



Republic of the Philippines
Department of Finance
Securities and Exchange Commission

MARKETS AND SECURITIES REGULATION DEPARTMENT

CERTIFICATE OF PERMIT TO OFFER SECURITIES FOR SALE

THE ISSUANCE OF THIS CERTIFICATE OF PERMIT IS PERMISSIVE ONLY AND DOES NOT CONSTITUTE
A RECOMMENDATION OR ENDORSEMENT OF THE SECURITIES PERMITTED TO BE ISSUED

THIS IS TO CERTIFY that the securities of

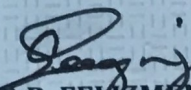
SAN MIGUEL CORPORATION

consisting of **Ten Billion Pesos (P10,000,000,000.00)** with an over-subscription option of up to **Five Billion Pesos (P5,000,000,000.00)** worth of **Fixed Bonds** represents the **second tranche** which forms part of the **Sixty Billion Pesos (P60,000,000,000.00)** previously registered, under shelf registration, pursuant to the requirements of Sections 8 and 12 of the Securities Regulation Code, and covered by **SEC MSRD Order No. 3, Series of 2017**.

The Commission, after review of the company's Offer Supplement and Certificate of No Material Changes finds the same to be in order, thus the Series A, B and C Fixed Rate Bonds (first issuance) and **5-year Series D Bonds due 2022** with a fixed interest rate of **5.1923% per annum** (2nd issuance) may now be offered for sale or sold to the public subject to full compliance with the provisions of the said Code and its Implementing Rules and Regulations, Revised Code of Corporate Governance and other applicable laws and orders as may be issued by the Commission. The **SEC MSRD Order No. 3, Series of 2017**, covering the aforementioned **First and Second tranche of Fixed Rate Bonds is still valid and subsisting**.

Issued at Pasay City, Philippines this 17th day of March Two Thousand and Seventeen.




VICENTE GRACIANO P. FELIZMENIO, JR.
Director