



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. November 20, 2014  
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. 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
<b>COMMON STOCK, P1 PAR VALUE</b>	<b>27,819,137,294</b>
.....	
.....	
.....	

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



November 20, 2014

**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

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Gentlemen:

This refers to the news article entitled “SM to expand Mall of Asia” posted in Inquirer.net on November 19, 2014. The article reported that:

“MANILA—SM Prime Holdings has earmarked as much as P1.5 billion to redevelop Mall of Asia, which will expand its selling area by about a third and become the country’s first shopping mall with a football field on its roofdeck.

The upgrading of Mall of Asia is part of SM Prime’s medium-term expansion program.

In 2015, four to five malls will open, including a new complex in Tianjin, China, expanding the group’s gross leasable area by about 8 percent, the company’s chief financial officer Jeffrey Lim told reporters on the sidelines of the ING-Financial Executives Institute of the Philippines’ CFO of the Year awarding ceremony on Wednesday.

....

Capital spending for the expansion of Mall of Asia amounting to P1.2 to P1.5 billion will be spread out over the next two years, Lim said. The expansion is not expected to affect the mall’s current operations.

....”

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

Very truly yours,

A handwritten signature in blue ink that reads 'Teresa Cecilia H. Reyes'.

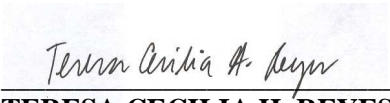
**TERESA CECILIA H. REYES**  
Vice President – Finance

## 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: November 20, 2014

  
**TERESA CECILIA H. REYES**  
Vice President – Finance