

COVER SHEET

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SEC Registration Number

S M P R I M E H O L D I N G S , I N C . A N D S U B S I
D I A R I E S

(Company's Full Name)

1 0 t h F l o o r M a l l o f A s i a A r e n a A n n
e x B u i l d i n g , C o r a l W a y c o r . J . W .
D i o k n o B l v d . , M a l l o f A s i a C o m p l e
x , B r g y . 7 6 Z o n e 1 0 , C B P - 1 A , P a s a
y C i t y 1 3 0 0

Mr. Jeffrey C. Lim
(Contact Person)

831-1000
(Company Telephone Number)

0 4

1 8

Month Day
(Calendar Period)

1 7 - C

(Form Type)

Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned

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File Number

LCU

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Document ID

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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. April 18, 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
.....	
.....	
.....	

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



April 18, 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 nears deal on Cebu reclamation project” posted in Inquirer.net today. The article reported in part that:

“SM The SM Group’s proposed P138-billion reclamation plan in the municipality of Cordova, Cebu—described as the biggest in the Philippines—is taking a step forward with a preliminary agreement with the Philippine Reclamation Authority set for signing toward the end of this month.

Cordova Mayor Adelino Sitoy told reporters on Friday that he was set to seal a memorandum of understanding with the PRA on April 24, 2016.

He said this was still an initial agreement, given that the proposal of SM Prime Holdings Inc., involving 1,500 hectares of reclaimed land, still needed to undergo a Swiss or competitive challenge that would be set by the PRA.

’This is under a PPP [public private partnership framework]. We already had our bidding and I understand the PRA will have their own Swiss challenge with the right for [SM Prime] to match,’ he said.

....

SM Prime and the municipality of Cordova already signed a joint venture agreement in 2015, earlier reports showed. Sitoy said SM Prime will control 49 percent of the project, with the local government unit and PRA controlling the rest.

This would also be the largest land reclamation undertaking of SM Prime, if it pushes through.

....

Sitoy said SM Prime’s Cordova reclamation proposal would likely be a mixed-use development that will include a wharf that can accommodate cruise ships. He said the project will be developed over a period of eight years.

....”

We confirm that SM Prime Holdings, Inc. has signed a joint venture agreement with the municipality of Cordova to reclaim 1,500 hectares of land with a budget of P138-billion. However, we are unable to confirm nor comment on the supposed execution of an MOU between the PRA and the Municipality of Cordova inasmuch as SMPH is not a party, nor privy to the negotiations therefor.

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: April 18, 2016

A rectangular box containing a handwritten signature in cursive script, which reads "Teresa Cecilia H. Reyes".

TERESA CECILIA H. REYES
Vice President – Finance