SAN MIGUEL CORPORATION

June 25, 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

Gentlemen:

We send herewith the attached Certification of Independent Director of (i) Winston F. Garcia, (ii) Reynato S. Puno and (iii) Margarito B. Teves, independent directors of San Miguel Corporation.

Very truly yours,

FERDINAND K. CONSTANTINO
Corporate Information Officer

106252012001352

SECURITIES AND EXCHANGE COMMISSION

SECBuilding,EDSA,Greenhills,MandaluyongCity,MetroManila,Philippines
Tel:(632)726-0931to39Fax:(632)725-5293Email:mis@sec.gov.ph

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Company Representative

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Industry Classification	
Company Type	Stock Corporation

Document Information

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Remarks	Certificate of Independent Directors

COVER SHEET

P	W	-	2	7	7				

S. E. C. Registration Number

							S	A	N										
							M	I	G	U	E	L							
			C	O	R	P	O	R	A	T	I	O	N						

(Company's Full Name)

N	o.		4	0		S	a	n		M	i	g	u	e	l		A	v	e.
M	a	n	d	a	l	u	y	o	n	g		C	i	t	Y				

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

Atty. Mary Rose S. Tan

Contact Person

(632) 632-3000

Company Telephone Number

Certificate of Independent Director

1	2

Month

3	1

Day

S	E	C	-	F	O	R	M

FORM TYPE

Month

Day

Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I. D.

Cashier

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STAMPS

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CERTIFICATION OF INDEPENDENT DIRECTORS

I, **WINSTON F. GARCIA**, Filipino, of legal age with address at No. 86 Juan Luna St., San Lorenzo Village, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of San Miguel Corporation.

2. I am affiliated with the companies or organizations listed in Annex "A' hereof.

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of San Miguel Corporation as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.

4. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.

5. I shall inform the Corporate Secretary of San Miguel Corporation of any changes in the abovementioned information within five days from its occurrence.

Done this JUN 25 2012 day of _____ 2012 at Mandaluyong City.

WINSTON F. GARCIA
Affiant

SUBSCRIBED AND SWORN to before me this JUN 25 2012 day of _____ 2012 at Mandaluyong City, affiant personally appeared before me and exhibited to me his Passport No. XX1426496 issued at Manila on June 18, 2008.

Doc. No. 418;
Page No. 85;
Book No. I;
Series of 2012.

CARMEL R. DELA PAZ
Commission No. 0364-12
Notary Public for Mandaluyong City
Until Dec. 31, 2013
SMC, 40 San Miguel Ave., Mandaluyong City
Roll No. 57052
PTR No. 1972881; 02/03/12; Mandaluyong City
IBP Lifetime Member No. 010580; 02/09/12; Makati City

Annex "A"

WINSTON F. GARCIA

Present Position:

- Senior Partner of Garcia Garcia Law Offices
- President, Golden Garfields Development Corporation
- Independent Director, San Miguel Corporation

Previous Position:

• President and General Manager Vice-Chairman, Board of Trustees	: Government Service Insurance System
• Chairman	: National Reinsurance Corporation of the Philippines
• Chairman	: GSIS Mutual Fund, Incorporated
• Chairman	: Asean Forum, Incorporated
• Chairman	: Philippine Social Security Association
• Board Member	: Asean Social Security Association
• Director	: Philippine National Construction Corporation
• Director	: Philippine Health Insurance Corporation
• Member (GSIS)	: International Social Security Association
• Member (GSIS)	: Federation of Afro Insurers and Reinsurers
• Member (GSIS)	: International Insurance Society, Incorporated

106252012001347

SECURITIES AND EXCHANGE COMMISSION

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Industry Classification	
Company Type	Stock Corporation

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Remarks	Certificate of Independent Directors

COVER SHEET

P	W	-	2	7	7				

S. E. C. Registration Number

SAN MIGUEL CORPORATION

(Company's Full Name)

No. 40 San Miguel Ave.

Mandaluyong City

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

Atty. Mary Rose S. Tan
Contact Person

(632) 632-3000
Company Telephone Number

Certificate of Independent Director

1	2

Month

3	1

Day

S	E	C	-	F	O	R	M

FORM TYPE

Month

Day

Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

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Total No. of Stockholders

Domestic

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File Number

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Document I. D.

Cashier

STAMPS

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CERTIFICATION OF INDEPENDENT DIRECTOR

I, **REYNATO S. PUNO**, Filipino, of legal age with address at No. 13 Julius Street, Don Jose Heights, Commonwealth Avenue, Quezon City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of San Miguel Corporation.

2. I am affiliated with the companies and organizations listed in Annex "A" hereof.

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of San Miguel Corporation as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.

4. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.

5. I shall inform the Corporate Secretary of San Miguel Corporation of any changes in the abovementioned information within five days from its occurrence.

