

# 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)  
May 16, 2017
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  
23F, 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 4. Resignation, Removal or Election of Registrant's Directors or Officers

*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 4-25 - Results of Organizational Meeting**  
*References: SRC Rule 17 (SEC Form 17-C) and  
Section 4.4 of the Revised Disclosure Rules*

### Subject of the Disclosure

Results of the Organizational Meeting of the Board of Directors of the Company.

### Background/Description of the Disclosure

SMPFC Organizational Meeting of the Board of Directors held on May 12, 2017, immediately following the Annual Stockholders' Meeting, at the 2nd Floor, Executive Dining Room - Private Room 2, San Miguel Corporation Head Office Complex, No. 40 San Miguel Avenue, Mandaluyong City, Metro Manila.

### List of elected officers for the ensuing year with their corresponding shareholdings in the Issuer

Name of Person	Position/Designation	Shareholdings in the Listed Company		Nature of Indirect Ownership
		Direct	Indirect	
Eduardo M. Cojuangco, Jr.	Chairman	1	0	N/A
Ramon S. Ang	Vice Chairman	1	0	N/A
Francisco S. Alejo III	President	1	43,000	Lodged through PCD
Zenaida M. Postrado	Treasurer and Chief Finance Officer	0	0	N/A
Alexandra B. Trillana	General Counsel, Corporate Secretary and Compliance Officer	0	0	N/A
Ma. Celeste L. Ramos	Assistant Corporate Secretary	0	0	N/A
Rita Imelda B. Palabyab	Head, Agro-Industrial Cluster, President, San Miguel Foods, Inc.	0	0	N/A
Raul B. Nazareno	Head, Branded Business Cluster, President, The Purefoods-Hormel Company, Inc. and Magnolia Inc.	0	0	N/A
Florentino C. Policarpio	Head, Milling Cluster, President, San Miguel Mills, Inc.	0	0	N/A
Oscar R. Sañez	Vice President, Corporate Affairs Group	0	0	N/A
Rodolfo M. Abaya	Vice President & Division Human Resources Head	0	0	N/A
Jennifer T. Tan	Vice President & Division Procurement Manager	0	0	N/A

Helene Z. Pontejos	Vice President & General Manager, San Miguel Foods - Great Food Solutions	0	0	N/A
Ophelia L. Fernandez	Internal Audit Group Head	0	0	N/A

#### List of Committees and Membership

Name of Committees	Members	Position/Designation in Committee
Executive Committee	Eduardo M. Cojuangco, Jr.	Chairman
Executive Committee	Ramon S. Ang	Member
Executive Committee	Francisco S. Alejo III	Member
Executive Committee	Minita V. Chico - Nazario	Member / Independent Director
Audit Committee	Carmelo L. Santiago	Chairman / Independent Director
Audit Committee	Minita V. Chico – Nazario	Member / Independent Director
Audit Committee	Ricardo C. Marquez	Member / Independent Director
Audit Committee	Menardo R. Jimenez	Member
Audit Committee	Ferdinand K. Constantino	Non-Director Member
Related Party Transactions Committee	Minita V. Chico – Nazario	Chairman / Independent Director
Related Party Transactions Committee	Carmelo L. Santiago	Member / Independent Director
Related Party Transactions Committee	Ricardo C. Marquez	Member / Independent Director
Related Party Transactions Committee	Menardo R. Jimenez	Member
Related Party Transactions Committee	Ferdinand K. Constantino	Non-Director Member
Board Risk Oversight Committee	Ricardo C. Marquez	Chairman / Independent Director
Board Risk Oversight Committee	Carmelo L. Santiago	Member / Independent Director
Board Risk Oversight Committee	Menardo R. Jimenez	Member
Corporate Governance Committee	Minita V. Chico – Nazario	Chairman / Independent Director
Corporate Governance Committee	Carmelo L. Santiago	Member / Independent Director
Corporate Governance Committee	Ricardo C. Marquez	Member / Independent Director

#### List of other material resolutions, transactions and corporate actions approved by the Board of Directors

The Board appointed Mr. Carmelo L. Santiago as Lead Independent Director of the Company, as well as approved the depository banks, signing authorities and limits for corporate transactions of the Company, subject to amendment as the need arises, for approval at subsequent Board meetings.

#### Other Relevant Information

Please see attached SEC Form 17-C filed with the SEC on May 15, 2017. To clarify, all the Preferred Series 2 shares of the officers named therein, are lodged through PCD.

