

# 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)  
Dec 1, 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 4-30 - 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**

Matters approved during the Special Meeting of the Board of Directors held on December 1, 2020.

**Background/Description of the Disclosure**

The Board of Directors approved the following:  
1. Declaration and payment of cash dividends for preferred shares; and  
4. Redemption of preferred shares held by San Miguel Corporation.

**Other Relevant Information**

Please see attached SEC Form 17-C which was filed with the Securities and Exchange Commission, through email and SENS.

**Filed on behalf by:**

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

# COVER SHEET

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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 <sup>RD</sup>	A	N	D		6 <sup>TH</sup>	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						
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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)

<b>CONCHITA P. JAMORA</b>
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Contact Person

<b>8841-5100</b>
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Company Telephone Number

1	2
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Month

3	1
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Day

<b>SEC Form 17-C</b>
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FORM TYPE

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Month

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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

<b>Total Amount of Borrowings</b>	
Domestic	Foreign

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To be accomplished by SEC Personnel concerned

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File Number

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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. **December 1, 2020**  
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. **3<sup>rd</sup> and 6<sup>th</sup> Floors, San Miguel Properties Centre, St. Francis Street, Ortigas Center,  
Mandaluyong City**  
(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 October 31, 2020
<b>COMMON STOCK</b>	<b>286,327,841</b>
<b>PREFERRED STOCK</b>	<b>32,786,885</b>

11. Indicate the item numbers reported herein:

**Item 9. Other Events**

At the special meeting of the Board of Directors of Ginebra San Miguel Inc. (respectively, the Board" and the "Company") held on December 1, 2020:

- a. Pursuant to the Company's Amended Articles of Incorporation and Enabling Resolution No 99-3-2 of the Board, the Board approved the declaration of cash dividends at the rate of Php0.375 per preferred share, payable on January 4, 2021, to all holders of preferred shares of record as of December 18, 2020. The stock and transfer book of the Company will be closed from December 19-21, 2020. San Miguel Corporation ("SMC") holds the Company's preferred shares. Said preferred shares are not listed in the Philippine Stock Exchange, Inc.
- b. The Board approved the redemption of the 32,786,885 preferred shares held by SMC for the price of Php30.50 per preferred share and all accumulated unpaid cash dividends, if any (the "Redemption Proceeds"), which shall be paid on January 4, 2021, in accordance with the guidelines for payment provided in the attached Notice of Redemption to be issued to SMC.

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

December 1, 2020.



December 1, 2020

**SAN MIGUEL CORPORATION**

40 San Miguel Avenue,  
Mandaluyong City

Attention: **MR. RAMON S. ANG**  
*President*

Re: **NOTICE OF REDEMPTION OF PREFERRED SHARES**

Gentlemen:

Notice is hereby given that Ginebra San Miguel Inc. (the "Company") will redeem the Preferred Shares at a redemption price of Php 30.50 per share and will remit all accumulated unpaid cash dividends, if any (collectively, the "Redemption Proceeds"), in accordance with the terms and conditions of the issuance of such shares, the Articles of Incorporation and the Enabling Resolutions. The redemption of the Preferred Shares was approved by the Board of Directors of the Company on December 1, 2020.

Redemption shall take effect on January 4, 2021 and the Redemption Proceeds shall be paid in check on said date during office hours from 9:00AM to 6:00PM.

The check will be released upon submission and verification of the following documents:

1. Original stock certificates, duly endorsed by San Miguel Corporation's (SMC) authorized signatory/ies;
2. Secretary's Certificate designating the authorized signatory/ies of SMC with their specimen signature/s; and
3. Proof and acknowledgement of receipt of the Redemption Proceeds, signed by the authorized signatory/ies.

Very truly yours,

**GINEBRA SAN MIGUEL INC.**

By:

**Virgilio S. Jacinto**  
*Corporate Secretary*

**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) 8841-5100 Fax: (632) 8643-2211

A Subsidiary of:  **SAN MIGUEL CORPORATION**