

COVER SHEET

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SEC Registration Number

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(Company's Full Name)

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Mr. John Nai Peng C. Ong

(Contact Person)

831-1000

(Company Telephone Number)

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Month Day
(Calendar Period)

1	7	-	C
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(Form Type)

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Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

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. April 24, 2018
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
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.....	
.....	

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

- I. At the **regular meeting of the board of directors** of SM Prime Holdings, Inc. (Corporation) held on April 24, 2018, the Board approved the declaration of a regular cash dividend of PHP0.30 and special cash dividend of PHP0.05 per share amounting to approximately PHP10 billion to all stockholders of record as of May 9, 2018 and payable on May 23, 2018. This is equivalent to a 39% payout of last year's net income.
- II. At the **annual stockholders' meeting** of the Corporation held on April 24, 2018:
- A. The stockholders approved the minutes of the annual meeting held last April 25, 2017;
 - B. The stockholders approved the 2017 Annual Report;
 - C. The stockholders ratified all acts of the board of directors and the management from the date of the last annual stockholders' meeting (April 25, 2017) up to today's annual stockholders' meeting (April 24, 2018);
 - D. The following stockholders were elected as directors of the Corporation to serve for the period 2018-2019 and until their successors shall have been duly elected and qualified, to wit:
 - HENRY T. SY, JR. – Chairman
 - JOSE L. CUISIA, JR. – Vice-Chairman and Lead Independent Director
 - GREGORIO U. KILAYKO – Independent Director
 - JOSELITO H. SIBAYAN – Independent Director
 - HANS T. SY – Member
 - HERBERT T. SY – Member
 - JORGE T. MENDIOLA – Member
 - JEFFREY C. LIM – Member
 - TERESITA T. SY – Adviser to the Board
 - ELIZABETH T. SY – Adviser to the Board
 - E. The stockholders re-appointed Sycip Gorres Velayo & Co. as external auditor of the Corporation for the period 2018-2019.
- III. At the **organizational meeting of the board of directors** of the Corporation held on April 24, 2018:
- A. The following persons were elected officers of the Corporation for the year 2018-2019 to serve as such and until their successors shall have been duly elected and qualified:

HENRY T. SY, JR.	- Chairman
JOSE L. CUISIA, JR.	- Vice Chairman and Lead Independent Director
JEFFREY C. LIM	- President
JOHN NAI PENG C. ONG	- Chief Finance Officer and Compliance Officer
MARVIN PERRIN L. PE	- Chief Risk Officer
CHRISTOPHER S. BAUTISTA	- Vice President-Internal Audit
ANNA MARIA S. GARCIA	- President, Malls
STEVEN T. TAN	- EVP and Chief Operating Officer, Malls
JOSE MARI H. BANZON	- EVP, Residential (Primary)
SHIRLEY C. ONG	- EVP, Residential (Leisure)
RUSSEL T. SY	- VP, Commercial
MA. LUISA E. ANGELES	- EVP, Hotels and Convention Centers
 - B. The following persons were elected members of the Corporate Governance Committee of the Corporation for the year 2018-2019 to serve as such and until their successors shall have been duly elected and qualified:
 - JOSELITO H. SIBAYAN - Chairman (Independent Director)
 - GREGORIO U. KILAYKO - Member (Independent Director)

JOSE L. CUISIA, JR. - Member (Independent Director)

- C. The following persons were elected members of the Audit Committee of the Corporation for the year 2018-2019 to serve as such and until their successors shall have been duly elected and qualified:

JOSE L. CUISIA, JR. - Chairman (Independent Director)
JOSELITO H. SIBAYAN - Member (Independent Director)
JORGE T. MENDIOLA - Member
JOSE T. SIO - Adviser
SERAFIN U. SALVADOR - Adviser

- D. The following persons were elected members of the Risk Oversight Committee of the Corporation for the year 2018-2019 to serve as such and until their successors shall have been duly elected and qualified:

GREGORIO U. KILAYKO - Chairman (Independent Director)
JOSE L. CUISIA, JR. - Member (Independent Director)
JORGE T. MENDIOLA - Member
JOSE T. SIO - Adviser
SERAFIN U. SALVADOR - Adviser

- E. The following persons were elected members of the Related Party Transactions Committee of the Corporation for the year 2018-2019 to serve as such and until their successors shall have been duly elected and qualified:

JOSELITO H. SIBAYAN - Chairman (Independent Director)
GREGORIO U. KILAYKO - Member (Independent Director)
JORGE T. MENDIOLA - Member

- F. The following persons were elected members of the Executive Committee of the Corporation for the year 2018-2019 to serve as such and until their successors shall have been duly elected and qualified:

HANS T. SY - Chairman
HENRY T. SY, JR. - Member
JEFFREY C. LIM - Member
HERBERT T. SY - Member
ELIZABETH T. SY - Member
JOHN NAI PENG C. ONG – Member

- G. Mr. John Nai Peng C. Ong was appointed as Corporate Information Officer.

ARTHUR A. SY - Alternate
TERESA CECILIA H. REYES - Alternate

- H. Mr. John Nai Peng C. Ong was re-appointed as Compliance Officer.

ELMER B. SERRANO - Alternate
TERESA CECILIA H. REYES - Alternate

- I. Atty. Elmer B. Serrano and Atty. Arthur A. Sy were appointed as Corporate Secretary and Assistant Corporate Secretary, respectively.

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 24, 2018


JOHN NAI PENG C. ONG
Chief Finance Officer