

MINUTES OF THE ANNUAL MEETING OF THE  
STOCKHOLDERS OF

**SM PRIME HOLDINGS, INC.**

Held on April 28, 2026 at 2:30 p.m.  
At the Saffron Grand Ballroom  
Lanson Place Mall of Asia Manila, Block 12  
Palm Coast Avenue corner Seaside Boulevard  
Mall of Asia Complex, Pasay City  
(Livestreamed via Zoom Webinar)

**DIRECTORS PRESENT:**

**HENRY T. SY, JR.**

Chairperson of the Board  
Member, Executive Committee

**AMANDO M. TETANGCO, JR.**

Vice Chairperson and Lead Independent Director  
Chairperson, Audit Committee  
Member, Risk Oversight Committee  
Member, Corporate Governance and Sustainability  
Committee  
Member, Related Party Transactions Committee

**ESTELA M. PERLAS-BERNABE**

Independent Director  
Chairperson, Corporate Governance and  
Sustainability Committee  
Chairperson, Related Party Transactions  
Committee  
Member, Audit Committee

**J. CARLITOS G. CRUZ**

Independent Director  
Chairperson, Risk Oversight Committee  
Member, Corporate Governance and Sustainability  
Committee  
Member, Audit Committee

**HANS T. SY**

Director  
Chairperson, Executive Committee

**HERBERT T. SY**

Director  
Member, Executive Committee

**JORGE T. MENDIOLA**

Non-Executive Director  
Member, Risk Oversight Committee  
Member, Related Party Transactions Committee

**JEFFREY C. LIM**

Director and President  
Member, Executive Committee

**OFFICERS PRESENT:**

**JOHN NAI PENG C. ONG**

Chief Finance Officer/ Corporate Information Officer/  
Chief Compliance Officer

**ELMER B. SERRANO**

Corporate Secretary

**ARTHUR A. SY**

Assistant Corporate Secretary

**MARVIN PERRIN L. PE**

Chief Audit Executive

**JOANA B. TIANGCO**  
**CRIS NOEL E. TORRES**  
**ALEXANDER D. PONENTO**

Chief Risk Officer  
Executive Vice President  
Vice President - Investor Relations

**ALSO PRESENT:**

**TERESITA T. SY-COSON**  
**ELIZABETH T. SY**  
**EDWARD K. LEE**  
**JOSE T. SIO**

Adviser to the Board  
Adviser to the Board  
Independent Adviser to the Board  
Adviser, Audit Committee and Risk Oversight  
Committee

**BELINDA T. BENG-HUI**  
**JUAN MIGUEL P. MACHUCA**  
**ANGELA DENISE E. REYES**  
**SHERYL ANN D. GOMEZ**

SyCip Gorres Velayo & Co.  
SyCip Gorres Velayo & Co.  
SyCip Gorres Velayo & Co.  
SyCip Gorres Velayo & Co.

Stockholders present in person or  
represented by proxy

24,899,941,654 shares (Please see Record of  
Attendance here attached as **Annex A**)

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**1. Call to Order**

The meeting opened with an invocation followed by the Philippine National Anthem. The host then acknowledged the presence of all directors and key officers of **SM Prime Holdings, Inc.** (the **Company**). The host then introduced Mr. Henry T. Sy Jr., the Chairman of the Board.

The Chairman welcomed the stockholders and guests for the 2026 Annual Stockholders' Meeting of the Company, held in-person at Lanson Place Mall of Asia Manila and streaming live via Zoom Webinar. He then called the meeting to order and presided over the proceedings. The Corporate Secretary recorded the minutes of meeting.

**2. Certification of Notice and Quorum**

Before proceeding with the meeting, the Chairman requested the Corporate Secretary to certify to the posting and publication of notice and existence of a quorum.

The Corporate Secretary certified that, in compliance with rules issued by the Securities and Exchange Commission, the notice of this meeting, the Definitive Information Statement, and the Company's "Guidelines for In-Person and Remote Participation and Voting *in Absentia*" were uploaded via PSE EDGE on March 2, 2026 and posted on the Company's website, also beginning March 2, 2026.

