Value of the Company as reflected in the Closing Accounts and (ii) a premium of Two Hundred Million Philippine Pesos (Php200,000,000.00) in the proportion that the Subject Shares bears to all of the issued and outstanding common capital stock of DHI.

Principle followed in determining the amount of consideration

The consideration is based on the pro-rata share of BDO in the sum of the (i) net asset value of DHI as of Closing Date, estimated at Php3.42Billion, and (ii) a premium of Php200Million, agreed upon by the parties.

Terms of payment

Full payment of Purchase Price on Closing of the Transaction

Conditions precedent to closing of the transaction, if any

Closing of the Transaction is subject to the conduct of a Mandatory Tender Offer by the Buyer in accordance with the Securities Regulation Code and other customary and arms-length conditions precedent.

Any other salient terms

None

Identity of the person(s) from whom the shares were acquired or to whom they were sold

Name	Nature of any material relationship with the Issuer, their directors/officers, or any of their affiliates
Monte Sur Equity Holdings, Inc.	Monte Sur is a related party to certain shareholders of the Bank.

Effect(s) on the business, financial condition and operations of the Issuer, if any:

None.

Other relevant information:

None.