



SAN MIGUEL CORPORATION

April 18, 2012

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

Re: **Approval of the Amendment of the Articles of Incorporation**

Gentlemen:

In connection with the Regular Meeting of the Board of Directors of San Miguel Corporation (the "Corporation") held today, April 18, 2012, we advise that the Board approved the amendment of the Articles of Incorporation of the Corporation to increase the authorized capital stock from ₱22,500,000,000.00 to ₱30,000,000,000.00, as follows:

- (a) the increase in the number of the common shares from 3,390,000,000 common shares to 3,790,000,000, or an increase of 400,000,000 common shares; and
- (b) issuance of 1,100,000,000 Series "2" preferred shares with a par value of ₱5.00 per share.

Other than the dividend rate, redemption period and dividend adjustment rate, the features of the Series "2" preferred shares shall be the same as the Series "1" preferred shares. The Board of Directors authorized Management to determine the dividend rate, redemption period and dividend adjustment of the Series "2" preferred shares.

The amendment of the Articles of Incorporation of the Corporation to increase the authorized capital stock shall be presented for approval by the stockholders of the Corporation in its meeting on June 14, 2012.

Very truly yours,


FERDINAND K. CONSTANTINO
Corporate Information Officer