

CR02093-2014

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## SM Prime Holdings, Inc. SMPH

**PSE Disclosure Form POR-1 - Public Ownership Report**  
**Reference: Amended Rule on Minimum Public Ownership**

### Report Type

- Monthly  
 Quarterly  
 Others

<b>Report Date</b>	Mar 31, 2014
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### Computation of Public Ownership

<b>Number of Issued Common Shares</b>	33,166,300,075
<b>Less: Number of Treasury Common Shares, if any</b>	5,347,162,781
<b>Number of Outstanding Common Shares</b>	27,819,137,294

**Less :**

### A. Directors

Name	Direct	Indirect	Total direct & indirect shares	% to Total Outstanding Shares
Henry Sy, Sr.	659,392,771	119,002,808	778,395,579	2.8
Jose L. Cuisia, Jr.	408,533	89,128	497,661	0
Gregorio U. Kilayko	12,500	190,080	202,580	0
Joselito H. Sibayan	1,875	0	1,875	0
Hans T. Sy	661,002,569	24,159,066	685,161,635	2.46

Henry T. Sy, Jr.	680,198,440	0	680,198,440	2.45
Herbert T. Sy	661,472,045	4,917,477	666,389,522	2.4
Jorge T. Mendiola	1,000	1,364,167	1,365,167	0
Teresita T. Sy	662,339,819	4,368,713	666,708,532	2.4
Elizabeth T. Sy	650,532,871	3,583,021	654,115,892	2.35
	3,975,362,423	157,674,460	4,133,036,883	14.86

**B. Officers**

Name	Direct	Indirect	Total direct & indirect shares	% to Total Outstanding Shares
Jeffrey C. Lim	0	50,000	50,000	0
Christopher S. Bautista	0	37,500	37,500	0
	0	87,500	87,500	0

**C. Principal/Substantial Stockholders**

Name	Direct	Indirect	Total direct & indirect shares	% to Total Outstanding Shares
SM Investments Corp.	14,130,020,200	67,108,787	14,197,128,987	51.03
	14,130,020,200	67,108,787	14,197,128,987	51.03

**D. Affiliates**

Name	Direct	Indirect	Total direct & indirect shares	% to Total Outstanding Shares
Grand China International Limited	675,505,412	0	675,505,412	2.43
Oriental Land Development Limited	465,616,102	0	465,616,102	1.67
Syntrix Holdings, Inc.	309,447,010	0	309,447,010	1.11
Sysmart Corporation	263,226,285	0	263,226,285	0.95
Mountain Bliss Resort and Development Corporation	156,335,965	0	156,335,965	0.56
Belle Corporation	108,615,313	0	108,615,313	0.39
SM Development Corporation	0	45,624,176	45,624,176	0.16
	1,978,746,087	45,624,176	2,024,370,263	7.27

**E. Government**

Name	Direct	Indirect	Total direct & indirect shares	% to Total Outstanding Shares
n/a	0	0	0	0
	0	0	0	0

**F. Banks**

Name	Direct	Indirect	Total direct & indirect shares	% to Total Outstanding Shares
n/a	0	0	0	0
	0	0	0	0

**G. Employees**

Name	Direct	Indirect	Total direct & indirect shares	% to Total Outstanding Shares
n/a	0	0	0	0
	0	0	0	0

**H. Lock-Up Shares**

Name	Direct	Indirect	Total direct & indirect shares	% to Total Outstanding Shares
n/a	0	0	0	0
	0	0	0	0

**I. Others**

Name	Direct	Indirect	Total direct & indirect shares	% to Total Outstanding Shares
n/a	0	0	0	0
	0	0	0	0

<b>Number of Listed Common Shares</b>	17,392,534,760
<b>Total Number of Non-Public Shares</b>	20,354,623,634
<b>Total Number of Shares Owned by the Public</b>	7,464,513,660
<b>Public Ownership Percentage</b>	26.83

**Other Relevant Information**

n/a

**Filed on behalf by:**

<b>Name</b>	Gerlyn Rosario Barrozo
<b>Designation</b>	Officer