

COVER SHEET

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SEC Registration Number

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(Company's Full Name)

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Mr. Jeffrey C. Lim
(Contact Person)

831-1000
(Company Telephone Number)

0 5 1 6
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. May 16, 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	17,373,677,760
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.....	
.....	

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



Press Release

SM Prime creates new landmark with SM Aura
Sets new standard in green development

(16 May 2013. Pasay City, Philippines.) SM Prime Holdings, Inc. (SM Prime) has joined hands with the City of Taguig in a public-private partnership project to support Taguig's bid to become a world-class city with the launch of SM Aura Premier, a state of the art civic center at the heart of the city. SM Aura, which spans a total gross floor area (GFA) of 234,892 square meters (sqm), will consist of an office tower and retail space.

SM Aura is seen to transform Taguig's town center into a landmark and prestigious address, showcasing the best in building design and environmental sustainability, with superior engineering, cutting-edge technology and modern facilities for conventions, exhibits and other community events. As an integrated development, SM Aura incorporates office towers, a chapel, a convention center, and mini-coliseum, supported by a retail podium with an upscale look and feel.

SM Aura Premier aims to be one of the first civic centers in the country to be certified Gold under the US Green Building Council Leadership in Energy and Environmental Design (LEED) program, an internationally-recognized green building program established in 135 countries.

"We are glad to be given this opportunity to work with the city of Taguig in building a state of the art civic center which will redefine the city's landscape. We support Taguig's bid to be a world-class city as SM Aura is an innovative concept with its fashion, dining, entertainment, business and lifestyle selections and ground-breaking architecture and first-rate design that will appeal to other cities that want to showcase their best for the world to see," SM Prime President Hans T. Sy said.

Taguig has emerged as a premier central business district which has hosted towering offices, embassies, international schools, a hospital, residences and modern facilities. As Taguig City hosts more upscale and innovative developments, it will continue to be one of the top destinations in the country.

Innovative design, unique dining and shopping concepts

Designed by Miami-based architectural firm, Arquitectonica, the building's design forms three curvilinear ribbons reminiscent of a tree extending its roots. Each ribbon is subdivided to form large staggered windows at the northern end. At the southern end, the three ribbons turn vertically to form the office towers, with each ribbon being slightly angled and finishing at different levels.

A dome-shaped, state of the art, 1,000-seat event hall which will be named "Samsung Hall", will serve as an exciting venue for concerts, stage performances, theatre plays, and product launches. A modern arched structure forms the roof of The Chapel of San Pedro Calungsod which could seat approximately 250 people.

The civic center will also include as its anchor tenants, SM Department Store and SM Supermarket, as well as the Trade Hall, Foodcourt, two regular Cinemas, two Director's Clubs and an IMAX Theater. It will also house a convention center that has three main function rooms and eight meeting rooms.

SM Aura will also offer new and exciting dining experiences as it brings NBA Café which is making its first entry into the Philippines and Trattoria Chef Chris of the famed My Kitchen By Chef Chris at Paco Park, as well as well-known restaurant brands like Lugang Café and Yabu. In cooperation with Manila Hotel, SM Aura also plans to bring in the Champagne Room at the terrace of SM Aura's Sky Park which is a favourite venue for elegant gatherings and celebrations. Aside from the NBA Café, Boulangerie Paul, and Todd English Food Hall will be making their debut at SM Aura.

To enhance the shopping experience, SM Aura will also provide a host of global brands opening in the Philippines for the first time such as Suiteblanco, Stefanel, Minelli, TM Lewin, J. Lindberg, B.B. Dakota and River Island for fashion.

Environmental sustainability

The civic center adheres to a very high standard of environmental sustainability. Pollution and waste are reduced from construction activities by controlling soil erosion, waterway sedimentation and airborne dust generation. A large green roof will reduce the structure's heat island effect, as well as provide occupants with landscaped recreational areas consisting of various plant species. All waste water will be treated on site and can be reused for non-potable purposes. A third of the construction materials budget is allocated for building products that are either locally sourced or have high recycled content. The building will maintain superior indoor environmental quality through enhanced ventilation and the use of low emitting materials. Energy and water use will be reduced by as much as 19% and 30% respectively compared with conventional buildings through a high performance building enclosure, and efficient equipment and fixtures.

"SM Prime, through SM Aura, has a remarkable opportunity to lead the shift to sustainability in buildings. SM Aura has set a higher standard with high performance technologies that use less energy, consume less water, and leave a smaller footprint on the city's resources," Mr. Hans T. Sy said.

In the past decade, SM Prime has taken great strides in reducing the company's environmental impact through sustainable designs in its malls. Some of the company's earliest projects in this tradition include SM Naga, SM City Rosales in Pangasinan, SM Baliwag in Bulacan to name a few. These malls feature numerous eco-friendly features that SM Prime has continued to employ across the company's newly constructed malls. Some of these unique design features include high windows above eye level that use natural light to illuminate company facilities; the use of LED and CFL light bulbs to further reduce electricity consumption; environmentally-friendly materials and technology for all heating and cooling processes; water-efficient fixtures systems to reduce potable water consumption such as waterless urinals and faucet aerators; and prudently-selected construction materials that minimize the impact of certain structures, promote healthier indoor environments and enhance performance of all company facilities.

The renovation of SM City Baguio is also in consideration for LEED certification. The new plans will incorporate multiple sustainable features that will reduce the structure's environmental impact, optimize energy efficiency, mitigate carbon emissions. SM Prime has also reinforced structures at existing malls to make them disaster-resilient such as in SM Mall of Asia, SM Center Muntinlupa, SM City Marikina and SM City Masinag.

“As builders, we know that the most iconic monuments depend on a great foundation. Our approach to sustainability works the same way. By designing green, we are not only making a commitment to revolutionizing the retail industry, but we are also creating a solid foundation for future stewards of the environment to build on,” Mr. Hans T. Sy said.

SM Aura Premier brings the total number of SM Prime malls to 47 all over the country, with a combined GFA of 5.9 million sqm.

For the rest of 2013, SM Prime is scheduled to launch SM City BF Paranaque. SM Megamall will be expanded with the opening of Building D. By year-end, SM Prime will have 48 malls in the Philippines and five in China with an estimated combined GFA of 6.9 million sqm.

-End-

For further inquiries:

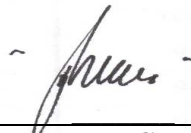
Ms. Mary Christine Q. Tan
Investor Relations
SM Prime Holdings, Inc.
E-mail: tynee.tan@smprime.com
Tel. no.: 831.1000 loc. 7800

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: May 16, 2013



JEFFREY C. LIM
Executive Vice President