

COVER SHEET

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SEC Registration Number

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(Company's Full Name)

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Mr. John Nai Peng C. Ong
(Contact Person)

8831-1000
(Company Telephone Number)

0 4

2 8

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 No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

| | | | | | | | | |

File Number

LCU

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Document ID

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. April 28, 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. 7th Floor MOA Square, Seashell Lane cor. Coral Way, Mall of Asia Complex, Brgy. 76, Zone 10, CBP 1-A, Pasay City, 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	28,730,067,594
DEBT SECURITIES - RETAIL BOND	137,896,480,000
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11. Indicate the item numbers reported herein: ITEM NOS. 9(a)(13) and 9(b)

At the regular meeting of the Board of Directors of SM Prime Holdings, Inc. (the Company) held on April 28, 2026, the Board approved the following matters:

1. Approval of the Company's revised Mission and Vision;
2. Approval of the Company's revised Material Related Party Transactions Policy, duly endorsed by the Related Party Transactions Committee; and
3. Declaration of a regular cash dividend representing 25% of the Company's 2025 net income amounting to Php0.42 per share in favor of all stockholders of record as of May 13, 2026 and payable on May 27, 2026. The cash dividends declared approximate Php12.21 Billion.

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 28, 2026


JOHN NAI PENG C. ONG
Chief Finance Officer