

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 27, 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.



November 27, 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 Prime launches \$318-M placement” posted in BusinessWorld Online on November 26, 2014. The article reported that:

“SM PRIME Holdings, Inc., the Philippines’ biggest mall operator, has launched a placement of treasury shares that could raise up to \$318 million, IFR reported on Wednesday.

Around 800 million treasury shares were being sold in the range of P17.00-P17.88 per share, said IFR, a Thomson Reuters unit. At the top end of the price range, the sale could raise as much as P14.3 billion (\$318 million).

The price range represents a discount of up to 4.9% to Wednesday’s closing price of P17.88.

JPMorgan and Macquarie are the joint bookrunners, IFR said.”

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

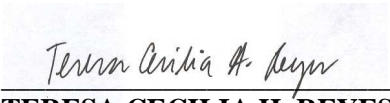
Vice President – Finance

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: November 27, 2014


TERESA CECILIA H. REYES
Vice President – Finance