

# 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	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																			

<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	2		1	8
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. **February 18, 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
<b>COMMON STOCK, P1 PAR VALUE</b>	<b>28,798,132,094</b>
<b>DEBT SECURITIES – RETAIL BOND</b>	<b>137,896,480,000</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 485,200 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
February 18, 2026	165,700	21.2000
February 18, 2026	319,500	21.2500
	485,200	

**Effects on Number of Shares**

	Before	After
<b>Outstanding Shares</b>	28,798,132,094	28,797,646,894
<b>Treasury Shares</b>	4,368,167,981	4,368,653,181
<b>Cumulative Number of Shares Purchased to Date <sup>1</sup></b>	81,584,800	
<b>Total Amount Appropriated for the Buy-Back Program</b>	PHP5 to 10 Billion	
<b>Total Amount of Shares Repurchased</b>	PHP1,748,205,484	

**Other Relevant Information**

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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: February 18, 2026



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