

## SECURITIES AND EXCHANGE COMMISSION

### SEC FORM 17-C

#### CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)  
Oct 6, 2016
2. SEC Identification Number  
22401
3. BIR Tax Identification No.  
000491007
4. Exact name of issuer as specified in its charter  
PRIME MEDIA HOLDINGS, INC.
5. Province, country or other jurisdiction of incorporation  
MANILA
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
16TH FLOOR CITIBANK TOWER, 8741 PASEO DE ROXAS MAKATI CITY  
Postal Code  
1227
8. Issuer's telephone number, including area code  
831-4479
9. Former name or former address, if changed since last report  
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10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common	700,298,616

11. Indicate the item numbers reported herein  
1

*The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.*

## Prime Media Holdings, Inc. PRIM

### PSE Disclosure Form 4-11 - Change in Number of Issued and Outstanding Shares *References: Section 4.4 of the Revised Disclosure Rules*

**Subject of the Disclosure**

Change in the Number of Issued and Outstanding Shares.

**Background/Description of the Disclosure**

In relation to the conversion of preferred shares into common shares previously approved by the Board last April 13, 2016 and duly disclosed to the Exchange, the Company issued 78,431 additional shares on September 22, 2016 arising from the conversion of 1,960,770 preferred shares at the conversion rate of 25 preferred shares to 1 common share.

### Change(s) in Number of Issued and Outstanding Shares

**Issued Shares**

Type of Security /Stock Symbol	Before	After
Common Shares/ PRIM	700,220,185	700,298,616
Preferred Shares	16,327,030	14,366,260

**Outstanding Shares**

Type of Security /Stock Symbol	Before	After
Common Shares/ PRIM	700,220,185	700,298,616
Preferred Shares	16,327,030	14,366,260

**Other Changes, if any**

In percent	Before	After
Public float	14.92	14.93
Foreign Ownership level	0.19	0.19

**Filed on behalf by:**

<b>Name</b>	Diane Madelyn Ching
<b>Designation</b>	Assistant Corporate Secretary