

COVER SHEET

1 4 2 3 1 2
S. E. C. Registration Number

G I N E B R A
S A N M I G U E L
I N C .

(Company's Full Name)

3RD A N D 6TH F L O O R S ,
S A N M I G U E L
P R O P E R T I E S C E N T R E ,
S T . F R A N C I S S T R E E T ,
O R T I G A S C E N T E R ,
M A N D A L U Y O N G C I T Y

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

FRANCIS JOSEPH A. CRUZ
Contact Person

8841-5100
Company Telephone Number

1 2
Month

3 1
Day

SEC Form 17-C
FORM TYPE

Month Day
Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I. D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE (SRC)
AND SRC RULE 17(b)(3) THEREUNDER

1. **May 26, 2022**
Date of Report (Date of earliest event reported)
2. SEC Identification No. **142312**
3. BIR Tax Identification No. **TIN 000-083-856-000**
4. **GINEBRA SAN MIGUEL INC.**
Exact name of registrant as specified in its charter
5. **Philippines**
(Province, country or other jurisdiction of
Incorporation)
6. (SEC Use Only)
Industry Classification Code
7. **3rd and 6th Floors, San Miguel Properties Centre, St. Francis Street,
Ortigas Center, Mandaluyong City, Philippines**
(Address of principal office)
8. **(+632) 8841-5100**
(Registrant's telephone number, including area code)
9. **N/A**
(Former name or former address, if change since last report)
The Registrant has not changed its address since its last report to this Honorable
Commission.
10. Securities registered pursuant to Sections 8 and 12 of SRC

Title of each Class	Outstanding Capital Stock as of April 30, 2022
COMMON STOCK	286,327,841

11. Indicate the item numbers reported herein:

We disclose that today, May 26, 2022, the following meetings of Ginebra San Miguel Inc. (the "Company") were held: Regular Stockholders' Meeting and Organizational Meeting of the Board of Directors ("Board").

Regular Stockholders' Meeting

Item 4. Resignation, Removal or Election of Registrant's Directors or Officers

1. The following directors were elected:

Ramon S. Ang
Francisco S. Alejo III
Aurora T. Calderon
Leo S. Alvez
Gabriel S. Claudio
Francis H. Jardeleza
Ana Leah V. Rodriguez
Aurora S. Lagman – Independent Director
Martin S. Villarama, Jr. – Independent Director

The foregoing directors currently have 5,000 common shares each in the Company.

Item 9. Other Events.

2. The Minutes of the Regular Stockholders' Meeting held on May 27, 2021 was approved.
3. All acts, resolutions and proceedings of the Board and corporate officers of the Company since the Regular Stockholders' Meeting held on May 27, 2021 until May 26, 2022, the date of this year's meeting, as reflected in the minutes of the meetings of the Board, as well as financial statements and records of the Company were approved, confirmed and ratified.
4. Approval of the following amendment to Article II (Secondary Purpose), paragraph 2, of the Amended Articles of Incorporation of the Company:

Original Secondary Purpose (FROM)	New Secondary Purpose (TO)
SECONDARY PURPOSE XXX	SECONDARY PURPOSE XXX
2. To manufacture, acquire, import, export, prepare, buy, sell on wholesale basis only and generally to deal in and with all kinds of ingredients, materials,	2. To manufacture, acquire, import, export, prepare, distribute , buy and sell on wholesale basis only, and generally to deal in and with all kinds of ingredients,

<p>appliances, supplies, tools and equipment used in the manufacture, preparation, making, bottling, preparing for market and marketing of any of the products described in the primary purpose clause, including all kinds of bottling machines, bottles, glass containers, crowns, stoppers, syphons, filters, corks, caps, seals, boxes, barrels, kegs, crates, jars, cans, and other containers of every kind and description.</p> <p>XXX</p>	<p>materials, appliances, supplies, tools and equipment <u>for the following products: (i) those</u> used in the manufacture, preparation, making, bottling, preparing for market and marketing of the products described in the primary purpose clause, including all kinds of bottling machines, bottles, glass containers, crowns, stoppers, syphons, filters, corks, caps, seals, boxes, barrels, kegs, crates, jars, cans, and other containers of every kind and description; <u>and (ii) alcohol related and alcohol-based products including but not limited to pharmaceutical grade alcohol and other similar products, and to do and perform all activities and services necessary for its manufacture, importation, exportation, preparation, distribution and buying and selling, including but not limited to the purchase, selling or disposition of any plant, facilities, machinery and equipment that may be used in connection with or necessary thereto.</u></p> <p>XXX</p>
---	--

The Company shall accordingly submit its Amended Articles of Incorporation, which already incorporates the foregoing amendment, to the SEC.

5. Upon favorable recommendation of the Audit and Risk Oversight Committee, the auditing firm of R. G. Manabat & Co. was appointed as External Auditor of the Company for the fiscal year 2022.

Organizational Meeting of the Board of Directors

Item 4. Resignation, Removal or Election of Registrant's Directors or Officers

1. At the Organizational Meeting of the Board, the following Officers and Lead Independent Director were elected.

Ramon S. Ang	: President
Emmanuel B. Macalalag	: General Manager
Virgilio S. Jacinto	: Corporate Secretary and Compliance Officer
Cynthia M. Baroy	: Treasurer/Chief Finance Officer
Francis Joseph A. Cruz	: Assistant Corporate Secretary
Christine Angelica D. Felix	: Assistant Corporate Secretary
Heinrici D. Legaspi	: Internal Audit Group Head/Chief Audit Executive

Director Aurora S. Lagman was also elected as Lead Independent Director of the Company, in compliance with the Code of Corporate Governance for Publicly-Listed Companies and the Company's Manual on Corporate Governance.

Of the aforementioned officers, Mr. Macalalag has 46,500 common shares and Ms. Baroy has 30,000 common shares. On the other hand, Atty. Jacinto, Atty. Cruz, Atty. Felix and Mr. Legaspi do not own shares in the Company.

In the same meeting, the following were elected as Chairpersons and members of the following Board Committees:

Executive Committee

1. Ramon S. Ang
2. Francisco S. Alejo III
3. Aurora T. Calderon
4. Ferdinand K. Constantino – Non-Director Member

Audit and Risk Oversight Committee

1. Martin S. Villarama, Jr. – Chairman
2. Francisco S. Alejo III
3. Leo S. Alvez
4. Aurora S. Lagman

Ferdinand K. Constantino – Advisor

Executive Compensation Committee

1. Ramon S. Ang – Chairman
2. Aurora T. Calderon
3. Leo S. Alvez
4. Martin S. Villarama, Jr.
5. Ferdinand K. Constantino – Non-Director Member

Corporate Governance Committee

1. Aurora S. Lagman – Chairman
2. Aurora T. Calderon
3. Leo S. Alvez
4. Gabriel S. Claudio
5. Ana Leah V. Rodriguez
6. Martin S. Villarama, Jr.
7. Joseph Francis M. Cruz – Ex Officio Member

Item 9. Other Events.

2. The Board also approved the designation of depository banks, authorized signatories and limits for corporate transactions of the Company.

Pursuant to the requirements of the Securities Regulation Code, the registrant duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GINEBRA SAN MIGUEL INC.

By:



Virgilio S. Jacinto
Corporate Secretary and
Compliance Officer

May 26, 2022.