



August 6, 2025

**PHILIPPINE DEALING & EXCHANGE CORP.**

29<sup>th</sup> 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 August 6, 2025.

Very truly yours,

**ALEXANDRA VICTORIA B. TRILLANA**  
Corporate Secretary and Compliance Officer

**SAN MIGUEL FOOD AND BEVERAGE, INC.**  
40 San Miguel Avenue, Mandaluyong City  
Metro Manila, Philippines  
Tel. No.: (632) 5 317-5000  
Website: [www.smb.com.ph](http://www.smb.com.ph)

# 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)  
Aug 6, 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, Metro Manila  
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 B Bonds Due March 2027 (In Peso)	7,000,000,000.00
Total Debt as of 31Mar25 (In Mil Peso - Conso)	193,369

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 August 6, 2025.

#### **Background/Description of the Disclosure**

Board approval of the following:

1. Submission to the SEC, PSE and PDEx of the Quarterly Report of the Company (or SEC Form 17-Q), including financial statements as at and for the period ended June 30, 2025. For the first half of 2025, the Company posted consolidated revenues of P201.2 billion, consolidated EBITDA of P39.3 billion, consolidated income from operations of P30 billion, and consolidated net income of P23 billion.
2. Audit Plan of external auditor R.G. Manabat & Co. KPMG for the year ending December 31, 2025.
3. Amendments to the Company's Manual on Corporate Governance.
4. Declaration of regular and special cash dividends to common shareholders of the Company.
5. New vision and core purpose of the Company, considering the updated visions and core purposes of its Food, Beer, and Spirits Divisions reviewed by the Board in March 2024 as previously disclosed.

#### **Other Relevant Information**

Please see attached SEC Form 17-C.

**Filed on behalf by:**

<b>Name</b>	Alexandra Victoria Trillana
<b>Designation</b>	Corporate Secretary and Compliance Officer

**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. **August 6, 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, Metro Manila**      **1555**  
(Address of principal office)      (Postal Code)
7. **(632) 5317-5000 (Corporate Secretary and Compliance Officer)**  
(Registrant's telephone number, including area code)
8. **Registrant has not changed address since its last report to this Honorable Commission**  
(Former name or former address, if changed since last report)
9. Securities registered pursuant to Sections 8 and 12 of SRC

<b>Title of Each Class</b>	<b>Outstanding as of March 31, 2025</b>
<b>Common Shares (FB)</b>	<b>5,909,220,090</b>
<b>Series B Bonds Due March 2027 (In Peso)</b>	<b>7,000,000,000.00</b>
<b>Total Debt as of March 31, 2025 (In Mil Peso – Conso)</b>	<b>193,369</b>

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 August 6, 2025:

1. Upon the endorsement of the Audit Committee, the Board approved the submission to the SEC, the PSE and the PDEX of the Quarterly Report of the Company (or SEC Form 17-Q), including financial statements as at and for the period ended June 30, 2025. For the first half of 2025, the Company posted consolidated revenues of P201.2 billion, consolidated EBITDA of P39.3 billion, consolidated income from operations of P30 billion, and consolidated net income of P23 billion.

2. Upon the endorsement of the Audit Committee, the Board approved the Audit Plan for the year ending December 31, 2025, for the audit of the separate and consolidated financial statements of the Company and its subsidiaries, including audit strategies and approach, scope of work, audit focus areas and key audit matters, as presented by external auditor R.G. Manabat & Co. KPMG to the Audit Committee. Further, the Board authorized management to negotiate and agree on the audit fees payable to the external auditor based on the approved Audit Plan.

3. Upon the endorsement of the Corporate Governance Committee, the Board approved the following amendments to the Company's Manual on Corporate Governance:

(a) in Section 2.2.2, to reflect the expanded Board Risk Oversight and Sustainability Committee (formerly Board Risk Oversight Committee) and its additional sustainability-related duties and responsibilities as set out in the updated Charter of the Committee approved in November 2023 as previously disclosed; and

(b) in Section 2.2.5, to update the requirement on the rotation of external auditors to observe the provisions on long association of personnel with audit clients under the Code of Ethics for Professional Accountants in the Philippines, as adopted by the Board of Accountancy, Professional Regulation Commission, and other standards of the SEC pursuant to Rule 68 of the Securities Regulation Code.

4. The Board approved the declaration of regular and special cash dividends on the outstanding common shares (FB) of the Company as follows:

Amount:	P0.50 per share regular cash dividend P0.50 per share special cash dividend
Record Date:	August 20, 2025
Closing of Books:	August 21 to 28, 2025
Payment Date:	September 5, 2025

5. The Board approved the new vision and core purpose of the Company, considering the updated visions and core purposes of its Food, Beer, and Spirits Divisions reviewed by the Board in March 2024 as previously disclosed.

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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

August 6, 2025.