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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)

## **CHANGE IN DIRECTORS**

The Board announces that (i) Mr. Kenji Uchiyama has tendered his resignation as nonexecutive director and nomination committee member of the Company with effect from 24 April 2023 and (ii) Mr. Tomoki Yamauchi has tendered his resignation as nonexecutive director of the Company with effect from 24 April 2023. The Board is also pleased to announce the appointment of Mr. Yoshinori Tsuchiya as non-executive director and nomination committee member of the Company, with effect from 24 April 2023, and Mr. Yoshinori Inazumi as non-executive director of the Company with effect from 24 April 2023.

## **RESIGNATION OF NON-EXECUTIVE DIRECTORS AND NOMINATION COMMITTEE MEMBER**

The board of directors (the "Board") of San Miguel Brewery Hong Kong Limited (the "Company") announces that Mr. Kenji Uchiyama ("Mr. Uchiyama") has resigned as non-executive director and nomination committee member of the Company with effect from 24 April 2023 in view of his retirement from the Kirin group. Mr. Uchiyama has confirmed that there is no disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited ("HKEx") and the shareholders of the Company.

The Board also announces that Mr. Tomoki Yamauchi ("Mr. Yamauchi") has resigned as non-executive director of the Company with effect from 24 April 2023 in view of his new assignment in Kirin Holdings Company, Limited which will require more of his time. Mr. Yamauchi has confirmed that there is no disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of HKEx and the shareholders of the Company.

The Board would like to express its gratitude to Mr. Uchiyama and Mr. Yamauchi for their valuable efforts and contribution to the Company during their tenure of appointment.

## APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND NOMINATION COMMITTEE MEMBER

The Board is also pleased to announce that Mr. Yoshinori Tsuchiya ("Mr. Tsuchiya") has been appointed as non-executive director and nomination committee member of the Company with effect from 24 April 2023.

Mr. Tsuchiya, aged 55, is a Director and the Executive Vice President of San Miguel Brewery Inc. (a company listed on the Philippine Dealing & Exchange Corp.). He is also a Director of San Miguel Brewing International Limited, San Miguel Holdings (Thailand) Limited and San Miguel Beer (Thailand) Limited. He was also the Managing Director of Kirin Europe GmbH (2018-2023); Director of New Product Development of Kirin Brewery Company, Limited (2016 – 2018); Manager of the New Product Development of Kirin Brewery Company, Limited and Manager of Corporate Strategy Department of Kirin Holdings Company, Limited (a company listed on the Tokyo Stock Exchange) (2012 – 2016); Category Manager of Marketing Department of Kirin Beverage Company, Limited (2008 – 2012); and Brand Manager of Marketing Department of Kirin Brewery Company, Limited (2006 – 2008). Mr. Tsuchiya graduated from Keio University with a Bachelor of Arts degree in Human Relations in 1992.

Save for his directorships as disclosed above, Mr. Tsuchiya has not held any directorships in any publicly listed companies or other major appointment in the past three years. Apart from being a non-executive director and a member of the nomination committee of the Company, Mr. Tsuchiya does not hold any other position in the Company or its subsidiaries.

Mr. Tsuchiya has not entered into any service agreement with the Company in relation to his appointment. However, subject to the sole discretion of the Board upon the recommendation of the remuneration committee, an annual director's fee of HK\$50,000 may be given to him as director's remuneration. Such amount is determined by reference to his duties and responsibilities in the Company, time commitment, qualifications and experience, and is subject to revision from time to time by, and approval of, the Board of the Company upon the recommendation of the remuneration committee, under the authority granted by the shareholders at annual general meetings. Mr. Tsuchiya's appointment as a non-executive director is not for a specific term as he is subject to retirement by rotation and re-election at annual general meetings in accordance with the Articles of Association of the Company.

Save as disclosed above, Mr. Tsuchiya does not have any relationships with any of the Company's directors, senior management, substantial shareholders or controlling shareholders (as defined in the Rules Governing the Listing of Securities on HKEx ["Listing Rules"]).

