

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)

0	6	0	6
<i>Month</i>		<i>Day</i>	
<i>(Calendar Period)</i>			

1	7	-	C
<i>(Form Type)</i>			

<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

<i>File Number</i>									

_____ *LCU*

<i>Document ID</i>									

_____ *Cashier*

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

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. **June 6, 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 incorporation Industry Classification 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** **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
.....
.....
.....

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



June 6, 2016

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 to sell P10-b bonds” posted in The Standard (Internet Edition) on June 5, 2016. The article reported in part that:

“SM Prime Holdings Inc., the country’s leading integrated real estate developer, hired four banks to handle the sale of fixed-rate bonds worth P10 billion in July.

A report filed with the Securities and Exchange Commission showed SM Prime tapped BDO Capital and Investments Corp., BPI Capital Corp., Chinabank Capital and First Metro Investments Corp. as joint issue managers and joint lead underwriters for the offering.

SM Prime will sell P5 billion worth of fixed-rate bonds with an oversubscription option for another P5 billion under the property firm’s P60-billion fixed-rate bonds shelf registration it earlier filed with SEC.

Offer period for the bond offering due 2026 was set between last week of June and early part of July.

....

Proceeds from the fund raising activity will be used to finance capital expenditures for the expansion of the group’s commercial and hotel operations.

....”

We confirm the veracity of the above-quoted news article.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Jeffrey C. Lim', written over a faint circular stamp.

JEFFREY C. LIM
Executive Vice President

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: June 6, 2016



JEFFREY C. LIM
Executive Vice President