

C02749-2016

**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 13, 2016
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. Election of Registrant's Directors or Officers, Item 9. Amendment to the By-Laws

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 4-24 - Results of Annual or Special Stockholders' 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 Annual Stockholders' Meeting of the Company.

Background/Description of the Disclosure

SMPFC Annual Stockholders' Meeting held on May 13, 2016, 2:00 P.M., at the 2nd Floor, Executive Dining Room, San Miguel Corporation Head Office Complex, No. 40 San Miguel Avenue, Mandaluyong City, Metro Manila.

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

| Name of Person | Shareholdings in the Listed Company | | Nature of Indirect Ownership |
|---------------------------|-------------------------------------|----------|------------------------------|
| | Direct | Indirect | |
| Eduardo M. Cojuangco, Jr. | 1 | 0 | N/A |
| Ramon S. Ang | 1 | 0 | N/A |
| Francisco S. Alejo III | 1 | 53,000 | Beneficial |
| Menardo R. Jimenez | 1 | 0 | N/A |
| Mario C. Garcia | 1 | 0 | N/A |
| Carmelo L. Santiago | 1 | 0 | N/A |
| Silvestre H. Bello III | 1 | 0 | N/A |
| Edgardo P. Cruz | 1 | 0 | N/A |
| Minita V. Chico-Nazario | 1 | 0 | N/A |

External auditor REYES TACANDONG & CO.

List of other material resolutions, transactions and corporate actions approved by the stockholders

Item 9. Amendment to the By-Laws

The stockholders approved the proposed amendment to Article III of the By-laws of the Company, to increase the minimum quorum requirement for Board meetings from a simple majority, to two-thirds (2/3) of the number of Board members fixed in the Articles of Incorporation. Further, every decision of at least a majority of the directors present at a meeting at which there is a quorum shall be valid as a corporate act, except as may have been provided in the By-laws or in contracts binding on the Company, and except for the election of officers, which shall require the vote of a majority of all the members of the Board. In the absence of a quorum, a majority of the directors present may adjourn any meeting from time to time until a quorum is had.

The amendment, which was previously approved by the Board of Directors, adopts the ASEAN Corporate Governance Scorecard recommendation to set such minimum quorum requirement to at least two-thirds (2/3) of Board members, to encourage attendance of directors at Board meetings and thus strengthen and improve Board responsibility over the affairs of the corporation.

Other Relevant Information

None.

Filed on behalf by:

| | |
|--------------------|----------------------------|
| Name | Zenaida Postrado |
| Designation | VP & Chief Finance Officer |

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 13, 2016**
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, 2016 |
|---------------------|-------------------------------------|
| Common | 166,667,096 |
| Preferred | 15,000,000 |
| | 181,667,096 |

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 13, 2016:

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 |
| Mario C. Garcia | Common | 1 (Direct) | 1 |
| Carmelo L. Santiago (Independent) | Common | 1 (Direct) | 1 |
| Silvestre H. Bello III (Independent) | Common | 1 (Direct) | 1 |
| Edgardo P. Cruz (Independent) | Common | 1 (Direct) | 1 |
| Minita V. Chico - Nazario (Independent) | Common | 1 (Direct) | 1 |

2. The stockholders approved the proposed amendment to Article III of the By-laws of the Company, to increase the minimum quorum requirement for Board meetings from a simple majority, to two-thirds (2/3) of the number of Board members fixed in the Articles of Incorporation. Further, every decision of at least a majority of the directors present at a meeting at which there is a quorum shall be valid as a corporate act, except as may have been provided in the By-laws or in contracts binding on the Company, and except for the election of officers which shall require the vote of a majority of all the members of the Board. In the absence of a quorum, a majority of the directors present may adjourn any meeting from time to time until a quorum is had.

The amendment, which was previously approved by the Board of Directors, adopts the ASEAN Corporate Governance Scorecard recommendation to set such minimum quorum requirement to at least two-thirds (2/3) of Board members, to encourage attendance of directors at Board meetings and thus strengthen and improve Board responsibility over the affairs of the corporation.

3. 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 |
| Ma. Soledad E. Olives | - | Compliance Officer |
| Alexandra B. Trillana | - | Corporate Secretary |
| Ma. Celeste L. Ramos | - | Assistant Corporate Secretary |

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 |
| Ma. Soledad E. Olives | Preferred Series 2 | 10,000 (Beneficial) | 10,000 |
| Alexandra B. Trillana | Preferred Series 2 | 1,000 (Beneficial) | 1,000 |
| Ma. Celeste L. Ramos | Preferred Series 2 | 300 (Beneficial) | 300 |

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 |
| Menardo R. Jimenez | | |
| Edgardo P. Cruz | | |
| Minita V. Chico - Nazario | | |
| Ferdinand K. Constantino | - | Non Director Member |

Executive Compensation

| | | |
|--------------------------|---|---------------------|
| Menardo R. Jimenez | - | Chairman |
| Carmelo L. Santiago | | |
| Ramon S. Ang | | |
| Ferdinand K. Constantino | - | Non Director Member |

Nomination and Hearing Committee

| | | |
|-------------------------|---|------------------|
| Carmelo L. Santiago | - | Chairman |
| Francisco S. Alejo III | | |
| Menardo R. Jimenez | | |
| Casiano B. Cabalan, Jr. | - | Ex Oficio Member |

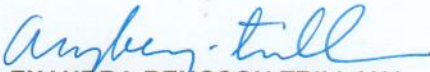
Likewise in the same meeting, the Board approved the depository banks, signing authorities and limits for corporate transactions of the Corporation, subject to amendment as the need arises, for approval at subsequent Board meetings.

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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 13, 2016.