

# COVER SHEET

A S 0 9 4 - 0 0 0 0 8 8

SEC Registration Number

S	M	P	R	I	M	E	H	O	L	D	I	N	G	S	,	I	N	C	.	A	N	D	S	U	B	S	I
D	I	A	R	I	E	S																					

(Company's Full Name)

M	a	l	l	o	f	A	s	i	a	A	r	e	n	a	A	n	n	e	x	B	u	i	l	d	i	n	g
,	C	o	r	a	l	W	a	y	c	o	r	.	J	.	W	.	D	i	o	k	n	o	B	l	v	d	
.	,	M	a	l	l	o	f	A	s	i	a	C	o	m	p	l	e	x	,	B	r	g	y	.	7	6	
Z	o	n	e	1	0	,	C	B	P	-	1	A	,	P	a	s	a	y	C	i	t	y	1	3	0	0	

**Mr. Jeffrey C. Lim**  
(Contact Person)

**831-1000**  
(Company Telephone Number)

0	1
---	---

2	8
---	---

  
*Month      Day*  
 (Calendar Period)

1	7	-	C
---	---	---	---

  
 (Form Type)

--	--

--	--

  
*Month      Day*  
 (Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings  

--

 Domestic     
 

--

 Foreign

-----  
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. January 28, 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. \_\_\_\_\_  
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>27,818,748,224</b>
.....	
.....	
.....	

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



## Press Release

### **SM Prime opens the Mega Fashion; Transforms SM Megamall into the Philippines' Largest Mall**

(28 January 2014. Pasay City, Philippines.) SM Prime Holdings, Inc., the Philippines' dominant mall developer and operator is opening its doors to the Mega Fashion Hall, SM Megamall's game changing new wing, on January 28, 2014. According to Mr. Steven Tan, Vice-President for SM Supermalls Premier Division, Mega Fashion Hall cements SM Megamall's identity as a premier shopping, dining, and lifestyle destination. It is home to the flagship stores of the world's most popular fashion brands Uniqlo, Zara and the much awaited Swedish retailer H&M, which will open its first store in the Philippines in the middle of the year.

The Mega Fashion Hall sets the standards for premier leisure and entertainment. Many new global brands will be opening their first store in the Philippines at the new wing, including Denmark's Vero Moda, Spain's Pull & Bear and Uno de 50, LA based Joe's Jean's, London's Savile Row and Burton, French shoe brand Nao de Brasil, and US skincare label Philosophy. The Mega Fashion Hall brings together some of the most exciting international dining concepts – Hong Kong's Michelin Star dimsum restaurant Tim Ho Wan, the first Saint Marc's Café of Tokyo, and gyoza specialist Osaka Ohsho. Foodies will also love homegrown specialty restaurants like Abe, artisanal pastries at Chez Karine, and the hearty Viking's Buffet. And of course, the Mega Food Hall opens up a whole new world of dining possibilities.

Spanning an additional gross floor area (GFA) of 101,000 square meters (sqm), SM Megamall is now the largest mall in the Philippines today. Here, film enthusiasts can enjoy the larger than life IMAX Theater, as well as private screening functions at the Director's Club, which has its own butler service. An Olympic- sized ice skating rink and a fully computerized 14- lane Bowling Center complete the new mega lifestyle experience.

SM Prime is the holding company of the SM Group in the property business. It is among the largest integrated property developers in the region with offerings spanning across diverse sectors of mall, office, residential, hotel and leisure development. For more information about SM Prime, visit [www.smprime.com](http://www.smprime.com)

-End-

For further information, please contact:

**Ms. Teresa Cecilia R. Agsalud**

Vice President, Finance

SM Prime Holdings, Inc.

E-mail: [teresa.cecilia.reyes@smprime.com](mailto:teresa.cecilia.reyes@smprime.com)

Tel. no.: 831.1000 loc. 7820

## 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: January 28, 2014



---

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