

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Mar 19, 2025

2. SEC Identification Number

22401

3. BIR Tax Identification No.

000-491-007

4. Exact name of issuer as specified in its charter

PRIME MEDIA HOLDINGS, INC.

5. Province, country or other jurisdiction of incorporation

Metro Manila, Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

16TH FLOOR BDO TOWERS VALERO (FORMERLY CITIBANK TOWER), 8741 PASEO
DE ROXAS, MAKATI CITY

Postal Code

1227

8. Issuer's telephone number, including area code

(632) 8831-4479

9. Former name or former address, if changed since last report

N/A

10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON	925,298,616
PREFERRED	14,366,260

11. Indicate the item numbers reported herein

Item No. 9 Other Events

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

Prime Media Holdings, Inc.
PRIM

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure
SEC grants Prime Media Holdings, Inc.’s Equity Restructuring
Background/Description of the Disclosure
Prime Media Holdings Inc. (“PRIM”) has received today, March 19, 2025, the Certificate of Approval of Equity Restructuring dated March 14, 2025 from the Securities and Exchange Commission (the “Commission”). As previously disclosed, the Board of Directors approved the Equity Restructuring Plan on August 22, 2024. The Additional Paid-in Capital (APIC) of Two Hundred Fifty-Three Million Five Hundred Thousand Pesos (Php253,500,000.00) has been applied to partially wipe out the Corporation’s deficit.
Other Relevant Information
Please see the attached SEC Form 17-C. Please note that this copy is for public use as the confidential information are redacted.

Filed on behalf by:

Name	Joanna Manzano
Designation	Junior Compliance Officer



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

The SEC Headquarters
7907 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209, Metro Manila

COMPANY REG. NO. 22401

CERTIFICATE OF APPROVAL OF
EQUITY RESTRUCTURING

KNOW ALL PERSONS BY THESE PRESENTS:

THIS IS TO CERTIFY that the equity restructuring to partially wipe-out the deficit as of December 31, 2023 in the amount of P897,878,626.00 against the Additional Paid-in Capital (APIC) of P253,500,000.00 of

PRIME MEDIA HOLDINGS, INC.

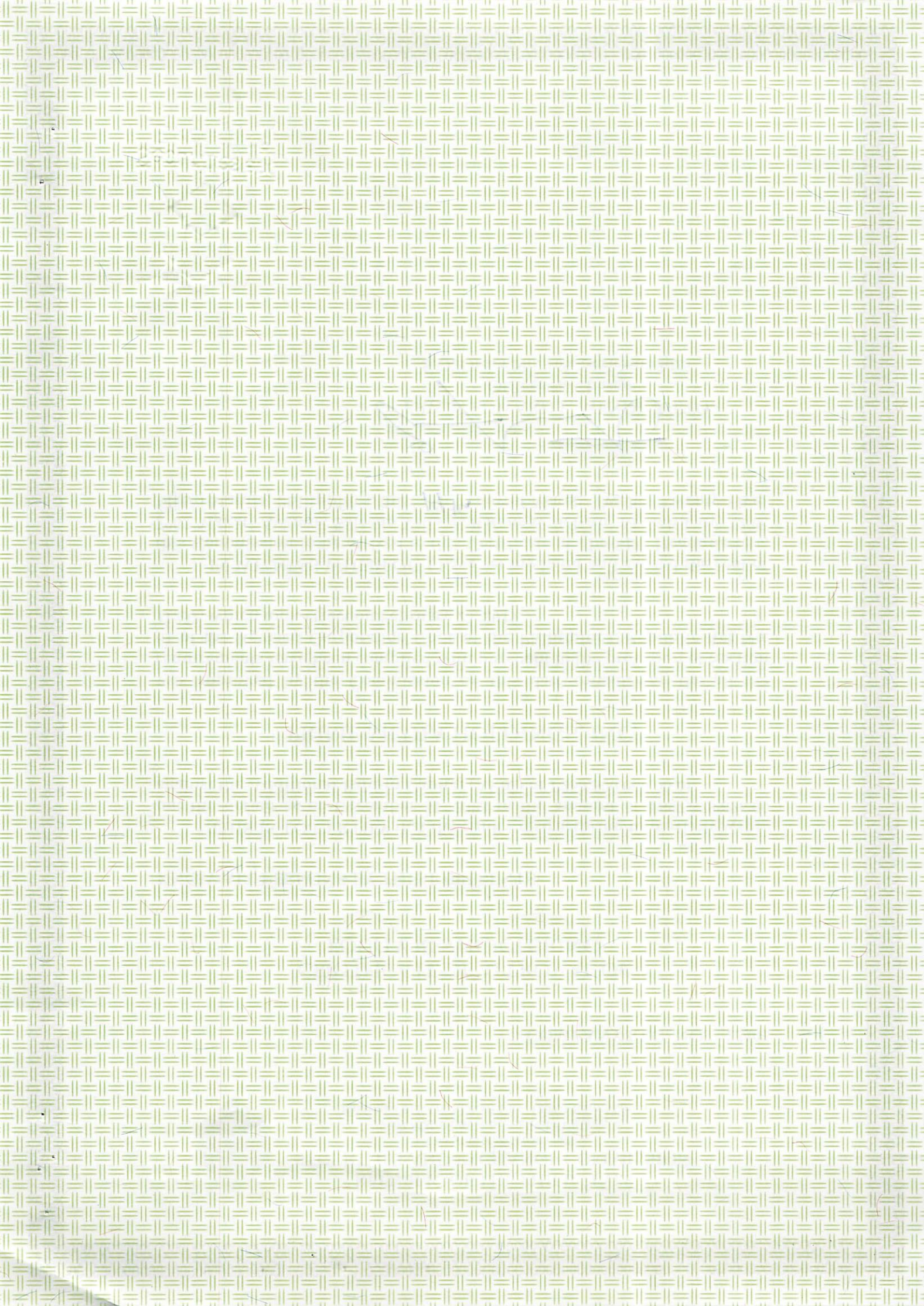
was approved by the Commission on this date considering the all the requirements have been complied with pursuant to the provision of Section 61 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at The SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, Philippines, this 14th day of March, Twenty Twenty-Five.

