

COVER SHEET

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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)

0	9	0	8
<i>Month</i>	<i>Day</i>	<i>(Calendar Period)</i>	

1	7	-	C
<i>(Form Type)</i>			

<i>Month</i>	<i>Day</i>	<i>(Annual Meeting)</i>	

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic	Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

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. September 8, 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 Industry Classification Code:
incorporation

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
COMMON STOCK, P1 PAR VALUE	28,871,122,694
.....	
DEBT SECURITIES - RETAIL BOND	141,458,500,000
.....	
.....	

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



September 8, 2025

The Philippine Stock Exchange

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

Attention of Atty. Johanne Daniel M. Negre
Officer-in-Charge, Disclosure Department

Philippine Dealing and Exchange Corp.

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

Attention of Atty. Suzy Claire R. Selleza
Head, Issuer Compliance and Disclosure Department

Re: Fixed income investor meetings for possible USD Notes issuance

Ladies and Gentlemen:

SM Prime Holdings, Inc. (“SMPH”, the “Guarantor”) has mandated HSBC, J.P. Morgan, Standard Chartered Bank and UBS* as Joint Lead Managers and Joint Bookrunners, alongside BDO Capital and Chinabank Capital as Joint Domestic Managers, to arrange a series of fixed income investor calls in Asia and Europe commencing on 8 September 2025. A USD-denominated benchmark-sized Regulation S offering of 5-year senior notes (the “Notes”) by SMPHI SG Holdings Pte. Ltd. (the “Issuer”) guaranteed by SMPH may follow, subject to market conditions. The Notes are expected to be drawn from the Issuer’s USD 3 billion Euro Medium Term Note Programme.

The legal advisers of the Issuer and Guarantor are SyCip Salazar Hernandez & Gatmaitan for Philippine law, and Latham & Watkins LLP for English law. While legal advisers of the Joint Lead Managers and Joint Bookrunners are Picazo Buyco Tan Fider Santos & Dee for Philippine law, and Linklaters Singapore Pte. Ltd. for English law.

Very truly yours,


JOHN NAI PENG C. ONG
Chief Finance Officer

** incorporated in Switzerland with limited liability*

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: September 8, 2025


JOHN NAI PENG ONG
Chief Finance Officer