

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. April 27, 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	28,731,278,194
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 1,210,600 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
April 27, 2026	556,100	19.6000
April 27, 2026	354,500	19.7200
April 27, 2026	125,000	19.7400
April 27, 2026	25,000	19.7600
April 27, 2026	75,200	19.7800
April 27, 2026	74,800	19.8000
	1,210,600	

Effects on Number of Shares

	Before	After
Outstanding Shares	28,731,278,194	28,730,067,594
Treasury Shares	4,435,021,881	4,436,232,481
Cumulative Number of Shares Purchased to Date ¹	149,164,100	
Total Amount Appropriated for the Buy-Back Program	PHP5 to 10 Billion	

Total Amount of Shares Repurchased	PHP3,106,739,107
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: April 27, 2026



JOHN NAI PENG ONG

Chief Finance Officer & Corporate Information Officer