



SAN MIGUEL BREWERY INC.

A subsidiary of San Miguel Corporation

May 26, 2015

PHILIPPINE DEALING & EXCHANGE CORP.

37/F, Tower I, The Enterprise Center
6766 Ayala Ave., cor. Paseo de Roxas
Makati City

Attention: **MS. VINA VANESSA S. SALONGA**
Head, Issuer Compliance and Disclosure Department

Gentlemen:

We submit herewith the Company's SEC Form 17-C with respect to the results of the Annual Stockholders' Meeting and Organizational Meeting of the Board of Directors of the Company held today, May 26, 2015.

Very truly yours,

ROSABEL T. BALAN

Vice President and General Counsel

COVER SHEET

C S 2 0 0 7 1 1 8 2 8

S. E. C. Registration Number

S A N M I G U E L

B R E W E R Y

I N C .

(Company's Full Name)

N o . 4 0 S a n M i g u e l

A v e n u e , M a n d a l u y o n g

C i t y

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

ROSABEL SOCORRO T. BALAN

Contact Person

632-3000

Company Telephone Number

Month

Day

17-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

Total Amount of Borrowings

Foreign

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Cashier

Document I. D.

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 26, 2015**
Date of Report (Date of earliest event reported)
2. **SEC Identification No. CS-200711828**
3. **BIR Tax Identification No. 006-807-251-000**
4. **SAN MIGUEL BREWERY 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. **No. 40 San Miguel Avenue, Mandaluyong City, Metro Manila** **1550**
(Address of principal office) (Postal Code)
7. **(632) 632-3000**
(Registrant's telephone number, including area code)
8. **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.
9. **Securities registered pursuant to Sections 8 and 12 of SRC**

Title of each Class	
<i>(outstanding as of March 31, 2015)</i>	
Common Shares	15,359,053,161¹
<i>(outstanding as of March 31, 2015)</i>	
Peso-denominated Series C fixed-rate bonds	₱ 2.81 billion
Peso-denominated Series DEF fixed-rate bonds	₱20.0 billion
Peso-denominated Series GH fixed-rate bonds	₱15.0 billion

¹ Excludes the 51,425,799 common shares tendered and accepted by the Company in its tender offer which are now booked as treasury shares. As of March 31, 2015, the Company has secured Certificates Authorizing Registration for 41,492,500 common shares of the 51,425,799 common shares tendered and accepted by the Company in its tender offer.

10. Indicate the item numbers reported herein:

A. Annual Stockholders' Meeting

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

Election of Directors

At the Annual Stockholders' Meeting of the Company held today, May 26, 2015, the following directors were duly elected:

1. Ramon S. Ang
2. Roberto N. Huang
3. Ferdinand K. Constantino
4. Keisuke Nishimura
5. Carmelo L. Santiago
6. Alonzo Q. Ancheta
7. Carlos Antonio M. Berba
8. Virgilio S. Jacinto
9. Teruyuki Daino
10. Takashi Hayashi
11. Toshiya Miyoshi

Mr. Carmelo L. Santiago and Atty. Alonzo Q. Ancheta were elected as independent directors. Attached are the copies of the certifications executed by Messrs. Santiago and Ancheta in connection with their election as independent directors of the Company.

B. Organizational Meeting of the Board of Directors

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

Election of By-Law Officers

At the Organizational Meeting of the Board of Directors of the Company held today, the following by-law officers were duly elected:

Ramon S. Ang	-	Chairman
Roberto N. Huang	-	President
Teruyuki Daino	-	Executive Vice President
Mercy Marie Jacqueline L. Amador	-	Chief Finance Officer & Treasurer
Takashi Hayashi	-	Executive Financial Advisor
Rosabel Socorro T. Balan	-	Corporate Secretary
Jessica L. Abrenica	-	Assistant Corporate Secretary

(2) Item 9: Other Matters

Appointment of Board Committee Members

At the same Organizational Meeting, the following Board Committee members were also appointed:

Executive Committee
Ramon S. Ang – Chairman
Roberto N. Huang
Teruyuki Daino
Takashi Hayashi
Carmelo L. Santiago

Audit Committee

Carmelo L. Santiago – Chairman
Ferdinand K. Constantino
Alonzo Q. Ancheta
Virgilio S. Jacinto
Takashi Hayashi

Executive Compensation Committee

Ferdinand K. Constantino - Chairman
Teruyuki Daino
Carmelo L. Santiago

Governance and Nomination Committee

Alonzo Q. Ancheta – Chairman
Carmelo L. Santiago
Virgilio S. Jacinto
Mercy Marie J.L. Amador (non-director, non-voting)
Lynn B. Santos (non-director, non-voting)

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 BREWERY INC.

By:


ROSABEL SOCORRO T. BALAN
Corporate Secretary

May 26, 2015

CERTIFICATION OF INDEPENDENT DIRECTORS

I, **CARMELO L. SANTIAGO**, Filipino, of legal age and a resident of 1730 Banyan Street, Dasmariñas Village, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an Independent Director of San Miguel Brewery Inc.
2. I am affiliated with the following companies or organizations.

Company/Organization	Position/Relationship	Period of Coverage
	(Please refer to Attached	
	Annex "A"	

3. I possess all the qualifications and none of the disqualifications to serve as Independent Director of San Miguel Brewery Inc. as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.

4. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code.

5. I shall inform the Corporate Secretary of San Miguel Brewery Inc. of any changes in the above-mentioned information within five days from its occurrence.

Done this 26th day of May 2015 at Mandaluyong City.


CARMELO L. SANTIAGO
Affiant

SUBSCRIBED AND SWORN to before me this 26th day of May 2015 at Mandaluyong City, affiant personally appeared before me and exhibited to me his Passport No. EB78666333 issued at Manila on April 13, 2013.

