

06 May 2025

**Philippine Dealing & Exchange Corp.**

29th Floor, BDO Equitable Tower,  
8751 Paseo de Roxas, Makati City

Attention: **ATTY. SUZY CLAIRE R. SELLEZA**  
*Head - Issuer Compliance and Disclosure Department*

Re: SMC Tollways Fixed Rate Bonds Series A due 2030  
SMC Tollways Fixed Rate Bonds Series B due 2031  
SMC Tollways Fixed Rate Bonds Series C due 2034  
Disbursement of Proceeds and Progress Report and  
Results of Annual Stockholders' Meeting

Gentlemen:

In compliance with the Philippine Dealing & Exchange Corp. ("PDEX") guidelines, please find enclosed copy of our disclosure to Securities and Exchange Commission on May 06, 2025.

Very truly yours,

  
**RAOUL EDUARDO C. ROMULO**  
*Corporate Information Officer*

# COVER SHEET

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S.E.C. Registration Number

S	M	C		T	O	L	L	W	A	Y	S		C	O	R	P	O	R	A	T	I	O	N						
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I	N	V	E	S	T	M	E	N	T	S		P	H	I	L	I	P	P	I	N	E	S							
C	O	R	P	O	R	A	T	I	O	N	)																		

(Company's Full Name)

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C	E	N	T	R	E	,		7		S	T		F	R	A	N	C	I	S		S	T							
M	A	N	D	A	L	U	Y	O	N	G		C	I	T	Y														

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

**Atty. Mary Rose S. Tan**

Contract Person

**(632) 8632-3000**

Company Telephone Number

1	2
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Month

3	1
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Day

Fiscal Year

1	7	-	C	
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FORM TYPE

(amended)

0	5
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Month

1 <sup>st</sup>	Tuesday
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Day

Annual Meeting

Secondary License Type, If Applicable

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Dept. Requiring This Doc.

Amended Articles Number/Section

Total Amount of Borrowings

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Total No. of Stockholders

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

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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. May 6, 2025  
Date of Report (Date of earliest event reported)
2. SEC Identification Number CS201310694 3. BIR Tax Identification No. 008-547-087
4. SMC TOLLWAYS CORPORATION  
Exact name of registrant as specified in its charter
5. Metro Manila, Philippines 6.  (SEC Use Only)  
Province, country or other jurisdiction of Industry Classification Code:  
incorporation
7. 11/F San Miguel Properties Centre, 7 St. Francis St, Mandaluyong City 1550  
Address of principal office Postal Code
8. (02) 8702 4833  
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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
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Series A Bonds Due 2030	Php10,560,100,000.00
Series B Bonds Due 2031	Php5,898,950,000.00
Series C Bonds Due 2034	Php18,540,950,000.00

11. Indicate the item numbers reported herein: Items 3, 4 and 9
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- \_\_\_\_\_
- \_\_\_\_\_

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**Item 3. Appointment Issuer's Certifying Accountant**

At the annual stockholders' meeting held on May 6, 2025, at which meeting a quorum was present and acting throughout, stockholders representing at least a majority of the issued and outstanding capital stock of the Corporation, appointed the auditing firm of Reyes Tacandong & Co. as the external auditor of the Corporation for the year ended 31 December 2025.

**Item 4. Resignation, Removal or Election of Registrant's Directors or Officers**

(a) At the annual stockholders' meeting held on May 6, 2025, the following actions were approved by the stockholders:

- (i) The re-election of Mr. Margarito B. Teves as Independent Director;
- (ii) The election of the Board of Directors for the year 2025-2026:

Ramon S. Ang  
John Paul L. Ang  
Aurora T. Calderon  
Lorenzo G. Formoso III  
Jose C. Laureta  
Margarito B. Teves (Independent Director)  
Martin S. Villarama, Jr. (Independent Director)

**Item 9. Other Events**

The table below details the updated computation of the net proceeds of the offering of Fixed-Rate Bonds Series "A", Series "B" and Series "C" (the "Offering").

Gross Proceeds	Php35,000,000,000.00
Expenses related to the Offering <sup>1</sup>	<b>PhP 422,615,960.81</b>
Net Proceeds <sup>2</sup>	<b>PhP 34,577,384,039.19</b>
BALANCE OF NET PROCEEDS	<b>PhP 5,250,046,803.68</b>

- nothing follows -

**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 on May 6, 2025.

**SMC TOLLWAYS CORPORATION**

By:

  
**MARY ROSE S. TAN**  
Assistant Corporate Secretary and  
Compliance Officer

<sup>1</sup> Expenses of the Offering include: (i) SEC filing fees; (ii) other miscellaneous fees (i.e., expenses for publication, (iii) marketing and other out-of-pocket expenses; (iv) payment of documentary stamp taxes; (v) additional miscellaneous fees; (vi) legal fees; (vii) listing and maintenance fees ; and (viii) registry and paying agency fees

<sup>2</sup> To be adjusted as and when fees of the Offering are disbursed.