

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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| 0 | 8 | 0 | 9 |
| <i>Month</i> | | <i>Day</i> | |
| <i>(Calendar Period)</i> | | | |

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| <i>(Form Type)</i> | | | |

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| <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>Domestic</i> | <i>Foreign</i> |

To be accomplished by SEC Personnel concerned

| | | | | | | | | | | | |
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STAMPS

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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. August 9, 2016
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. 10th Floor 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 | 28,879,231,694 |
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| | |

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



August 9, 2016

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

Attention of Mr. Jose Valeriano B. Zuño III
Head - Disclosure Department

Gentlemen:

This refers to the news article entitled “SM Prime plans to raise US\$1B via REIT” published in today’s issue of Interaksyon online. The article reported in part that:

“MANILA - Property conglomerate SM Prime Holdings Inc. plans to raise as much as US\$1 billion through the real estate investment trust (REIT) offer, part of which may be used to finance its reclamation projects in the cities of Pasay and Paranaque.

“That will be dependent on the market. I think given the size of SM Prime now and the number of malls, i think it's easy to raise US\$500 million to US\$1 billion through the REIT,” Jeffrey Lim, SM Prime’s incoming president, said in an interview.

Lim stressed that the amount of funds to be raised depends on how the REIT will be structured.

He said the new administration has indicated its willingness to review the implementing rules and regulations (IRR) of the REIT.

xxx

Lim said the conglomerate is considering the REIT market among its avenues to raise funds for its 600-hectare reclamation projects in the cities of Pasay and Paranaque.

“But it (REIT) is not going to be tied in to like the requirements of reclamation because even without the REIT, we can fund the reclamation (projects),” he added. xxx”

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 9, 2016


TERESA CECILIA H. REYES
Vice President – Finance