

## 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)  
Aug 5, 2020
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 June 30, 2020 (in MIL PESO-CONSO)	139,357

11. Indicate the item numbers reported herein  
ITEM 4. ELECTION OF DIRECTOR

*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 4-8 - Change in Directors and/or Officers**  
**(Resignation/Removal or Appointment/Election)**  
*References: SRC Rule 17 (SEC Form 17-C) and*  
*Section 4.4 of the Revised Disclosure Rules*

<b>Subject of the Disclosure</b>
Election of Justice Francis H. Jardeleza as Director of the Company.
<b>Background/Description of the Disclosure</b>
Please see attached SEC Form 17-C.

**Resignation/Removal or Replacement**

Name of Person	Position/Designation	Effective Date of Resignation/Cessation of term (mmm/dd/yyyy)	Reason(s) for Resignation/Cessation
-	-	-	-

**Election or Appointment**

Name of Person	Position/Designation	Date of Appointment/Election (mmm/dd/yyyy)	Effective Date of Appointment Election (mmm/dd/yyyy)	Shareholdings in the Listed Company		Nature of Indirect Ownership
				Direct	Indirect	
Francis H. Jardeleza	Director	Aug/05/2020	Aug/05/2020	0	10	Lodged with PDTC

**Promotion or Change in Designation**

Name of Person	Position/Designation		Date of Approval (mmm/dd/yyyy)	Effective Date of Change (mmm/dd/yyyy)	Shareholdings in the Listed Company		Nature of Indirect Ownership
	From	To			Direct	Indirect	
-	-	-	-	-	-	-	-

<b>Other Relevant Information</b>
None.

**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

Domestic

Foreign

Total Amount of Borrowings

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. **August 5, 2020**  
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, 2020
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 June 30, 2020 (In Mil Peso – Conso)	139,357

10. Indicate the item numbers reported herein:

Item 4. Election of Director

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 August 5, 2020:

1. Upon the endorsement of the Corporate Governance Committee, the Board elected retired Supreme Court Justice Francis H. Jardeleza as director to fill-in the vacancy in the Board of Directors of the Company, to serve as such effective immediately and until his successor is elected and qualified. Justice Jardeleza holds ten (10) common shares of the outstanding capital stock of the Company.

Justice Jardeleza, Filipino, 70, is a retired Associate Justice of the Supreme Court of the Philippines (from August 2014 to September 2019). He also served as Solicitor General (February 2012 to August 2014) and Deputy Ombudsman for Luzon (July 2011 to February 2012). Prior to his government service, Justice Jardeleza was Senior Vice President and General Counsel of San Miguel Corporation (SMC) (1996 to 2010) and was Corporate Secretary and Compliance Officer of SMC and several SMC Group companies during his time with SMC. He is a Professorial Lecturer in Constitutional, Administrative and Remedial Law at the University of the Philippines College of Law, since 1993. Justice Jardeleza holds a Bachelor of Arts and a Bachelor of Laws Degree from the University of the Philippines and a Masters Degree in Law from Harvard Law School.

2. Upon the endorsement of the Corporate Governance Committee, the Board approved the self-assessment forms for the members of the Corporate Governance Committee, Board Risk Oversight Committee and Related Party Transactions Committee to accomplish at the end of the year, on an annual basis. The forms were prepared in accordance with the Charters of the said Committees. The results of the assessment will be the basis of the formulation of objectives and plans to improve the Committees' performance, including any recommendations for amendments to the Committees' Charters.

3. Upon the endorsement of the Audit Committee, the Board approved the submission to the SEC and PSE of the Quarterly Report of the Company (or SEC Form 17-Q), including financial statements as at and for the period ended June 30, 2020.

4. Upon the endorsement of the Audit Committee the Board approved the Audit Plan as at and for the year ending December 31, 2020, for the audit of the separate and consolidated financial statements of the Company and its subsidiaries, including audit strategies and approach, scope of work, audit focus areas and key audit matters, as presented by external auditor R.G. Manabat & Co. to the Audit Committee. Further, the Board authorized management to negotiate and agree on the audit fees payable to the external auditor based on the approved Audit Plan.

5. The Board approved the declaration of cash dividends to shareholders of the Company as follows:

Common Shares (FB)

Amount:	P0.40 per share
Record Date:	August 20, 2020
Closing of Books:	August 21 to 27, 2020
Payment Date:	September 4, 2020

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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

August 5, 2020.