

# COVER SHEET

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SEC Registration Number

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(Company's Full Name)

|   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |
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|                           |
|---------------------------|
| <b>Mr. Jeffrey C. Lim</b> |
|---------------------------|

(Contact Person)

|                 |
|-----------------|
| <b>831-1000</b> |
|-----------------|

(Company Telephone Number)

|   |   |
|---|---|
| 0 | 5 |
|---|---|

*Month*

|   |   |
|---|---|
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*Day*

(Calendar Period)

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(Form Type)

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*Month*

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*Day*

(Annual Meeting)



(Secondary License Type, If Applicable)



Dept. Requiring this Doc.



Amended Articles Number/Section



Total No. of Stockholders



Domestic



Foreign

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To be accomplished by SEC Personnel concerned

|  |  |  |  |  |  |  |  |  |  |  |
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STAMPS

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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. May 4, 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<br>Outstanding and Amount of Debt Outstanding |
|-----------------------------------|--|
| <b>COMMON STOCK, P1 PAR VALUE</b> | <b>28,879,137,294</b>  |
| .....                             |  |
| .....                             |  |
| .....                             |  |

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

Please be informed that in the meeting of the Board of Directors' of SM Prime Holdings, Inc. (Corporation) held today, May 4, 2015, the Board has approved the transfer of Mr. Herbert T. Sy from the Nomination Committee to the Executive Committee. The composition of both committees after the transfer are as follows:

Nomination Committee

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

Executive Committee

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

## 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: May 4, 2015

  
**TERESA CECILIA H. REYES**  
**Vice President - Finance**