

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)

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		2	4
Month			Day	
(Calendar Period)				

1	7	-	C
(Form Type)			

Month		Day
(Annual Meeting)		

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(Secondary License Type, If Applicable)

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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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. January 24, 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
.....	
.....	
.....	

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

Please be advised of the change in business address of SM Prime Holdings, Inc. from SM Corporate Offices, Building A, 1000 J. W. Diokno Boulevard, Mall of Asia Complex, Pasay City 1300 to **Mall of Asia Arena Annex Building, Coral Way cor. J.W. Diokno Blvd., Mall of Asia Complex, Brgy. 76, Zone 10, CBP-1A, 1300 Pasay City, Philippines** starting **January 30, 2012**. New contact number is **+63 2 831-1000 ext. 7802**.


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 24, 2012



JEFFREY C. LIM
Executive Vice-President