COVER SHEET

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| | Mr. Jeffrey C. Lim (Contact Person) 831-1000 (Company Telephone Number) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| Dept. Requiring this Doc. | | | | | | | | | | | | Amended Articles Number/Section Total Amount of Borrowings | | | | | | | | | | | | | | | | | | | | |
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| To be accomplished by SEC Personnel concerned | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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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

| | Indicate the item numbers reported herein: ITEM # 9, LETTER B. |
|-----|--|
| | COMMON STOCK, P1 PAR VALUE 28,879,231,694 |
| | Title of Each Class Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding |
| 10. | Securities registered pursuant to Sections 4 and 8 of the RSA |
| 9. | N/A Former name or former address, if changed since last report |
| 8. | (632) 831-1000 Registrant's telephone number, including area code |
| 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 Address of principal office 1300 Postal Code |
| 5. | PHILIPPINES 6. (SEC Use Only) Province, country or other jurisdiction of Industry Classification Code: incorporation |
| 4. | SM PRIME HOLDINGS, INC. Exact name of registrant as specified in its charter |
| 2. | SEC Identification Number AS094-000088 3. BIR Tax Identification No. 003-058-789 |
| 1. | March 6, 2017 Date of Report |



Press Release

SM Prime to Issue up to Php15 Billion Fixed Rate Retail Bonds with an over subscription option of up to Php5 Billion

(6 March 2017, Pasay City, Philippines) SM Prime Holdings, Inc. has filed with the Securities and Exchange Commission an application for a permit to sell for the issuance of fixed-rate bonds in the amount of ₱15.0 Billion comprised of seven (7)-year Series "G" Bonds due on 2024 with an oversubscription option of up to ₱5.0 Billion. The issuance is part of the Company P60 Billion Shelf Registration of Fixed Rate Bonds approved by the Commission on 8 July 2016 under SEC MSRD Order No. 11 series of 2016 dated 12 July 2016.

-End-

For further information, please contact:

Ms. Teresa Cecilia H. Reyes

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: March 6, 2017

Teresa Cecilia H. Reyes
Vice President - Finance