

20 February 2025

MR. ANTONINO A. NAKPIL

President & CEO

Philippine Dealing & Exchange Corp.

29/F, BDO Equitable Tower, 8751 Paseo de Roxas, Makati City

Attention: **ATTY. SUZY CLAIRE R. SELLEZA**
Head - Issuer Compliance and Disclosure Department
Philippine Dealing & Exchange Corp.

Subject: Material Information/Transaction/Corporate Actions

Gentlemen:

Further to the disclosure of San Miguel Global Power Holdings Corp. (the "Corporation") dated 12 February 2025, the Corporation hereby reports that, on 19 February 2025, the Corporation: (i) issued USD 100,000,000 senior perpetual securities (the "Additional Securities"), and (ii) obtained the approval in-principle from the Singapore Exchange Securities Trading Limited ("SGX-ST") for the listing and quotation of the Additional Securities with the SGX-ST. Attached is a copy of the announcement issued by the Corporation to the SGX-ST, dated 19 February 2025.

Very truly yours,

SAN MIGUEL GLOBAL POWER HOLDINGS CORP.

By:

ELENITA D. GO

Corporate Information Officer

Senior Vice President and General Manager

This communication is neither an offer to purchase nor a solicitation of an offer to sell securities. This communication is not for release, publication or distribution in or into, or to any person resident and/or located in the United States or in any jurisdiction where such release, publication or distribution is unlawful.



San Miguel Global Power Holdings Corp.
(formerly known as SMC Global Power Holdings Corp.)
(Incorporated with limited liability in the Republic of the Philippines)
(the “Company”)

ISSUANCE OF U.S.\$100,000,000 SENIOR PERPETUAL CAPITAL SECURITIES (TO BE CONSOLIDATED INTO AND FORM A SINGLE SERIES WITH THE U.S.\$500,000,000 SENIOR PERPETUAL CAPITAL SECURITIES ISSUED ON DECEMBER 2, 2024)

The Company is pleased to announce that it has today issued U.S.\$100,000,000 senior perpetual capital securities (the “**Additional Securities**”) to be consolidated into and form a single series with the Company’s existing U.S.\$500,000,000 senior perpetual capital securities issued on December 2, 2024 (the “**Original Securities**”) and together with the Additional Securities, the “**Securities**”), and accordingly, the aggregate principal amount of the Securities outstanding is U.S.\$600,000,000.

Deutsche Bank AG, Singapore Branch is the placement agent for the Additional Securities.

Approval in-principle has been obtained from the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) for the listing and quotation of the Additional Securities and the Additional Securities are expected to be admitted to the Official List of the SGX-ST on February 20, 2025. The SGX-ST assumes no responsibility for the correctness of any of the statements made, opinions expressed or reports contained herein. Approval in-principle from, admission to the Official List of, and the listing and quotation of the Additional Securities on, the SGX-ST are not to be taken as an indication of the merits of the Company and its subsidiaries or the Securities.

This announcement is not an offer to purchase, a solicitation of an offer to purchase, an offer to sell or a solicitation of an offer to sell, securities in the United States or elsewhere. No securities of the Company or any of its subsidiaries are being, or will be, registered under the U.S. Securities Act of 1933, as amended (the “Securities Act”), or the securities laws of any state of the United States or other jurisdiction and no such securities may be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and any applicable state or local securities laws.

The Additional Securities being offered or sold herein have not been, and will not be, registered with the Philippine Securities and Exchange Commission under the Philippine Securities Regulation Code (“Philippine SRC”). Any offer or sale of the Additional Securities within the Philippines is subject to the registration requirements under the Philippine SRC unless such offer or sale qualifies as an exempt transaction under the Philippine SRC.

Announcement dated February 19, 2025