ERWIN EDWARD P. MENDINUETO

Officer-in-Charge

S.O. Order No. 165, Series of 2025





SEC Main Office
The SEC Headquarters
7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City , 1209

electronic Official Receipt

Transaction Details

eOR Number	20250302-LBP-0043871-60
Payment Date	February 28, 2025
Payment Scheme	Landbank Over-the-Counter
Status	COMPLETED
Payment Status	PAYMENT_SUCCESS

Payment Assessment Details

PAF No.	20250225-12329853
PAF Date	2025-02-25 15:52:02
Payor Name	PRIME MEDIA HOLDINGS INC.
Payor Address	MAKATI CITY

#	Nature of Collection	Account Code	Amount
1	Equity Restructuring	4020102000(606)	5,000.00
2	Documentary Stamp Tax	4010401000(4010401)	30.00
3	Legal Research Fee (A0823)	2020105000(131)	50.00
TOTAL			5,080.00

Total amount indicated herein does not include the convenience/service fee of the selected payment channel.



Machine Validation:

VALID UNTIL: APRIL 11, 2025

Republic of the Philippines
DEPARTMENT OF FINANCE
SECURITIES AND EXCHANGE COMMISSION
The SEC Headquarters
7907 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209

**PAYMENT ASSESSMENT FORM**

No. 20250225-12329853

DATE 02/25/2025	RESPONSIBILITY CENTER CRMD
PAYOR: PRIME MEDIA HOLDINGS INC. MAKATI CITY	

NATURE OF COLLECTION		QUANTITY	ACCOUNT CODE	AMOUNT
Equity Restructuring			4020102000 (606)	5,000.00
Legal Research Fee (A0823)			2020105000 (131)	50.00
Documentary Stamp Tax		1	4010401000 (4010401)	30.00
----NOTHING FOLLOWS----				
TOTAL AMOUNT TO BE PAID				Php 5,080.00
Assessed by: galiboon		Amount in words: FIVE THOUSAND EIGHTY PESOS AND 00/100		
Remarks:				

PAYMENT OPTIONS

- Online payment thru eSPAYSEC at
• <https://espaysec.sec.gov.ph>
- Over the Counter Payments at any LandBank branch nationwide from 8:30 am up to 3:00 pm only

NOTES:

A. The Payment Assessment Form (PAF) is valid until APRIL 11, 2025.

B. Accepted modes of payment at Landbank branches:

- Cash
- Manager's/Cashier's Check payable to the Securities and Exchange Commission

C. For check payment, please prepare separate Manager's checks per fund account as indicated on the breakdown summary.

D. For over the counter payment at LandBank:

- Print 2 copies of PAF, 1 Client Copy, 1 LandBank copy
- Accomplish the onColl Payment slip per fund account as indicated on the breakdown summary.
Use the correct Fund Account and Account No. and provide the below information:
 - Reference Number 1 - PAF No.
 - Reference Number 2 - Name of Payor appearing on the PAF
- Present OnColl Payment Slip, together with the PAF, to the LandBank Teller

E. You may generate the electronic official receipt (eOR) by visiting <https://espaysec.sec.gov.ph/eor>

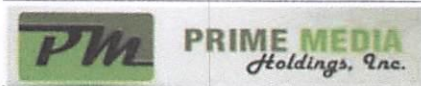
- Payment thru ESPAYSEC – eOR available upon payment
- LandBank OTC – eOR available within two (2) business days after the payment

F. ANY ALTERATIONS WILL INVALIDATE THIS FORM

BREAKDOWN SUMMARY

FUND ACCOUNT	AMOUNT	ACCOUNT #
SEC RCC Current Account	5,000.00	3752-2220-44
SEC BTR Account - LRF	50.00	3402-2319-20
SEC BIR - DST	30.00	3752-2220-60
TOTAL	Php 5,080.00	

VALID UNTIL: APRIL 11, 2025



16th Floor, BDO Towers Valero (Formerly Citibank Towers)
8741 Paseo de Roxas, Makati City
Tel. No. (02) 8-831-4479

27 February 2025

**Company Registration and Monitoring Department
SECURITIES AND EXCHANGE COMMISSION**

The SEC Headquarters
7907 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209

Attention: **Ms. Germilyne A. Liboon**
CRMD-Specialist

Re: **Submission of Original Documents in Relation to Application
for Equity Restructuring**


Dear Ms. Liboon:

In relation to the Company's application for Equity Restructuring, we hereby submit the following documents for your perusal:

1. Payment Assessment Form with the Electronic Official Receipt;
2. Letter Request for Equity Restructuring;
3. Certification under oath by the Corporate Secretary on the board resolution approving the equity restructuring plan;
4. Secretary's Certificate on no pending case involving intra-corporate dispute;
5. Affidavit executed by the Corporation's Accountant showing the Deficit, the APIC and effect of the Equity Restructuring in the Company;
6. Audited Financial Statement for the year ended December 31, 2023;
7. Monitoring Clearance.

We hope you find the foregoing documents in order. Thank you.

Very truly yours,


Atty. Diane Madelyn C. Ching
Corporate Secretary

13 September 2024

SECURITIES AND EXCHANGE COMMISSION
Financial Analysis and Audit Division (FAAD)
Company Registration and Monitoring Department
SEC Main Office Building
Paseo de Roxas, Makati City



Attention: **Atty. Fermo B. Avila II**
Director
FAAD-CRMD, SEC

Re: **Application for Equity Restructuring**

Dear **Atty. Fermo Avila**,

I write on behalf of **Prime Media Holdings, Inc.** (the "Corporation"), to apply for Equity Restructuring and use the Additional Paid-in Capital (APIC) arising from the subscriptions of **Valiant Consolidated Resources Inc.** (formerly **Angel Maple Properties Inc.**) and **Cymac Holdings Corporation** amounting to Two Hundred Fifty-Three Million Five Hundred Thousand Pesos (Php253,500,000.00) to partially wipe out the Corporation's deficit.

For your reference, we provide a brief background below:

Prime Media Holdings Inc. is a publicly listed company registered with the Securities and Exchange Commission (SEC) duly organized and existing under the laws of the Republic of the Philippines with an authorized capital stock of Five Billion Pesos (PhP 5,000,000,000.00) divided into Three Billion (3,000,000,000) common shares with a par value of One Pesos (PhP 1.00) per share, One Billion (1,000,000,000) Series "A" Preferred Shares with a par value of One Pesos (PhP 1.00) per share, and One Billion (1,000,000,000) Series "B" Preferred Shares with a par value of One Pesos (PhP 1.00) per share as of 31 August 2024.