In addition, the notice of meeting was published in the Business Sections of The Philippine Star and the Philippine Daily Inquirer on March 27 & 28, 2026, in print and online formats.

The Corporate Secretary then certified that based on record of attendance, stockholders attending by proxy and stockholders who have registered to remotely join the virtual meeting represent 24,899,941,654 common shares, constituting 86.50% of the total outstanding capital stock of the Company as of record date March 18, 2026. He then certified that a quorum was present for the transaction of business by the stockholders.

The Corporate Secretary announced that SyCip Gorres Velayo & Co. has been engaged as third-party tabulator of votes cast for the meeting. He also informed participants that the meeting will be recorded in accordance with SEC rules.

The voting procedures used in the meeting are as described in the Guidelines for Remote Participation and Voting *in Absentia* appended to the Definitive Information Statement of the Company issued in relation to this meeting. The voting tabulation was conducted by the Office of the Corporate Secretary and validated by SyCip, Gorres, Velayo & Co. as the third-party tabulator.

### 3. Approval of Minutes of the Annual Stockholders' Meeting held on April 29, 2025

The Chairman proceeded to the next item in the agenda which is the approval of the minutes of the annual meeting of stockholders held on April 29, 2025. A copy of the minutes was posted on the Company's website soon after last year's annual meeting adjourned. The minutes have also been appended to the Definitive Information Statement which was posted on PSE EDGE.

The Corporate Secretary stated for the record that unqualified votes cast for each item for approval shall be counted in favor of the matter under consideration.

He then presented the tabulation of votes casted for the approval of the minutes:

In Favor		Against		Abstain	
No. of Shares	%	No. of Shares	%	No. of Shares	%
24,899,941,654	100	0	0	0	0

With the above votes in favor, the following resolution was passed and adopted:

**"RESOLVED**, that the minutes of the annual meeting of stockholders held on April 29, 2025 are approved."

### 4. Approval of 2025 Annual Report and 2025 Audited Financial Statements

The Chairman then requested Mr. Jeffrey C. Lim, President, to present his report on the results of operations for 2025. The President reported as follows:

"Good afternoon, everyone.

Thank you for attending the Annual Stockholders' Meeting of SM Prime Holdings for 2026.

Before I present our results and outlook, allow me to acknowledge:

- Our shareholders, joining us both in person and online
- Chairman Henry Sy, Jr.
- The members of our Board
- Our Board Advisers
- Our Management Team
- And our valued guests and stakeholders

In many respects, 2025 tested the limits of our resilience.

We began the year expecting stronger growth and improved outcomes because of solid macroeconomic fundamentals and election-related spending.

This optimism gradually faded as natural calamities, global trade uncertainty, governance issues and fiscal underperformance unfolded in succession and reinforced one another.

Together, they created a more challenging backdrop and weakened market confidence.

In the end, the Philippine economy grew at its slowest pace in 14 years outside of the pandemic. Our country's transition to upper middle-income status was also delayed.

Amid these headwinds, SM Prime remained disciplined and adaptive.

We focused on our core strengths and delivered results that highlight the resilience of our integrated business model and the effectiveness of our sustainability efforts.

Consolidated revenues reached 141.1 billion pesos in 2025, slightly higher than the previous year. Growth was led by our recurring income streams.

Rental revenue increased by 6 percent to 83.6 billion pesos, reflecting strong commercial leasing during the year.

Other income rose by 7 percent to 16.9 billion pesos, driven by experiential offerings, hotel food and beverage, sponsorships, advertising, and ticket sales.

These gains helped offset moderate real estate sales, which declined by 11 percent to 40.6 billion pesos.

At the same time, we strengthened cost discipline across our operations.

Total costs and expenses declined by 4 percent to 69.4 billion pesos, on lower operating expenses, film rentals, insurance and other costs.

The combined effect of stable revenue growth and tighter cost management boosted our Company's profitability. Net income rose by 7 percent year-on-year to 48.8 billion pesos.

