

COVER SHEET

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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 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

Total Amount of Borrowings

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. **February 15, 2013**
Date of Report (Date of earliest event reported)
2. SEC Identification No. **CS-200711828**
3. BIR Tax Identification No. **006-807-251**
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**
(Address of principal office)
- 1550
(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 outstanding (as of January 31, 2013)

Common Shares	15,410,478,960
Peso-denominated fixed-rate bonds	₱25.21 billion
Peso-denominated fixed-rate bonds	₱20.0 billion

10. Indicate the item numbers reported herein:

Item 9. Other Items:

A. Voluntary Delisting of the Company's shares in the PSE

In its meeting today, the Board of Directors of San Miguel Brewery Inc. (the "Company") has approved and authorized the voluntary delisting of the shares of the Company from the Philippine Stock Exchange (the "PSE" or the "Exchange"), in accordance with the PSE Rules on Delisting and other applicable rules and regulations of the Exchange. In this regard, the Company will be submitting a Petition for Voluntary Delisting to the PSE in due course.

In compliance with the PSE Rules on Delisting, the Board has also approved and authorized the Company to undertake a tender offer to buy back 94,239,810 shares or approximately 0.61% of its outstanding capital stock which are held by its shareholders other than San Miguel Corporation, Kirin Holdings Company, Limited, and its directors at an offer price of Twenty Pesos (₱20.00) per share. The tender offer shall commence on 4 March 2013 and end at 12 noon of 3 April 2013, subject to regulatory approvals. The Board of Directors has authorized Management to determine and decide the other terms and conditions of the tender offer.

The Company will send to its stockholders, among others, the application form for the tender offer and a description of the terms and conditions of the tender offer via courier. These and other relevant disclosures to the PSE on the Company's voluntary delisting and tender offer will also be made available at the Company website, www.sanmiquelbrewery.com.ph.

B. Postponement of 2013 Annual Stockholders' Meeting

The Board of Directors also approved in its meeting today the postponement of the Company's 2013 Annual Stockholders Meeting scheduled to be held on the last Tuesday of May under its by-laws or May 28, 2013, until after the completion and termination of the tender offer to be conducted in connection with the voluntary delisting of the Company's shares from the PSE. The postponement will give the Company sufficient time to accurately determine the shareholders entitled to vote at the annual stockholders' meeting, and distribute its Definitive Information Statement to such shareholders.

The Company will make the appropriate and timely disclosure of the final schedule of its 2013 annual stockholders' meeting in due course.

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

February 15, 2013