



October 9, 2012

**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,

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

**SM Prime Holdings, Inc.**  
**Computation of Public Ownership as of September 30, 2012**

Number of Issued Shares	17,392,534,760
Number of Treasury Shares	<u>18,857,000</u>
Number of Issued and Outstanding Shares	17,373,677,760

Less:			
	%	Number of	
	to total	Shares*	
	Outstanding		
	Shares		
<b>Directors</b>			
Henry Sy, Sr.	0.0851%	14,782,893	
Jose L. Cuisia, Jr.	0.0029%	497,661	
Gregorio U. Kilayko	0.0001%	12,500	
Henry Sy, Jr.	0.0001%	15,652	
Senen T. Mendiola	0.0046%	798,218	
Herbert T. Sy	0.0028%	485,128	
Hans T. Sy	0.0001%	15,652	
Joselito H. Sibayan	0.0000%	1,875	
Teresita T. Sy	0.0078%	<u>1,352,902</u>	17,962,481
<b>Officer</b>			
Elizabeth T. Sy	0.0117%	2,033,110	
Jeffrey C. Lim	0.0003%	50,000	
Christopher S. Bautista	0.0002%	<u>37,500</u>	2,120,610
<b>Principal Stockholders and Affiliates</b>			
SM Land, Inc. (Shoemart, Inc.)	40.9640%	7,116,954,491	
SM Investments Corp.	21.6522%	3,761,791,190	
Grand China International Limited	3.8881%	675,505,412	
Oriental Land Development Limited	2.6800%	465,616,102	
Sysmart Corporation	0.2100%	<u>36,483,131</u>	12,056,350,326
<b>Total Number of Shares Owned by the Public</b>			<u><u>5,297,244,343</u></u>

<b>PUBLIC OWNERSHIP PERCENTAGE</b>	
Total Number of Shares Owned by the Public	
Total Issued and Outstanding Shares	
5,297,244,343	
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17,373,677,760	<u>30.49%</u>
Required Public Ownership % =	<u>10%</u>
<input type="checkbox"/> / <input type="checkbox"/>	<input type="checkbox"/>
Complied	Not Complied

Number of Issued Shares	17,392,534,760
Number of Issued and Outstanding Shares	17,373,677,760
Number of Treasury Shares	18,857,000
Number of Listed Shares	17,392,534,760
Number of Foreign-Owned Shares	5,744,722,772
Foreign Ownership Level (%)	33%
Foreign Ownership Limit (%)	40%
Number of Stockholders	2,513
Number of Shareholders owning at least one Board Lot each	2,472