



November 04, 2014

**PHILIPPINE STOCK EXCHANGE, INC.**  
PSE Center, Exchange Road,  
Ortigas Complex, Pasig City

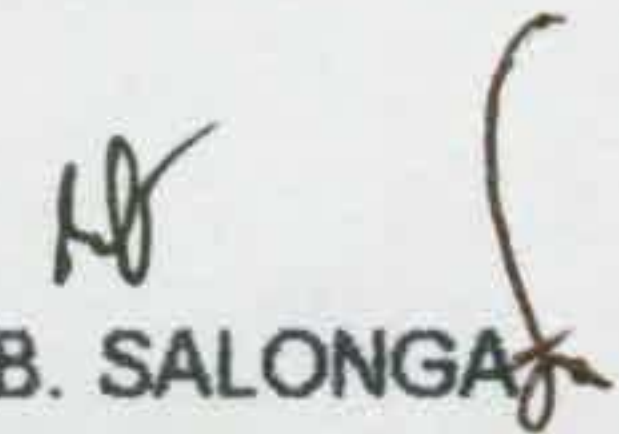
Attention : **MS. JANET A. ENCARNACION**  
Head, Disclosure Dept.


Gentlemen:

In compliance with PSE Disclosure Rules Section 17.6 requiring monthly reporting on the number of shareholders owning at least one board lot each, we submit to you the board lot of SM PRIME HOLDINGS, INC. as of October 31, 2014: ✓

| Date               | Issuer | Board Lot    | No. of Shareholders Owning At Least 1 Board Lot | Total Number of Shareholders |
|--------------------|--------|--------------|---|------------------------------|
| OCTOBER 31, 2014 ✓ | SMPH   | 100 Shares ✓ | 2,487 ✓   | 2,518 ✓                      |

Very truly yours,

  
CARLA B. SALONGA  
Asst. Vice President

  
ADORA A. YANGA  
Vice President