



SAN MIGUEL BREWERY INC.

A subsidiary of San Miguel Corporation

March 13, 2017

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:

Attached is the SEC Form 17-C of the Company on the resignation and election of Directors and Officers, changes in Board Committees, declaration of cash dividends, and the schedule and agenda for the 2017 Annual Stockholders' Meeting which was filed with the Securities and Exchange Commission today.

Very truly yours,

ROSABEL T. BALAN

Vice President and General Counsel

COVER SHEET

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S. E. C. Registration Number

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(Company's Full Name)

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

ROSABEL SOCORRO T. BALAN

Contact Person

632-3000

Company Telephone Number

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Month

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Day

17-C

FORM TYPE

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Month

Day

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Annual Meeting

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Secondary License Type, If Applicable

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

Total Amount of Borrowings

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Domestic

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Foreign

To be accomplished by SEC Personnel concerned

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File Number

LCU

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Document I. D.

Cashier

S T A M P S

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. **March 13, 2017**
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. **No. 40 San Miguel Avenue, Mandaluyong City, Metro Manila**
(Address of principal office)
6. **(SEC Use Only)**
Industry Classification 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 December 31, 2016)

Common Shares **15,359,053,161¹**

(outstanding as of December 31, 2016)

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. As of December 31, 2016, the Company has secured Certificates Authorizing Registration for 48,480,499 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:

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

A. Resignation and Election of Director, Officer and Changes in Board Committees

The Board of Directors, in its meeting today, March 13, 2017, accepted the resignation of Mr. Katsuhiko Matsumoto. Mr. Matsumoto tendered his resignation as Director, Executive Financial Advisor, and member of the Executive and Audit Committees of the Company, effective April 1, 2017 in view of his new assignment in the Kirin group of companies. In his place, the Board elected Mr. Fumiaki Ozawa as Director, Executive Financial Advisor and member of the Executive and Audit Committees of the Company, effective April 1, 2017.

Mr. Ozawa, 47, is the Senior Manager of Corporate Strategy Department of Kirin Holdings Company, Limited and Senior Manager of Management Planning Department, Kirin Company, Limited. He was also the Manager of Management Planning Department of Kirin Company, Limited (2013-2015); Manager of Overseas Sales Division, Kirin Techno-System Company, Limited and Sales Representative of Off-premise Sales Section, Tohoku Regional Head Office, Kirin Brewery Company, Limited (2004-2013); Sales Representative of Fukushima Branch, Tohoku Regional Office of Kirin Brewery Company, Limited (1999-2004); Sales Representative of the second Sales Department of Kirin Business System Company, Limited (1993-1999); and was in the Sales Department of Kirin Brewery Company, Limited (1992-1993). Mr. Ozawa graduated from Waseda University with a bachelor's degree in Economics in 1992.

Mr. Ozawa has 5,000 shares of the Company in his name which he holds as nominee of Kirin Holdings Company, Limited (beneficial ownership of which remain with Kirin).

Item 9. Other Items

A. Cash Dividends

Also, in the same meeting, the Board of Directors declared a cash dividend of ₱0.18 per share payable on April 19, 2017 to all stockholders of record as of April 7, 2017. The closing of the books shall be from April 8-14, 2017.

B. Schedule of 2017 Annual Stockholders' Meeting

The Board of Directors also approved, in the same meeting, the following schedule of the 2017 Annual Stockholders' Meeting of the Company:

Date of Annual Stockholders Meeting:	May 30, 2017, Tuesday
Time:	2:00 p.m.
Venue:	Executive Dining Room, 2/F San Miguel Corporation Head Office Complex No. 40 San Miguel Avenue, Mandaluyong City.

In this connection: -

- (a) the record date for stockholders entitled to vote at the said meeting is on April 17, 2017;
- (b) the stock and transfer books will be closed from April 18, 2017 to April 21, 2017;
- (c) the deadline for submission of proxies is on May 19, 2017; and
- (d) the validation of proxies is on May 25, 2017.

The agenda of the meeting is as follows: -

1. Certification of Notice and Quorum
2. Approval of the Minutes of the Annual Stockholders' Meeting held on May 31, 2016
3. Presentation of the Annual Report
4. Ratification of Acts and Proceedings of the Board of Directors and Corporate Officers
5. Appointment of External Auditors
6. Election of the Board of Directors
7. Other Matters
8. Adjournment

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

March 13, 2017