



August 5, 2011

The Philippine Stock Exchange, Inc.
Phil. Stock Exchange Center, Exchange Road
Ortigas Center, Pasig City, Metro Manila

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

Gentlemen:

This is to amend the public ownership reports previously submitted to correct the total number of shares held by SM Land, Inc. (Shoemart, Inc.) from 5,693,563,594 to 5,693,563,593.

Quarter Ending	Date Submitted
December 31, 2010	January 20, 2011
March 31, 2011	April 13, 2011
June 30, 2011	July 20, 2011

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 December 31, 2010

Number of Issued Shares	13,917,800,067
Number of Treasury Shares	<u>18,857,000</u>
Number of Issued and Outstanding Shares	13,898,943,067

Less:			
	% to total Outstanding Shares	Number of Shares*	
Directors			
Henry Sy, Sr.	0.0851%	11,826,315	
Jose L. Cuisia, Jr.	0.0029%	398,130	
Gregorio U. Kilayko	0.0001%	10,000	
Henry Sy, Jr.	0.0001%	12,522	
Senen T. Mendiola	0.0046%	638,575	
Herbert T. Sy	0.0028%	388,103	
Hans T. Sy	0.0001%	12,522	
Teresita T. Sy	0.0078%	<u>1,082,322</u>	14,368,489

Officer			
Elizabeth T. Sy	0.0117%	1,626,488	
Jeffrey C. Lim	0.0003%	40,000	
Christopher S. Bautista	0.0002%	<u>30,000</u>	1,696,488

Principal Stockholders and Affiliates				
SM Land, Inc. (Shoemart, Inc.)	40.9640%	5,693,563,593		
SM Investments Corp.	21.6522%	3,009,432,952		
Grand China International Limited	3.8881%	540,404,330		
Oriental Land Development Limited	2.6800%	372,492,882		
Sysmart Corporation	0.2029%	28,202,729		
Sybase Equity Investments Corp.	0.0465%	<u>6,457,000</u>	9,650,553,486	<u>9,666,618,463</u>
Total Number of Shares Owned by the Public				<u><u>4,232,324,604</u></u>

PUBLIC OWNERSHIP PERCENTAGE	
<u>Total Number of Shares Owned by the Public</u> Total Issued and Outstanding Shares	
4,232,324,604	
-----	<u>30.45%</u>
13,898,943,067	
Required Public Ownership % =	<input type="text" value="10%"/>
<input type="text" value=""/>	<input type="text" value=""/>
Complied	Not Complied

Number of Issued Shares	13,917,800,067
Number of Issued and Outstanding Shares	13,898,943,067
Number of Treasury Shares	18,857,000
Number of Listed Shares	13,348,191,367
Number of Foreign-Owned Shares	4,589,519,853
Foreign Ownership Level (%)	34%
Foreign Ownership Limit (%)	40%
Number of Stockholders	2,627
Number of Shareholders owning at least one Board Lot each	2,585

SM Prime Holdings, Inc.
Computation of Public Ownership as of March 31, 2011

Number of Issued Shares	13,917,800,067
Number of Treasury Shares	<u>18,857,000</u>
Number of Issued and Outstanding Shares	13,898,943,067

Less:			
	<u>% to total Outstanding Shares</u>	<u>Number of Shares*</u>	
Directors			
Henry Sy, Sr.	0.0851%	11,826,315	
Jose L. Cuisia, Jr.	0.0029%	398,130	
Gregorio U. Kilayko	0.0001%	10,000	
Henry Sy, Jr.	0.0001%	12,522	
Senen T. Mendiola	0.0046%	638,575	
Herbert T. Sy	0.0028%	388,103	
Hans T. Sy	0.0001%	12,522	
Teresita T. Sy	0.0078%	<u>1,082,322</u>	14,368,489
Officer			
Elizabeth T. Sy	0.0117%	1,626,488	
Jeffrey C. Lim	0.0003%	40,000	
Christopher S. Bautista	0.0002%	<u>30,000</u>	1,696,488
Principal Stockholders and Affiliates			
SM Land, Inc. (Shoemart, Inc.)	40.9640%	5,693,563,593	
SM Investments Corp.	21.6522%	3,009,432,952	
Grand China International Limited	3.8881%	540,404,330	
Oriental Land Development Limited	2.6800%	372,492,882	
Sysmart Corporation	0.2029%	<u>28,202,729</u>	9,644,096,486
Total Number of Shares Owned by the Public			<u><u>9,660,161,463</u></u> <u>4,238,781,604</u>

