



SAN MIGUEL
FOOD AND BEVERAGE, INC.

March 5, 2025

PHILIPPINE DEALING & EXCHANGE CORP.

29th Floor, BDO Equitable Tower
8751 Paseo de Roxas,
Makati City 1226

Attention: **ATTY. SUZY CLAIRE R. SELLEZA**
Head – Issuer Compliance and Disclosure Department
Philippine Dealing & Exchange Corp.

Gentlemen:

Please be informed that the disclosure sent herewith was submitted by San Miguel Food and Beverage, Inc. to the Philippine Stock Exchange, Inc. on March 5, 2025.

Very truly yours,

ALEXANDRA VICTORIA B. TRILLANA
Corporate Secretary and Compliance Officer

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)
Mar 5, 2025
2. SEC Identification Number
11840
3. BIR Tax Identification No.
000-100-341-000
4. Exact name of issuer as specified in its charter
SAN MIGUEL FOOD AND BEVERAGE, INC.
5. Province, country or other jurisdiction of incorporation
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
40 San Miguel Avenue, Mandaluyong City
Postal Code
1555
8. Issuer's telephone number, including area code
(632) 5317-5000
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 SHARES (FB)	5,909,220,090
SERIES A BONDS DUE MARCH 2025 (IN PESO)	8,000,000,000.00
SERIES B BONDS DUE MARCH 2027 (IN PESO)	7,000,000,000.00
TOTAL DEBT AS OF 30SEP24 (IN MIL PESO-CONSO)	192,387

11. Indicate the item numbers reported herein

ITEM 9. OTHER EVENTS

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.



SAN MIGUEL
FOOD AND BEVERAGE, INC.

San Miguel Food and Beverage, Inc. FB

PSE Disclosure Form 4-30 - Material Information/Transactions References: SRC Rule 17 (SEC Form 17-C) and Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Matters taken up and/or approved by the Board of Directors of the Company at the meeting held on March 5, 2025.

Background/Description of the Disclosure

Board approval of the following:

1. The audited consolidated financial statements of the Company as at and for the year ended December 31, 2024 (the "2024 Audited Financial Statements"), and the submission to the SEC, the PSE and the PDEX of the Annual Report of the Company (or SEC Form 17-A), including the 2024 Audited Financial Statements and the 2024 Sustainability Report. The Company posted consolidated revenues of P400.9 billion, consolidated EBITDA of P73.1 billion, consolidated income from operations of P55.8 billion, and consolidated net income of P40.9 billion;
2. The virtual holding of the Annual Stockholders' Meeting of the Company on June 4, 2025, Wednesday, 2:00 p.m., where stockholders may attend and vote through remote communication.

Other Relevant Information

Please see attached SEC Form 17-C.

Filed on behalf by:

Name	Alexandra Victoria Trillana
Designation	Corporate Secretary and Compliance Officer

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)

ALEXANDRA VICTORIA B. TRILLANA

Contact Person

(632) 5317-5450

Company Telephone Number

SEC Form

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Month

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Day

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FORM TYPE

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Annual Meeting

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Secondary License Type, If Applicable

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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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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 5, 2025**
Date of Report (Date of earliest event reported)
2. SEC Identification No. **11840**
3. BIR Tax Identification No. **000-100-341-000**
4. **SAN MIGUEL FOOD AND BEVERAGE, 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. **40 San Miguel Avenue, Mandaluyong City** **1555**
(Address of principal office) (Postal Code)
7. **(632) 5317-5000**
(Registrant's telephone number, including area code)
8. **100 E. Rodriguez Jr. Avenue (C5 Road), Brgy. Ugong, Pasig City 1604**
(Former name or former address, if changed since last report)
9. Securities registered pursuant to Sections 8 and 12 of SRC

Title of Each Class	Outstanding as of September 30, 2024
Common Shares (FB)	5,909,220,090
Series A Bonds Due March 2025 (In Peso)	8,000,000,000.00
Series B Bonds Due March 2027 (In Peso)	7,000,000,000.00
Total Debt as of Sept. 30, 2024 (In Mil Peso – Conso)	192,387

10. Indicate the item numbers reported herein:

Item 9. Other Events

At the meeting of the Board of Directors of San Miguel Food and Beverage, Inc. (respectively, the “Board” and the “Company”) held on March 5, 2025 via video conference:

- A. Upon the endorsement of the Audit Committee, the Board approved the following:
1. The audited consolidated financial statements of the Company as at and for the year ended December 31, 2024 (the “2024 Audited Financial Statements”), and the submission to the SEC, the PSE and the PDEX of the Annual Report of the Company (or SEC Form 17-A), including the 2024 Audited Financial Statements and the 2024 Sustainability Report. The Company posted consolidated revenues of P400.9 billion, consolidated EBITDA of P73.1 billion, consolidated income from operations of P55.8 billion, and consolidated net income of P40.9 billion;
 2. The 2025 Consolidated Internal Audit Plan and Consolidated Outsourcing Plan of the Company’s Internal Audit Group;
 3. The Company’s updated Internal Audit Charter;
 4. The Quality Assurance and Improvement Program External Assessment Activity;
 5. The submission to the stockholders for ratification or approval at the 2025 Annual Stockholders’ Meeting, as the case may be, the fees billed for services rendered by the external auditor to the Company in connection with the Company’s 2024 financial statements and the re-appointment of KPMG/R.G. Manabat & Co. as external auditor of the Company for fiscal year 2025. The fees payable to the external auditor will be negotiated and agreed by management; and
 6. The appointment of KPMG/R.G. Manabat & Co. for non-audit services and limited assurance engagements in 2025 as required by applicable law and regulations, subject to terms determined by management.
- B. The Board approved the virtual holding of the Annual Stockholders’ Meeting of the Company on June 4, 2025, Wednesday, 2:00 p.m., where stockholders may attend and vote through remote communication. Management was authorized to determine the mechanics to implement such mode of voting, in accordance with any rules the SEC and PSE may issue on this subject.

In this connection:

1. The record date for the stockholders entitled to vote at the said meeting will be May 5, 2025;
 2. The stock and transfer books will be closed from May 6 to 13, 2025;
 3. The deadline for submission of proxies will be May 21, 2025; and
 4. The validation of proxies will be on May 28, 2025.
- C. The Agenda of the Annual Stockholders’ Meeting, as approved by the Board, is as follows:
1. Call to Order
 2. Certification of Notice and Quorum
 3. Approval of the Minutes of the 2024 Annual Stockholders’ Meeting

4. Presentation of the Annual Report and Approval of the 2024 Audited Financial Statements
5. Ratification of Acts and Proceedings of the Board of Directors and Corporate Officers
6. Appointment of External Auditor and Ratification of External Auditor Fees
7. Election of the Board of Directors
8. Other Matters
9. Adjournment

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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 FOOD AND BEVERAGE, INC.

By:


ALEXANDRA VICTORIA B. TRILLANA
Corporate Secretary and Compliance Officer

March 5, 2025.