



January 4, 2013

**The Philippine Stock Exchange, Inc.**  
3<sup>rd</sup> Floor, PSE Plaza, Ayala Triangle  
Ayala Avenue, Makati City, 1226 Philippines

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

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Gentlemen:

Attached is the Company's Report on Number of Shareholders as of December 31, 2012.

We trust the foregoing meets your requirements.

Very truly yours,

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



January 03, 2013

**Philippine Stock Exchange, Inc.  
4<sup>th</sup> 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 December 31, 2012, to wit:

<b>Date</b>	<b>Issuer</b>	<b>Board Lot</b>	<b>No. of Shareholders Owning At Least 1 Board Lot</b>	<b>Total Number of Shareholders</b>
December 31, 2012	SMPH	100 Shares	2,447	2,493

Certified by:

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

A handwritten signature in black ink, appearing to read 'Ricardo D. Regala, Jr.', is written over the signature line.

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