



SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE (SRC) AND SRC RULE 17(a)-1(b)(3) THEREUNDER

1. June 18, 2008  
Date of Report

2. SEC Identification Number AS094-000088

3. BIR Tax Identification No. 003-058-789

4. SM PRIME HOLDINGS, INC.  
Exact name of registrant as specified in its charter

5. PHILIPPINES 6. (SEC  Use Only)  
Province, country or other jurisdiction of incorporation      Industry Classification Code:

7 SM Corporate Offices, Building A, 1000 J.W. Diokno Boulevard, Mall of Asia Complex, Pasay City, Philippines      1300  
Address of principal office      Postal Code

8. (632) 831-1000  
Registrant's telephone number, including area code

9. \_\_\_\_\_  
Former name or former address, if changed since last report

10. Securities registered pursuant to Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
<b>COMMON STOCK, P1 PAR VALUE</b>	<b>12,435,294,157</b>
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11. Indicate the item numbers reported herein: ITEM # 9, LETTER B.

## **Press Release**

### **SM Prime Holdings, Inc. Successfully Completes Php 3B Fixed Rate Notes Facility**

(18 June 2008, Manila, Philippines) SM Prime Holdings, Inc. is pleased to announce the successful completion of its Php 3,000,000,000 Fixed Rate Notes Facility. The deal was arranged by First Metro Investment Corporation. The facility will have maturities of five years, seven years and ten years from issue date and its proceeds will be used to fund on-going capital expenditures and for general corporate requirements.

The facility was over-subscribed with 16 primary institutional lenders subscribing to the Issue. The strong response by the market to this financing illustrates the high credit quality of SMPHI, as well as the local market's confidence in SM Prime Holdings, Inc.

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For further information, please contact:

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Executive Vice President  
SM Prime Holdings, Inc.  
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Tel. No.: 831-1000 loc. 1406

## SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**SM PRIME HOLDINGS, INC.**

Registrant

Date: June 18, 2008



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**JEFFREY C. LIM**  
**Executive Vice President**