

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 RD	A	N	D	6 TH	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. **March 5, 2026**
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. **3rd and 6th 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 February 28, 2026
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 "Company") held on March 5, 2026:

Item 4. Resignation, Removal or Election of Registrant's Directors or Officer

The Board, upon the recommendation of the Audit and Risk Oversight Committee, approved the appointment of Ms. Rhea F. Rivamonte ("Ms. Rivamonte") as Internal Audit Group Head / Chief Audit Executive vice Mr. Heinrici D. Legaspi who will be transferred to another unit within the San Miguel Corporation Group, effective April 1, 2026.

Ms. Rivamonte has been with the Company since March 2006 and is currently its Audit Manager since January 2022. Ms. Rivamonte has also held the following positions in the Company: Finance Service Manager (December 2015 to December 2021); Group Finance Head (May 2014 to November 2015); Finance Head (July 2009 to April 2014); and Finance Analyst (March 2006 to June 2009). Ms. Rivamonte is a Certified Public Accountant. She obtained her Bachelor of Science Degree Major in Accountancy at the University of Santo Tomas, Manila in 2003.

Ms. Rivamonte does not own any shares in the Company.

Moreover, the Board, upon the recommendation of the Executive Compensation Committee, approved and confirmed the promotion of Mr. Cris Philip S. Marquez ("Mr. Marquez"), Business Procurement Manager, from the rank of Manager to Officer (Assistant Vice President), effective as of August 1, 2025.

Mr. Marquez has been working with the San Miguel Group since December 2001. He has been the Company's Business Procurement Manager since January 2024. Before his current position, Mr. Marquez has held the following positions in the Company: Manufacturing Services Manager (April 2023 to December 2023); Plant Services Manager (June 2022 to March 2023); Plant Manager (June 2014 to June 2022); Concentrate Blending Manager (June 2011 to June 2014); and Operations Technology Manager (July 2009 to December 2010). He obtained his Bachelor of Science Degree Major in Chemistry at the University of Santo Tomas, Manila in 2000.

Mr. Marquez owns 50 common shares in the Company.

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, 2025 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 2026 Annual Stockholders' Meeting, as follows:

a. Schedule

- Date and time of the 2026 Annual Stockholders' Meeting: May 28, 2026 at 2:00 P.M.

The Board also approved that in the event that May 28, 2026 will be declared as a holiday, the 2026 Annual Stockholders' Meeting will be moved to May 29, 2026, the next succeeding business day, in accordance with Rule 20.11.1 of the Implementing Rules and Regulations of the Securities Regulation Code.

- Record date of stockholders entitled to vote at the said meeting: April 24, 2026
- Closing of Stock and Transfer Books: April 25 to 29, 2026
- Deadline for the submission of proxies: May 13, 2026
- Validation of proxies: May 22, 2026

b. Venue

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

c. Agenda

1. Call to Order/Certification of Notice and Quorum
2. Approval of the Minutes of the Annual Stockholders' Meeting held on May 29, 2025
3. Presentation of the 2025 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 stockholders to participate and vote in the Annual 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.

3. The Board approved the declaration of cash dividends to holders of common shares as follows:

- a) First Quarter regular dividend in the amount of Php 2.50 per common share; and
- b) Special dividend in the amount of Php 1.50 per common share.

The foregoing cash dividends shall be paid on April 10, 2026, to all holders of common shares of record as of March 23, 2026. The Stock and Transfer Books of the Company will be closed from March 24 to 29, 2026.

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 2026 during the Annual Stockholders' Meeting scheduled on May 28, 2026. In addition, the Board likewise approved the appointment of R.G. Manabat & Co. for non-audit services.

5. Lastly, the Board approved the 2026 Material Related Party Transactions of the Company with San Miguel Yamamura Packaging 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 5, 2026.