

COVER SHEET

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SEC Registration Number

[illegible]

(Company's Full Name)

[illegible]

Mr. John Nai Peng C. Ong

(Contact Person)

8831-1000

(Company Telephone Number)

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0	3
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Month *Day*
(Calendar Period)

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(Form Type)

Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

[illegible]

File Number

LCU

[illegible]

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. October 03, 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

COMMON STOCK, P1 PAR VALUE

28,866,967,094

DEBT SECURITIES – RETAIL BOND

141,458,500,000

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 286,900 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	
October 03, 2025	25,000	22.4500	
October 03, 2025	29,100	22.5000	
October 03, 2025	75,000	22.5500	
October 03, 2025	157,800	22.6000	
	286,900		

Effects on Number of Shares

	Before	After
Outstanding Shares	28,866,967,094	28,866,680,194
Treasury Shares	4,299,332,981	4,299,619,881
Cumulative Number of Shares Purchased to Date ¹	12,551,500	
Total Amount Appropriated for the Buy-Back Program	PHP5 to 10 Billion	
Total Amount of Shares Repurchased	PHP279,678,450	

Other Relevant Information
-

¹ 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: October 03, 2025

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

JOHN NAI PENG ONG
Chief Finance Officer & Corporate Information Officer