

# COVER SHEET

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SEC Registration Number

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(Company's Full Name)

B	u	i	l	d	i	n	g	A	,	S	M	C	o	r	p	o	r	a	t	e	O	f	f	i	c	e	s	,
1	0	0	0	J	W	D	i	o	k	n	o	B	o	u	l	e	v	a	r	d	,	M	a	l	l	o	f	
A	s	i	a	C	o	m	p	l	e	x	,	P	a	s	a	y	C	i	t	y	1	3	0	0				

(Business Address: No. Street City/Town/Province)

**Mr. Jeffrey C. Lim**

(Contact Person)

**831-1000**

(Company Telephone Number)

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*Month Day*  
(Calendar Period)

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(Form Type)

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*Month Day*  
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

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To be accomplished by SEC Personnel concerned

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File Number

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Document ID

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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. May 3, 2011  
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 SM Corporate Offices, Building A, 1000 J.W. Diokno Boulevard, Mall of Asia Complex,  
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
<b>COMMON STOCK, P1 PAR VALUE</b>	<b>13,898,943,067</b>
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11. Indicate the item numbers reported herein: ITEM # 9, LETTER B.



## Press Release

### **SM Prime to Build New Malls in Cebu and China**

(3 May 2011. Pasay City, Philippines.) SM Prime Holdings, Inc. (SM Prime), the Philippines' dominant mall developer and operator, reported during its annual stockholders meeting that it is building new shopping malls in Cebu City's reclaimed South Road Properties (SRP) and in the industrial city of Tianjin in China.

Mr. Hans T. Sy, SM Prime president said, "In the last 25 years, SM Prime redefined and enhanced its vision, mission, and core values, enabling it to create strategies that foster sustainable growth and expansion. A bigger and bolder SM Prime has since emerged, ready to take on the vast opportunities that will come from a robust and still growing Asian economy. Examples of this new momentum we are experiencing are the projects we are undertaking in Cebu City and in Tianjin, China."



*SM SRP Cebu*

In Cebu, SM Prime is set to build the city's biggest mall at the aforementioned SRP. The Php4.5 billion shopping mall with a gross floor area (GFA) of 241,600 square meters, will be the fourth biggest among the company's Philippine malls, next to its SM City North Edsa, the Mall of Asia, and SM City Megamall. The Cebu SRP shopping mall will be a four-level complex and will feature a five-theater Cineplex, an IMAX theatre, an 18-lane bowling center, an ice skating, and a roof garden, among others. It is part of the 30-hectare mixed-use development project of SM Prime in Cebu called SM Seaside City.



*SM Tianjin*

Meanwhile in China, SM Prime is building in the industrial city of Tianjin its biggest mall to date with a GFA 530,000 sqm. SM Tianjin, which is only about 30 minutes by high-speed train and roughly one and a half hours by car from Beijing, will open in 2013. SM Tianjin will showcase the latest and the best in mall design and build quality. The mall will feature three oval-shaped arch buildings, and its overall shape will look like a blossoming flower. It will be a grand showcase of how SM Prime has transformed into a first rate mall owner and developer not just in the Philippines but also in select cities of China.

-End-

For further inquiries:  
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Tel. no.: 831.1000 loc. 1401

## 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: May 3, 2011

  
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**JEFFREY C. LIM**  
Executive Vice President