

May 9, 2013

PHILIPPINE STOCK EXCHANGE 3rd Floor Philippine Stock Exchange Plaza Ayala Triangle, Ayala Avenue Makati City

Attention: Ms. Janet A. Encarnacion

Head, Disclosures Department

Subject: Starmalls Inc.: **SEC Form 23-B**

Gentlemen:

Please see attached SEC Form 23-B for the month of April 2013 filed today with the Securities and Exchange Commission.

We hope you find everything in order.

COVER SHEET

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Jo L. Ilijay								532	-96	11/	871	1-40	01	
Jo L. Ilijay Contact Person 532-9611/ 871-4001 Company Telephone Number														
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AMENDED FORM 23B	

to filing requirement

Check box if no longer subject

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 23 of the Securities Regulation Code

Name and Address of Reporting Person	Issuer Name and Trading Symbol	ding Symbol			7. Relationsh	Relationship of Reporting Person to Issuer	ssuer	
FINE PROPERTIES, INCORPORATED	STARMALLS, INC. (Formerly, Polar Property Holdings Corp.) "STR" (Formerly, "PO")	Formerly, Polar O")	Property Holdin	gs Corp.)			(Check all applicable)	
(Last) (First) (Middle)	Tax Identification		Statement for			Director		X 10% Owner
	Number		Month/Year			Officer		Other
3F STARMALL, CV STARR AVENUE, PAMPLONA	001-221-699		April 2013			(give title below)	w)	(specify below)
(Street)	4. Citizenship		6. If Amendment, Date of Original (MonthYear)	ate of				
LAS PINAS CITY 1740	FILIPINO		Apr-13					
(City) (Province) (Postal Code)				Table 1 - Equ	ity Securities	Equity Securities Beneficially Owned		
Class of Equity Security	Transaction 4. Date	Securities Acquire	4. Securities Acquired (A) or Disposed of (D)	rf (D)	3. Amount of of Month	Amount of Securities Owned at End 4 Ownership Form: Month Urrect (U) or Indirec	4 Ownership Form: Direct (D) or Indirect (I) *	6. Nature of Indirect Beneficial Ownership
	(Month/Day/Year)	Amount	(A) or (D)	Price	%	Number of Shares		
COMMON SHARES					36.28%	3,065,076,761	(D)	
PREFERRED SHARES					0.28%	2,350,000,000	(D)	
COMMON SHARES					23.03%	1,946,084,726	(1)	
					0.18%	14,909,708	(1)	See Note 1 below
COMMON SHARES	April 1-30, 2013		(A)	3.97 per share	0.00%	710,000	(1)	See Note 2 below
TOTAL		1			59.77%	7,376,781,195		
NOTE 1: THE ADDITIONAL 14,909,708 SHARES PERTAIN TO THE NUMBER OF SHARES OF ALTHORP HOLDINGS, INC. WHICH ARE ERRONEOUSLY NOT INCLUDED IN THE PREVIOUS DISCLOSURES. THESE SHARES ARE NOT NEW ACQUISITION BUT ARE HELD BY ALTHORP HOLDINGS, INC. PRIOR TO THE ACQUISITION OF FINE PROPERTIES, INC. OF THE BENEFICIAL OWNERSHIP OF THE SHARES OF ALTHORP HOLDINGS, INC.	BER OF SHARES OF A	LTHORP HOLDIN	NGS, INC. WHICH	ARE ERRONEOUSI	Y NOT INCLI	JDED IN THE PREVIOUS	S DISCLOSURES. THESE DRP HOLDINGS, INC.	SHARES ARE NOT NEW
NOTE 2: ADDITIONAL SHARES ACQUIRED BY ALTHORP HOLDINGS, INC. HELD BY PCD NOMINEE CORPORATION FOR THE PERIOD APRIL 1-30, 2013. FINE PROPERTIES, INC. IS THE BENEFICIAL OWNER OF THE SHARES HELD BY	NC. HELD BY PCD NO	MINEE CORPORA	ATION FOR THE P	ERIOD APRIL 1-30,	2013. FINE P	ROPERTIES , INC. IS TH	HE BENEFICIAL OWNER	OF THE SHARES HELD BY

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

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.

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

of Indire Benefici Ownersi						-		
9. Owner- ship Form of Derivative Security; Direct (D)	or Indirect (I) *							
ve es ially	End of Month							
7. Price of Derivative Security								
	Amount or Number of Shares							
6. Title and Amount of Underlying Securities	Title							
	Expiration Date							
5. Date Exercisable and Expiration Date (Month/Day/Year)	Date Exercisable							
	(A) or (D)							
2. Conversion or 3. Transaction 4. Number of Derivative Securities Date Acquired (A) or Disposed of (D) of Derivative (Month/Day/Yr) Security	Amount							
3. Transaction Date (Month/Day/Yr)								
2. Conversion or Exercise Price of Derivative Security								
. Derivative Security		Not Applicable	2					

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 ACCURA FINE PROPERTIES, INC. THIS IS SIGNED THIS 08 MAY 2013 AT MANDALUYONG CITY.

By: JERRY M. NAVARRETE

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