SECURITIES AND EXCHANGE COMMISSION
Metro Manila, Philippines

FORM 23-B

REVISED

☐ Check box if no longer subject to filing requirement

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 23 of the Securities Regulation Code

1. Name and Address of Reporting Person	2. Issuer Name and Trading Symbol		7. Relationship of Reporting Person to Issuer (Check all applicable)
Henry Sy, Sr.	SM Investments Corporation (SM)		
(Last) (First) (Middle)	3. Tax Identification Number	5. Statement for Month/Year	__x____ Director _____ 10% Owner
10th Floor L. V. Locsin Building,	132-600-122	20-Feb-13	__X____ Officer _____ Other
(Street)	4. Citizenship	6. If Amendment, Date of Original (MonthYear)	(give title below) (specify below)
6752 Ayala Ave cor Makati Ave., Makati City	Filipino		Chairman of the Board
(City) (Province) (Postal Code)			

Table 1 - Equity Securities Beneficially Owned

1. Class of Equity Security	2. Transaction Date (Month/Day/Year)	4. Securities Acquired (A) or Disposed of (D)			3. Amount of Securities Owned at End of Month		4 Ownership Form: Direct (D) or Indirect (I) *	6. Nature of Indirect Beneficial Ownership
		Amount	(A) or (D)	Price	%	Number of Shares		
Common - A	2-20-2013	0			1.92	11,965,060	(D)	principal stockholder
	2-19-2013	(400,000)	(D)	997.0000			(I)	w/ PCD/broker
	2-20-2013	(400,000)	(D)	1011.0000	0.03	177,189	(I)	w/ PCD/broker
	Total holdings as of February 20, 2013				1.95	12,142,249		

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.

FORM 23-B **(continued)**

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., warrants, options, convertible securities)

1. Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Yr)	4. Number of Derivative Securities Acquired (A) or Disposed of (D)		5. Date Exercisable and Expiration Date (Month/Day/Year)		6. Title and Amount of Underlying Securities		7. Price of Derivative Security	8. No. of Derivative Securities Beneficially Owned at End of Month	9. Ownership Form of Derivative Security; Direct (D) or Indirect (I) *	10. Nature of Indirect Beneficial Ownership
			Amount	(A) or (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
**********						NO ENTRIES			**********			

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, 10th Floor, Harbor Drive, Mall of Asia Complex, CBP-1A
Pasay City 1300

Item 2. Identity and Background

(a) Name : HENRY SY,SR.

(b) Address of principal office : 10th Flr LVLocsin Bldg, 6752 Ayala Ave cor Makati Ave Mkt City

(c) Principal occupation : Businessman

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

(e) Also, Mr. Henry Sy, Sr., 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

Henry Sy, Sr. owns beneficially as of February 20, 2013, 12,142,249 common shares of SM Investments Corporation or 1.95%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.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Report is true, complete and accurate. This report is signed in the City of Makati on February 21, 2013.

HENRY SY,SR.

By : Virginia Yap
Virginia A. Yap
Signature of Reporting Person