This allowed us to return significant value to our shareholders.

In 2025, we paid out approximately 13.9 billion pesos in cash dividends, representing 0.48 pesos per share. We also spent over 1.2 billion pesos on our share buyback program.

These returns were generated by strong cash flows from our mall, hotel and convention center businesses.

Their record-breaking results carried the year, effectively offsetting the muted performance in residential and the flattish revenue from our standalone offices. Let me go through each one.

Our mall business celebrated its 40th year in 2025 and posted 7 percent revenue growth to 85.1 billion pesos. Their stellar performance was fueled by higher occupancy, expanded leasable space, and rising foot traffic.

Revenue from hotels and convention centers grew by 9 percent to nearly 8.5 billion pesos because of improved room rates, higher food and beverage sales and all-time high convention center occupancy.

Revenue from standalone offices and warehouses declined by 2 percent to around 5.4 billion pesos. The decline was due to scheduled works in two warehouse facilities and the non-renewal of certain office contracts.

Despite this, demand for office space remained firm. Office net take-up rose 24 percent to nearly 56,000 square meters.

Residential sales revenue declined by 11 percent to over 42.5 billion pesos following slower revenue recognition in the core segment. This was partly offset by stronger contributions from the leisure segment.

In 2025, we continued to make measurable progress versus our sustainability priorities.

More than 60 percent of our electricity consumption is now sourced from renewable energy.

Our solar program has expanded to more than 75 percent of our mall network, with over 200,000 panels installed and a total capacity of 116 megawatt-peak.

We also strengthened our water stewardship efforts by recycling over 6.7 million cubic meters of water. This volume is equivalent to around 37 percent of our total consumption.

On waste, we diverted nearly 179,000 tons of non-hazardous materials across our properties.

That is about 75 percent of what we generated, through our #SMWasteFreeFuture program, the SM GUUN facility in Cebu, and other initiatives.

Equally important, we brought communities together to extend the reach and impact of our environmental efforts.

Our nationwide coastal clean-up activities engaged more than 50,000 volunteers from over 500 partner groups. Together, they collected over 210,000 kilograms of waste.

Throughout the year, we continued to support inclusive growth, with 16,900 MSME partners operating as tenants, suppliers and service providers.

We also directed 99 percent of our procurement spend to local vendors, effectively reinforcing the domestic economy.

With these efforts, we were able to advance our sustainability commitment in ways that are both quantifiable and value-enhancing.

For 2026, we will continue to build on this progress by expanding renewable energy use and improving operational efficiency.

We will work even harder to give our customers greater value in every visit. At the same time, we will work more closely with our tenants and partners to navigate the impact of the ongoing conflict in the Middle East.

We will also be more disciplined in our capital deployment, as we position our Company against a more fragile and uncertain backdrop.

The spillover effects of the Middle East conflict have been swift, broad and severe. Only two months after it began, its economic and systemic effects are already being felt across the world.

In the Philippines, inflation and interest rates are now higher and are expected to remain elevated through 2027.

Given these conditions, we expect more measured growth for our Company in 2026.

Our confidence is grounded in our recurring income streams, strong balance sheet, broad customer base and integrated ecosystem. Together, these give us stability through uncertainty and help sustain performance.

Our sustainability investments also act as a hedge against energy volatility. They reduce our exposure to grid instability and support more reliable, cost-efficient operations.

We recognize the gravity of the challenges ahead and are responding with appropriate caution.

The Executive Committee is closely monitoring the situation to assess risks in real time and ensure timely, coordinated responses within the organization.

The Board, together with our Advisers, is also providing active oversight and guidance to ensure our strategy and capital allocation remain aligned with evolving conditions.

Fellow shareholders, ladies and gentlemen—

We know that 2026 will be difficult. Many of the pressures we are facing are simply beyond our control. But our business is structurally sound and specifically built to withstand volatility.

Our diversified portfolio provides a stable foundation, and our people have been through enough cycles to know what to do.

