

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>		
<small>(Calendar Period)</small>			

1	7	-	C
<small>(Form Type)</small>			

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

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

<small>Domestic</small>	<small>Foreign</small>

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
.....	
.....	
.....	

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

Ex-Date : May 11, 2015

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)
Apr 14, 2015
2. SEC Identification Number
AS094-000088
3. BIR Tax Identification No.
003-058-789
4. Exact name of issuer as specified in its charter
SM PRIME HOLDINGS, INC.
5. Province, country or other jurisdiction of incorporation
PHILIPPINES
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
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
Postal Code
1300
8. Issuer's telephone number, including area code
(632) 831-1000
9. Former name or former address, if changed since last report
N/A
10. Securities registered pursuant to Sections 8 and 12 of the SRC or 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

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

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.



**FINIHL
HOLDINGS**

**SM Prime Holdings, Inc.
SMPH**

**PSE Disclosure Form 6-1 - Declaration of Cash Dividends
References: SRC Rule 17 (SEC Form 17-C) and
Sections 6 and 4.4 of the Revised Disclosure Rules**

Subject of the Disclosure

Declaration of Cash dividends

Background/Description of the Disclosure

At the regular meeting of the board of directors of SM Prime Holdings, Inc. held on April 14, 2015, the declaration of a P0.21 cash dividend per share amounting to P5.8 billion in favor of stockholders of record as of May 14, 2015 payable on June 9, 2015 was approved.

Type of Securities

- Common
- Preferred N/A
- Others N/A

Cash Dividend

Date of Approval by Board of Directors	Apr 14, 2015
Other Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Relevant Regulatory Agency, if applicable	N/A
Type (Regular or Special)	Regular
Amount of Cash Dividend Per Share	0.21
Record Date	May 14, 2015
Payment Date	Jun 9, 2015

Source of Dividend Payment

Unappropriated Retained Earnings

Other Relevant Information

N/A

Filed on behalf by:

Name	Gerlyn Rosario Barrozo
Designation	Officer

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)
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8. Issuer's telephone number, including area code
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9. Former name or former address, if changed since last report
N/A
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
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**FINIHL
HOLDINGS**

**SM Prime Holdings, Inc.
SMPH**

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Results of the regular BOD meeting held on April 14, 2015

Background/Description of the Disclosure

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 P0.21 cash dividend per share amounting to P5.8 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.

Other Relevant Information

N/A

Filed on behalf by:

Name	Gerlyn Rosario Barrozo
Designation	Officer

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)
Apr 14, 2015
2. SEC Identification Number
AS094-000088
3. BIR Tax Identification No.
003-058-789
4. Exact name of issuer as specified in its charter
SM PRIME HOLDINGS, INC.
5. Province, country or other jurisdiction of incorporation
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COMMON STOCK, P1 PAR VALUE	28,879,137,294

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**PRIME
HOLDINGS**

**SM Prime Holdings, Inc.
SMPH**

**PSE Disclosure Form 4-25 - Results of Organizational Meeting
References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules**

Subject of the Disclosure
Results of Organizational Meeting of Board of Directors
Background/Description of the Disclosure
Results of Organizational Meeting of Board of Directors

List of elected officers for the ensuing year with their corresponding shareholdings in the Issuer

Name of Person	Position/Designation	Shareholdings in the Listed Company		Nature of Indirect Ownership
		Direct	Indirect	
HANS T. SY	President	661,002,569	24,160,943	with various brokers/PCD
JEFFREY C. LIM	Executive Vice President	0	50,000	with various brokers/PCD
JOHN NAI PENG C. ONG	Senior Vice President-Chief Finance Officer	0	0	n/a
DAVEE M. ZUNIGA	Vice President-Internal Audit	0	0	n/a
ANNA MARIA S. GARCIA	Business Unit Head-Malls	0	0	n/a
JOSE MARI H. BANZON	Business Unit Head-Residential (Primary)	0	0	n/a
SHIRLEY C. ONG	Business Unit Head-Residential (Secondary)	0	0	n/a
DAVE L. RAFAEL	Business Unit Head-Commercial	0	0	n/a
MA. LUISA E. ANGELES	Business Development Head-Hotels and Convention Centers	0	0	n/a

