

C01672-2018

**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 14, 2018
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 PURE FOODS COMPANY INC.
5. Province, country or other jurisdiction of incorporation
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
23/F, The JMT Corporate Condominium, ADB Avenue, Ortigas Center, Pasig City, Metro Manila
Postal Code
1605
8. Issuer's telephone number, including area code
(632) 317-5000
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 (PF)	166,667,096
Preferred (PFP2)	15,000,000
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 Pure Foods Company, Inc.
PF**

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

Board approval of the Related Party Transactions Policy of the Company, which includes the threshold for disclosure and approval of material related party transactions of the Company and its subsidiaries.

Background/Description of the Disclosure

Please see attached.

Other Relevant Information

None.

Filed on behalf by:

Name	Alexandra Trillana
Designation	AVP & Corporate Secretary

March 14, 2018

Philippine Stock Exchange, Inc.
9th Floor, PSE Tower
28th Street cor. 5th Avenue
BGC Taguig City

Attention: MR. JOSE VALERIANO B. ZUÑO
OIC-Head, Disclosure Department

Gentlemen:

In compliance with Section 17.1(b) and Section 17.3 of the Securities Regulation Code and the PSE Revised Disclosure Rules, we submit herewith a copy of SEC Form 17-C reporting on the matters approved during the regular meeting of the Board of Directors of San Miguel Pure Foods Company Inc. held on March 14, 2018.

Very truly yours,

A handwritten signature in blue ink, appearing to read "Alexandra B. Trillana".

ALEXANDRA B. TRILLANA
Corporate Secretary

San Miguel Pure Foods Company, Inc

23rd Flr., The JMT Corporate Condominium, ADB Avenue
1605 Ortigas Center, Pasig City, Metro Manila, Philippines
Tel. No.: (632) 317-5000
Website: www.sanmiguelpurefoods.com.ph



SAN MIGUEL CORPORATION

COVER SHEET

			1	1	8	4	0				
--	--	--	---	---	---	---	---	--	--	--	--

S. E. C. Registration Number

					S	A	N			M	I	G	U	E	L				
--	--	--	--	--	---	---	---	--	--	---	---	---	---	---	---	--	--	--	--

					P	U	R	E			F	O	O	D	S				
--	--	--	--	--	---	---	---	---	--	--	---	---	---	---	---	--	--	--	--

					C	O	M	P	A	N	Y			I	N	C	.		
--	--	--	--	--	---	---	---	---	---	---	---	--	--	---	---	---	---	--	--

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

(Company's Full Name)

23		r		d		F		I		r.		J		M		T		B		I		d		g.		A		D		B	
----	--	---	--	---	--	---	--	---	--	----	--	---	--	---	--	---	--	---	--	---	--	---	--	----	--	---	--	---	--	---	--

A		v		e.			P		a		s		i		g		C		i		t		y							
---	--	---	--	----	--	--	---	--	---	--	---	--	---	--	---	--	---	--	---	--	---	--	---	--	--	--	--	--	--	--

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

ALEXANDRA B. TRILLANA

Contact Person

(632) 317-5450

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

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 14, 2018**
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 PURE FOODS COMPANY 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. **23/F, The JMT Corporate Condominium, ADB Avenue, Ortigas Center, Pasig City**
1605
(Address of principal office) (Postal Code)
7. **(632) 317-5000** (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 December 31, 2017
Common	166,667,096
Preferred	15,000,000
	181,667,096

10. Indicate the item numbers reported herein:

Item 9. Other Events

At the meeting of the Board of Directors of San Miguel Pure Foods Company Inc. (respectively, the "Board" and the "Company") held on March 14, 2018:

- A. Upon the endorsement of the Audit Committee, the Board approved the audited consolidated financial statements of the Company as at and for the year ended December 31, 2017 (the "2017 Audited Financial Statements"), and the submission to the SEC and the PSE of the Annual Report of the Company (or SEC Form 17-A), including the 2017 Audited Financial Statements.
- B. Upon the endorsement of the Related Party Transactions Committee, the Board approved the Related Party Transactions Policy of the Company, which includes the threshold for disclosure and approval of material related party transactions of the Company and its subsidiaries.
- C. Upon the endorsement of the Board Risk Oversight Committee, the Board approved the Enterprise Risk Management Roadmap of the Company for the San Miguel Food Group.
- D. The Board approved the following amendments to the By-laws of the Company, subject to further stockholder approval:
 - (i) The change in the corporate name of the Company from "San Miguel Pure Foods Company Inc." to "San Miguel Food and Beverage, Inc." in the Title of the By-laws and in the Official Seal of the Company in Article XI of the By-laws, to align with the same change in corporate name and corresponding amendment to the Articles of Incorporation of the Company previously approved by the stockholders; and
 - (ii) The disqualification for director in the Company in Article II, Section 1 of the By-laws, to the effect that persons engaged in any business that competes with or is antagonistic to that of the Company are disqualified from sitting in the Board of Directors of the Company. The same disqualification for director is found in the By-laws of intermediate parent San Miguel Corporation, as well as in San Miguel Brewery Inc. and Ginebra San Miguel, Inc.
- E. The Board declared that the Annual Stockholders' Meeting of the Company will be held on May 11, 2018, Friday, 2:00 p.m., at the Executive Dining Room, 2nd Floor, San Miguel Corporation Head Office Complex, No. 40 San Miguel Avenue, Mandaluyong City, Metro Manila.

In this connection:

- (i) The record date for the stockholders entitled to vote at the said meeting is April 16, 2018;
- (ii) The stock and transfer books will be closed from April 17 to 20, 2018;

- (iii) The deadline for submission of proxies is on April 26, 2018; and
- (iv) The validation of proxies will be on May 4, 2018.

F. The Agenda of the Annual Stockholders' Meeting shall be as follows:

1. Certification of Notice and Quorum
2. Approval of the Minutes of the Annual Stockholders' Meeting held on May 12, 2017 and Special Stockholders' Meeting held on January 18, 2018
3. Presentation of the Annual Report and Approval of the 2017 Audited Financial Statements
4. Ratification of Acts and Proceedings of the Board of Directors and Corporate Officers
5. Approval of Amendments to the By-laws to set out:
 - (a) the new corporate name of the Company in
 - (i) the Title of the By-laws, and
 - (ii) the Official Seal of the Company under Article XI; and
 - (b) the disqualification for director in the Company under Article II, Section 1
6. Appointment of External Auditor for 2018
7. Election of the Board of Directors
8. Other Matters
9. Adjournment

###

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 PURE FOODS COMPANY INC.

By:


ALEXANDRA BENGSON TRILLANA
 Corporate Secretary

March 14, 2018.