With your continued trust and support, SM Prime will come out of this difficult period even stronger than before.

To conclude my report, I would like to extend my sincere gratitude to our Chairman, Board of Directors, and Advisers for their strategic guidance.

To our Management Team and over 14,000 employees nationwide—I have full confidence in our ability to meet the demands of the coming months.

And to our shareholders, customers, partners and regulators: thank you for standing by our Company.

I hope to see you all again next year in a more stable environment and with a clearer path forward.

*Maraming salamat at magandang hapon sa inyong lahat.”*

The Chairman thanked the President for his report. He then asked the Corporate Secretary to announce the results of voting. The Corporate Secretary presented the tabulation of votes as follows:

In Favor		Against		Abstain	
No. of Shares	%	No. of Shares	%	No. of Shares	%
24,895,917,704	99.984	1,108,000	0.004	2,915,950	0.012

With the above votes in favor, the following resolution was passed and adopted:

**“RESOLVED**, that the 2025 Annual Report and the 2025 Audited Financial Statements are approved.”

## 5. Announcement of Cash Dividends

The Chairman then announced that in its regular meeting just adjourned, the Board of Directors has approved cash dividends amounting to 25% of the Corporation’s 2025 net income or a total of Php0.42 per share. This amounts to a total of approximately Php12.21 Billion in favor of all stockholders of record as of May 13, 2026 and payable on May 27, 2026. Stockholders and guests applauded the announcement.

## **6. Open Forum**

As provided in the Notice of the Meeting, stockholders attending remotely were given the opportunity to send their questions or remarks prior to the meeting by sending an email bearing the subject "ASM 2026 Open Forum" to <info@smprime.com> not later than April 27, 2026. Shareholders were also allowed to send their questions or comments through the chat box of the livestream. Shareholders attending in person were allowed to raise questions during the meeting.

The Chairman then proceeded with the Open Forum. He opened the floor for questions and comments from the shareholders.

The first question was from Ms. Gael Morales, who asked how the Company plans to address the risks and impacts associated with the ongoing conflict in the Middle East region. The Chairman recognized that the situation in the Middle East region is volatile and could become more difficult in the coming months. However, he stated that the Company is in a solid position to manage through the difficult period. The Company's integrated business model gives it stability and the malls provide recurring income when other parts of the Company's portfolio come under pressure. The Chairman added that they are also managing costs and prioritizing capital spending to protect cash flow and balance sheet strength.

The next question came from Mr. Darel Pichay, who asked how the Company will maintain its margins considering the rising costs. The President responded that they are implementing several measures to ensure that the Company maintains its margins. For instance, the Company is reducing its mall operating hours. They are also looking into deferring some of the Company's non-critical capital expenditures or expansions that they have previously planned. The Company centralized its procurement process so that they can leverage more as compared to a decentralized process.

The next question came from Mr. Mark Sy, who asked how the high inflation, which is starting to weaken discretionary spending, will affect the mall and hotel businesses. The President replied that he believes the mall will remain resilient. The mall occupancy levels across all of the Company's Philippine malls will continue to give the Company stable recurring business. As for the hotels, he thinks that it is quite difficult to say for now since discretionary spending may lessen given the current situation. However, they expect the demand to continue except that they cannot project precisely the level of growth involved. In any case, the malls will remain the bulk of the Company's recurring business in the coming months.

The last question came from Ms. Nicole Atun, who asked how the ongoing conflict in the Middle East region will affect the Company's expansion plans. The Chairman answered that there is no telling how long the Middle East conflict will last. Nonetheless, the Chairman shared that they believe that the Company is in a strong position. Currently, the Company's expansion program is ongoing, but as the President mentioned, the Company will be curtailing some of its capital expenditures to prepare for the worst possible scenarios.

There being no other questions, the Corporate Secretary stated that the Open Forum has ended. He advised the shareholders that for questions not addressed during the meeting, the Company's Investor Relations team will endeavor to answer them via email.

The Chairman thanked the shareholders for participating in the Open Forum.

