

# SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-C

### CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)  
Apr 6, 2018
2. SEC Identification Number  
142312
3. BIR Tax Identification No.  
000-083-856-000
4. Exact name of issuer as specified in its charter  
GINEBRA SAN MIGUEL INC.
5. Province, country or other jurisdiction of incorporation  
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
3rd and 6th Floors, San Miguel Properties Centre, St. Francis Street, Ortigas Center,  
Mandaluyong City  
Postal Code  
1550
8. Issuer's telephone number, including area code  
(+632) 841-5100
9. Former name or former address, if changed since last report  
N/A
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON STOCK	286,327,841
PREFERRED STOCK	32,786,885

11. Indicate the item numbers reported herein  
Item 9. Other Events

*The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.*



**Ginebra San Miguel, Inc.**  
**GSMI**

**PSE Disclosure Form 4-30 - Material Information/Transactions**  
*References: SRC Rule 17 (SEC Form 17-C) and  
Sections 4.1 and 4.4 of the Revised Disclosure Rules*

**Subject of the Disclosure**

Please see attached letter dated April 6, 2018 in connection with the Deed of Exchange executed between San Miguel Corporation (SMC) and San Miguel Food and Beverage, Inc. (formerly, San Miguel Pure Foods Company, Inc.) involving SMC's Shares in Ginebra San Miguel Inc.

**Background/Description of the Disclosure**

Please see attached.

**Other Relevant Information**

None

**Filed on behalf by:**

<b>Name</b>	Conchita Jamora
<b>Designation</b>	General Counsel and Assistant Corporate Secretary



April 6, 2018

**The Philippine Stock Exchange, Inc.**

Disclosure Department  
6<sup>th</sup> Floor, PSE Tower  
28<sup>th</sup> Street, corner 5<sup>th</sup> Avenue  
Bonifacio Global City, Taguig City

Attention: **Mr. Jose Valeriano B. Zuño III**  
OIC-Head, Disclosure Department

Gentlemen:

We were advised that San Miguel Corporation (SMC) and San Miguel Food and Beverage, Inc. (SMFB, formerly San Miguel Pure Foods Company, Inc.) have signed on April 5, 2018 a Deed of Exchange whereby SMC agreed to convey and transfer to SMFB 216,972,000 common shares held by SMC in Ginebra San Miguel Inc. and 7,859,319,270 common shares in San Miguel Brewery Inc. In consideration of the said transfer and upon approval by the Securities and Exchange Commission (SEC) of the increase in the authorized capital stock of SMFB, SMFB shall issue 4,242,549,130 common shares in favor of SMC at Php79.28 per share. SMFB will file with the SEC the relevant documents required for the approval of the application for the amendment of the articles of incorporation to increase its authorized capital stock.

Attached is a copy of the disclosure made by SMC on this matter.

Very truly yours,

**VIRGILIO S. JACINTO**  
Corporate Secretary and  
Compliance Officer

**GINEBRA SAN MIGUEL INC.**

3<sup>rd</sup> and 6<sup>th</sup> Floors, San Miguel Properties Centre, St. Francis Street, Ortigas Center, Mandaluyong City, Metro Manila, Philippines 1550  
Telephone: (+632) 841-5100 Fax: (+632) 643-2211

A Subsidiary of:  **SAN MIGUEL CORPORATION**



**SAN MIGUEL CORPORATION**

April 6, 2018

**The Philippine Stock Exchange, Inc.**  
Disclosure Department  
9<sup>th</sup> Floor, Philippine Stock Exchange Tower  
28<sup>th</sup> Street, corner 5<sup>th</sup> Avenue  
Bonifacio Global City, Taguig City

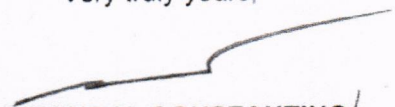
Attention: **Mr. Jose Valeriano B. Zuño III**  
**OIC-Head, Disclosure Department**

Gentlemen:

Further to the disclosure of the Company, dated November 3, 2017, the Company and San Miguel Food and Beverage, Inc. (SMFB, formerly San Miguel Pure Foods Company, Inc.) signed on April 5, 2018 a Deed of Exchange whereby the Company agreed to convey and transfer to SMFB common shares held by the Company in (i) San Miguel Brewery Inc., totalling 7,859,319,270 common shares and (ii) Ginebra San Miguel Inc., totalling 216,972,000 common shares.

In consideration of the above transfer, SMPF shall, upon the approval by the Securities and Exchange Commission (SEC) of the increase in its authorised capital stock, issue 4,242,549,130 common shares in favor of the Company (the "New Shares") at Php79.28 per share. SMPF will be filing with the SEC the relevant documents required for the approval of the application for the amendment of the articles of incorporation to increase its authorized capital stock.

Very truly yours,

  
**FERDINAND K. CONSTANTINO**  
Corporate Information Officer