

COVER SHEET

A	S	0	9	4	-	0	0	0	0	8	8
---	---	---	---	---	---	---	---	---	---	---	---

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	I	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	I	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)

1	0	2	5
---	---	---	---

Month Day
(Calendar Period)

1	7	-	C
---	---	---	---

(Form Type)

--	--	--	--

Month Day
(Annual Meeting)

--

(Secondary License Type, If Applicable)

--

Dept. Requiring this Doc.

--

Amended Articles Number/Section

--

Total No. of Stockholders

Total Amount of Borrowings	
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 25, 2013
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	27,808,916,249
.....	
.....	
.....	



October 25, 2013

Philippine Stock Exchange
3rd Floor, PSE Plaza, Ayala Triangle
Ayala Avenue, Makati City

Attention: **Ms. Janet A. Encarnacion**
Head, Disclosure Department

Gentlemen:

In relation to our letter to the Exchange dated October 23, 2013 regarding the acquisition of treasury shares, we wish to inform you that after that transaction and the additional subscription of SM Investments Corporation, Mountain Bliss Resort and Development Corporation and SM Prime's directors, the Company's public float is now at 26.5%.

We trust that you find the foregoing information in order.

Very truly yours,

A handwritten signature in cursive script that reads 'Teresa Cecilia H. Reyes'.

TERESA CECILIA H. REYES
Vice President – Finance

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: October 25, 2013



JEFFREY C. LIM
Executive Vice President