

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)

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	3
---	---

 /

3	0
---	---

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

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. March 30, 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. 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. _____
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
.....	
.....	
.....	

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



Press Release

SM Prime Set to Expand SM City Bacolod

(30 March 2012. Pasay City, Philippines.) SM Prime Holdings, Inc. (SM Prime), the Philippines' dominant shopping mall developer and operator, is set to expand its existing SM City Bacolod in two phases within 2012 up to 2014. The SM City Bacolod Annex will add 102,043 square meters (sqm) of gross floor area (GFA) to the main mall, increasing SM City Bacolod's total GFA to 171,380 sqm. The Annex will offer 81,204 sqm of gross leasable area. Located at Rizal Street in the Reclamation Area of Bacolod City, The Annex, with a construction budget of close to P1.4 billion, is expected to provide employment for an additional estimated 2,000 persons.





SM Prime first opened in Bacolod in March 2007, its third mall in the Visayas, in addition to existing SM City Cebu and SM City Iloilo. SM City Bacolod originally has 71,759 sqm of gross floor area and divided between two structures, namely, Buildings A and B, anchored by SM Department Store and SM Supermarket. Notably, there are also Bacolod-based tenants such as Deco's La Paz Batchoy, Bob's Restaurant, and Chicken Deli. Total investment cost to put up the existing structure was at P1.6 billion and the mall currently provides employment for 3,000 people.

SM Prime president Mr. Hans T. Sy said, "We are pleased to announce our planned expansion of SM City Bacolod. It is our way of paying tribute to the residents of Bacolod City and of nearby areas. This expansion clearly manifests SM Prime's steadfast commitment to assist in the further development and progress of the city through increased tax payments to the local government, as well as by providing residents an improved destination mall and a highly viable venue for business and commerce. Our continuing business expansion only affirms our commitment to provide for better retail facilities and services in cities and municipalities that are fast emerging from greater economic stability fueled by remittances from overseas workers and the growth in the business process outsourcing (BPO) sector."

Bacolod City, the capital of Negros Occidental, is also referred to as the City of Smiles and is known for its famous MassKara Festival held every October. Bacolod City was cited for having the most business-friendly local government unit in the Visayas for 2006. In addition, the city is a major venue for commerce and finance in the province and hosts several notable BPO companies. Bacolod is an award-winning city as evidenced by its hall of fame status as the cleanest and greenest highly urbanized city in the Philippines.

Earlier this year, SM Prime opened SM City Olongapo in Zambales. For the rest of 2012, SM Prime is scheduled to launch SM City Lanang in Davao City, SM City General Santos in South Cotabato, SM City Consolacion in Cebu, SM City San Fernando in Pampanga and SM Chongqing in China.

By the end of 2012, SM Prime will have 46 malls in the Philippines and five in China with an estimated combined GFA of 6.3 million sqm.

-End-

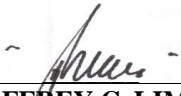
For further inquiries:
Mr. Jeffrey C. Lim
Executive Vice President
SM Prime Holdings, Inc.
E-mail: jeffrey.lim@smprime.com

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 30, 2012



JEFFREY C. LIM
Executive Vice President