

# COVER SHEET

1 4 2 3 1 2  
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 ,  
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)

FRANCIS JOSEPH A. CRUZ  
Contact Person

8841-5100  
Company Telephone Number

1 2  
Month

3 1  
Day

SEC Form 17-C  
FORM TYPE

Month Day  
Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings  
Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I. D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes

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. **May 30, 2024**  
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, Philippines**  
(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 April 30, 2024
COMMON STOCK	286,327,841

11. Indicate the item numbers reported herein:

We disclose that today, May 30, 2024, the following meetings of Ginebra San Miguel Inc. (the "Company") were held: Regular Stockholders' Meeting and Organizational Meeting of the Board of Directors ("Board").

### **Regular 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  
Francis H. Jardeleza  
Cecile L. Ang  
Aurora S. Lagman – Independent Director  
Martin S. Villarama, Jr. – Independent Director

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

#### **Item 9. Other Events.**

2. The Minutes of the Regular Stockholders' Meeting held on May 25, 2023 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 25, 2023 until May 30, 2024, 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 2024.

### **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	: Treasurer/Chief Finance Officer
Francis Joseph A. Cruz	: Assistant Corporate Secretary
Christine Angelica D. Felix	: Assistant Corporate Secretary
Heinrici D. Legaspi	: Internal Audit Group Head/Chief Audit Executive

Director Aurora S. Lagman 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 common shares and Ms. Baroy has 30,000 common shares. On the other hand, Atty. Jacinto, Atty. Cruz, Atty. Felix and Mr. Legaspi 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
2. Francisco S. Alejo III
3. Aurora T. Calderon
4. Ferdinand K. Constantino – Non-Director Member

#### **Audit and Risk Oversight Committee**

1. Martin S. Villarama, Jr. – 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
3. Leo S. Alvez
4. Martin S. Villarama, Jr.
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. Cecile L. Ang
6. Martin S. Villarama, Jr.
7. Joseph Francis M. Cruz – Ex Officio Member

Item 9. Other Events.

1. The Board also approved the designation of depository banks, 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

May 30, 2024.