COVER SHEET

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

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** | **8831-1000** |
| (Contact Person) | (Company Telephone Number) |

| 0 | 3 | | 0 | 9 |
| 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

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. **March 9, 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   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   **28,772,381,994**
   ....
   DEBT SECURITIES – RETAIL BOND   **137,896,480,000**
   ....
   ....

   ....

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 5,000,000 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	
March 9, 2026	42,100	19.5000	
March 9, 2026	258,400	19.5200	
March 9, 2026	169,700	19.5400	
March 9, 2026	321,400	19.5600	
March 9, 2026	262,700	19.5800	
March 9, 2026	2,855,700	19.6000	
March 9, 2026	200,000	19.6200	
March 9, 2026	20,000	19.6400	
March 9, 2026	250,000	19.6600	
March 9, 2026	100,000	19.6800	
March 9, 2026	70,000	19.7000	
March 9, 2026	20,000	19.7200	
March 9, 2026	28,000	19.7400	
March 9, 2026	36,900	19.7600	
March 9, 2026	35,100	19.8000	

March 9, 2026	20,000	19.9000
March 9, 2026	70,000	20.0000
March 9, 2026	100,000	20.0500
March 9, 2026	20,000	20.1500
March 9, 2026	20,000	20.2000
March 9, 2026	50,000	19.8200
March 9, 2026	50,000	19.9600
	5,000,000	

Effects on Number of Shares

	Before	After
Outstanding Shares	28,772,381,994	28,767,381,994
Treasury Shares	4,393,918,081	4,398,918,081
Cumulative Number of Shares Purchased to Date [1]	111,849,700	
Total Amount Appropriated for the Buy-Back Program	PHP5 to 10 Billion	
Total Amount of Shares Repurchased	PHP2,379,135,259	

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: <u>March 9, 2026</u>   _____
                                                                        JOHN NAI PENG ONG
                                                       Chief Finance Officer & Corporate Information Officer