



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. February 17, 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 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. \_\_\_\_\_  
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
<b>COMMON STOCK, P1 PAR VALUE</b>	<b>13,898,943,067</b>
.....	
.....	
.....	

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

This is to advise that at the board of directors' meeting held today, February 17, 2012, the following matters were approved:

- a. The audited financial statements of the Company for the year 2011.
- b. The 2012 annual stockholders' meeting of SM Prime to be held on April 24, 2012, 2:30 p.m. at the **Function Room 1 of The SMX Convention Center, Seashell Drive, J.W. Diokno Boulevard, Mall of Asia Complex, Pasay City 1300**. The BOD has fixed the end of trading hours of the Philippine Stock Exchange on March 26, 2012 as the record date for the determination of stockholders entitled to notice of and to vote at such meeting and any adjournment thereof.
- a. There will be an Analysts and Press Briefing **immediately after** the Annual Stockholders' Meeting on April 24, 2012. The venue of the briefing will be at the **Meeting Rooms 5 & 6 of The SMX Convention Center, Seashell Drive, J.W. Diokno Boulevard, Mall of Asia Complex, Pasay City 1300**.

The above information is being disclosed in accordance with the disclosure rules of the Securities and Exchange Commission and the Philippine Stock Exchange.

## 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: February 17, 2012

  
\_\_\_\_\_  
**JEFFREY C. LIM**  
Executive Vice President