Doc. No. 167 ;
Page No. 35 ;
Book No. 1X ;
Series of 2015.


JESSICA L. ABRENICA
Commission No. 0236-15
Notary Public for Mandaluyong City
Until Dec. 31, 2016
SMB, 40 San Miguel Ave., Mandaluyong City
Roll No. 47590
PTR No. 2365554-01/23/15, Mandaluyong
Lifetime Member No. 09484.01/05/11, Makati

BIO-DATA
OF CARMELO L. SANTIAGO

DATE OF BIRTH : January 29, 1943

PLACE OF BIRTH : Manila

EDUCATION :

Elementary : San Beda College
High School : San Beda College
College : University of the East

EDUCATIONAL ATTAINMENT : BUSINESS ADMINISTRATION

1. 2008 to present : Founder of Wagyu Restaurant
2. July 1987 to present : Founder and Chairman – Melo’s Chains of Restaurants
3. Oct. 8, 2007 to April 30, 2009 :
February 2010 to present : Independent Director – San Miguel Brewery, Inc.
4. August 12, 2010 to present : Independent Director – San Miguel Pure Foods Co. Inc.
5. December 2008 to present : Independent Director – Liberty Telecoms Holdings, Inc.
6. 2003-2005;
September 2007 to date : Independent Non-Executive Director – San Miguel Brewery Hong Kong Limited
7. March 2005 to date : Director – Terbo Concept, Inc.
8. 1998-2004 : Director – Manila Standard, Inc.
9. 1998-2004 : Director – National Power Corporation
10. 1998-2004 : Director – Philippine National Bank – Hong Kong
11. 1998-2000 : Chairman – Western Visayas Sugar Mills
12. 1975-1980 : Director – Guinoo Publication, Inc.
13. 2012 to present : Director – Aurora Pacific Economic Zone Freeport

CERTIFICATION OF INDEPENDENT DIRECTORS

I, **ALONZO Q. ANCHETA**, Filipino, of legal age and with address at 1009 Paragon Plaza, EDSA cor. Reliance St., Mandaluyong City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an Independent Director of San Miguel Brewery Inc.
2. I am affiliated with the following companies or organizations.

Company/Organization	Position/Relationship	Period of Coverage
	(Please refer to Attached Annex "A")	

3. I possess all the qualifications and none of the disqualifications to serve as Independent Director of San Miguel Brewery Inc. as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.

4. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code.

5. I shall inform the Corporate Secretary of San Miguel Brewery Inc. of any changes in the above-mentioned information within five days from its occurrence.

Done this 26th day of May 2015 at Mandaluyong City.


ALONZO Q. ANCHETA
Affiant

SUBSCRIBED AND SWORN to before me this 26th day of May 2015 at Mandaluyong City, affiant personally appeared before me and exhibited to me his Passport No. EB7624062 issued at Manila on March 13, 2013.

Doc. No. 166 ;
Page No. 35 ;
Book No. IX ;
Series of 2015.


JESSICA L. ABRENICA
Commission No. 0238-15
Notary Public for Mandaluyong City
Until Dec. 31, 2016
SMB, 40 San Miguel Ave., Mandaluyong City
Roll No. 47594
PTR No. 2385554-01-23/15, Mandaluyong
Lifetime Member No. 09484-01005, Makati

**PROFILE OF
ALONZO Q. ANCHETA**

Profession: Lawyer (A.B., LL.B)

Admitted to Philippine Bar

Practice Areas: Intellectual Property law and commercial/corporate law

President: Zobella & Co. (A.Q. Ancheta & Partners): Trademark & Patent Attorneys

1009 Paragon Plaza, 162 EDSA cor. Reliance Street

Mandaluyong City 1554

Philippines

Tel. : (63-2) 687-7871 to 73

Fax : (63-2) 687-2557

E-mail: aqancheta@zobella.com.ph

Co-Founding Partner/Sr. Adviser: Quasha Ancheta Peña & Nolasco Law Offices

Makati City, Philippines

Organizational Memberships/Affiliations:

- Philippine Bar Association (3rd Vice-Pres., 2003-2004)
- Intellectual Property Association of the Philippines (President, 1984-1985
Chairman, 1985-1987; Council Adviser, 1988-present)
- Legal Management Council of the Philippines (President, 2000-2001)
- Asian Patent Attorneys Association (Council Member, 1983-1997; Vice-
President, 1991-1994 and 1997-2000; Senior Vice-Pres., 2000-2003
and 2003-2006; President, 2006-2009)
- International Trademark Association (INTA)
- International Association for the Protection of Intellectual Property (AIPPI)
- Licensing Executives Society International (President, LES Philippines,
2000 & 2001)
- LAWASIA
- Inter-Pacific Bar Association (IPBA)
- ASEAN Law Association (Philippine National Committee, 1986-present;
Vice-Chair, 2001-present)
- ASEAN Intellectual Property Association
- U.K. Anti-Counterfeiting Group
- American Chamber of Commerce of the Philippines
- Canadian Chamber of Commerce of the Philippines
- Philippines-Japan Society, Inc.
- Rotary Club of Marikina (President, 1979-1980)
- Jaycees International (Senator)
- For Love of Mother Earth, Inc.

Present Business/Corporate Links:

- St. Luke's Medical Center - Member, Board of Trustees & Corporate Secretary
- Ogilvy & Mather Philippines, Inc. - President
- Growe Investments Ltd. - President
- Phil. Tobacco Flue-Curing Corp. - Director
- San Miguel Brewery, Inc. - Director

Philippine Government Service:

- National Tobacco Administration - Administrator, 1987-1990