Pursuant to the approval of Board of Directors on 23 May 2023, the Corporation accepted on 30 June 2023 the subscriptions of **Valiant Consolidated Resources Inc. (formerly Angel Maple Properties Inc.) ("Valiant")** and **Cymac Holdings Corporation ("Cymac")**, to One Hundred Twenty Five Million (125,000,000) and Twenty Five Million (25,000,000) common shares, respectively, at a subscription price of Two Pesos and 70/100 (Php2.70) per share which is more than the par value of One Peso (P1.00) per share, for a total subscription price of Three Hundred Thirty-Seven Million Five Hundred thousand Pesos (Php337,500,000.00) and Sixty Seven Million

Five Hundred Thousand Pesos (Php67,500,000.00), respectively, or a total of Four Hundred Five Million Pesos (Php405,000,000.00).

Notably, the subscriptions of Valiant and Cymac resulted to the creation of Additional Paid-in Capital (APIC) of Two Hundred Fifty-Three Million Five Hundred Thousand Pesos (Php253,500,000.00) representing the excess capital arising from the difference of the par value of PhP 1.00 and the subscription price of PhP 2.70 per share amounting to PhP 1.70 per share equivalent to Two Hundred Fifty Five Million Pesos (PhP 255,000,000.00) less the stock issuance cost of One Million Five Hundred Thousand Pesos (PhP 1,500,000.00).

On 22 August 2024, the Board of Directors approved the Equity Restructuring Plan to use the aforementioned Additional Paid-in Capital (APIC) to partially wipe out the Corporation's deficit as shown below:

Stockholders' Equity	Equity 2022	2023 Transactions					Equity 2023
		Valiant Subscription	Cymac Subscription	Stock Issuance Cost	Net Loss	Unrealized FV Gain	
Common Stock	P 700,298,616.00	125,000,000.00	25,000,000.00				P 850,298,616.00
Preferred Stock	14,366,260.00						14,366,260.00
Total	714,664,876.00	125,000,000.00	25,000,000.00	-			864,664,876.00
Additional Paid-in Capital Stock		212,500,000.00	42,500,000.00	(1,500,000.00)			253,500,000.00
TOTAL CAPITAL STOCK	714,664,876.00	337,500,000.00	67,500,000.00	(1,500,000.00)			1,118,164,876.00
Accumulated Deficit	(867,570,155.00)				(30,308,471.00)		(897,878,626.00)
Other Comprehensive Income	3,100,000.00					1,700,000.00	4,800,000.00
TOTAL EQUITY (DEFICIT)	(149,805,279.00)	337,500,000.00	67,500,000.00	(1,500,000.00)	(30,308,471.00)	1,700,000.00	225,086,250.00

In support of our request, we have enclosed with this letter the following documents for your perusal:

Document	Annex
Certification under oath by the Corporate Secretary on the board resolution approving the equity restructuring plan	"A"
Audited financial statements as of the last fiscal year received by BIR and SEC	"B"
Notarized Secretary's Certification on no pending case involving intra-corporate dispute	"C"
Affidavit executed by the Corporation's Accountant showing the Deficit, the APIC and effect of the Equity Restructuring in the Company	"D"
Monitoring Clearance from Financial Analysis and Audit Division (FAAD) or, if available, a copy of updated Monitoring Clearance from Compliance Monitoring Division (CMD) and/or clearance from other Department of the Commission	"E"



Should you have any clarification, please do not hesitate to contact the undersigned at dcc.chinglaw@gmail.com

Thank you and we look forward to your favorable action.

Very truly yours,

A black rectangular box redacting the signature of the undersigned.

