



April 12, 2016

**The Philippine Stock Exchange, Inc.**  
3F Philippine Stock Exchange Plaza  
Ayala Triangle, Ayala Avenue  
Makati City

**Attention of Ms. Janet A. Encarnacion**  
Head, Disclosure Department

Gentlemen:

This is in compliance with your request requiring all public companies to submit their computation of public ownership level quarterly. Attached therewith is our report for your record.

Thank you and we trust that you find everything in order.

Very truly yours,

A handwritten signature in cursive script, reading 'Teresa Cecilia H. Reyes', written in black ink on a light blue background.

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

Cc: Issuer Compliance & Disclosure Department  
Philippine Dealing & Exchange Corp.

**SM Prime Holdings, Inc.**  
**Computation of Public Ownership as of March 31, 2016**

|   |                      |
|---|----------------------|
| Number of Issued Shares                 | 33,166,300,075       |
| Number of Treasury Shares               | <u>4,287,068,381</u> |
| Number of Issued and Outstanding Shares | 28,879,231,694       |

Less:

|   | % to total<br>Outstanding<br>Shares | Number<br>of Shares |                                    |
|---|-------------------------------------|---------------------|------------------------------------|
| <b>Directors</b>                                  |                                     |                     |                                    |
| Henry Sy, Sr.                                     | 0.2867%                             | 82,795,579          |                                    |
| Jose L. Cuisia, Jr.                               | 0.0017%                             | 497,661             |                                    |
| Gregorio U. Kilayko                               | 0.0007%                             | 202,580             |                                    |
| Joselito H. Sibayan                               | 0.0001%                             | 36,375              |                                    |
| Hans T. Sy  | 2.3725%                             | 685,163,512         |                                    |
| Henry T. Sy, Jr.                                  | 2.3575%                             | 680,818,440         |                                    |
| Herbert T. Sy                                     | 2.3075%                             | 666,389,522         |                                    |
| Jorge T. Mendiola                                 | 0.0047%                             | 1,365,167           |                                    |
| Teresita T. Sy                                    | 2.3086%                             | 666,708,532         |                                    |
| Elizabeth T. Sy                                   | 2.2650%                             | <u>654,115,892</u>  | 3,438,093,260                      |
| <b>Officers</b>                                   |                                     |                     |                                    |
| Jeffrey C. Lim                                    | 0.0002%                             | 50,000              |                                    |
| Christopher S. Bautista                           | 0.0001%                             | <u>37,500</u>       | 87,500                             |
| <b>Principal Stockholders and Affiliates</b>      |                                     |                     |                                    |
| SM Investments Corp.                              | 49.7017%                            | 14,353,464,952      |                                    |
| Grand China International Limited                 | 2.3391%                             | 675,505,412         |                                    |
| Oriental Land Development Limited                 | 1.6123%                             | 465,616,102         |                                    |
| Syntrix Holdings, Inc.                            | 1.1005%                             | 317,827,670         |                                    |
| Sysmart Corporation                               | 1.1004%                             | 317,775,948         |                                    |
| Belle Corporation                                 | 0.3190%                             | 92,138,513          |                                    |
| Sybase Equity Investments Corp                    | 0.1813%                             | 52,365,500          |                                    |
| SM Development Corporation                        | 0.1580%                             | 45,624,176          |                                    |
| Cutad, Inc.                                       | 0.0682%                             | 19,694,544          |                                    |
| HSBB, Inc.  | 0.0682%                             | <u>19,694,400</u>   | 16,359,707,217                     |
| <b>Total Number of Shares Owned by the Public</b> |                                     |                     | <u><u><b>9,081,343,717</b></u></u> |

| <b>PUBLIC OWNERSHIP PERCENTAGE</b>   |               |
|--|---------------|
| <u>Total Number of Shares Owned by the Public</u><br>Total Issued and Outstanding Shares |               |
| 9,081,343,717  |               |
| -----  | <u>31.45%</u> |
| 28,879,231,694   |               |
| Required Public Ownership % =  | <u>10%</u>    |
|  |               |
| <u>  </u> / <u>  </u>  | <u>  </u>     |
| Complied   | Not Complied  |

|   |                |
|---|----------------|
| Number of Issued Shares                                   | 33,166,300,075 |
| Number of Issued and Outstanding Shares                   | 28,879,231,694 |
| Number of Treasury Shares                                 | 4,287,068,381  |
| Number of Listed Shares                                   | 33,166,300,075 |
| Number of Foreign-Owned Shares                            | 6,742,644,526  |
| Foreign Ownership Level (%)                               | 23%            |
| Foreign Ownership Limit (%)                               | 40%            |
| Number of Stockholders                                    | 2,476          |
| Number of Shareholders owning at least one Board Lot each | 2,425          |