

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)

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Month Day
(Calendar Period)

1	7	-	C
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(Form Type)

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Month Day
(Annual Meeting)

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(Secondary License Type, If Applicable)

[]
Dept. Requiring this Doc.

[]
Amended Articles Number/Section

[]
Total No. of Stockholders

Total Amount of Borrowings

[] Domestic	[] Foreign
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To be accomplished by SEC Personnel concerned

[]
File Number

_____ LCU

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Document ID

_____ Cashier

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S T A M P S

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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 04, 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	27,808,916,249
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11. Indicate the item numbers reported herein: ITEM # 9, LETTER B.



Press Release

SM Prime net income grows 14% to Php8.4 billion

(04 November 2013, Pasay City, Philippines) Shopping mall developer SM Prime Holdings, Inc. reported that its net income grew 14% to Php8.43 billion from Php7.40 billion in the same period last year. Gross revenues in the first nine months expanded 12% to Php24.77 billion from Php22.10 billion in the same period last year.

Rental revenues, which accounted for 85% of total revenues, rose 12% to Php20.94 billion due to rentals from new SM Supermalls opened in 2012 and 2013, namely SM City Olongapo, SM City Consolacion, SM City San Fernando, SM City General Santos, SM Lanang Premier and SM Aura Premier, with a total gross floor area of 698,000 square meters. Excluding the new malls and expansions, same-store rental growth is at 7%.

“We continue to exceed our expectations. We expect to sustain our strong performance as we approach the yearend especially as the Christmas season has been, traditionally, our strongest period. Our robust performance in the nine months of 2013 is a testament to the strength of consumption driven by the increase in OFW remittances and the continued growth of the BPO industry,” SM Prime President Hans T. Sy, said.

In terms of gross revenues, the five malls in China contributed ₱2.17 billion in 2013, or 9% of total consolidated revenues. Likewise, in terms of rental revenues, the China operations contributed 10% to SM Prime’s consolidated rental revenues. Gross revenues of the five malls in China increased 14% in 2013 largely due to improved mall productivity and lease renewals for the first three malls opened namely SM Xiamen, SM Jinjiang and SM Chengdu. Average occupancy rate for the first three malls is at 93%.

SM Prime has 47 Supermalls strategically located in the Philippines with a total gross floor area of about six million square meters (sqm). In China, SM Prime has five Supermalls located in the cities of Xiamen, Jinjiang, Chengdu, Suzhou and Chongqing with a total gross floor area of around 0.8 million sqm.

For the rest of 2013, SM Prime is scheduled to launch SM City BF in Paranaque. SM Megamall will also be expanded with the opening of Building D. Both projects will be opened to the public in November and December 2013, respectively. By yearend, SM Prime will have 48 malls in the Philippines and five in China with an estimated combined gross floor area of 7.0 million square meters.

The Securities and Exchange Commission (SEC) approved SM Prime's merger with SM Land, Inc.(SM Land) on October 10, 2013. The SEC also approved an increase in SM Prime's authorized capital stock to Php40.0 billion from Php20.0 billion as well as the issuance of SM Prime common shares to acquire various real estate companies and assets under a share and property for share swap.

"We are grateful to the SEC for its support of the property merger. Having received this very important approval, we can now move forward and work towards achieving our vision in building an integrated property development company that will rank among the best in the region not only in size but also in the quality and innovativeness of its product offerings," Mr. Sy said.

-End-

For further information, please contact:
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Vice President, Finance
SM Prime Holdings, Inc.
E-mail: teresa.cecilia.reyes@smprime.com
Tel. no.: 831.1000 loc. 7820

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 4, 2013



JEFFREY C. LIM
Executive Vice Prpesidepnt