Atty. Diane Madelyn C. Ching
Corporate Secretary

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

SECRETARY'S CERTIFICATE

I, **DIANE MADELYN C. CHING**, of legal age, Filipino, with office address at 16th Floor, BDO Towers Valero (Formerly Citibank Towers), 8741 Paseo de Roxas, Makati City, after having been duly sworn to in accordance with law, do hereby depose and state that:

1. I am the duly appointed and qualified Corporate Secretary of **PRIME MEDIA HOLDINGS, INC.** (the "Corporation"), a corporation duly organized and existing under the laws of the Philippines with office address at 16th Floor, BDO Towers Valero (Formerly Citibank Towers), 8741 Paseo de Roxas, Makati City.
2. The majority of the Board of Directors during the Special Meeting held on 22 August 2024, wherein a quorum was present and acting throughout via remote communication at the Corporation's principal office located at 16th Floor, BDO Towers Valero (formerly: Citibank Tower), 8741 Paseo de Roxas, Makati City and the Stockholders representing at least 2/3 of the outstanding capital stock of the Corporation during the Annual Stockholders' Meeting held on 30 August 2024, via remote communication and hosted at the Corporation's principal office, approved, ratified, and confirmed the following resolutions on Equity Restructuring Plan to use the Additional Paid-in Capital (APIC) arising from the subscriptions of Valiant Consolidated Resources Inc. (formerly Angel Maple Properties Inc.) and Cymac Holdings Corporation amounting to Two Hundred Fifty-Three Million Five Hundred Thousand Pesos (Php253,500,000.00) to partially wipe out the Corporation's deficit amounting to Eight Hundred Ninety Seven Million Eight Hundred Seventy Eight Thousand Six Hundred Twenty Six Pesos (Php897,878,626.00):

Resolution No. BD-8-2024-014

"RESOLVED, as it is hereby resolved, that the Corporation be authorized and empowered to use the Additional Paid-in Capital (APIC) arising from the Subscriptions of Valiant Consolidated Resources Inc. (formerly Angel Maple Properties Inc.) and Cymac Holdings Corporation to partially wipe out the Corporation's deficit."

"RESOLVED, FURTHER, that the Corporate Secretary be authorized to file with the Securities and Exchange Commission the necessary application to implement the foregoing resolution."

"RESOLVED, FINALLY, that the foregoing resolution shall continue to have full force and effect until the same is repealed and/or superseded by a subsequent resolution to the contrary."

FEB 20 2025

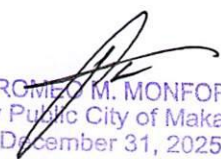
IN WITNESS WHEREOF, I have hereunto set my hand this ____ day of _____
at Makati City, Philippines.


ATTY. DIANE MADELYN C. CHING
Corporate Secretary

FEB 20 2025

SUBSCRIBED AND SWORN to before me this _____ at Makati City, affiant
exhibited to me her Philippine Passport No. _____ until 28 December 2031.

Doc. No. 459;
Page No. 95;
Book No. 11;
Series of 2025.


ATTY. ROMEO M. MONFORT
Notary Public City of Makati
Until December 31, 2025
Appointment No. M-032 (2024-2025)
PTR No. 10466008 Jan. 2, 2025/Makati City
IBP No. 488534 Dec. 27, 2024
MCLE NO. VII-0027570 Roll No. 27932
101 Urban Ave. Campos Rueda Bldg.
Brgy. Pio Del Pilar, Makati City

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.


SECRETARY'S CERTIFICATE

I, **DIANE MADELYN C. CHING**, of legal age, Filipino, with office address at 16th Floor, BDO Towers Valero (Formerly Citibank Towers), 8741 Paseo de Roxas, Makati City, after having been duly sworn to in accordance with law, do hereby depose and state that:


1. I am the duly appointed and qualified Corporate Secretary of **PRIME MEDIA HOLDINGS, INC.** (the "Corporation"), a corporation duly organized and existing under the laws of the Philippines with office address at 16th Floor, BDO Towers Valero (Formerly Citibank Towers), 8741 Paseo de Roxas, Makati City.
2. To the best of my knowledge, no action or proceeding has been filed or is pending before any Court or tribunal involving an intra-corporate dispute and/or claim by any person or group against the Board of Directors, individual directors and/or major corporate officers of the Corporation or vice versa.

IN WITNESS WHEREOF, I have hereunto set my hand this SEP 13 2024 day of 2024 at Makati City, Philippines.


ATTY. DIANE MADELYN C. CHING
Corporate Secretary

SUBSCRIBED AND SWORN to before me this SEP 13 2024 at Makati City, affiant exhibited to me her Philippine Passport No.  valid until 28 December 2031.

Doc. No. 788 ;
Page No. 79 ;
Book No. III ;
Series of 2024.


