

## 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)

Nov 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 30Jun23 (In Mil Peso-Conso)	174,161

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 November 8, 2023.

**Background/Description of the Disclosure**

1. Approval of the Board Risk Oversight and Sustainability Committee Charter and updates to the Committee's annual Self-Assessment Worksheet.
2. Submission to the SEC, PSE and PDEX of the Quarterly Report of the Company (or SEC Form 17-Q), including financial statements as at and for the period ended September 30, 2023.
3. Declaration of regular and special cash dividends to common shareholders of the Company.
4. Conduct of annual performance assessment of the Board of Directors and Board Committees of the Company.
5. Dates for the 2024 meetings of the Board of Directors, Board Committees and Stockholders of the Company.

**Other Relevant Information**

Please see attached SEC Form 17-C.

**Filed on behalf by:**

<b>Name</b>	Alexandra Trillana
<b>Designation</b>	Corporate Secretary and Compliance Officer

COVER SHEET

1 1 8 4 0

S. E. C. Registration Number

S A N M I G U E L F O O D A N D

B E V E R A G E , I N C .

(Company's Full Name)

1 0 0 E . R O D R I G U E Z J R .

A V E N U E C - 5 R O A D ,

B A R A N G A Y U G O N G

P A S I G C I T Y 1 6 0 4

M E T R O M A N I L A

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

ALEXANDRA B. TRILLANA

Contact Person

(632) 5317-5450

Company Telephone Number

SEC Form

Month

Day

1 7 - 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. **November 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 June 30, 2023
<b>Common Shares (FB)</b>	<b>5,909,220,090</b>
<b>Series A Bonds Due March 2025 (In Peso)</b>	<b>8,000,000,000.00</b>
<b>Series B Bonds Due March 2027 (In Peso)</b>	<b>7,000,000,000.00</b>
<b>Total Debt as of June 30, 2023 (In Mil Peso – Conso)</b>	<b>174,161</b>

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 November 8, 2023:

1. Upon the endorsement of the newly constituted Board Risk Oversight and Sustainability Committee, the Board approved the Charter of the said Committee in place of the current Charter, to incorporate the Committee's additional sustainability-related duties and responsibilities. A copy of the approved Charter will be available in the Corporate Governance page of the Company's website, for reference. The Board also approved updates to the Committee's annual Self-Assessment Worksheet to reflect these new functions.

2. Upon the endorsement of the Audit Committee, the Board approved the submission to the SEC, the PSE and the PDEX of the Quarterly Report of the Company (or SEC Form 17-Q), including financial statements as at and for the period ended September 30, 2023. For the first nine months of 2023, the Company posted consolidated revenues of P276.7 billion, consolidated EBITDA of P48.3 billion, consolidated income from operations of P34.7 billion, and consolidated net income of P27.5 billion.

3. The Board approved the declaration of cash dividends on the outstanding common shares (FB) of the Company as follows:

Amount:	P0.40 per share regular cash dividend P0.55 per share special cash dividend
Record Date:	November 22, 2023
Closing of Books:	November 23 to 27, 2023
Payment Date:	December 7, 2023

4. In connection with the annual performance assessment of the Board and its Committees, the Compliance Officer reported that the 2023 Board Internal Self-Rating Form (together with the policy, procedures and criteria for the assessment) and 2023 Committee Self-Assessment Worksheets will be sent to the directors and members of the Audit Committee, Board Risk Oversight and Sustainability Committee, Corporate Governance Committee and Related Party Transactions Committee, for them to accomplish. Copies of the form and worksheets will be available in the Corporate Governance page of the Company's website, for reference.

The directors and Committee members were requested to return the accomplished forms and worksheets to the Office of the Compliance Officer on or before December 7, 2023.

5. The Board approved the dates for the 2024 Board of Directors' and Committee meetings, as well as the Annual Stockholders' Meeting (ASM) of the Company. The ASM is scheduled on June 5, 2024, the first Wednesday of June, in accordance with the Company's By-laws. Stockholders who wish to propose the inclusion of additional items to the usual Agenda of the ASM and/or nominate candidates to the Board, may submit their proposals not later than January 31, 2024 to the Corporate Secretary at the 4<sup>th</sup> Floor, 100 E. Rodriguez Jr. Avenue (C-5 Road), Barangay Ugong, Pasig City 1604, Metro Manila, for the consideration of the Chairman and the appropriate Board Committees.

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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 VICTORIA B. TRILLANA**  
Corporate Secretary and Compliance Officer

November 8, 2023.