



December 04, 2012

**Philippine Stock Exchange, Inc.
PSE Centre, Exchange Road
Ortigas Complex, Pasig City**

**Attention: Ms. Janet A. Encarnacion
Head, Disclosure Dept.**

Gentlemen:

In compliance with Section 17.13 of the Revised Disclosure Rules of the Philippine Stock Exchange, Inc. and the Memo for the Brokers dated on November 08, 2007, we report herewith the foreign ownership level of SM Prime Holdings, Inc. for the month of November 2012, as follows:

Subject : FOREIGN OWNERSHIP MONITORING REPORT

ISSUER	TOTAL OUTSTANDING SHARES	SHARES ALLOWED TO FOREIGNERS	SHARES OWNED BY FOREIGNERS	SHARES OWNED BY FILIPINO	NO. OF SHARES UNLISTED
SMPH	17,392,534,760	6,957,013,904	5,744,722,772	11,647,811,988	

SETTLEMENT DATE LAST PROCESSED BY PCD	DATE OF LAST DIRECT TRANSFER REQUEST PROCESSED (IF ANY)
October 31, 2012	November 27, 2012

Note: Foreign Ownership level is based on
Total listed outstanding shares only.

Very truly yours,

**STOCK TRANSFER SERVICE, INC.
Transfer Agent**

**RICARDO D. REGALA, JR.
General Manager**