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Ginebra San Miguel, Inc. GSMI

PSE Disclosure Form 17-18 - Other SEC Forms/Reports/Requirements

Form/Report Type	Certification of Independent Director
Report Period/Report Date	Mar 12, 2021

Description of the Disclosure

Certification of Independent Director of Justice Minita V. Chico-Nazario (Ret.), which we filed with the Securities and Exchange Commission through SENS and e-mail.

Filed on behalf by:

Name	Conchita Jamora
Designation	General Counsel and Assistant Corporate Secretary

COVER SHEET

1	4	2	3	1	2
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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)

3 rd	&	6 th		F	L	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)

CONCHITA P. JAMORA									
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Contact Person

8841-5100									
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Company Telephone Number

1	2
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Month

3	1
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Day

CERTIFICATE OF INDEPENDENT DIRECTOR									
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FORM TYPE

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Month
Annual Meeting

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Day
Annual Meeting

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Secondary License Type, If Applicable

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

Total Amount of Borrowings									
Domestic					Foreign				

To be accomplished by SEC Personnel concerned

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File Number

_____ LCU

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Document I. D.

_____ Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **Minita V. Chico-Nazario**, Filipino, of legal age and a resident of [REDACTED], after having been duly sworn to in accordance with law do hereby declare that:


1. I am a nominee for Independent Director of Ginebra San Miguel Inc. ("GSMI") and have been its Independent Director since March 9, 2012.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY/ORGANIZATION	POSITION/RELATIONSHIP	PERIOD OF SERVICE
	(Please refer to	
	attached "Annex A")	

3. I have served as Independent Director for nine (9) years and have been nominated by the Board of Directors in accordance with GSMI's Amended Manual on Corporate Governance, as approved on May 25, 2017, which adopted the following: (i) Recommendation 5.2 of the Code of Corporate Governance for Publicly Listed Companies or SEC Memorandum Circular No. 19, Series of 2016 and (ii) Memorandum Circular 4, Series of 2017 (hereinafter, "Relevant Rules").
4. I understand that since I already reached the term limit of (9) years pursuant to the Relevant Rules, my nomination and election as a member of the Board of Directors of GSMI shall be subject to: (i) the presentation of meritorious justifications by the Board of Directors; and (ii) the approval by the stockholders of GSMI during the Regular Stockholders' Meeting.
5. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of GSMI, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
6. I am not in any way related to any director/officer/substantial shareholder of GSMI and its subsidiaries and affiliates.
7. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
8. I am not in government service/affiliated with a government agency or GOCC.
9. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
10. I shall inform the Corporate Secretary of GSMI of any changes in the abovementioned information within five days from its occurrence.

Done, this 10th day of March, 2021 at Mandaluyong City.


Minita V. Chico-Nazario

SUBSCRIBED AND SWORN to before me this 10th day of March, 2021 at Mandaluyong City,
affiant personally appeared before me and exhibited to me her 

Doc. No. 23 ;
Page No. 6 ;
Book No. 1 ;
Series of 2021.




CHRISTINE ANGELICA D. FELIX

Commission No. 0586-21

Notary Public for Mandaluyong City

Until December 31, 2022

GSMI, 6th Floor, San Miguel Properties Centre,

St. Francis Street, Mandaluyong City

Roll No. 64625

PTR No. 4583178; 01/05/2021; Mandaluyong City

IBP Lifetime Member No. 013708; 04/13/2015; RSM

ANNEX "A"

AFFILIATIONS

COMPANY/ ORGANIZATION	POSITION/ RELATIONSHIP	PERIOD OF SERVICE
Philippine Grains International Corporation	Chairman	January 2011 to present
Mariveles Grain Corporation	Director	January 2011 to present
San Miguel Food and Beverage, Inc.	Independent Director	May 8, 2015 to present
Top Frontier Investment Holdings, Inc.	Independent Director	January 2, 2014 to present
San Miguel Properties, Inc.	Independent Director	May 9, 2012 to present
Tan Acut Lopez & Pison Law Offices	Of Counsel	November 2016 to present
United Coconut Planters Bank	Consultant	Up to Present
Integrated Bar of the Philippines, Manila IV	Member	Up to present
Women Lawyers Association of the Philippines	Member	Up to present
U.P. Women's Club	Member	Up to present
U.P. Women Lawyers' Circle	Member	Up to present