

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)

Mar 8, 2023

2. SEC Identification Number

11840

3. BIR Tax Identification No.

000-100-341-000

4. Exact name of issuer as specified in its charter

SAN MIGUEL FOOD AND BEVERAGE, INC.

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

100 E. Rodriguez Jr. Avenue (C-5 Road), Barangay Ugong, Pasig City, Metro Manila
Postal Code
1604

8. Issuer's telephone number, including area code

(632) 5317-5000

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 SHARES (FB)	5,909,220,090
SERIES A BONDS DUE MARCH 2025 (IN PESO)	8,000,000,000.00
SERIES B BONDS DUE MARCH 2027 (IN PESO)	7,000,000,000.00
TOTAL DEBT as of 30SEP22 (IN MIL PESO – CONSO)	164,854

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.



SAN MIGUEL
FOOD AND BEVERAGE, INC.

San Miguel Food and Beverage, Inc. FB

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 taken up and/or approved by the Board of Directors of the Company at the meeting held on March 8, 2023.

Background/Description of the Disclosure

Board approval of the following:

A. The audited consolidated financial statements of the Company as at and for the year ended December 31, 2022 (the "2022 Audited Financial Statements"), and the submission to the SEC, the PSE and the PDEX of the Annual Report of the Company (or SEC Form 17-A), including the 2022 Audited Financial Statements and the 2022 Sustainability Report. The Company posted consolidated revenues of P358.9 billion, consolidated EBITDA of P62.7 billion, consolidated income from operations of P48.7 billion, and consolidated net income of P34.7 billion.

B. The virtual holding of the Annual Stockholders' Meeting of the Company on June 7, 2023, Wednesday, 2:00 p.m., where stockholders may attend and vote through remote communication.

Other Relevant Information

Please see attached SEC Form 17-C.

Filed on behalf by:

Name	Alexandra Trillana
Designation	Corporate Secretary and Compliance Officer

COVER SHEET

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S. E. C. Registration Number

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(Company's Full Name)

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(Business Address: No. Street City/Town/Province)

ALEXANDRA B. TRILLANA

Contact Person

(632) 5317-5450

Company Telephone Number

SEC Form

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Month

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Day

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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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Amended Articles Number/Section

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Total No. of Stockholders

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Domestic

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Foreign

Total Amount of Borrowings

To be accomplished by SEC Personnel concerned

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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 8, 2023**
Date of Report (Date of earliest event reported)
2. SEC Identification No. **11840**
3. BIR Tax Identification No. **000-100-341-000**
4. **SAN MIGUEL FOOD AND BEVERAGE, 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
6. **100 E. Rodriguez Jr. Avenue (C-5 Road), Barangay Ugong, Pasig City**
1604
(Address of principal office) (Postal Code)
7. **(632) 5317-5000** (Registrant's telephone number, including area code)
8. **Registrant has not changed address since its last report to this Honorable Commission**
(Former name or former address, if changed since last report)
9. Securities registered pursuant to Sections 8 and 12 of SRC

Title of Each Class	Outstanding as of September 30, 2022
Common Shares (FB)	5,909,220,090
Series A Bonds Due March 2025 (In Peso)	8,000,000,000.00
Series B Bonds Due March 2027 (In Peso)	7,000,000,000.00
Total Debt as of Sept. 30, 2022 (In Mil Peso – Conso)	164,854

10. Indicate the item numbers reported herein:

Item 9. Other Events

At the meeting of the Board of Directors of San Miguel Food and Beverage, Inc. (respectively, the "Board" and the "Company") held on March 8, 2023 via video conference:

- A. Upon the endorsement of the Audit Committee, the Board approved the following:
1. the audited consolidated financial statements of the Company as at and for the year ended December 31, 2022 (the "2022 Audited Financial Statements"), and the submission to the SEC, the PSE and the PDEX of the Annual Report of the Company (or SEC Form 17-A), including the 2022 Audited Financial Statements and the 2022 Sustainability Report. The Company posted consolidated revenues of P358.9 billion, consolidated EBITDA of P62.7 billion, consolidated income from operations of P48.7 billion, and consolidated net income of P34.7 billion;
 2. the Company's 2023 Consolidated Internal Audit Plan; and
 3. the Company's 2023 Consolidated Outsourcing Plan of the Internal Audit Group.
- B. The Board approved the virtual holding of the Annual Stockholders' Meeting of the Company on June 7, 2023, Wednesday, 2:00 p.m., where stockholders may attend and vote through remote communication. Management was authorized to determine the mechanics to implement such mode of voting, in accordance with any rules the SEC and PSE may issue on this subject.

In this connection:

- (i) The record date for the stockholders entitled to vote at the said meeting is May 8, 2023;
 - (ii) The stock and transfer books will be closed from May 9 to 16, 2023;
 - (iii) The deadline for submission of proxies is on May 14, 2023; and
 - (iv) The validation of proxies will be on May 31, 2023.
- C. The Agenda of the Annual Stockholders' Meeting shall be as follows:
1. Call to Order
 2. Certification of Notice and Quorum
 3. Approval of the Minutes of the 2022 Annual Stockholders' Meeting
 4. Presentation of the Annual Report and Approval of the 2022 Audited Financial Statements
 5. Ratification of Acts and Proceedings of the Board of Directors and Corporate Officers
 6. Appointment of External Auditor and Ratification of External Auditor Fees
 7. Election of the Board of Directors
 8. Other Matters
 9. Adjournment

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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.

SAN MIGUEL FOOD AND BEVERAGE, INC.

By:



ALEXANDRA BENGSON TRILLANA
Corporate Secretary and Compliance Officer

March 8, 2023.