



February 7, 2011

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

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

Gentlemen:

Attached is the Company's Report on Number of Shareholders as of January 31, 2011.

We trust the foregoing meets your requirements.

Very truly yours,


TERESA CECILIA H. REYES
Vice President – Finance



February 01, 2011

**Philippine Stock Exchange, Inc.
4th Floor Philippine Stock Exchange Centre
Ortigas Center, Pasig City**

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

Gentlemen:

In compliance with PSE Disclosure Rules Section 17.6, we are pleased to submit this report on the number of shareholders owning at least one board lot of SM Prime Holdings, Inc. as of 31 January 2011, to wit:

Date	Issuer	Board Lot	No. of Shareholders Owning At Least 1 Board Lot	Total Number of Shareholders
January 31, 2011	SMPH	100 Shares	2,570	2,613

Certified by:

STOCK TRANSFER SERVICE, INC.


ANTONIO M. LAVIÑA
General Manager