



SAN MIGUEL CORPORATION

October 17, 2013

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 advise that at the Regular Meeting of the Board of Directors of San Miguel Corporation (the "Corporation") held today, October 17, 2013, the Board of Directors approved the declaration, by way of property dividends (the "Dividend Declaration"), of the 240,196,000 common shares of stock of Top Frontier Investment Holdings, Inc. ("Top Frontier") owned and held by the Corporation (the "Dividend Shares") to the stockholders of record of the common shares of the Corporation (the "Receiving Shareholders") as of November 5, 2013 (the "Record Date"). The payment date of the Dividend Declaration shall be upon the approval by the Securities and Exchange Commission (the "SEC").

A Receiving Shareholder shall be entitled to receive one (1) common share of Top Frontier for every ten (10) common shares of the Corporation owned and registered in the name of the Receiving Shareholder as of the Record Date. The fair value of a Dividend Share shall be One Hundred Seventy Eight Pesos (P178.00) per share, based on the valuation report rendered by Punongbayan and Araullo, an independent advisor engaged by the Corporation. No fractional shares of Top Frontier will be distributed pursuant to the Dividend Declaration. The Corporation shall withhold, for remittance to the Bureau of Internal Revenue, the amount of withholding taxes due on the Dividend Shares in accordance with applicable laws.

Other terms and conditions relating to the Dividend Declaration shall be sent to the Receiving Shareholders and shall be duly disclosed to the Exchange.

Very truly yours,


FERDINAND K. CONSTANTINO
Corporate Information Officer