

COVER SHEET

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SEC Registration Number

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(Company's Full Name)

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Teresa Cecilia H. Reyes

(Contact Person)

831-1000

(Company Telephone Number)

1	1	1	4
<i>Month</i>	<i>Day</i>	<i>(Calendar Period)</i>	

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

Total Amount of Borrowings

Domestic	Foreign

To be accomplished by SEC Personnel concerned

<i>File Number</i>											

LCU

<i>Document ID</i>											

Cashier

S T A M P S

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. November 14, 2014
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. N/A
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	27,819,137,294
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11. Indicate the item numbers reported herein: ITEM # 9, LETTER B.



PRESS RELEASE

SM opens 50th mall, remains bullish on expansion in the Philippines

(14 November 2014. Pasay City, Philippines) SM Prime Holdings, Inc., one of the largest property developers in Southeast Asia opens its 50th mall, SM Center Angono in Rizal, an integral part of the Calabarzon region bounded by Cavite, Laguna, Batangas, Rizal and Quezon.

The 41,481 sqm mall will bring the total floor plate of SM Prime to 6.4 million sqm of retail space, the largest footprint in the country in a span of less than three decades.

SM Angono, located in the “Arts Capital of the Philippines”, will feature the biggest supermarket in the municipality through Savemore. Its tenants include Ace Hardware, Watsons and BDO. It will also have 229 parking and motorcycle slots. It is the third mall in Rizal province after SM City Masinag and SM City Taytay.

SM Prime President Hans T. Sy said that “We are committed to continue our expansion towards the provincial areas which remains our strategic direction in the Philippines. In almost 30 years, SM Malls have become an important element in every community. We will also continue to expand and improve the look and feel of our existing malls to keep them current and exciting for our customers”.

“Not only do they boost asset values in surrounding areas but they have set the stage for further growth, increased productivity, promoted job and wealth creation, environmental sustainability, and positive social interaction. More importantly, they bring families and friends together. We are very pleased to open our 50th mall and we look forward to bringing more malls to Filipinos into the regions in the coming years,” Mr. Sy added.

SM Prime built its very first mall in 1983 on North EDSA, Metro Manila’s main thoroughfare. Back then, the lot that was purchased in 1978 was a vacant swamp remotely located from the center of the metropolis. SM founder Henry Sy, Sr. saw the area’s potential, standing at the crossroads of regional traffic coming from the northern provinces of Luzon.

In his travels, Mr. Sy was inspired by the first few malls built in the US which he wanted to bring to Filipinos to experience. Ironically, many thought the plan was ill-timed because the construction and the eventual opening of the North EDSA mall in 1985 with a gross floor area (GFA) at that time of 125,000 sqm happened at the height of a political crisis. Yet on opening day, many were surprised to see the crowds filling up the mall. Today, the mall draws a foot traffic of about 400,000 per day.

Among its 50 malls, three of them are included on the world’s 10 largest malls: SM Megamall, SM North Edsa and SM Mall of Asia with a combined GFA of 1.4 mn sqm.

In 1991, SM opened SM Megamall EDSA Mandaluyong with only 331, 680 sqm. It is now the country's largest following several expansion projects, counting the recently opened Mega Fashion Hall building that houses the flagship H&M store in the Philippines and other aspirational stores and dining outlets.

In 2006, SM opened the Mall of Asia on a 60-hectare reclaimed property in Pasay City. Sy envisioned the mall to be more than just a shopping complex but a premier integrated business and leisure destination now known as the Mall of Asia Complex. Today, Mall of Asia has become a major attraction for both locals and tourists with its nearly 800 retail and food outlets and its scenic view of Manila Bay.

Over the years, SM has put up new malls in many parts of the country, building three to four malls per year regardless of the economic and financial state of the nation. This reflects SM Prime's focus and commitment to progress and value creation for its shareholders and its drive to deliver stable growth through the years.

-END-

For further information, please contact:

Alexander D. Pomento

Vice President for Investor Relations

SM Prime Holdings, Inc.

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SM Malls: Philippines

50 malls

Total Gross Floor Area
6.4 million sq.m.

PHILIPPINES

(In order of development)

Metro Manila

North EDSA
Sta. Mesa
Megamall
Southmall
Fairview
Manila
Sucat
Bicutan
San Lazaro
Valenzuela

Mall of Asia
Pasig
Muntinlupa
Marikina
Las Piñas
Novaliches
Aura
BF Parañaque

Provincial

Cebu
Bacoor
Iloilo
Pampanga
Davao
Cagayan de Oro
Lucena
Baguio
Marilao
Dasmariñas
Batangas
Molino
Sta. Rosa
Clark
Lipa
Bacolod

Taytay
Rosales
Baliwag
Naga
Rosario
Tarlac
San Pablo
Calamba
Masinag
Olongapo
Consolacion
San Fernando
General Santos
Lanang
Cauayan
Angono

A look at SM Malls over the Years




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: November 14, 2014


TERESA CECILIA H. REYES
Vice President – Finance