

**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)  
Nov 27, 2014
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  
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	27,819,137,294

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 9-2 - Sale of Treasury Shares**  
*References: Section 9 of the Revised Disclosure Rules*

**Subject of the Disclosure**

Sale of Treasury Shares

**Background/Description of the Disclosure**

Sale of Treasury Shares

**Type of Securities**

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

**Details of Sale of Treasury Shares**

Date of Transaction	Number of Shares Sold	Price Per Share
Nov 26, 2014	1,060,000,000	17.00

**Effects on Number of Shares**

	Before	After
Outstanding Shares	27,819,137,294	28,879,137,294
Treasury Shares	5,347,162,781	4,287,162,781

<b>Cumulative Number of Shares Sold to Date <sup>1</sup></b>	1,060,000,000
<b>Number of Shares Authorized for Sale</b>	1,060,000,000

**Other Relevant Information**

N/A

<sup>1</sup> From the date when the sale of treasury shares program commenced.

**Filed on behalf by:**

<b>Name</b>	Gerlyn Rosario Barrozo
<b>Designation</b>	Officer