PUBLIC OWNERSHIP PERCENTAGE	
<u>Total Number of Shares Owned by the Public</u> Total Issued and Outstanding Shares	
4,238,781,604	<u>30.50%</u>
----- 13,898,943,067	
Required Public Ownership % =	<input type="text" value="10%"/>
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<input style="width: 50px; height: 15px;" type="text" value=" / "/>	<input style="width: 50px; height: 15px;" type="text" value=" "/>
Complied	Not Complied

Number of Issued Shares	13,917,800,067
Number of Issued and Outstanding Shares	13,898,943,067
Number of Treasury Shares	18,857,000
Number of Listed Shares	13,348,191,367
Number of Foreign-Owned Shares	4,617,899,510
Foreign Ownership Level (%)	35%
Foreign Ownership Limit (%)	40%
Number of Stockholders	2,623
Number of Shareholders owning at least one Board Lot each	2,578

SM Prime Holdings, Inc.
Computation of Public Ownership as of June 30, 2011

Number of Issued Shares	13,917,800,067
Number of Treasury Shares	<u>18,857,000</u>
Number of Issued and Outstanding Shares	13,898,943,067

PUBLIC OWNERSHIP PERCENTAGE	
<u>Total Number of Shares Owned by the Public</u> Total Issued and Outstanding Shares	
4,238,780,104	<u>30.50%</u>
13,898,943,067	
Required Public Ownership % =	<u>10%</u>
<input type="checkbox"/> /	<input type="checkbox"/>
Complied	Not Complied

Less:

	% to total Outstanding Shares	Number of Shares*	
Directors			
Henry Sy, Sr.	0.0851%	11,826,315	
Jose L. Cuisia, Jr.	0.0029%	398,130	
Gregorio U. Kilayko	0.0001%	10,000	
Henry Sy, Jr.	0.0001%	12,522	
Senen T. Mendiola	0.0046%	638,575	
Herbert T. Sy	0.0028%	388,103	
Hans T. Sy	0.0001%	12,522	
Joselito H. Sibayan	0.0000%	1,500	
Teresita T. Sy	0.0078%	<u>1,082,322</u>	14,369,989

Officer

Elizabeth T. Sy	0.0117%	1,626,488	
Jeffrey C. Lim	0.0003%	40,000	
Christopher S. Bautista	0.0002%	<u>30,000</u>	1,696,488

Principal Stockholders and Affiliates

SM Land, Inc. (Shoemart, Inc.)	40.9640%	5,693,563,593	
SM Investments Corp.	21.6522%	3,009,432,952	
Grand China International Limited	3.8881%	540,404,330	
Oriental Land Development Limited	2.6800%	372,492,882	
Sysmart Corporation	0.2029%	<u>28,202,729</u>	9,644,096,486

Total Number of Shares Owned by the Public

4,238,780,104

Number of Issued Shares	13,917,800,067
Number of Issued and Outstanding Shares	13,898,943,067
Number of Treasury Shares	18,857,000
Number of Listed Shares	13,348,191,367
Number of Foreign-Owned Shares	4,631,123,900
Foreign Ownership Level (%)	33%
Foreign Ownership Limit (%)	40%
Number of Stockholders	2,601
Number of Shareholders owning at least one Board Lot each	2,555