KENNETH PETER D. MOLAVE
Notary Public for Makati City
Appt. No. M-572 valid until 31 Dec. 2024
Roll of Atty. No. 70029
MCLE Compliance No. VII-0018666; 04/12/2022
ISP Membership No. 414799; 01/10/2024
PTR No. PC 6457506; 01/03/2024
4F BDO Towers, 8741 Paseo de Roxas, Makati City

REPUBLIC OF THE PHILIPPINES)
CITY OF MAKATI) S.S.

AFFIDAVIT

I, **RALPH JORDAN A. BAJAMONDE**, of legal age, Filipino, with office address at 4th Floor, BDO Tower Valero, Salcedo Village, Makati City, in my capacity as Assistant Accounting Manager of **Prime Media Holdings Inc.** (hereinafter referred to as the "**Corporation**"), after having been duly sworn in accordance with law, do hereby depose and state that:

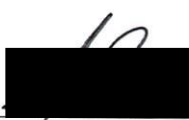
1. Prime Media Holdings Inc. is a publicly listed company registered with the Securities and Exchange Commission (SEC) duly organized and existing under the laws of the Republic of the Philippines with an authorized capital stock of Five Billion Pesos (PhP 5,000,000,000.00) divided into Three Billion (3,000,000,000) common shares with a par value of One Pesos (PhP 1.00) per share, One Billion (1,000,000,000) Series "A" Preferred Shares with a par value of One Pesos (PhP 1.00) per share, and One Billion (1,000,000,000) Series "B" Preferred Shares with a par value of One Pesos (PhP 1.00) per share.
2. Pursuant to the approval of Board of Directors on 23 May 2023, the Corporation accepted on 30 June 2023 the subscriptions of Valiant Consolidated Resources Inc. (formerly Angel Maple Properties Inc.) ("Valiant") and Cymac Holdings Corporation ("Cymac"), to One Hundred Twenty Five Million (125,000,000) and Twenty Five Million (25,000,000) common shares, respectively, at a subscription price of Two Pesos and 70/100 (PhP2.70) per share which is more than the par value of One Peso (P1.00) per share, for a total subscription price of Three Hundred Thirty-Seven Million Five Hundred thousand Pesos (PhP337,500,000.00) and Sixty Seven Million Five Hundred Thousand Pesos (PhP67,500,000.00), respectively, or a total of Four Hundred Five Million Pesos (PhP405,000,000.00).
3. Notably, the subscriptions of Valiant and Cymac resulted to the creation of Additional Paid-in Capital (APIC) of Two Hundred Fifty-Three Million Five Hundred Thousand Pesos (PhP253,500,000.00) representing the excess capital arising from the difference of the par value of PhP 1.00 and the subscription price of PhP 2.70 per share amounting to PhP 1.70 per share equivalent to Two Hundred Fifty Five Million Pesos (PhP 255,000,000.00) less the stock issuance cost of One Million Five Hundred Thousand Pesos (PhP 1,500,000.00).
4. On 22 August 2024, the Board of Directors approved the Equity Restructuring Plan to use the aforementioned Additional Paid-in Capital (APIC) to wipe out the Corporation's accumulated deficit of Eight Hundred Ninety-Seven Million Eight


Reference No. PRIM_LEG2024_AFF_001

Hundred Seventy-Eight Thousand Six Hundred Twenty-Six Pesos (Php897,878,626.00) as of 31 December 2023. (See attached Annex "A" for reference)


- 5. I execute this Affidavit to attest to the truth of the foregoing and for whatever legal purpose it may serve.

IN WITNESS WHEREOF, I have hereunto set my hand this SEP 13 2024 day of _____ 2024 at Makati City.


Ralph Jordan A. Bajamonde
Assistant Accounting Manager

SUBSCRIBED AND SWORN to before me this SEP 13 2024 day of _____ 2024 at Makati City, affiant exhibited to me his Tax Identification Number ID  as Competent Evidence of Identity.

Doc. No. 389 ;
Page No. 79 ;
Book No. III ;
Series of 2024.


