COVER SHEET

A S 0 9 4 - 0 0 0 0 8 8

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 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 , M e t r o M a n i l a ,
P h i l i p p i n e s

Mr. John Nai Peng C. Ong

(Contact Person)

8831-1000

(Company Telephone Number)

0 2 | 1 6

Month *Day*

(Calendar Period)

1 7 - C

(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

File Number

LCU

Document ID

Cashier

S T A M P S

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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. **February 16, 2026**
   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	**28,799,003,994**
DEBT SECURITIES – RETAIL BOND	**137,896,480,000**

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

PRESS RELEASE

SM Prime Net Income Hits P48.8B in 2025

Pasay City, Philippines [February 16, 2026] - SM Prime Holdings, Inc. (SM Prime) saw its net income expand to P48.8 billion in 2025, a 7-percent jump from P45.6 billion the previous year. Growth was driven by stronger commercial property revenues and disciplined cost management.

Consolidated revenues reached P141.1 billion, slightly higher than the P140.4 billion booked the previous year. The mall segment contributed P85.1 billion, accounting for 60% of total revenues, followed by residential (30%) at P42.5 billion, hotels and convention centers (6%) at P8.5 billion, and offices and warehouses (4%) at P5.4 billion.

Revenue contribution from commercial properties, which include rental establishments, grew by over 6% from P92.6 billion to P98.6 billion.

"Operational efficiency played a critical role in our performance in 2025," said SM Prime President Jeffrey C. Lim. "It enabled us to protect margins and translate modest revenue growth into a solid bottom line."

Total costs and expenses declined by 4% from P72.4 billion to P69.4 billion on lower operating expenses, film rentals, insurance and other expenses.

"2026 will bring its own set of challenges but with disciplined execution and sharper customer focus, we expect to sustain our growth momentum," said Lim.

In the fourth quarter, SM Prime's net income was steady at P11.6 billion, as lower real estate revenues were offset by reduced costs. Topline declined by 7% to P37.7 billion, while costs and expenses fell nearly 12% to P17.9 billion.

Capital expenditures in 2025 slightly improved from P81.3 billion to P81.9 billion, with the bulk spent on mall, residential and estate projects. The remainder was invested in office, hotel and convention center developments.

SM Prime ended the period with a net debt-to-equity ratio of 46:54 and an interest coverage ratio of 6.61x. Total assets increased by 7% from P1 trillion to P1.1 trillion, with investment properties (valued at cost) accounting for 61 percent. Cash and cash equivalents stood at P27.6 billion.

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For further information, please contact:

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SM Prime Holdings, Inc.
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Tel. no.: 8831.1000 loc. 7886

Forward-looking Statement

This document may contain forward-looking statements and forward-looking information that are subject to significant risks and uncertainties including, without limitation, statements relating to known and unknown risks; uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from expected future results; performance or achievements expressed or implied by forward-looking statements; our overall future business, financial condition, and results of operations, including, but not limited to financial position or cash flow; our goals for or estimates of future operational performance or results; and changes in the regulatory environment including, but not limited to, policies, decisions, and determinations of governmental or regulatory authorities. Although: (1) SM Prime Holdings, Inc. has extensive experience; and (2) the forward-looking statements may be reasonable, nothing herein should be relied upon as a commitment from SM Prime Holdings, Inc. as we cannot guarantee future events, performance or events due to various risks and uncertainties.

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: February 16, 2026

JOHN NAI PENG ONG
Chief Finance Officer & Corporate Information Officer