

# 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 6, 2014
2. SEC Identification Number  
142312
3. BIR Tax Identification No.  
000-083-856-000
4. Exact name of issuer as specified in its charter  
GINEBRA SAN MIGUEL INC.
5. Province, country or other jurisdiction of incorporation  
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
3rd and 6th Floors, San Miguel Properties Centre, St. Francis Street, Ortigas Center,  
Mandaluyong City  
Postal Code  
1550
8. Issuer's telephone number, including area code  
(632) 841-5100
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 STOCK	290,075,941
PREFERRED STOCK	32,786,885

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.*



**Ginebra San Miguel, Inc.**  
**GSMI**

**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 Independent Director
<b>Background/Description of the Disclosure</b>
Please see attached SEC Form 17-C relative to the election of Justice Francisco H. Villaruz, Jr. (Ret.) as Independent Director of Ginebra San Miguel Inc. vice Justice Angelina S. Gutierrez (Ret.), who resigned effective October 8, 2014, as previously disclosed to the Exchange on October 17, 2014.

**Resignation/Removal or Replacement**

Name of Person	Position/Designation	Effective Date of Resignation/Cessation of term (mmm/dd/yyyy)	Reason(s) for Resignation/Cessation
Angelina S. Gutierrez	Independent Director	10/08/2014	Appointment as member of the Judicial and Bar Council

**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	
Francisco H. Villaruz, Jr.	Independent Director	11/06/2014	11/06/2014	5,000	-	-

**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>
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**Filed on behalf by:**

<b>Name</b>	Conchita Jamora
<b>Designation</b>	General Counsel and Assistant Corporate Secretary



November 6, 2014

**The Philippine Stock Exchange, Inc.**  
Disclosure Department  
Philippine Stock Exchange Plaza  
Ayala Triangle, Ayala Avenue  
Makati City

Attention: **Ms. Janet A. Encarnacion**  
Head - Disclosure Department

Gentlemen:

In compliance with Section 17.1 (b) and Section 17.3 of the Securities Regulation Code, we submit herewith a copy of SEC Form 17-C with respect to certain events/information which the Company is required to disclose.

This shall also serve as the Company's compliance with the PSE Revised Disclosure Rules.

Very truly yours,

  
**CONCHITA P. JAMORA**  
Assistant Corporate Secretary

**GINEBRA SAN MIGUEL INC.**

3<sup>rd</sup> and 6<sup>th</sup> Floors, San Miguel Properties Centre, St. Francis Street, Ortigas Center, Mandaluyong City, Metro Manila, Philippines 1550  
Telephone: (02) 841-5100 Fax: (02) 643-2211

A Subsidiary of:  **SAN MIGUEL CORPORATION**



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 6, 2012**  
Date of Report (Date of earliest event reported)
2. SEC Identification No. **142312**
3. BIR Tax Identification No. **TIN 000-083-856-000**
4. **GINEBRA SAN MIGUEL 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
7. **3<sup>rd</sup> and 6<sup>th</sup> Floors, San Miguel Properties Centre, St. Francis Street, Ortigas Center,  
Mandaluyong City**  
(Address of principal office)
8. **(632) 841-5100**  
(Registrant's telephone number, including area code)
9. **N/A**  
(Former name or former address, if change since last report)  
The Registrant has not changed its address since its last report to this Honorable  
Commission.
10. Securities registered pursuant to Sections 8 and 12 of SRC

<b>Title of each Class</b>	<b>Outstanding Capital Stock as of October 31, 2014</b>
<b>COMMON STOCK</b>	<b>290,075,941</b>
<b>PREFERRED STOCK</b>	<b>32,786,885</b>

11. Indicate the item numbers reported herein:

We disclose that in the meeting of the Board of Directors of Ginebra San Miguel Inc. (respectively, the "Board" and the "Company") held on November 6, 2014:

Item 4. Resignation, Removal or Election of Registrant's Directors or Officers

The Board elected Justice Francisco H. Villaruz, Jr. (Ret.) as independent director of the Company vice Justice Angelina S. Gutierrez (Ret.), who resigned effective October 8, 2014 in the light of her appointment as a member of the Judicial and Bar Council. The Company has reported the said resignation to the Securities and Exchange Commission when it filed its SEC Form 17-C on October 17, 2014.

Justice Villaruz, among others, previously held the following positions: Presiding Justice of Sandiganbayan (October 10, 2011-June 8, 2013); Associate Justice of Sandiganbayan (October 8, 2001-October 9, 2011); Director of Securities and Exchange Commission (January 2001-October 7, 2001); Reviewer of Movie and Television Review and Classification Board (November 2000-January 2001) and Senior Partner of Villaruz, Contacto, Nievaes Law Office (April 1999-October 2000). He obtained his law degree at the University of the Philippines and has attended various domestic and foreign trainings, seminars and conferences.

Justice Villaruz owns 5,000 shares in the Company.

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.

**GINEBRA SAN MIGUEL INC.**

By:



**Virgilio S. Jacinto**  
Corporate Secretary

November 6, 2014.