

COVER SHEET

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SEC Registration Number

S	M	P	R	I	M	E	H	O	L	D	I	N	G	S	,	I	N	C	.	A	N	D	S	U	B	S	I
D	I	A	R	I	E	S																					

(Company's Full Name)

M	a	l	l	o	f	A	s	i	a	A	r	e	n	a	A	n	n	e	x	B	u	i	l	d	i	n	g
,	C	o	r	a	l	W	a	y	c	o	r	.	J	.	W	.	D	i	o	k	n	o	B	l	v	d	
.	,	M	a	l	l	o	f	A	s	i	a	C	o	m	p	l	e	x	,	B	r	g	y	.	7	6	
Z	o	n	e	1	0	,	C	B	P	-	1	A	,	P	a	s	a	y	C	i	t	y	1	3	0	0	

Mr. Jeffrey C. Lim

(Contact Person)

831-1000

(Company Telephone Number)

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<i>Month</i>	<i>Day</i>		<i>Month</i>	<i>Day</i>
<i>(Calendar Period)</i>				

1	7	-	C	
<i>(Form Type)</i>				

<i>Month</i>	<i>Day</i>		<i>Month</i>	<i>Day</i>
<i>(Annual Meeting)</i>				

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

<i>Total Amount of Borrowings</i>	
Domestic	Foreign

To be accomplished by SEC Personnel concerned

File Number

_____ LCU

Document ID

_____ Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

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. October 29, 2012
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 Industry Classification Code:
incorporation
7. Mall of Asia Arena Annex Building, Coral Way cor. J.W. Diokno Blvd., Mall of Asia
Complex, Brgy. 76, Zone 10, CBP-1A, 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
COMMON STOCK, P1 PAR VALUE	17,373,677,760
.....	
.....	
.....	

11. Indicate the item numbers reported herein: ITEM # 9, LETTER B.

October 29, 2012

The Philippine Stock Exchange, Inc.
3rd Floor, PSE Plaza, Ayala Triangle
Ayala Avenue, Makati City, 1226 Philippines

Attention of Ms. Janet A. Encarnacion
Head, Disclosure Department

Gentlemen:

Please be informed that the Board of Directors of SM Prime Holdings, Inc. approved the designation of BDO Trust and Investments Group as stock transfer agent of the company to replace Stock Transfer Services, Inc. effective January 1, 2013. The move to BDO is part of SM Prime's overall objective of benefitting from the synergistic relationships with companies within the SM Group and in the process, enable us to achieve operational cost efficiencies.

Very truly yours,



JEFFREY C. LIM
Executive Vice President