



November 03, 2011

**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 October 2011, 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	13,917,800,067	5,339,276,547	4,631,131,002	9,286,669,065	

SETTLEMENT DATE LAST PROCESSED BY PCD	DATE OF LAST DIRECT TRANSFER REQUEST PROCESSED (IF ANY)
October 19, 2011	October 27, 2011

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.
Assistant Manager**