

# 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	
1	-	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																			

<b>Mr. John Nai Peng C. Ong</b>
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(Contact Person)

<b>8831-1000</b>
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(Company Telephone Number)

0	9		3	0
Month	Day		Month	Day
(Calendar Period)				

1	7	-	C	
(Form Type)				

Month	Day		Month	Day
(Annual Meeting)				

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(Secondary License Type, If Applicable)

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

Total Amount of Borrowings	
Domestic	Foreign

To be accomplished by SEC Personnel concerned

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File Number

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LCU

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Document ID

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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. September 30, 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. 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
<b>COMMON STOCK, P1 PAR VALUE</b>	<b>28,870,622,694</b>
<b>DEBT SECURITIES – RETAIL BOND</b>	<b>141,458,500,000</b>
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11. Indicate the item numbers reported herein: ITEM # 9, LETTER B.

**Subject of the Disclosure**

Buyback of SMPH shares

**Background/Description of the Disclosure**

Please be informed that the Company purchased 1,555,300 common shares. This is pursuant to the Company's share buyback program approved by the Board last December 9, 2024.

**Type of Securities**

- Common
- Preferred-
- Others-

**Details of Share Buy-Back Transaction(s)**

Date of Transaction	Number of Shares Purchased	Price Per Share
September 30, 2025	150,000	22.2500
September 30, 2025	150,000	22.3000
September 30, 2025	325,000	22.3500
September 30, 2025	125,000	22.4000
September 30, 2025	655,300	22.4500
September 30, 2025	150,000	22.5000
	1,555,300	

**Effects on Number of Shares**

	Before	After
<b>Outstanding Shares</b>	28,870,622,694	28,869,067,394
<b>Treasury Shares</b>	4,295,677,381	4,297,232,681
<b>Cumulative Number of Shares Purchased to Date <sup>1</sup></b>	10,164,300	
<b>Total Amount Appropriated for the</b>	PHP5 to 10 Billion	

<b>Buy-Back Program</b>	
<b>Total Amount of Shares Repurchased</b>	PHP226,022,440
<b>Other Relevant Information</b>	
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<sup>1</sup> From the date when the share buy-back program commenced.

## 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 30, 2025



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**JOHN NAI PENG ONG**  
Chief Finance Officer & Corporate Information Officer