## **7. Ratification of the Acts of the Board of Directors, Board Committees, and Management**

The next item in the agenda is the ratification of all acts and resolutions made and adopted by the Board of Directors, Board Committees, and carried out by Management during their term, or from the date of the last annual stockholders' meeting up to this meeting. These corporate acts are detailed in the Definitive Information Statement provided to all stockholders of record.

The Corporate Secretary presented the tabulation of votes:

In Favor		Against		Abstain	
No. of Shares	%	No. of Shares	%	No. of Shares	%
24,894,018,038	99.98	667,600	0	5,256,016	0.02

With the above votes in favor of approval, the following resolution was passed and adopted:

**“RESOLVED**, that the acts of the Board of Directors, Board Committees, and Management during their term or from the date of the last annual stockholders’ meeting up to this meeting are ratified.”

#### 8. Election of Directors for 2026-2027

The next item in the agenda is the election of directors for the year 2026-2027. The Chairman requested that former Supreme Court Senior Associate Justice Estela M. Perlas-Bernabe, Chairperson of the Corporate Governance Committee, to present the nominees to the Board.

Justice Perlas-Bernabe discussed that the Corporate Governance and Sustainability Committee has pre-screened and short-listed candidates qualified to be elected to the Board of Directors. She then announced the names of the following nominees to the Board for 2026-2027:

Mr. Henry T. Sy, Jr.  
Mr. Hans T. Sy  
Mr. Herbert T. Sy  
Mr. Jorge T. Mendiola  
Mr. Jeffrey C. Lim

#### Independent Directors

Ms. Estela M. Perlas-Bernabe  
Mr. Amando M. Tetangco, Jr.  
Mr. J. Carlitos G. Cruz

The Corporate Secretary thereafter presented the number of votes garnered by each of the nominees:

Nominee	No. of Votes
Henry T. Sy, Jr.	23,710,055,169
Hans T. Sy	24,115,375,443
Herbert T. Sy	24,115,370,979
Jeffrey C. Lim	24,828,869,167
Jorge T. Mendiola	24,148,971,507
Amando M. Tetangco, Jr.	24,017,959,238
J. Carlitos G. Cruz	23,559,041,122
Estela M. Perlas-Bernabe	24,130,531,759

The Corporate Secretary explained that since there are only eight (8) nominees and with the votes received, all nominees have obtained sufficient votes for election.

The following resolution was therefore passed and adopted:

**“RESOLVED**, that the following are elected to the Board of Directors of SM Prime Holdings, Inc. for the year 2026-2027, to serve as such directors until their successors have been duly qualified and elected:

Henry T. Sy, Jr.  
Hans T. Sy  
Herbert T. Sy  
Jorge T. Mendiola  
Jeffrey C. Lim

Independent Directors

Estela M. Perlas-Bernabe  
Amando M. Tetangco, Jr.  
J. Carlitos G. Cruz

After the voting results were announced, the Chairman congratulated the newly-elected members of the Board.

**9. Appointment of External Auditor**

The next item in the agenda is the appointment of the Company’s external auditor for 2026. The Corporate Secretary informed the stockholders that the Audit Committee processed and screened the nominees for external auditor and recommended, as confirmed by the Board of Directors, the appointment of SyCip, Gorres, Velayo & Co. as external auditor for 2026.

The Corporate Secretary then announced the results of voting:

In Favor		Against		Abstain	
No. of Shares	%	No. of Shares	%	No. of Shares	%
24,156,989,181	97.02	742,950,907	2.98	1,566	0

With the above votes in favor of approval, the following resolution was passed and adopted:

“**RESOLVED**, that the appointment of SyCip, Gorres, Velayo & Co. as external auditor for 2026 is approved.”

