

COVER SHEET

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SEC Registration Number

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(Company's Full Name)

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Mr. Jeffrey C. Lim
(Contact Person)

831-1000
(Company Telephone Number)

0	4	1	4
<i>Month</i>	<i>Day</i>		
<i>(Calendar Period)</i>			

1 7 - C

(Form Type)

<i>Month</i>	<i>Day</i>
<i>(Annual Meeting)</i>	

(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 14, 2015
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	28,879,137,294
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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 14, 2015, the following matters were approved:
- A. Declaration of a ₱0.21 cash dividend per share amounting to ₱5.8 billion in favor of stockholders of record as of May 14, 2015 payable on June 9, 2015;
 - B. Refined mission and vision statements, and values of the Corporation;
 - C. Amended Code of Ethics of the Corporation; and
 - D. Amended Corporate Governance Manual of the Corporation.

II. At the **annual stockholders' meeting** of the Corporation held on April 14, 2015:

- A. The stockholders approved the minutes of the annual meeting held last April 15, 2014;
- B. The stockholders approved the 2014 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 15, 2014) up to today's annual stockholders' meeting (April 14, 2015);
- D. The following stockholders were elected as directors of the Corporation to serve for the period 2015-2016 and until their successors shall have been duly elected and qualified, to wit:

HENRY SY, SR. – Chairman Emeritus
 HENRY T. SY, JR. – Chairman
 JOSE L. CUISIA, JR. – Vice-Chairman and Independent Director
 HANS T. SY – Member
 GREGORIO U. KILAYKO – Independent Director
 JOSELITO H. SIBAYAN – Independent Director
 HERBERT T. SY – Member
 JORGE T. MENDIOLA – 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 2015-2016.

III. At the **organizational meeting of the board of directors** of the Corporation held on April 15, 2014:

- A. The following persons were elected officers of the Corporation for the year 2015-2016 to serve as such and until their successors shall have been duly elected and qualified:

HANS T. SY	-	President
JEFFREY C. LIM	-	Executive Vice President
JOHN NAI PENG C. ONG	-	Senior Vice President-Chief Finance Officer
DAVEE M. ZUNIGA	-	Vice President-Internal Audit
ANNA MARIA S. GARCIA	-	Business Unit Head-Malls
JOSE MARI H. BANZON	-	Business Unit Head-Residential (Primary)
SHIRLEY C. ONG	-	Business Unit Head-Residential (Secondary)
DAVE L. RAFAEL	-	Business Unit Head-Commercial
MA. LUISA E. ANGELES	-	Business Development Head-Hotels and Convention Centers

- B. The following persons were elected members of the Compensation Committee of the Corporation for the year 2015-2016 to serve as such and until their successors shall have been duly elected and qualified:

GREGORIO U. KILAYKO	-	Chairman (Independent Director)
JOSELITO H. SIBAYAN	-	Member (Independent Director)
HANS T. SY	-	Member

- C. The following persons were elected members of the Nomination Committee of the Corporation for the year 2015-2016 to serve as such and until their successors shall have been duly elected and qualified:

JOSELITO H. SIBAYAN	-	Chairman (Independent Director)
JOSE L. CUISIA, JR.	-	Member (Independent Director)
GREGORIO U. KILAYKO	-	Member (Independent Director)
HERBERT T. SY	-	Member

- D. The following persons were elected members of the Audit and Risk Management Committee of the Corporation for the year 2015-2016 to serve as such and until their successors shall have been duly elected and qualified:

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

- E. The following persons were elected members of the Executive Committee of the Corporation for the year 2015-2016 to serve as such and until their successors shall have been duly elected and qualified:

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

- F. Mr. Jeffrey C. Lim was re-appointed as Corporate Information Officer.

MARIANNE M. GUERRERO	-	Alternate
TERESA CECILIA H. REYES	-	Alternate

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

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

- H. Atty. Elmer B. Serrano was re-appointed as Corporate Secretary and Atty. Marianne M. Guerrero as Assistant Corporate Secretary.

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 14, 2015


TERESA CECILIA H. REYES
Vice President - Finance