#### Filed on behalf by:

Name	Alexandra Trillana
Designation	AVP & Corporate Secretary

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

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. **May 12, 2017**  
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) 702-5000** (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 March 31, 2017
Common	166,667,096
Preferred	<u>15,000,000</u>
	<u>181,667,096</u>

10. Indicate the item numbers reported herein:

Item 9. Other Events

Please be informed that at the Annual Meeting of Shareholders (the “ASM”) and Organizational Meeting of the Board of Directors (the “Board”) of San Miguel Pure Foods Company Inc. (the “Corporation”) both held on May 12, 2017:

1. The following directors were duly elected at the ASM, with the respective number of shares held by each in the Corporation:

Name of Owner	Title of Class	Amount and Nature of Ownership	Total No. of Shares
Eduardo M. Cojuangco, Jr.	Common	1 (Direct)	1
Ramon S. Ang	Common	1 (Direct)	1
Francisco S. Alejo III	Common	1 (Direct) 43,000 (Beneficial)	53,001
	Preferred Series 2	10,000 (Beneficial)	
Menardo R. Jimenez	Common	1 (Direct)	1
Rolando L. Macasaet	Common	1 (Direct)	1
Mario C. Garcia	Common	1 (Direct)	1
Carmelo L. Santiago (Independent)	Common	1 (Direct)	1
Minita V. Chico-Nazario (Independent)	Common	1 (Direct)	1
Ricardo C. Marquez (Independent)	Common	1 (Direct)	1

2. The following key officers were duly elected at the Organizational Meeting of the Board:

Eduardo M. Cojuangco, Jr.	-	Chairman
Ramon S. Ang	-	Vice Chairman
Francisco S. Alejo III	-	President
Zenaida M. Postrado	-	Treasurer and Chief Finance Officer
Rita Imelda B. Palabyab	-	Head, Agro-Industrial Cluster President, San Miguel Foods, Inc.
Raul B. Nazareno	-	Head, Branded Business Cluster President, The Purefoods-Hormel Company, Inc. and Magnolia Inc.
Florentino C. Policarpio	-	Head, Milling Cluster President, San Miguel Mills, Inc.
Oscar R. Sañez	-	Vice President, Corporate Affairs Group
Rodolfo M. Abaya	-	Vice President & Division Human Resources Head
Jennifer T. Tan	-	Vice President & Division Procurement Manager
Helene Z. Pontejos	-	Vice President & General Manager, San Miguel Foods - Great Food Solutions
Alexandra B. Trillana	-	General Counsel, Corporate Secretary and Compliance Officer
Ma. Celeste L. Ramos	-	Assistant Corporate Secretary
Ophelia L. Fernandez	-	Internal Audit Group Head

Of such officers, the shareholdings of Messrs. Cojuangco, Ang and Alejo in the Corporation are mentioned above. The shareholdings of the other named officers are as below provided:

Name of Owner	Title of Class	Amount and Nature of Ownership	Total No. of Shares
Zenaida M. Postrado	Preferred Series 2	10,000 (Beneficial)	10,000
Rita Imelda B. Palabyab	Preferred Series 2	2,000 (Beneficial)	2,000
Raul B. Nazareno	N/A	N/A	0
Florentino C. Policarpio	N/A	N/A	0
Oscar R. Sañez	Preferred Series 2	4,000 (Beneficial)	4,000
Rodolfo M. Abaya	N/A	N/A	0
Jennifer T. Tan	Preferred Series 2	1,500 (Beneficial)	1,500
Helene Z. Pontejos	Preferred Series 2	2,000 (Beneficial)	2,000
Alexandra B. Trillana	Preferred Series 2	1,000 (Beneficial)	1,000
Ma. Celeste L. Ramos	Preferred Series 2	300 (Beneficial)	300
Ophelia L. Fernandez	N/A	N/A	0

In the same meeting, the following were elected to the Board Committees of the Corporation:

**EXECUTIVE COMMITTEE**

Eduardo M. Cojuangco, Jr. - Chairman  
Ramon S. Ang  
Francisco S. Alejo III  
Minita V. Chico-Nazario

**AUDIT COMMITTEE**

Carmelo L. Santiago - Chairman  
Minita V. Chico-Nazario  
Ricardo C. Marquez  
Menardo R. Jimenez  
Ferdinand K. Constantino - Non Director Member

**RELATED PARTY TRANSACTIONS COMMITTEE**

Minita V. Chico-Nazario - Chairman  
Carmelo L. Santiago  
Ricardo C. Marquez  
Menardo R. Jimenez  
Ferdinand K. Constantino - Non Director Member

**BOARD RISK OVERSIGHT COMMITTEE**

Ricardo C. Marquez - Chairman  
Carmelo L. Santiago  
Menardo R. Jimenez

**CORPORATE GOVERNANCE COMMITTEE**

Minita V. Chico-Nazario - Chairman  
Carmelo L. Santiago  
Ricardo C. Marquez

Also in the same meeting, Mr. Carmelo L. Santiago was appointed as the Lead Independent Director of the Company, in compliance with the new Code of Corporate Governance for Publicly-Listed Companies.

Further, the Board approved the depository banks, signing authorities and limits for corporate transactions of the Corporation, subject to amendment as the need arises, for approval at subsequent Board meetings.

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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 PURE FOODS COMPANY INC.**

By:

  
**ALEXANDRA BENGSON TRILLANA**  
Corporate Secretary

May 12, 2017.