**10. Approval of the Amendment to the Sixth Article of the Articles of Incorporation**

The next item in the agenda is the approval of the amendment to the Sixth Article of the Articles of Incorporation. The Corporate Secretary informed the stockholders that

The Corporate Secretary then announced the results of voting:

In Favor		Against		Abstain	
No. of Shares	%	No. of Shares	%	No. of Shares	%
24,899,526,501	100	415,153	0	0	0

With the above votes in favor of approval, the following resolution was passed and adopted:

“**RESOLVED**, that **SM Prime Holdings, Inc.** (the **Corporation**) be authorized to increase the number of directors from eight (8) to nine (9), amending the Sixth Article of its Articles of Incorporation to read as follows:

‘SIXTH: That the number of directors of said corporation shall be **nine (9)** and that the names, nationalities and residences of the directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows:’

**RESOLVED, FINALLY**, that any one (1) of the Chairman, Corporate Secretary and/or Directors of the Corporation, acting singly, is hereby authorized and empowered, for and on behalf of Corporation, to sign, execute, deliver and cause the submission of the application to amend the Articles of Incorporation, and any and all documents necessary for any and all transactions related to the foregoing resolutions, with the Securities and Exchange Commission (**SEC**) and other relevant governmental authorities, and to do any and all acts, necessary and proper, to give the foregoing resolutions force and effect.”

**11. Approval of the Amendment to the Seventh Article of the Articles of Incorporation**

The next item in the agenda is the approval of the amendment to the Seventh Article of the Articles of Incorporation. The Corporate Secretary informed the stockholders that the proposed amendment is for the reclassification of 100 million common shares with a par value of Php1.00 per share into 100 million preferred shares with a par value of Php1.00 per share.

The Corporate Secretary explained further that after the reclassification, the authorized capital stock of the Company will remain at Php40 billion. The preferred shares shall be non-voting, perpetual, and redeemable. Other features of the preferred shares are as set forth in the Definitive Proxy Statement for today’s meeting.

The Corporate Secretary also informed the stockholders that the Board of Directors of the Company will likewise be authorized to fix and determine the other terms of preferred shares issuances, including the tranches, offer price, and timing of the offer and issuance.

The Corporate Secretary then announced the results of voting:

<b>In Favor</b>		<b>Against</b>		<b>Abstain</b>	
No. of Shares	%	No. of Shares	%	No. of Shares	%
24,899,479,114	100	462,540	0	0	0

With the above votes in favor of approval, the following resolution was passed and adopted:

**“RESOLVED**, that **SM Prime Holdings, Inc.** (the **Corporation**) be authorized to reclassify 100 Million unissued common shares with par value of Php1.00 to 100 Million preferred shares with par value of Php1.00;

**RESOLVED, FURTHER**, the Corporation be authorized to amend its Articles of Incorporation to increase the number of directors from eight (8) to nine (9), amending the Sixth Article of its Articles of Incorporation to read as follows:

**‘SEVENTH:** That the authorized capital stock of said corporation is **FORTY BILLION PESOS (Php40,000,000,000.00)**, Philippine Currency, and **said capital** stock is divided into **THIRTY-NINE BILLION NINE HUNDRED MILLION (39,900,000,000)** common shares with a par value of the One Peso (Php1.00) per share **and ONE HUNDRED MILLION (100,000,000) preferred shares with a par value of One Peso (Php1.00) per share.**

**The preferred shares shall have the following features:**

- 1. The preferred shares are non-voting shares, except that each holder of a preferred share shall be entitled to one (1) vote in the instances enumerated in Section 6 of the Revised Corporation Code, where holders of non-voting shares are entitled to vote;**

2. The holders of the preferred shares shall be entitled to dividends before any dividends are declared on the common stock of the Corporation as the Board of Directors may determine, and authority is hereby expressly granted to the Board of Directors to determine the rate, nature and/or amount of the aforesaid dividends;
3. The preferred shares shall be perpetual and shall not be redeemable at the option of their holders. However, the Corporation may redeem the preferred shares;
4. The preferred shares shall not be convertible to common shares;
5. To the extent not set forth in this Article, the specific terms of each issue of the preferred shares, including but not limited to the number of shares included in said series, the rate, nature and/or amount of dividends, shall be specified in such resolution(s) as may be adopted by the Board of Directors prior to the issue of such preferred shares, which resolution(s) shall be filed with the Securities and Exchange Commission and thereupon be deemed a part of these Articles of Incorporation;

Provided, finally, that all preferred shares shall comply with the regulations of the Securities and Exchange Commission prevailing at the time of issuance, as these may be amended from time to time.

