



SAN MIGUEL CORPORATION

April 5, 2011

The Philippine Stock Exchange, Inc.
Disclosure Department
3rd Floor, Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City

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

Gentlemen:

At the regular meeting of the Board of Directors of the Company held today, the Board approved the sale of SMC common shares and the issuance of convertible bonds. These common shares have been previously registered with the Securities and Exchange Commission and are listed with the Exchange.

The Board further delegated to Management the authority to determine the offer size, valuation of the shares, pricing of the offer shares and convertible bonds and the corresponding offering circulars covering the same, which shall be distributed accordingly.

Very truly yours,



FERDINAND K. CONSTANTINO
Corporate Information Officer