As at the date hereof, Mr. Tsuchiya has the following beneficial interests in the issued share capital of the Company's associated corporations:

	Number of common shares in San Miguel Brewery Inc.	
	Number of shares held	% of total issued shares
Common (par value of 1 Philippine peso each):	5,000*	0.000033%

\* corporate interests

All the interests held by Mr. Tsuchiya represent long positions.

As at the date of this announcement, Mr. Tsuchiya does not have any interests in any shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save for the information disclosed above, Mr. Tsuchiya has confirmed that there is no other information which is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules nor any other matters relating to his appointment that need to be brought to the attention of the Company's shareholders.

## **APPOINTMENT OF NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that Mr. Yoshinori Inazumi ("Mr. Inazumi") has been appointed as non-executive director of the Company with effect from 24 April 2023.

Mr. Inazumi, aged 53, is a Director and the Executive Financial Advisor of San Miguel Brewery Inc. (a company listed on the Philippine Dealing & Exchange Corp.); and Director of San Miguel Brewing International Limited and San Miguel Beer (Thailand) Limited. He is formerly the General Manager (2021-2023) and Senior Manager (2019-2021) of Audit & Supervisory Board Members' Office, Senior Manager of Finance and Accounting Department (2016 – 2019), and Senior Manager of Tax Unit Group Finance (2015 – 2016), of Kirin Holdings Company, Limited (a company listed on the Tokyo Stock Exchange). Mr. Inazumi also held the following positions in other companies of the Kirin group: Manager of Tax Unit Group Finance (2013 – 2015) and Manager of Finance and Accounting Department (2011 – 2013) of Kirin Group Office Company, Limited; and Manager of Finance and Accounting Department (2011 – 2013) of Kirin Business Expert Company, Limited (2008 – 2011). Mr. Inazumi graduated from Tokyo University with a Bachelor of Arts degree in Literature in 1993.

Save for his directorships as disclosed above, Mr. Inazumi has not held any directorships in any publicly listed companies or other major appointment in the past three years. Apart from being a non-executive director, Mr. Inazumi does not hold any other position in the Company or its subsidiaries.

Mr. Inazumi has not entered into any service agreement with the Company in relation to his appointment. However, subject to the sole discretion of the Board upon the recommendation of the remuneration committee, an annual director's fee of HK\$50,000 may be given to him as director's remuneration. Such amount is determined by reference to his duties and responsibilities in the Company, time commitment, qualifications and experience, and is subject to revision from time to time by, and approval of, the Board of the Company upon the recommendation of the remuneration committee, under the authority granted by the shareholders at annual general meetings. Mr. Inazumi's appointment as a non-executive director is not for a specific term as he is subject to retirement by rotation and re-election at annual general meetings in accordance with the Articles of Association of the Company.

Save as disclosed above, Mr. Inazumi does not have any relationships with any of the Company's directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules).

As at the date hereof, Mr. Inazumi has the following beneficial interests in the issued share capital of the Company's associated corporations:

	Number of common shares in San Miguel Brewery Inc.	
	Number of shares held	% of total issued shares
Common (par value of 1 Philippine peso each):	5,000*	0.000033%
* corporate interests		

All the interests held by Mr. Inazumi represent long positions.

As at the date of this announcement, Mr. Inazumi does not have any interests in any shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save for the information disclosed above, Mr. Inazumi has confirmed that there is no other information which is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules nor any other matters relating to his appointment that need to be brought to the attention of the Company's shareholders.

The Board would like to express its warm welcome to Mr. Inazumi and Mr. Tsuchiya on their appointments.

By Order of the Board San Miguel Brewery Hong Kong Ltd. Lo Chi Yip Company Secretary

Hong Kong, 24 April 2023

As at the date of this announcement, the Board of the Company is comprised of 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. Yoshinori Tsuchiya and Mr. Yoshinori Inazumi; 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.