

COVER SHEET

A S 0 9 4 - 0 0 0 0 8 8

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)

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)

0 1

Month Day
(Calendar Period)

1 2

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

Domestic

Foreign

Total Amount of Borrowings

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

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. January 12, 2012
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
COMMON STOCK, P1 PAR VALUE	13,898,943,067
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.....	
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11. Indicate the item numbers reported herein: ITEM # 9, LETTER B.



Press Release

SM Prime Holdings, Inc. Successfully Completes Php5.0B Fixed Rate Notes Issue

(January 12, 2012) SM Prime Holdings, Inc. (SM Prime) successfully completed a Php5.0 billion fixed rate notes issue. The Joint Issue Managers and Bookrunners for the deal were Australia and New Zealand Banking Group Limited, ING Bank N.V., Manila Branch, and RCBC Capital Corporation.

The issuance was for five-year, seven-year, and ten-year notes, which will be used for general corporate requirements.

SM Prime currently has 41 SM Supermalls strategically located nationwide with a total gross floor area (GFA) of 5.0 million square meters (sqm). In 2012, SM Prime is set to open new malls in five different locations namely, San Fernando in Pampanga, Olongapo in Zambales, Lanang in Davao, General Santos in South Cotabato, and Consolacion in Cebu. These will bring the number of SM Supermalls in the Philippines to 46 by end-2012. Total GFA will increase to 5.7 million sqm by end-2012.

-End-

For further inquiries:
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SM Prime Holdings, Inc.
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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: January 12, 2012



JEFFREY C. LIM
Executive Vice President