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Ginebra San Miguel, Inc. GSMI

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

Form/Report Type	Advisement Letter
Report Period/Report Date	Dec 27, 2022

Description of the Disclosure

Please see attached Advisement Letter on the attendance of the Company's directors to Board and Committee meetings in 2022,

Filed on behalf by:

	Name	Francis Joseph Cruz		
l	Designation	General Counsel and Assistant Corporate Secretary		



December 27, 2022

THE PHILIPPINE STOCK EXCHANGE, INC.

6th Floor PSE Tower 5th Avenue cor. 28th Street Bonifacio Global City, Taguig City

Attention:

MS. ALEXANDRA D. TOM WONG

Manager, Disclosure Department

Re:

Attendance of Directors of Ginebra San Miguel Inc.

in Board and Committee Meetings

Dear Ms. Tom Wong:

We refer to the above-captioned subject matter and advise the Exchange as follows:

1. The following are the members of the Board of Directors (the "Board") of Ginebra San Miguel Inc. (the "Corporation") as of December 31, 2022:

Ramon S. Ang
Francisco S. Alejo III
Leo S. Alvez
Aurora T. Calderon
Gabriel S. Claudio
Francis H. Jardeleza
Ana Leah V. Rodriguez
Aurora S. Lagman (Independent Director)
Martin S. Villarama, Jr. (Independent Director)

- 2. The foregoing members of the Board (the "Directors") were incumbent Directors who were re-elected during the Regular Stockholders' Meeting of the Corporation held on May 26, 2022 (2022 RSM), except for Ms. Ana Leah V. Rodriguez, who was first elected as Director during the 2022 RSM.
- 3. The Board had four (4) regular meetings, which were held on March 9, April 27, August 3 and November 9, 2022. The Board also had an organizational meeting on May 26, 2022.

GINEBRA SAN MIGUEL INC.

3rd and 6th Floors, San Miguel Properties Centre, St. Francis Street, Ortigas Center, Mandaluyong City, Metro Manila, Philippines 1550 Telephone: (+632) 8841-5100 Fax: (+632) 8643-2211



¹ Justice Martin S. Villarama, Jr. (Ret) was first elected as Independent Director during the Regular Meeting of the Board held on March 9, 2022.

4. The details of the attendance of the Directors in the meetings of the Board in 2022 are shown below:

	Name	No. of Meetings Held during the year (in 2022)	No. of Meetings Attended	%
President	Ramon S. Ang	5	5	100
Member	Francisco S. Alejo III	5	5	100
Member	Leo S. Alvez	5	4	80
Member	Aurora T. Calderon	5	5	100
Member	Gabriel S. Claudio	5	5	100
Member	Francis H. Jardeleza	5	5	100
Member	Ana Leah V. Rodriguez ²	5	3	100
Independent	Aurora S. Lagman	5	5	100
Independent	Martin S. Villarama, Jr.3	5	4	100
*Member (Until May 26, 2022)	Mario K. Surio	5	1	100

5. All the Board Committees, with the exception of the Executive Committee, held meetings in 2022. The Executive Compensation Committee held its meeting on August 3, 2022. The Audit and Risk Oversight Committee held meetings on March 9, April 27, August 3, and November 9, 2022. The Corporate Governance Committee met on March 9, 2022.

The details of the attendance of the Directors in the said meetings of the Board Committees are shown below:

Executive Compensation Committee

	Name	No. of Meetings Held in 2022	No. of Meetings Attended	%
Chairman	Ramon S. Ang	1	1	100
Member	Aurora T. Calderon	1	1	100
Member	Leo S. Alvez	1	1	100
Member	Martin S. Villarama, Jr.	1	1	100
Member	Ferdinand K. Constantino*	1	1	100

^{*}Non-Director Member

² Ms. Ana Leah V. Rodriguez was elected as Director on May 26, 2022.

³ Justice Martin S. Villarama, Jr. (Ret.) was elected as Director on March 9, 2022.

Audit and Risk Oversight Committee

	Name	No. of Meetings Held in 2022	No. of Meetings Attended	%
Chairman	Martin S. Villarama, Jr.4	4	3	100
Member	Francisco S. Alejo III	4	4	100
Member	Leo S. Alvez	4	3	75
Member	Aurora S. Lagman	4	4	100
Member	Ferdinand K. Constantino*	4	4	100

^{*}Advisor

Corporate Governance Committee

	Name	No. of Meetings Held in 2022	No. of Meetings Attended	%
Chairman	Aurora S. Lagman	1	1	100
Member	Aurora T. Calderon	1	1	100
Member	Leo S. Alvez	1	1	100
Member	Gabriel S. Claudio	1	1	100
Member	Mario K. Surio⁵	1	1	100

We trust that you will find the foregoing in order.

Very truly yours,

Francis Joseph A. Cruz Assistant Corporate Secretary

⁴ Justice Martin S. Villarama, Jr. (Ret.) was elected as Director on March 9, 2022.

⁵ Mario K. Surio was still a Director of the Company during the Corporate Governance Committee meeting on March 9, 2022.