

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. November 27, 2014
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. 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	27,819,137,294
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11. Indicate the item numbers reported herein: ITEM # 9, LETTER B.

Please be informed that in the Special Board of Directors' meeting of SM PRIME HOLDINGS, INC. ("SMPH" or the "Corporation") held November 26, 2014, the Board has approved the sale of 1,060,000,000 common shares held in treasury. The shares will be sold at prevailing market prices through the facilities of the Exchange.

The Board of Directors delegated the authority to Management to determine the timing of the sale of the treasury shares. The proceeds of the sale will be for Corporation's capital expenditures, general corporate purposes, and potential acquisitions, including the recently announced partnership in OCLP Holdings Inc, the holding company of Ortigas & Co., owners of strategic land bank and properties in key cities around Metro Manila.

Currently, the Corporation has the following capital structure:

Number of Issued Common Shares: 33,166,300,075

Treasury Shares: 5,347,162,781

Number of Outstanding Common Shares: 27,819,137,294


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: November 27, 2014



TERESA CECILIA H. REYES
Vice President – Finance