Done this 14th day of June 2012 at Mandaluyong City.

REYNATO S. PUNO
Affiant

SUBSCRIBED AND SWORN to before me this 14th day of June 2012 at Mandaluyong City, affiant personally appeared before me and exhibited to me his Passport No. XX0468450 issued at Manila on February 6, 2008.

Doc. No. 150;
Page No. 31;
Book No. VII;
Series of 2012.

MARY ROSE S. TAN
Commission No. 0252-11
Notary Public for Mandaluyong City
Until Dec. 31, 2012
SMC, 40 San Miguel Ave., Mandaluyong City
Roll No. 47144
PTR No. 1963633; 1/19/12; Mandaluyong City
Lifetime Member No. 09449; 01/04/11; Makati City

Annex "A"

REYNATO S. PUNO

Present Position:

- Independent Director : San Miguel Corporation

Previous Position:

- Appointed Chief Justice of the Supreme Court, December 6, 2006; Retired, May 17, 2010
- Member, House Electoral Tribunal, 1998-1999
- Member, Senate Electoral Tribunal, 1999-2002
- Chairman, Presidential Electoral Tribunal
- Chairman, House Electoral Tribunal, May 30, 2002
- Chairman, Third Division of the Supreme Court, May 30, 2002
- Chairman, Second Division of the Supreme Court, November 2003
- Chairman, Senate Electoral Tribunal, November 2003

106252012001363

SECURITIES AND EXCHANGE COMMISSION

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Remarks	Certificate of Independent Directors

COVER SHEET

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S. E. C. Registration Number

							S	A	N										
							M	I	G	U	E	L							
			C	O	R	P	O	R	A	T	I	O	N						

(Company's Full Name)

N	o.		4	0		S	a	n		M	i	g	u	e	l		A	v	e.
M	a	n	d	a	l	u	y	o	n	g		C	i	t	Y				

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

Atty. Mary Rose S. Tan	(632) 632-3000
Contact Person	Company Telephone Number

Certificate of Independent Director

1	2	3	1	S	E	C	-	F	O	R	M				
Month		Day		FORM TYPE								Month		Day	

Annual Meeting

Secondary License Type, If Applicable

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Cashier

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STAMPS

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CERTIFICATION OF INDEPENDENT DIRECTOR

I, **MARGARITO B. TEVES,** Filipino, of legal age with address at No. 411 Ambuklao Street, Ayala, Alabang, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of San Miguel Corporation.

2. I am affiliated with the companies and organizations listed in Annex "A" hereof.

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of San Miguel Corporation. as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.

4. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.

5. I shall inform the Corporate Secretary of San Miguel Corporation of any changes in the abovementioned information within five days from its occurrence.

Done this 14th day of June 2012 at Mandaluyong City.

MARGARITO B. TEVES
Affiant

SUBSCRIBED AND SWORN to before me this 14th day of June 2012 at Mandaluyong City, affiant personally appeared before me and exhibited to me his Passport No. EB0095211 issued at Manila on April 13, 2010.

Doc. No. 151;
Page No. 32;
Book No. VII;
Series of 2012.

MARY ROSE S. TAN
Commission No. 0252-11
Notary Public for Mandaluyong City
Until Dec. 31, 2012
SMC, 40 San Miguel Ave., Mandaluyong City
Roll No. 47144
PTR No. 1963633; 1/19/12; Mandaluyong City
Lifetime Member No. 09449; 01/04/11; Makati City

Annex "A"

MARGARITO B. TEVES

Current Position:

- Managing Director, The Wallace Business Forum
- Chairman, Think Tank Inc.
- Senior Adviser, China-Asean Economic and Culture Research Center
- Visiting Professor, Guilin University of Electronic Technology, China
- Member, Board of Advisers, Metro Bank and Trust Company
- Member, Board of Directors, Landbank Countryside Development Foundation
- Independent Director, Alphaland Corporation
- Independent Director, Atok-Big Wedge Corporation

Previous Position:

- Secretary, Department of Finance
- Governor for the Philippines, World Bank Group
- Governor for the Philippines, Asian Development Bank
- Alternate Governor for the Philippines, International Monetary Fund
- Governor for the Philippines, International Fund for Agricultural Development
- Chairman, Land Bank of the Philippines
- Chairman, Philippine Deposit Insurance Corporation
- Chairman, Trade & Investment Development Corporation of the Philippines
- Chairman, Home Guaranty Corporation
- Chairman, National Power Corporation
- Chairman, Power Sector Assets and Liabilities Management Corporation
- Chairman, National Transmission Corporation
- Chairman, NEDA-ICC Committee
- Chairman, Privatization Council
- Co-Chair, Capital Market Development Council
- Governor for the Philippines at World Bank and Asian Development Bank
- President and Chief Executive Officer, Land Bank of the Philippines (September 1, 2000 – July 15, 2005)