

# 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		
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n	i	l	a	,	P	h	i	l	i	p	p	i	n	e	s										

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

**8831-1000**  
(Company Telephone Number)

0	6	0	3
<i>Month</i>		<i>Day</i>	
<i>(Calendar Period)</i>			

1	7	-	C
<i>(Form Type)</i>			

<i>Month</i>		<i>Day</i>	
<i>(Annual Meeting)</i>			

*(Secondary License Type, If Applicable)*

*Dept. Requiring this Doc.*

*Amended Articles Number/Section*

*Total No. of Stockholders*

*Total Amount of Borrowings*

<i>Domestic</i>	<i>Foreign</i>

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*To be accomplished by SEC Personnel concerned*

<i>File Number</i>											

\_\_\_\_\_

*LCU*

<i>Document ID</i>											

\_\_\_\_\_

*Cashier*

STAMPS

*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. **June 3, 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
<b>COMMON STOCK, P1 PAR VALUE</b>	<b>28,675,733,494</b>
.....	
<b>DEBT SECURITIES - RETAIL BOND</b>	<b>137,896,480,000</b>
.....	
.....	

11. Indicate the item numbers reported herein: **ITEM # 9, LETTER B.**



June 3, 2026

**The Philippine Stock Exchange, Inc.**

6F PSE Tower  
28<sup>th</sup> Street corner 5<sup>th</sup> Avenue  
BGC, Taguig City

**Attention of Atty. Johanne Daniel M. Negre**  
Officer-in-Charge, Disclosure Department

Re: SM Prime Holdings, Inc. – Notice of Deferment of the Offer Period of the Fourth Tranche of Fixed Rate Bonds in the aggregate principal amount of up to Twelve Billion Pesos (₱12,000,000,000.00) Fixed Rate Bonds, with an oversubscription option of up to Six Billion Pesos (₱6,000,000,000.00) consisting of 5.75-year Series AE Bonds (due on 2032) and 10-year Series AF Bonds (due on 2036).

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Gentlemen:

We wish to update you that due to current market conditions, SM Prime Holdings, Inc. (the “Company”) has decided to defer the fourth tranche of Fixed Rate Bonds in the aggregate principal amount of up to Twelve Billion Pesos (₱12,000,000,000.00) Fixed Rate Bonds, with an oversubscription option of up to Six Billion Pesos (₱6,000,000,000.00) consisting of 5.75-year Series AE Bonds (due on 2032) and 10-year Series AF Bonds (due on 2036) until further notice. The Company will provide the Exchange with updates on future plans relating to the bond offer in accordance with applicable disclosure requirements.

We thank you for your usual support.

Very truly yours,

A handwritten signature in black ink, appearing to read 'John Nai Peng C. Ong'.

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

Cc: Issuer Compliance & Disclosure Department  
Philippine Dealing & Exchange Corp.

**SM PRIME**

MOA Square, Seashell Lane cor. Coral Way,  
Mall of Asia Complex, Pasay City 1300, Philippines

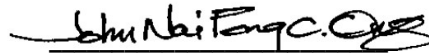
## SIGNATURES

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: June 3, 2026



**JOHN NAI PENG C. ONG**

**Chief Finance Officer & Corporate Information Officer**