## SECURITIES AND EXCHANGE COMMISSION Metro Manila, Philippines

**FORM 23-B** 

**REVISED** 

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Check box if no longer subject to filing requirement

Filed pursuant to Section 23 of the Securities Regulation Code

Name and Address of Reporting Person	2. Issuer Name and Trading Symbol					7. Relationship of Reporting Person to Issuer							
TERESITA T. SY	SM Investments Corporation (SM)				(Check all applicable)								
(Last) (First) (Middle)	Tax Identification     Number		5. Statement for Month/Year		X_ X_			10% Owner Other					
10th Flr L.V. Locsin Building,	139-336-978		28-Feb-19			(give title below Vice Chairman	N) -	(specify below)					
(Street)	4. Citizenship		Original (MonthYear)										
6752 Ayala Ave cor Makati Ave Makati City (City) (Province) (Postal Code)	Filipino												
(City) (Province) (Postal Code)	Table 1 - Equity					y Securities Beneficially Owned							
Class of Equity Security	Transaction     Date	, , , , , , , , , , , , , , , , , , , ,			<ol><li>Amount o Month</li></ol>	f Securities Owned at End of	4 Ownership Form: Direct (D) or Indirect (I) *	Nature of Indirect Beneficial     Ownership					
	(Month/Day/Year)	Amount (A) or (D) Price		%	Number of Shares								
Common - A	2/28/2019	(85,127,731)	transfer fr	lirect to indirect (-)	0.00	0	(D)	Principal stockholder					
	2/28/2019	85,127,731	transfer fr d	irect to indirect (+)	7.09	85,440,508	(I)	With broker / PCD					
	Tota	Total holdings as of February 28, 2019				85,440,508							

(Print or Type Responses)

If the change in beneficial ownership is 50% of the previous shareholdings or is equal to 5% of the outstanding capital stock of the issuer, provide the disclosure requirements set forth on page 3 of this form.

Reminder: Report on a separate line for each class of equity securities beneficially owned directly or indirectly.

- (1) A person is directly or indirectly the beneficial owner of any equity security with respect to which he has or shares:
  - (A) Voting power which includes the power to vote, or to direct the voting of, such security; and/or
  - (B) Investment power which includes the power to dispose of, or to direct the disposition of, such security.
- (2) A person will be deemed to have an indirect beneficial interest in any equity security which is:
  - (A) held by members of a person's immediate family sharing the same household;
  - (B) held by a partnership in which such person is a general partner;
  - (C) held by a corporation of which such person is a controlling shareholder; or
  - (D) subject to any contract, arrangement or understanding which gives such person voting power or investment power with respect to such security.

1. Derivative Security	Conversion or     Exercise Price     of Derivative     Security	3. Transaction Date (Month/Day/Yr)		Acquired (A) or Disposed of (D)		5. Date Exercisable and Expiration Date (Month/Day/Year)		6. Title and Amount of Underlying Securities			9. Owner- ship Form of Derivative Security; Direct (D)	10. Nature of Indirect Beneficial Ownership
			Amount	(A) or (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		End of Month	or Indirect (I) *	
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Explanation of Responses:

Note: File three (3) copies of this form, one of which must be manually signed.

Attach additional sheets if space provided is insufficient.

# DISCLOSURE REQUIREMENTS IN CASE OF MATERIAL CHANGES I N BENEFICIAL OWNERSHIP

#### Item 1. Security and Issuer

Class of Equity Securities: SM Investments Corporation - Common stock

Principal Executive Office of the Issuer: ONE E-Com Center, 10<sup>th</sup> Floor, Harbor Drive, Mall of Asia Complex, CBP-1A,

Pasay City 1300

#### Item 2. Identity and Background

(a) Name : TERESITA T. SY

(b) Address of principal office :  $10^{TH}$  Flr LVLocsin Bldg 6752 Ayala Ave cor Makati Ave Mkt City

(c) Principal occupation : Businesswoman

(d) Teresita T. Sy, during the last five years, has not been a party or involved in any criminal proceedings.

(e) Also, Teresita T. Sy, during the last five years, was not a party to a civil proceedings of a judicial or administrative body of competent jurisdiction, domestic or foreign, and as a result of any proceeding was not subject to any order, judgment or decree, not subsequently reversed, suspended or vacated, permanently or temporarily enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities, commodities or banking.

(f) Citizenship : Filipino

### Item 3. Purpose of transaction

Other than for investment purposes, there are no other plans or pending corporate exercises that will result in any of the following:

- (a) The acquisition by any person of additional securities of the issuer, or the disposition of the securities of the Issuer;
- (b) An extraordinary corporate transaction such as merger, reorganization or liquidation, involving the issuer of any of its subsidiaries;

- (c) A sale or transfer of a material amount of assets of the issuer or any of its subsidiaries;
- (d) Any change in the present board of directors or management of the issuer, including any plans or proposals to change the number or term of directors or to fill any existing vacancies on the board;
- (e) Any material change in the present capitalization or dividend policy of the issuer;
- (f) Any other material change in the issuer's business or corporate structure;
- (g) Changes in the issuer's charter, by-laws or instruments corresponding thereto or other actions which may impede the acquisition of control of the issuer by any person; or causing a class of securities of the issuer to be delisted from a securities exchange;
- (h) Any action similar to any of those enumerated above.

#### Item 4. Interest in Securities of the Issuer

Teresita T. Sy owns beneficially as of February 28, 2019, 85,440,508 Common shares of SM Investments Corporation or 7.09% of the issuer's entity.

Item 5. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

None

Item 6. Material to be Filed as Exhibits

Not applicable.

Signature over printed name

