## 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)

Jun 23, 2020

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) 8841-5100

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 4-24 - Results of Annual or Special Stockholders' Meeting References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules

#### **Subject of the Disclosure**

Results of the Regular Annual Stockholders' Meeting of Ginebra San Miguel Inc. (RASM) held on June 23, 2020.

### **Background/Description of the Disclosure**

Disclosure on matters approved during the RASM.

### List of elected directors for the ensuing year with their corresponding shareholdings in the Issuer

Name of Person	Shareholdings in	the Listed Company	Nature of Indirect Ourseachin			
Name of Person	Direct	Indirect	Nature of Indirect Ownership			
Ramon S. Ang	5,000	0	N/A			
Francisco S. Alejo III	5,000	0	N/A			
Aurora T. Calderon	5,000	0	N/A			
Leo S. Alvez	5,000	0	N/A			
Gabriel S. Claudio	5,000	0	N/A			
Mario K. Surio	5,000	0	N/A			
Minita V. Chico-Nazario (Independent Director)	5,000	0	N/A			
Aurora S. Lagman (Independent Director)	5,000	0	N/A			

External auditor R. G. Manabat & Co.

#### List of other material resolutions, transactions and corporate actions approved by the stockholders

Approval of the Minutes of the Regular Stockholders' Meeting held on May 30, 2019, and Ratification of All Acts and Proceedings of the Board of Directors and Corporate Officers.

### **Other Relevant Information**

Please see attached SEC Form 17-C. The filing by uploading of the aforementioned Report with the PSE EDGE shall be considered as having been filed with the Securities and Exchange Commission ("SEC"), in accordance with the Notice of the Markets and Securities Regulation Department of the SEC issued on March 17, 2020.

### Filed on behalf by:

Name Conch	ita Jamora
<b>Designation</b> General	al Counsel and Assistant Corporate Secretary

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## 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.	June 23, 2020
	Date of Report (Date of earliest event reported)

- 2. SEC Identification No. 142312
- 3. BIR Tax Identification No. TIN 000-083-856-000
- 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

- 3<sup>rd</sup> and 6<sup>th</sup> 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)
- 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 May 31, 2020

COMMON STOCK PREFERRED STOCK

286,327,841 32,786,885

## 11. Indicate the item numbers reported herein:

We disclose that today, June 23, 2020, the following meetings of Ginebra San Miguel Inc. (the "Company") were held: Regular Annual Stockholders' Meeting and Organizational Meeting of the Board of Directors ("Board").

## Regular Annual 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
Mario K. Surio
Minita V. Chico-Nazario - Independent Director
Aurora S. Lagman – Independent Director

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

## Item 9. Other Events.

- 2. The Minutes of the Regular Stockholders' Meeting held on May 30, 2019 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 30, 2019 until June 23, 2020, 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. 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 2020.

## 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 Conchita P. Jamora : Treasurer/Chief Finance Officer

Isadora A. Papica

: Assistant Corporate Secretary

: Internal Audit Group Head/Chief Audit Executive

Director Chico-Nazario 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 shares, Ms. Baroy has 30,000 shares, and Atty. Jamora and Ms. Papica have 15,000 shares each in the Company. On the other hand, Atty. Jacinto 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
- Francisco S. Alejo III
   Aurora T. Calderon
- 4. Ferdinand K. Constantino Non-Director Member

### Audit and Risk Oversight Committee

- 1. Minita V. Chico-Nazario 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
- Leo S. Alvez
   Minita V. Chico-Nazario
- 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. Mario K. Surio
- 6. Minita V. Chico-Nazario
- 7. Joseph Francis M. Cruz Ex Officio Member

## Item 9. Other Events.

2. The Board also approved the designation of depository banks, approval of 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

June 23, 2020.