List of Committees and Membership

Name of Committees	Members	Position/Designation in Committee
Compensation Committee	GREGORIO U. KILAYKO	Chairman (Independent Director)
Compensation Committee	JOSELITO H. SIBAYAN	Member (Independent Director)
Compensation Committee	HANS T. SY	Member
Nomination Committee	JOSELITO H. SIBAYAN	Chairman (Independent Director)
Nomination Committee	JOSE L. CUISIA, JR.	Member (Independent Director)
Nomination Committee	GREGORIO U. KILAYKO	Member (Independent Director)
Nomination Committee	HERBERT T. SY	Member
Audit and Risk Management Committee	JOSE L. CUISIA, JR.	Chairman (Independent Director)
Audit and Risk Management Committee	GREGORIO U. KILAYKO	Member (Independent Director)
Audit and Risk Management Committee	JOSELITO H. SIBAYAN	Member (Independent Director)
Audit and Risk Management Committee	JORGE T. MENDIOLA	Member

Audit and Risk Management Committee	JOSE T. SIO	Adviser
Audit and Risk Management Committee	SERAFIN U. SALVADOR	Adviser
Executive Committee	HENRY T. SY, JR.	Chairman
Executive Committee	HANS T. SY	Member
Executive Committee	ELIZABETH T. SY	Member
Executive Committee	JEFFREY C. LIM	Member
Executive Committee	JOHN NAI PENG C. ONG	Member

List of other material resolutions, transactions and corporate actions approved by the Board of Directors

Mr. Jeffrey C. Lim was re-appointed as Corporate Information Officer.
 MARIANNE M. GUERRERO - Alternate
 TERESA CECILIA H. REYES - Alternate

Mr. John Nai Peng C. Ong was re-appointed as Compliance Officer.
 ELMER B. SERRANO - Alternate
 TERESA CECILIA H. REYES - Alternate

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

Other Relevant Information

N/A

Filed on behalf by:

Name	Gerlyn Rosario Barrozo
Designation	Officer

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)
Apr 14, 2015
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3. BIR Tax Identification No.
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5. Province, country or other jurisdiction of incorporation
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9. Former name or former address, if changed since last report
N/A
10. Securities registered pursuant to Sections 8 and 12 of the SRC or 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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**FINIHL
HOLDINGS**

**SM Prime Holdings, Inc.
SMPH**

PSE Disclosure Form 4-24 - Results of Annual or Special Stockholders' Meeting
References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Results of Annual Stockholders' Meeting

Background/Description of the Disclosure

Results of Annual Stockholders' Meeting

List of elected directors for the ensuing year with their corresponding shareholdings in the Issuer

Name of Person	Shareholdings in the Listed Company		Nature of Indirect Ownership
	Direct	Indirect	
HENRY SY, SR.	0	633,395,579	with various brokers/PCD
HENRY T. SY, JR.	680,818,440	0	n/a
JOSE L. CUISIA, JR.	408,533	89,128	with various brokers/PCD
HANS T. SY	661,002,569	24,160,943	with various brokers/PCD
GREGORIO U. KILAYKO	12,500	190,080	with various brokers/PCD
JOSELITO H. SIBAYAN	66,375	0	n/a
HERBERT T. SY	661,472,045	4,917,477	with various brokers/PCD
JORGE T. MENDIOLA	1,000	1,364,167	with various brokers/PCD
TERESITA T. SY	662,339,819	4,368,713	with various brokers/PCD
ELIZABETH T. SY	650,532,871	3,583,021	with various brokers/PCD

External auditor Sycip Gorres Velayo & Co.

List of other material resolutions, transactions and corporate actions approved by the stockholders

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.

Other Relevant Information

N/A

Filed on behalf by:

Name	Gerlyn Rosario Barrozo
Designation	Officer