

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 23, 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	28,748,255,394
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DEBT SECURITIES – RETAIL BOND	137,896,480,000
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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 4,164,500 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 23, 2026	185,200	18.9600	
March 23, 2026	318,300	18.9800	
March 23, 2026	831,700	19.0000	
March 23, 2026	300,000	19.0200	
March 23, 2026	619,000	19.0400	
March 23, 2026	350,000	19.0600	
March 23, 2026	330,300	19.0800	
March 23, 2026	350,000	19.1000	
March 23, 2026	70,000	19.1200	
March 23, 2026	50,000	19.1400	
March 23, 2026	50,000	19.1600	
March 23, 2026	70,000	19.1800	
March 23, 2026	150,000	19.2000	
March 23, 2026	40,000	19.2200	
March 23, 2026	140,000	19.2400	

March 23, 2026	120,000	19.2600	
March 23, 2026	170,000	19.2800	
March 23, 2026	20,000	19.3000	
	4,164,500		
Effects on Number of Shares			
	Before	After	
Outstanding Shares	28,748,255,394	28,744,090,894	
Treasury Shares	4,418,044,681	4,422,209,181	
Cumulative Number of Shares Purchased to Date ¹	135,140,800		
Total Amount Appropriated for the Buy-Back Program	PHP5 to 10 Billion		
Total Amount of Shares Repurchased	PHP2,831,769,231		
Other Relevant Information			
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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: March 23, 2026



JOHN NAI PENG ONG

Chief Finance Officer & Corporate Information Officer