

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)

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Month Day
(Calendar Period)

1	7	-	C	
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(Form Type)

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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

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File Number

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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. **February 5, 2024**
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	28,879,231,694
DEBT SECURITIES – RETAIL BOND	135,432,740,000

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

SM PRIME

February 5, 2024

The Philippine Stock Exchange, Inc.

6F PSE Tower

28th Street corner 5th Avenue

BGC, Taguig City

Attention of Ms. Alexandra D. Tom Wong

Officer-in-Charge, Disclosure Department

Gentlemen:

This refers to the news article posted in various online sites including BusinessWorld (Online Edition). The article reported in part that:

“SHARES in SM Prime Holdings, Inc. edged down last week despite news on its allocation for capital expenditures (capex) this year reaching ₱100 billion and the Philippine economy expanding by 5.6% in the fourth quarter of 2023.

....

SM Prime President Jeffrey C. Lim told reporters that the company is also awaiting ‘more favorable market conditions’ before proceeding with the planned initial public offering (IPO) of its real estate investment trust (REIT).’

Additionally, the company’s vice-president for Investor Relations, Alexander D. Pomento, said that SM Prime could proceed with its IPO as early as the second quarter of this year if these ‘market conditions’ improve.

....”

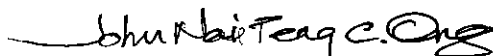
In your letter dated February 5, 2024, you seek clarification and confirmation from us on said news article on the two specific items:

1. SMPH’s 2024 capex to reach ₱100 billion;
2. SMPH’s planned real estate investment trust (“REIT”) offering in the second half of this year.

Our response:

1. SMPH is looking at Y2024 capex to be within ₱100 billion;
2. SMPH’s planned REIT offering is dependent on market conditions.

Very truly yours,



JOHN NAI PENG ONG
Chief Finance Officer

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: February 5, 2024


JOHN NAI PENG ONG
Chief Finance Officer