

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. September 1, 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.



PRESS RELEASE

SM Prime Retail Bonds Upsized to Php20 billion

(September 01, 2014 Pasay City, Philippines) SM Prime Holdings, Inc. (SMPH) has upsized its retail bond issue to Php20 billion from the initial size of Php15 billion due to the strong demand from both retail and institutional investors. This is SMPH's maiden offering of retail bonds in the public market.

The issue consists of the 5.1000% Series A bonds due 2020, 5.2006% Series B bonds due 2021 and 5.7417% Series C Bonds due 2024.

The bonds were purchased by a wide spectrum of investors ranging from individuals in the retail market to banks, investment funds, pension funds, insurance companies and other corporates. The strong market response prompted the joint issue managers and joint lead underwriters to exercise the company's oversubscription option. The offer period for the SMPH bonds opened on August 13, 2014 and closed on August 22, 2014. The issue date is on September 1, 2014.

SMPH's bonds are rated PRS Aaa by Philippine Rating Services Corporation (PhilRatings), the highest rating assigned by PhilRatings. The rating denotes that such obligations are of the highest quality with minimal credit risk, and that the issuing company's capacity to meet its financial commitment on the obligations is extremely strong.

The joint issue managers and joint bookrunners of the SMPH bonds are BDO Capital & Investment Corporation and First Metro Investment Corporation, which also acted as joint lead underwriters together with BPI Capital Corporation and China Banking Corporation. Land Bank of the Philippines, Philippine Commercial Capital Inc., PNB Capital and Investment Corporation, RCBC Capital Corporation and SB Capital Investment Corp. acted as participating underwriters of the bond issue.

-END-

For further information, please contact:

Alexander D. Pomento

Vice President for Investor Relations

SM Prime Holdings, Inc.

E-mail: alex.pomento@smprime.com

Tel. #: +63 2 862 7940

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: September 1, 2014


TERESA CECILIA H. REYES
Vice President – Finance