

# 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

*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                                        |
|------------------------------------------------------------------|
| Results of the Annual Stockholders' Meeting held on 15 July 2026 |
| Background/Description of the Disclosure                         |

We advise that at the Annual Stockholders' Meeting of PRIME MEDIA HOLIDINGS, INC. (the "Corporation") held on 15 July 2026, the following matters were approved:

1. Minutes of the Previous Annual Stockholders' Meeting.
2. Annual Report and the Audited Financial Statements for the year ending December 31, 2025.

3. Approval of the following transactions:

3.1 Conversion of the remaining Six Million Five Hundred Forty-Nine Thousand Nine Hundred Sixty (6,549,960) Series "A" Non-Voting and Convertible Preferred Shares into Common Shares at the conversion rate of Twenty Five (25) Series "A" Non-Voting and Convertible Preferred Shares with a par value of Four Centavos (PhP 0.04) per share to One (1) Common Share with a par value of One Peso (PhP 1.00) per share equivalent to issuance of approximately Two Hundred Sixty One Thousand Nine Hundred Ninety Eight (261,998) Common Shares with a par value of One Peso (PhP 1.00) per share. Fractional shares arising from such conversion shall be paid in cash and/or eliminated by way of retirement and decrease in authorized capital stock, as authorized by the board.

3.2 Additional Listing with the Philippine Stock Exchange (PSE) of approximately Two Hundred Sixty One Thousand Nine Hundred Ninety Eight (261,998) Common Shares issued to shareholders after conversion of Series "A" Non-Voting and Convertible Preferred Shares with a par value of Four Centavos (PhP 0.04) per share into Common Shares with a par value of One Peso (PhP 1.00) per share as described in item 3.1 above, if necessary.

4. Amendments to the Corporation's Articles of Incorporation

4.1 Decrease in the Authorized Capital Stock from Four Billion Thirty-Nine Million Six Hundred Fifty-Nine Thousand Three Hundred Thirty-Six Pesos (PhP 4,039,659,336.00) to Three Billion Nine Hundred Ninety-Nine Million Six Hundred Fifty-Nine Thousand Three Hundred Thirty-Six Pesos (PhP 3,999,659,336.00) resulting from the retirement of Series A preferred class as described in Item 3.1 above.

4.2 Amendment to delete all other provisions and/or paragraphs in the Seventh Article of the Amended Articles of Incorporation relating to Preferred Shares to have one (1) class of Common Shares.

5. Amendments to the Corporation's By-Laws

- 5.1 Section 1 of Article I (Meeting of Stockholders)
- 5.2 Section 2 of Article I (Meeting of Stockholders)
- 5.3 Section 6 of Article II (Board of Directors)
- 5.4 Section 7 of Article II (Board of Directors)

6. Ratification of All Acts of the Board of Directors, Officers and Management.

7. Election of Board of Directors, namely:

For Regular Directors:

1. DENNIS RHOUL P. MANALO
2. BERNADETH A. LIM
3. HERMOGENE H. REAL
4. MICHELLE F. AYANGCO
5. ROLANDO S. SANTOS

Independent Directors: 2 vacant seats

8. Appointment of Reyes Tacandong & Co. as External Auditor

**Other Relevant Information**

Please see attached SEC Form 17-C.

**Filed on behalf by:**

|                    |                          |
|--------------------|--------------------------|
| <b>Name</b>        | Jeanette Elaine Gesmundo |
| <b>Designation</b> | Legal Assistant          |

## COVER SHEET

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S.E.C. Registration Number

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(Company's Full Name)

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

DIANE MADELYN C. CHING

Contact Person

8831-4479

Company Telephone Number

|   |   |  |  |   |   |  |  |
|---|---|--|--|---|---|--|--|
| 1 | 2 |  |  | 3 | 1 |  |  |
|---|---|--|--|---|---|--|--|

Month

Day

Fiscal Year

**SEC FORM 17-C**  
**(Results of the Annual**  
**Stockholders' Meeting held on**  
**15 July 2026)**

FORM TYPE

|  |  |  |  |
|--|--|--|--|
|  |  |  |  |
|--|--|--|--|

Month

Day

Annual Meeting

N/A

Secondary License Type, If Applicable

|  |  |  |
|--|--|--|
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Dept. Requiring this Doc.

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Amended Articles Number/Section

Total Amount of Borrowings

|  |  |  |  |
|--|--|--|--|
|  |  |  |  |
|--|--|--|--|

Total No. of Stockholders

|     |
|-----|
| nil |
|-----|

Domestic

|  |  |  |  |
|--|--|--|--|
|  |  |  |  |
|--|--|--|--|

Foreign

To be accomplished by SEC Personnel concerned

|  |  |  |  |  |  |  |  |
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File Number

LCU

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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

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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 Stock Outstanding<br>and Amount of Debt Outstanding |
|------------------------------|-------------------------------------------------------------------------|
| ..... <u>Common</u> .....    | <u>940,403,854</u> .....                                                |
| ..... <u>Preferred</u> ..... | <u>6,549,960</u> .....                                                  |
11. Indicate the item numbers reported herein: .....Item No. 9 Other Events.....

## **Item 9. Results of the Annual Stockholders' Meeting held on 15 July 2026**

We advise that at the Annual Stockholders' Meeting of **PRIME MEDIA HOLIDNGS, INC.** (the "Corporation") held on 15 July 2026, the following matters were approved:

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- 7. Election of Board of Directors, namely:

**For Regular Directors:**

- 1. DENNIS RHOUL P. MANALO
- 2. BERNADETH A. LIM
- 3. HERMOGENE H. REAL
- 4. MICHELLE F. AYANGCO
- 5. ROLANDO S. SANTOS

**Independent Directors:** 2 vacant seats

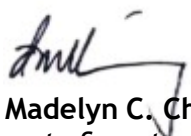
- 8. Appointment of Reyes Tacandong & Co. as External Auditor

## 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

.....July 15, 2026.....  
Date

  
**Diane Madelyn C. Ching**  
*Corporate Secretary*

.....  
Signature and Title\*

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