



SM INVESTMENTS

March 6, 2023

**THE PHILIPPINE STOCK EXCHANGE, INC.**

6<sup>th</sup> Floor, PSE Tower  
28<sup>th</sup> St. corner 5<sup>th</sup> Ave.  
BGC, Taguig City

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

**PHILIPPINE DEALING & EXCHANGE CORP.**

29<sup>th</sup> Floor, BDO Equitable Tower  
8751 Paseo de Roxas, Makati City

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

Re: **Tender Offer Terms and Conditions of 2GO Shares**  
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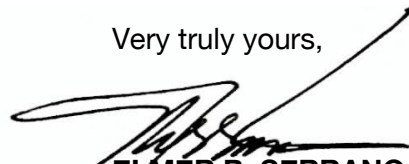
Ladies and Gentlemen:

At the special meeting of the Board of Directors of SM Investments Corporation (SMIC) held today, March 6, 2023, the Board approved the following matters in relation to SMIC's disclosures last February 28, 2023 on the conduct by SMIC of a tender offer for up to 378,817,279 common shares of 2GO Group, Inc. (2GO):

1. Setting the tender offer price at Php14.64 per common share of 2GO based on the fairness valuation report prepared by BPI Capital Corporation, authorized by The Philippine Stock Exchange, Inc. for the purpose;
2. Setting the tender offer period from March 15 to April 28, 2023; and
3. Setting the payment and settlement of the tendered shares from May 2 to 10, 2023.

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)  
**March 6, 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 of Common Stock  
Outstanding and Amount of Debt  
Outstanding

**Common**

**1,222,023,358**

11. Indicate the item numbers reported herein:

**Item 9. Other Events**

At the special meeting of the Board of Directors of SM Investments Corporation (SMIC) held today, March 6, 2023, the Board approved the following matters in relation to SMIC's disclosures last February 28, 2023 on the conduct by SMIC of a tender offer for up to 378,817,279 common shares of 2GO Group, Inc. (2GO):

1. Setting the tender offer price at Php14.64 per common share of 2GO based on the fairness valuation report prepared by BPI Capital Corporation, authorized by The Philippine Stock Exchange, Inc. for the purpose;
  2. Setting the tender offer period from March 15 to April 28, 2023; and
  3. Setting the payment and settlement of the tendered shares from May 2 to 10, 2023.
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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: 6 March 2023