No stockholder of the corporation, because of his/its ownership of stock, has a preemptive or other right to purchase, subscribe for or take any part of any stock or of any other securities convertible into or carrying options or warrants to purchase stock of the corporation. Any part of such stock or of other securities may, at anytime, be issued, optioned for sale, and sold or disposed by the corporation pursuant to resolution of the Board of Directors, to such person and upon such terms as such Board may deem proper, without first offering such stock or securities or any part thereof to existing Stockholders. This restriction shall be printed on the Stock Certificates of the Corporation.

**RESOLVED, FINALLY**, that any one (1) of the Chairman, Corporate Secretary and/or Directors of the Corporation, acting singly, is hereby authorized and empowered, for and on behalf of Corporation, to sign, execute, deliver and cause the submission of the application to amend the Articles of Incorporation, and any and all documents necessary for any and all transactions related to the foregoing resolutions, with the Securities and Exchange Commission, the Philippine Stock Exchange, and other relevant governmental authorities, and to do any and all acts, necessary and proper, to give the foregoing resolutions force and effect.”

## **12. Other Matters**

The Chairman inquired if there were other matters that could properly be taken up at the meeting. The Corporate Secretary confirmed that there were none.

**13. Adjournment**

There being no further business to transact, the Chairman thanked everyone who joined the meeting. Thereafter, the meeting was adjourned.

**CERTIFIED CORRECT:**

**ELMER B. SERRANO**  
*Corporate Secretary*

**ATTESTED BY:**

**HENRY T. SY, JR.**  
*Chairman*

DRAFT SUBJECT TO SH APPROVAL

**SM Prime Holdings, Inc.**  
Annual Stockholders' Meeting  
28 April 2026, 2:30 p.m.

**Record of Attendance**

Total number of voting shares outstanding	28,784,998,494
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Total number of shares represented in person, by participant brokers, and by proxies	24,899,941,654
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<b>Attendance percentage</b>	<b>86.50</b>
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**List of Stockholders Who Attended the Meeting<sup>1</sup>**

Amando M. Tetangco, Jr.  
 Anthony Gilbert L. Antiquiera  
 Belle Corporation  
 Cecile L. Faustino  
 Citibank, N.A., Philippine Branch  
 Deutsche Bank AG Manila Branch  
 Elizabeth T. Sy  
 Estela M. Perlas-Bernabe  
 Hans T. Sy  
 Harley T. Sy  
 Henry T. Sy, Jr.  
 Herbert T. Sy  
 J. Carlitos G. Cruz  
 Jan Emmet N. Telosa  
 Jeffrey C. Lim  
 Jessica Bianca T. Sy  
 Joana B. Tiangco  
 Johanna Rose E. Amboya  
 Jorge T. Mendiola  
 Julius Victor Emmanuel D. Sanvictores  
 Karisma L. Desamero  
 Kevin Matthew Caluban  
 Lucky Securities, Inc.  
 Martin Jerald P. Juco  
 Regina Capital Development Corporation  
 Roderick Alain M. Alvarez  
 Rolando S. Lopez  
 RTG & Company, Inc.  
 SCB OBO SCBHK A/C PRU HK LTD

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<sup>1</sup> In compliance with SEC Memorandum Circular No. 11 s. 2024.

SM Development Corporation  
SM Investments Corporation  
Standard Chartered Bank  
Sun Life Grepa Financial, Inc.  
Sybase Equity Investments Corporation  
Syntrix Holdings, Inc.  
Sysmart Corporation  
Tansy Holdings, Inc.  
Teresita T. Sy  
The Hongkong and Shanghai Banking Corporation

DRAFT SUBJECT TO SH APPROVAL