

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)

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

1 7 - C
(Form Type)

<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. August 28, 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
.....	
.....	
.....	

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



August 28, 2014

The Philippine Stock Exchange, Inc.
3F Philippine Stock Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City

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

Gentlemen:

This refers to the news article entitled “SM Land to shell out P54B for 2nd reclamation project” posted in Inquirer.net on August 28, 2014. The article reported that:

“MANILA, Philippines—The SM group of tycoon Henry Sy is prepared to shell out at least P54.5 billion to reclaim and develop 300 hectares of land along Manila Bay for the city of Parañaque.

This mirrors a separate project of a similar scale awarded by the neighboring City of Pasay to SM Land Inc., which is now under review by the state-run Philippine Reclamation Authority.

‘It’s in the favor of both PRA and LGUs (local government units) of Pasay and Parañaque to develop these in a contiguous property because [consolidated] master-planning is better,’ SM Investments Corp. investor relations chief Cora Guidote said in an interview Wednesday.

Guidote said the unsolicited proposal submitted by subsidiary SM Land to reclaim the 300 hectares of land would cost the same as the proposed reclamation project in Pasay City, which was estimated at P54.5 billion.

But the net cost of reclaiming the land for SM after excluding the common area required under the law and the portion that would go to the PRA would be around P36,000 per square meter based on this original proposal, Guidote said.

The combined Pasay and Parañaque reclamation projects are thus estimated to cost P109 billion.

SM Land’s proposal to reclaim 300 hectares of land within the jurisdiction of Parañaque had recently been approved by the city’s public-private partnership (PPP) selection committee and duly endorsed by the city mayor.

Using a pass or fail criteria, the PPP committee said in a paid advertisement that only SM Land had satisfactorily submitted a feasibility study containing all the required components under a city ordinance.”

We confirm the veracity of the above-quoted news article.

Very truly yours,

A handwritten signature in black ink that reads 'Teresa Cecilia H. Reyes'.

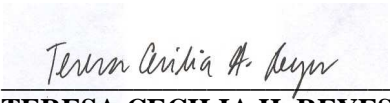
TERESA CECILIA H. REYES
Vice President – Finance

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: August 28, 2014


TERESA CECILIA H. REYES
Vice President – Finance