# 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)  |   |  |  |
|--|---|--|--|
| Mar 10, 2021   |   |  |  |
| 2. SEC Identification Number   |   |  |  |
| 142312   |   |  |  |
| 3. BIR Tax Identification No.  |   |  |  |
| 000-083-856-000  |   |  |  |
| 4. Exact name of issue   | . Exact name of issuer as specified in its charter                          |  |  |
| GINEBRA SAN MI   | 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,<br>Mandaluyong City<br>Postal Code<br>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   |  |  |
| 11. Indicate the item numbers reported herein  |   |  |  |
| Item 9. Other Even   | ts  |  |  |
|  |   |  |  |

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 Regular Meeting of the Board of Directors held on March 10, 2021.

Background/Description of the Disclosure

The Board of Directors approved the following:

1. Audited separate and consolidated financial statements of the Company as at and for the year ended December 31, 2020 and submission thereof to the SEC, PSE & BIR;

Schedule, venue and agenda of the 2021 Regular Stockholders' Meeting and grant of authority to stockholders to vote via remote communication or in absentia, as the circumstances may warrant, subject to compliance with applicable laws;
 Declaration and payment of cash dividends for common shares;

4. Recommendation to re-appoint the External Auditor of the Company for the fiscal year 2021; and

5. Approval of the 2021 Material Related Party Transactions of the Company

Other Relevant Information

Please see attached SEC Form 17-C which was filed with the Securities and Exchange Commission today, March 10, 2021, through SENS and e-mail.

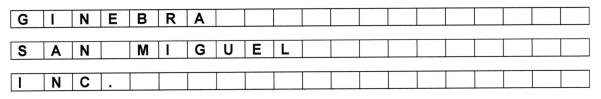
| F | Filed on behalf by: |   |  |
|---|---------------------|---|--|
|   | Name                | Conchita Jamora                                   |  |
|   | Designation         | General Counsel and Assistant Corporate Secretary |  |
|   |                     |   |  |

# COVER SHEET

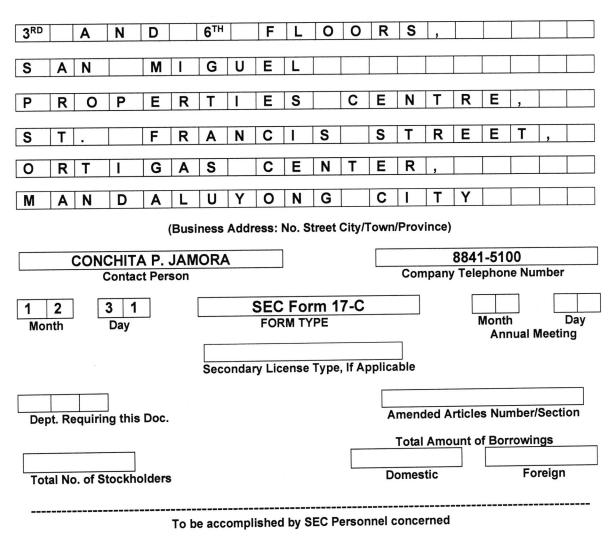
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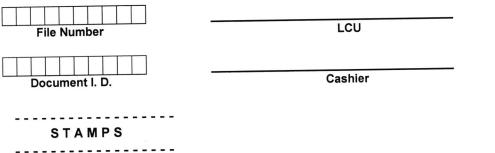
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 4
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 S. E. C. Registration Number



(Company's Full Name)





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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. **March 10, 2021** Date of Report (Date of earliest event reported)
- 2. SEC Identification No. 142312

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- 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

- 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)
- 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 February 28, 2021

**COMMON STOCK** 

286,327,841

11. Indicate the item numbers reported herein:

We disclose that in the meeting of the Board of Directors of Ginebra San Miguel Inc. (respectively, the "Board" and the "Corporation") held on March 10, 2021:

#### Item 9. Other Events

1. With the favorable endorsement of the Audit and Risk Oversight Committee, the Board approved the audited separate and consolidated financial statements of the Company as at and for the year ended December 31, 2020 and the submission thereof to the Securities and Exchange Commission, The Philippine Stock Exchange, Inc. and Bureau of Internal Revenue.

2. The Board approved the schedule, venue and agenda of the 2021 Regular Stockholders' Meeting, as follows:

a. Schedule

Date and time of the 2021 Regular Stockholders' Meeting: May 27, 2021 at 2:00 P.M. Record date of stockholders entitled to vote at the said meeting: April 19, 2021 Closing of stock and transfer books: April 20 to 28, 2021 Deadline for the submission of proxies: May 10, 2021 Validation of proxies: May 14, 2021

b. Venue

Via remote communication and livestreamed at the Company's website, <u>http://www.ginebrasanmiguel.com</u>.

c. Agenda

- 1. Certification of Notice and Quorum
- 2. Approval of the Minutes of the Regular Stockholders' Meeting held on June 23, 2020
- 3. Presentation of the 2020 Annual Report
- 4. Ratification of Acts and Proceedings of the Board of Directors and Corporate Officers
- 5. Election of Directors
- 6. Appointment of External Auditor
- 7. Other Matters
- 8. Adjournment

The Board also approved the grant of authority to the stockholder to vote in the Regular Stockholders Meeting through remote communication or in absentia, as circumstances may warrant, subject to the rules and regulations provided under SEC Memorandum Circular 6, Series of 2020, the Revised Corporation Code, and other applicable laws and regulations, in the light of the public health concern relating to the COVID-19 pandemic.

3. The Board approved the declaration of cash dividends to shareholders of the Company in the amount of Php0.25 per common share, payable on April 8, 2021, to all shareholders of record as of March 25, 2021. The stock and transfer book of the Company will be closed from March 26 to 30, 2021.

4. The Board also approved the recommendation of the Audit and Risk Oversight Committee to re-appoint R.G. Manabat & Co. as External Auditor of the Company for fiscal year 2021 during the Regular Stockholders' Meeting scheduled on May 27, 2021.

5. Lastly, the Board likewise approved the 2021 Material Related Party Transactions of the Company with San Miguel Yamamura Corporation and SMC Shipping and Lighterage Corporation.

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

March 10, 2021.