



SM INVESTMENTS

February 28, 2023

THE PHILIPPINE STOCK EXCHANGE, INC.

6th Floor, PSE Tower
28th St. corner 5th Ave.
BGC, Taguig City

Attention: **Ms. Alexandra D. Tom Wong**
Officer-In-Charge, Disclosure Department

PHILIPPINE DEALING & EXCHANGE CORP.

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

Attention: **Atty. Marie Rose M. Magallen-Lirio**
Head, Issuer Compliance and Disclosure Department

Re: **Results of Board of Directors' Meeting (28 February 2023)**
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Ladies and Gentlemen:

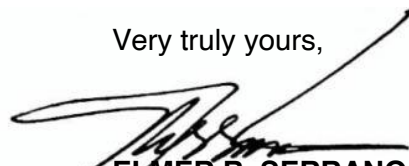
At the regular meeting of the Board of Directors of SM Investments Corporation (SMIC) held today, February 28, 2023, the Board approved the following:

1. 2022 Parent and Consolidated Audited Financial Statements of SMIC as at and for the year ended December 31, 2022.
2. Tender Offer for 2GO Group, Inc. (**2GO**) shares
 - a. The conduct by SMIC of a tender offer for up to 378,817,279 common shares constituting 15.39% of the issued and outstanding common capital stock of 2GO, subject to an independent third party fairness opinion;
 - b. The engagement of BPI Capital Corporation (BPI Capital) as the independent third-party valuation provider to render the fairness opinion, and
 - c. The appointment of BDO Securities Corporation as tender offer agent.

The tender offer price, timing, terms and conditions of the tender offer shall be determined and finalized upon receipt and acceptance by the SMIC Board of Directors of the fairness opinion report of BPI Capital.

Thank you.

Very truly yours,



ELMER B. SERRANO
Corporate Secretary

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)
February 28, 2023
2. SEC Identification No. **16342**
3. BIR Tax Identification No. **000-169-020-000**
4. Exact name of issuer as specified in its charter
SM Investments Corporation
5. Province, country or other jurisdiction of incorporation
Philippines
6. Industry Classification Code (SEC Use Only)
7. Address of principal office
10th Floor, OneE-com Center, Harbour Drive, Mall of Asia Complex, Pasay City

Postal Code **1300**
8. Issuer's telephone number, including area code
(632) 8857-0105
9. Former name or former address, if changed since last report
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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 Outstanding	of Common and Amount of Debt Outstanding	Stock of Debt
Common	1,222,023,358		

11. Indicate the item numbers reported herein:

Item 9. Other Events

At the regular meeting of the Board of Directors of SM Investments Corporation (SMIC) held today, February 28, 2023, the Board approved the following:

1. 2022 Parent and Consolidated Audited Financial Statements of SMIC as at and for the year ended December 31, 2022.
 2. Tender Offer for 2GO Group, Inc. (2GO) shares
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- a. The conduct by SMIC of a tender offer for up to 378,817,279 common shares constituting 15.39% of the issued and outstanding common capital stock of ZGO, subject to an independent third party fairness opinion;
- b. The engagement of BPI Capital Corporation (BPI Capital) as the independent third-party valuation provider to render the fairness opinion, and
- c. The appointment of BDO Securities Corporation as tender offer agent.

The tender offer price, timing, terms and conditions of the tender offer shall be determined and finalized upon receipt and acceptance by the SMIC Board of Directors of the fairness opinion report of BPI Capital.

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.

SM Investments Corporation
By:



ELMER B. SERRANO
Corporate Secretary

Date: 28 February 2023