KENNETH PETER D. MOLAVE
Notary Public for Makati City
Appt. No. M-572 valid until 31 Dec. 2024
Roll of Atty. No. 70029
MCLE Compliance No. VII-0018666; 04/12/2022
IBP Membership No. 414789; 01/10/2024
PTR No. PC 8457506; 01/03/2024
1/F BDO Towers, 8741 Paseo de Roxas, Makati City



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

The SEC Headquarters
7907 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209, Metro Manila

COMPANY REG. NO. 22401

CERTIFICATE OF APPROVAL OF
EQUITY RESTRUCTURING


KNOW ALL PERSONS BY THESE PRESENTS:

THIS IS TO CERTIFY that the equity restructuring to partially wipe-out the deficit as of December 31, 2023 in the amount of P897,878,626.00 against the Additional Paid-in Capital (APIC) of P253,500,000.00 of

PRIME MEDIA HOLDINGS, INC.

was approved by the Commission on this date considering the all the requirements have been complied with pursuant to the provision of Section 61 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at The SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, Philippines, this 14th day of March, Twenty Twenty-Five.


ERWIN EDWARD P. MENDINUETO
Officer-in-Charge
S.O. Order No. 165, Series of 2025

COVER SHEET

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S.E.C. Registration Number

P	R	I	M	E		M	E	D	I	A		H	O	L	D	I	N	G	S	,		I	N	C	.			
(f	o	r	m	e	r	l	y		F	i	r	s	t		e	-	B	a	n	k		C	o	r	p	.)

(Company's Full Name)

1	6	t	h		F	l	o	o	r		B	D	O		T	o	w	e	r	s							
V	a	l	e	r	o		(f	o	r	m	e	r	l	y		C	i	t	i	b	a	n	k			
T	o	w	e	r	)		8	7	4	1		P	a	s	e	o		d	e		R	o	x	a	s	
M	a	k	a	t	i		C	i	t	y																	

(Business Address: No. Street/City/Province)

DIANE MADELYN C. CHING

Contact Person

8831-4479

Company Telephone Number

1	2		
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Month Day
Fiscal Year

SEC FORM 17-C
(Approval of Equity
Restructuring)

FORM TYPE

--	--	--	--

Month Day
Annual
Meeting

N/A

Secondary License Type, If Applicable

--	--	--

Dept. Requiring this
Doc.

Amended Articles
Number/Section

Total Amount of Borrowings

--	--	--

Total No. of
Stockholders

nil

Domestic

--	--	--

Foreign

To be accomplished by SEC Personnel concerned

--	--	--	--	--	--	--	--	--	--

File Number

LCU

--	--	--	--	--	--	--	--	--	--

Document I.D.

Cashier

STAMPS

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER

1. 19 March 2025.....
Date of Report (Date of earliest event reported)
2. SEC Identification Number 22401..... 3. BIR Tax Identification No. .. 000-491-007..
4. .. Prime Media Holdings, Inc......
Exact name of issuer as specified in its charter
5. Manila, Philippines..... 6. (SEC Use Only)
Province, country or other jurisdiction Industry Classification Code:
of incorporation
7. . 16th Floor BDO Towers Valero (formerly Citibank Tower), 8741 Paseo de Roxas, Makati City 1227
Address of principal office Postal Code
8. +632 8831-4479.....
Issuer'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 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
..... <u>Common</u>	<u>925,298,616</u>
..... <u>Preferred</u>	<u>14,366,260</u>
11. Indicate the item numbers reported herein: Item No. 9 Other Events.....

Item 9. SEC grants Prime Media Holdings, Inc.'s Equity Restructuring

Prime Media Holdings Inc. ("PRIM") has received today, March 19, 2025, the Certificate of Approval of Equity Restructuring dated March 14, 2025 from the Securities and Exchange Commission (the "Commission").

As previously disclosed, the Board of Directors approved the Equity Restructuring Plan on August 22, 2024.

The Additional Paid-in Capital (APIC) of Two Hundred Fifty-Three Million Five Hundred Thousand Pesos (Php253,500,000.00) has been applied to partially wipe out the Corporation's deficit.

A copy of the Certificate of Approval of Equity Restructuring is attached herewith.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

...PRIME MEDIA HOLDINGS, INC......
Issuer

..... March 19, 2025.....
Date


Diane Madelyn C. Ching/ Corporate Secretary

.....
Signature and Title*

* Print name and title of the signing officer under the signature.