

COVER SHEET

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S.E.C. Registration Number										

S	T	A	R	M	A	L	L	S	,	I	N	C	.	(F	O	R	M	E	R	L	Y	:									
P	O	L	A	R		P	R	O	P	E	R	T	Y		H	O	L	D	I	N	G	S										
C O R P O R A T I O N)																																

(Company's Full Name)

3	R	D		L	E	V	E	L		S	T	A	R	M	A	L	L	A	S														
P	I	N	A	S	,	C	V		S	T	A	R	R		A	V	E	N	U	E	,												
P	H	I	L	A	M	L	I	F	E		V	I	L	L	A	G	E	,															
P	A	M	P	L	O	N	A	,		L	A	S		P	I	N	A	S		C	I	T	Y										

(Business Address : No. Street/City/Province)

Jo L. Ilijay

Contact Person

571-5948

Company Telephone Number

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1							
2							
3							
1							
<i>Month</i>		<i>Day</i>					
Calendar Year							

23-B

FORM TYPE

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<i>Month</i>		<i>Day</i>					
Annual Meeting							

<table border="1" style="display: inline-table; width: 100px; height: 20px;"><tr><td style="text-align: center;"></td></tr></table>	
Secondary License Type, If Applicable	

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Dept. Requiring this Doc.			

<table border="1" style="display: inline-table; width: 150px; height: 20px;"><tr><td style="text-align: center;"></td></tr></table>	
Amended Articles Number/Section	

<table border="1" style="display: inline-table; width: 100px; height: 20px;"><tr><td style="text-align: center;"></td></tr></table>	
Total No. of Stockholders	

Total Amount of Borrowings			
<table border="1" style="display: inline-table; width: 150px; height: 20px;"><tr><td style="text-align: center;"></td></tr></table>		<table border="1" style="display: inline-table; width: 150px; height: 20px;"><tr><td style="text-align: center;"></td></tr></table>	
Domestic	Foreign		

To be accomplished by SEC Personnel concerned

File Number											

_____ LCU

Document I.D.											

_____ Cashier

REVISED

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 23 of the Securities Regulation Code

FORM 23B

Check box if no longer subject to filing requirement

1. Name and Address of Reporting Person FINE PROPERTIES, INCORPORATED		2. Issuer Name and Trading Symbol STARMALLS, INC. (Formerly, Polar Property Holdings Corp.) "STR" (Formerly, "PO")		7. Relationship of Reporting Person to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other <input type="checkbox"/> (specify below)	
(Last)	(First) (Middle)	3. Tax Identification Number 001-221-699		5. Statement for Month/Year May 2014	
3F STARMALL, CV STARR AVENUE, PAMPLONA		4. Citizenship FILIPINO		6. If Amendment, Date of Original (Month/Year)	
(City)	(Street)	1740			
		(Province)			

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)		Price	3. Amount of Securities Owned at End of Month	4. Ownership Form: Direct (U) or indirect (I)	6. Nature of Indirect Beneficial Ownership
		Amount	(A) or (D)				
COMMON SHARES					36.28%	(D)	
PREFERRED SHARES					0.28%	(D)	
COMMON SHARES					23.24%	(I)	See Note 1 below
Total Number of Previous Shares							
	May 1-31, 2014	(A)	(A)	3.70 per share	2.66%	(I)	See Note 2 below
COMMON SHARES		(A)	(A)	3.96 per share	0.00%	(I)	See Note 3 below
Total Number of Shares as of 31 May 2014					62.46%		
TOTAL							

NOTE 1: CONSIST OF SHARES OWNED BY ALTHORP HOLDINGS, INC. ("ALTHORP") AND VITALE PROPERTY DEVELOPMENT CORP. ("VITALE"), WHICH ARE EITHER HELD DIRECTLY BY ALTHORP AND VITALE, OR HELD BY PC D NOMINEE CORPORATION, FINE PROPERTIES, INC. ("FINE") IS THE BENEFICIAL OWNER OF THE SHARES HELD BY ALTHORP AND VITALE

NOTE 2: TOTAL NUMBER OF SHARES ACQUIRED BY FINE FROM MANUEL B. VILLAR, JR. CONSISTING OF 175,000,000 COMMON SHARES AND MARK A. VILLAR CONSISTING OF 50,000,000 COMMON SHARES, IN THE AGGREGATE TRANSFER PRICE OF PHP832,500,000.00 THROUGH A SPECIAL BLOCK SALE TRANSACTED ON THE BOARD OF THE PHILIPPINE STOCK EXCHANGE ON 15 MAY 2014.

NOTE 3: SHARES ACQUIRED BY ALTHORP HELD BY PC D NOMINEE CORPORATION FOR THE PERIOD MAY 1-31, 2014. FINE IS THE BENEFICIAL OWNER OF THE SHARES HELD BY ALTHORP

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)		Title	Amount or Number of Shares				
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 IS SIGNED THIS 04 JUNE 2014 AT MANDALUYONG CITY.

FINE PROPERTIES, INC.

By:  **JERRY M. NAVARRETE**
President

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