

COVER SHEET

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S. E. C. Registration Number

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P	O	W	E	R	H	O	L	D	I	N	G	S	C	O	R	P	.
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(Company's Full Name)

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M	a	n	i	l	a
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(Business Address: No. Street City/Town/Province)

Julie Ann B. Domino-Pablo

Contact Person

(02) 5317-1000

Company Telephone Number

<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="text-align: center; width: 20px;">1</td><td style="text-align: center; width: 20px;">2</td> <td style="text-align: center; width: 20px;">3</td><td style="text-align: center; width: 20px;">1</td> </tr> </table> <p style="text-align: center;">Month Day</p>	1	2	3	1	
1	2	3	1		
Fiscal Year					

SEC Form 17-C

FORM TYPE

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0	6			
1 st				
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			
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="height: 20px;"></td> </tr> </table> <p>Domestic</p>		<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="height: 20px;"></td> </tr> </table> <p>Foreign</p>	

To be accomplished by SEC Personnel concerned

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File Number

LCU

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Document I. D.

Cashier

STAMPS

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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. **25 July 2023**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **CS200801099** 3. BIR Tax Identification No. **006-960-000**
4. **SAN MIGUEL GLOBAL POWER HOLDINGS CORP.**
Exact name of issuer as specified in its charter
5. **Philippines** Province, country or other jurisdiction of incorporation
6. (SEC Use Only) Industry Classification Code:
7. **5th Floor, C5 Office Building Complex,
#100 E. Rodriguez Jr. Ave., C5 Road, Bo. Ugong,
Pasig City, Metro Manila** Address of principal office
1604 Postal Code
8. **(02) 5317-1000**
Issuer's telephone number, including area code
9. **N.A.**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Php 15 Billion worth of Fixed Rate Bonds issued in July 2016
Php 20 Billion worth of Fixed Rate Bonds issued in December 2017
Php 15 Billion worth of Fixed Rate Bonds issued in August 2018
Php 30 Billion worth of Fixed Rate Bonds issued in April 2019
Php 40 Billion worth of Fixed Rate Bonds issued in July 2022

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (as of March 31, 2023)
Common Shares	1,250,004,000
Consolidated Total Liabilities (in Thousands)	Php 436,642,097

11. Indicate the item numbers reported herein: **Item 9**

San Miguel Global Power Holdings Corp. (formerly "SMC Miguel Global Power Holdings Corp." and hereinafter referred to as the "Corporation") hereby reports that during the Special Meeting of the Board of Directors of the Corporation held on 25 July 2023, the Board approved the following matters:

- a. opening for subscription of the current unissued shares of the Corporation and the subscription by San Miguel Corporation ("SMC", the parent company of the Corporation) to 410,000,000 shares of the Corporation out of the latter's unissued capital stock (the "Subject Shares") in cash at a subscription price of Php30.00 per share based on the book value per share of the Corporation as of 31 December 2022, as set out in its 2022 Audited Consolidated Financial Statements (the "2022 BV/share"), or for a total subscription amount of Php12,300,000,000.00; the appointment of authorized signatories for the transaction and their authority to determine the terms and conditions for the subscription to the Subject Shares to the best interest of the Corporation; and the issuance of the Subject Shares after receipt of full payment of the subscription price thereof;
- b. increase in the authorized capital stock of the Corporation by Php1,774,400,000.00 (comprising of 1,774,400,000 shares with par value of Php1.00 per share), or *from* Php2,000,000,000.00, divided into 2,000,000,000 shares with par value of Php1.00 per share *to* Php3,774,400,000.00, divided into 3,774,400,000 shares with par value of Php1.00 per share (the "ACS Increase");
- c. to secure the approval by the stockholders of the Corporation of the ACS Increase in a special stockholders' meeting to be convened on 07 September 2023 via remote communication with the details for attending, participating, and casting of votes to be set out in the Notice and in the Definitive Information Statement;
- d. to apply for and secure the approval by the Securities and Exchange Commission ("SEC") of the ACS Increase and the amendment of the Corporation's Amended Articles of Incorporation to reflect the ACS Increase (the "ACS Increase and AOI Amendment Application"); and
- e. opening for subscription of the shares out of the ACS Increase and subscription by SMC to 443,600,000 shares out of the ACS Increase in cash at a subscription price of Php30.00 per share based on the 2022 BV/share, or for a total subscription amount of Php13,308,000,000.00; the appointment of authorized signatories for the transaction and their authority to determine the terms and conditions for the subscription to the best interest of the Corporation; and the issuance of the said shares after: (i) the receipt of full payment of the subscription price thereof, (ii) the approval of the stockholders of the Corporation of the ACS Increase, and (iii) the approval by the SEC of the ACS Increase and AOI Amendment Application.

The Corporation further reports that on even date, the Corporation and SMC executed the Subscription Agreement covering the subscription by SMC of the Subject Shares.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the Issuer duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized on 25 July 2023.

SAN MIGUEL GLOBAL POWER HOLDINGS CORP.

By:



Virgilio S. Jacinto
Corporate Secretary and Compliance Officer