



SAN MIGUEL CORPORATION

April 28, 2010

Philippine Stock Exchange
Disclosure Department
Listing and Disclosure Group
4th Floor, Philippine Stock Exchange Center
Exchange Road, Ortigas Center
Pasig City

Attention: **Ms. Janet A. Encarnacion**
Head - Disclosure Department

Gentlemen:

We refer to your letter dated April 27, 2010.

Investment in Top Frontier Holdings, Inc.

We advise that, to date, the amendment to the Articles of Incorporation and By-Laws of Top Frontier Investment Holdings, Inc. (Top Frontier) has not been filed with the Securities and Exchange Commission (SEC). As we have previously disclosed, the approval by the SEC of such amendment shall be required for the re-classification of the unissued common shares of stock of Top Frontier to preferred shares. An appropriate disclosure relating to the extent of the investment of the Company in Top Frontier shall be made upon approval by the SEC of the amended constitutive documents of Top Frontier, and the issuance by Top Frontier of the common and preferred shares in favor of the Company.

Acquisition of Daguma Agro Minerals, Inc.

As contained in our disclosure dated March 10, 2010, the Share Purchase Agreement (the "Agreement"), dated January 29, 2010, covering the purchase by the Company, thru SMEnergy, of 100% of the outstanding capital stock of Daguma Agro Minerals, Inc. (the "Sale Shares") is subject to confidentiality provisions. With such provisions, the Company is not in a position to disclose the consideration paid for the Sale Shares. However, we advise that such consideration does not amount to a material transaction as the purchase price of the Sale Shares does not amount to 10% of the Company's total assets.

Acquisition of Caticlan International Airport Development Corporation

We advise that the Share Sale Purchase Agreement (the "Agreement") between San Miguel Holdings Corporation and the consortium of Messrs. George T. Yang, Rafael P. Puno, Lino A. Barte and RPRP Ventures Management & Development Corporation contains confidentiality provisions and the Company is not in a position to disclose the consideration due to the consortium members. However, such consideration does not amount to a material transaction as the consideration due in favor of the consortium members under the Agreement does not amount to 10% of the Company's total assets. In addition, we further advise that the conditions precedent for the closing of the Agreement have not been satisfied as of date hereof.

Very truly yours,



FERDINAND K. CONSTANTINO
Corporate Information Officer