



Republic of the Philippines  
Department of Finance  
Securities and Exchange Commission

Markets and Securities Regulation Department

IN THE MATTER OF : SEC MSRD Order No. 6  
 : Series of 2020  
 :  
 :  
 SM PRIME HOLDINGS, INC. : Registration of Debt Securities  
 : (under Shelf Registration)  
 - Registrant - :  
 X ----- X

**ORDER**

Upon consideration of the Registration Statement and other papers and documents attached thereto filed on behalf of **SM PRIME HOLDINGS, INC.**, the Commission, in its meeting of 11 February 2020, favorably considered the application for shelf registration of One Hundred **Billion Pesos (P 100,000,000,000.00) worth of Debt Securities**, in accordance with the requirements of Sections 8 and 12 of the Securities Regulation Code.

For the first tranche from the new registration, the company applied to offer up to **Fifteen Billion Pesos (P 15,000,000,000.00) with Oversubscription Option of up to Five Billion Pesos (P5,000,000,000.00) worth of Fixed Rate Bonds**

In this regard and after determining that the company has complied with the required submissions as directed in the Pre-Effective Letter issued on 12 February 2020, **the subject Registration Statement is now rendered effective.**

Let a **Certificate of Permit to Offer Securities for Sale** authorizing the sale and distribution of **up to Fifteen Billion Pesos (P 15,000,000,000.00) with Oversubscription Option of up to Five Billion Pesos (P 5,000,000,000.00) worth of Fixed Rate Bonds** relative to the **first tranche** be issued in favor of the company.


Let this **Order** be published at the expense of the Issuer in a newspaper of general circulation and uploaded in its website within two (2) business days from its issuance. The corporation is hereby directed to furnish the Commission with a copy of the affidavit of publication of this Order.

The sale and distribution of the remaining securities under the subsequent tranches shall be conducted only after the issuance by the Commission of the pertinent permit.

**SO ORDERED.**

Pasay City, Philippines,

February 28, 2020.

  
VICENTE GRACIANO P. FELIZMENIO, JR.  
Director

