

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document.



SAN MIGUEL BREWERY HONG KONG LTD.

香港生力啤酒廠有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 236)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of the shareholders of San Miguel Brewery Hong Kong Limited (the “**Company**”) will be held at the San Miguel Head Office Complex, 40 San Miguel Avenue, Mandaluyong City, Metro Manila, Philippines on 25 April 2022, Monday, at 4:00 p.m. and streamed live via the audio webcast which may be accessed by the shareholders at http://meetings.computershare.com/SMB_2022EGM, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions of the Company:

ORDINARY RESOLUTION

“**THAT:** the agreement dated 7 March 2022 (the “**Agreement**”) entered into between San Miguel Corporation and the Company, a copy of which marked as “A” has been produced at the meeting and signed by the Chairman of the meeting for the purpose of identification, and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed and the proposed annual caps (the “**Annual Caps**”) in relation to the transactions contemplated under the Agreement for each of the three financial years ending 31 December 2023, 2024 and 2025 as set out in the circular dated 8 April 2022 be and are hereby approved, and the directors of the Company be and are hereby authorised on behalf of the Company to sign, seal, execute, perfect, deliver and do all such documents, deeds, acts, matters and things as they may in their discretion consider necessary or desirable or expedient to implement and/or to give effect to the Agreement and the Annual Caps and the transactions thereby contemplated.”

By Order of the Board
San Miguel Brewery Hong Kong Ltd.
John K.L. Cheung
Company Secretary

Hong Kong, 8 April 2022

Registered Office:

9th Floor
Citimark Building
28 Yuen Shun Circuit
Siu Lek Yuen
Shatin, New Territories
Hong Kong

As at the date of this announcement, the Board of the Company comprises the executive director, Mr. Raymundo Y. Albano, the non-executive directors, Mr. Ramon S. Ang (Chairman), Mr. Carlos Antonio M. Berba (Deputy Chairman), Ms. May (Michelle) W. M. Chan, Mr. Roberto N. Huang, Mr. Fumiaki Ozawa, Mr. Kenji Uchiyama and Mr. Tomoki Yamauchi; and the independent non-executive directors, Dr. the Hon. Sir David K. P. Li, Mr. Reynato S. Puno, Mr. Alonzo Q. Ancheta and Mr. Thelmo Luis O. Cunanan Jr.

Notes:

1. Shareholders who are unable to physically attend the extraordinary general meeting (“EGM”), may still do so and exercise their voting rights in any of the following ways:
 - (1) appoint the chairman of the EGM or other persons as proxy to vote on the shareholders’ behalf. Shareholders are entitled to appoint one or more proxies to attend and vote in their stead at the EGM. A proxy need not be a shareholder of the Company; or
 - (2) attend the EGM via the live audio webcast which may be accessed at http://meetings.computershare.com/SMB_2022EGM on their computers, mobile phones, tablets and other browser-enabled devices from any place with an internet connection, and vote through the online platform. Shareholders may also likewise submit questions through the online platform. Shareholders may refer to the enclosed notification letter sent to them with the circular and the Online Meeting User Guide for further details on the procedures for the log in, voting and submission of questions at the EGM. The notification letter and Online Meeting User Guide are also published in the Company’s website. Please note that the proxy’s authority and instructions will be revoked if the shareholder who gave such proxy will attend the EGM and vote online. By logging on to the online EGM, the shareholders represent and warrant that (i) they are the shareholders to whom the log on credentials pertain and (ii) they are entitled to attend, participate and vote at the EGM.

Non-registered shareholders who wish to attend and participate in the EGM online should liaise with their respective bank(s), broker(s), custodian(s), nominee(s) or HKSCC Nominees Limited through which their shares are held (collectively, the “Intermediaries”) and provide their email addresses to the Intermediaries. Details regarding the arrangements of the EGM, including login details to access the live webcast and online voting, will be sent by Computershare Hong Kong Investor Services Limited to the email addresses provided by the non-registered shareholders.

For corporate shareholders who wish to attend the EGM and vote online, please contact the Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at (852) 2862 8555 on or before Tuesday, 19 April 2022 for arrangement.

2. To be valid, forms of proxy must be deposited at the share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the EGM.
3. For the purpose of determining the shareholders who are entitled to attend and vote at the EGM, the transfer books and register of members of the Company will be closed from 20 April 2022, Wednesday, to 25 April 2022, Monday, both days inclusive. To qualify for attending the EGM of the Company to be held on 25 April 2022, Monday, shareholders should ensure that transfers are lodged at the Company’s share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on 19 April 2022, Tuesday.
4. In light of the recent situation relating to COVID-19 and to protect the safety and health of shareholders, there shall be no distribution of physical corporate souvenirs/gifts and no refreshments will be served. To keep social distancing at the EGM venue, seats shall be limited and will be available on a first-come-first served basis. Given such limitation in seats, it is strongly recommended that the shareholders appoint the chairman of the meeting as his/her proxy to vote on the resolutions as they have indicated in their proxy forms on their behalf, instead of attending the above meeting in person. Shareholders may also opt to attend and vote at the EGM online through the live audio webcast of the EGM and online platform. Further announcements in relation to the precautionary measures at the EGM will be made by the Company as and when appropriate.
5. For any queries on the foregoing, please contact the Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, via their hotline at (852) 2862 8555 from 9:00 a.m. to 6:00 p.m. (Monday to Friday, excluding Hong Kong public holidays).