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)
   Jul 15, 2026
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	940,403,854

11. Indicate the item numbers reported herein
    Item No. 9 - Other Events

Prime Media Holdings, Inc.
PRIM

PSE Disclosure Form 4-4 - Amendments to By-Laws
References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure
Proposed Amendment of By-Laws
Background/Description of the Disclosure
Amendments of Sections 1 and 2 of Article I and Sections 6 and 7 of Article II.

Date of Approval by Board of Directors	Jun 22, 2026
Date of Approval by Stockholders	Jul 15, 2026
Other Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Securities and Exchange Commission	TBA
Date of Receipt of SEC approval	TBA

Amendment(s)

Article and Section Nos.	From	To
Article I, Section 1	Please see attached Annex “A”	Please see attached Annex “A”
Article I, Section 2	Please see attached Annex “A”	Please see attached Annex “A”
Article II, Section 6	Please see attached Annex “A”	Please see attached Annex “A”
Article II, Section 7	Please see attached Annex “A”	Please see attached Annex “A”

Rationale for the amendment(s)
The primary purpose of the amendments is to comply with the provisions of the Revised Corporation Code of the Philippines and the applicable rules and regulations of the Securities and Exchange Commission.

The timetable for the effectivity of the amendment(s)

Expected date of filing the amendments to the By-Laws with the SEC	Oct 30, 2026
Expected date of SEC approval of the Amended By-Laws	Nov 30, 2026

Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any
None.
Other Relevant Information
As previously disclosed, the proposed amendment of Section 2, Article I and Sections 6–7, Article II of the Company By-laws were approved on February 18, 2026 by the Board of Directors. Whereas Article I, Section 1 was re-approved by the Board of Directors on June 22, 2026.

Filed on behalf by:

Name	Jeanette Elaine Gesmundo
Designation	Legal Assistant

PRIME MEDIA Holdings, Inc.

ANNEX "A"

Proposed Amendment to the Company By-laws

BEFORE	AFTER
Art. I, Section 1. The annual meetings of stockholders for the election of Directors and the transaction of such other business as may be proper, shall be held at any place in Metro Manila (As amended on May 20, 1997), on the third Tuesday of May of each year starting at 4:00 o'clock in the afternoon of that day, except when it falls on a holiday, in which case it shall be held on the following business day commencing on the same hour. It may also be held by remote communication or in absentia. Notice of the time and place of such meeting shall be give either by mail to each stockholder of record at his last known place of residence or business, duly posted at least 15 days before the date, thereof, or by publication once a week for three consecutive Tuesdays, the last of which shall be at least six (6) days before the date of meeting, in a newspaper of general circulation devoted to general news and published at the place of the principal office of the Corporation. *(As amended by the Stockholders and by the Board of Directors on October 13, 2021)*	**Art. I, Section 1**. The annual meetings of stockholders for the election of Directors and the transaction of such other business as may be proper, shall be held at any place in Metro Manila *(As amended on May 20, 1997)*, on the third Tuesday of September of each year starting at 4:00 o'clock in the afternoon of that day, except when it falls on a holiday, in which case it shall be held on the following business day commencing on the same hour. It may also be held by remote communication or in absentia. Notice of the time and place of such meeting shall be given either by mail to each stockholder of record at his last known place of residence or business, duly posted at least twenty-one (21) calendar days before the date, thereof, or by publication once a week for three consecutive Tuesdays, the last of which shall be at least six (6) days before the date of meeting, in a newspaper of general circulation devoted to general news and published at the place of the principal office of the Corporation. *(As amended by the Board of Directors on October 13, 2021, and June 22, 2026; and by the Stockholders of at least a majority of the outstanding capital stock on October 13, 2021, and July 15, 2026.)*
Art. I, Section 2. Special meetings of the stockholders may be called by the Chairman or the President, or by the Secretary, upon written demand by a majority of the Board of Directors or by the owners of at least 51% of the subscribed capital stock entitled to vote, upon	**Art. I, Section 2**. Special meetings of the stockholders may be called by the Chairman or the President, or by the Secretary, upon written demand by a majority of the Board of Directors or by any number of shareholders of a corporation ("Qualifying Shareholders")

notice as provided in Section 1 hereof, specifying the purpose or purposes thereof, except in cases of extreme urgency, in which event one publication in the newspaper abovementioned and notice to stockholders of record who are not residents of the Philippines as provided in Article IX, Section 2 at least seven (7) days before the meeting shall suffice.	who hold at least ten percent (10%) or more of the outstanding capital stock ("Qualifying Shares"), upon notice as provided in Section 1 hereof, specifying the purpose or purposes thereof, except in cases of extreme urgency, in which event one publication in the newspaper abovementioned and notice to stockholders of record who are not residents of the Philippines as provided in Article IX, Section 2 at least seven (7) days before the meeting shall suffice. *(As amended by the Board of Directors on February 18, 2026, and by the Stockholders of at least a majority of the outstanding capital stock on July 15, 2026.)*
Art. II, Section 6. Special meetings of the Board of Directors may be held at any convenient place at the call of the Chairman, or upon the written request of a majority of the Directors. It may also be held by remote communication or in absentia. Notice of such meeting stating the purpose or purposes thereof shall be sent either personally or by telegram to each Director at least twenty-four (24) hours before the date of meeting. (As amended by the Stockholders and by the Board of Directors on October 13, 2021)	**Art. II, Section 6**. Special meetings of the Board of Directors may be held at any convenient place at the call of the Chairman, or upon the written request of a majority of the Directors. It may also be held by remote communication or in absentia. Notice of such meeting stating the purpose or purposes thereof shall be sent either personally or by telegram to each Director at least two (2) days prior to the scheduled meeting. *(As amended by the Board of Directors on October 13, 2021, and February 18, 2026; and by the Stockholders of at least a majority of the outstanding capital stock on October 13, 2021, and July 15, 2026.)*
Art. II, Section 7. Should the position of any Director become vacant for any reason, his position shall be filled by the majority vote of the remaining Directors, if still constituting a quorum, from among the holders of the same class of shares as that represented by the Director vacating the position, and the Director so chosen shall serve for the unexpired term.	**Art. II, Section 7.** Should the position of any Director become vacant other than by removal or by expiration of term, may be filled by vote of at least a majority of the remaining directors or trustees, if still constituting a quorum; otherwise, said vacancies must be filled by the stockholders or members in a regular or special meeting called for that purpose. *(As amended by the Board of Directors on February 18, 2026, and by the Stockholders of at least a majority of the outstanding capital stock on July 15, 2026.)*