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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)

**(1) LIQUIDATION OF A SUBSIDIARY  
AND  
(2) CHANGE IN DIRECTOR'S INFORMATION**

This announcement is made by San Miguel Brewery Hong Kong Limited (the “Company”) pursuant to Rules 13.25(1), 13.51(2)(l) and 13.51B(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

**LIQUIDATION OF A SUBSIDIARY AND ESTABLISHMENT OF LIQUIDATION TEAM**

Reference is made to the voluntary announcement of the Company dated 28 October 2020 in relation to the cessation of business operation of its subsidiary in the People’s Republic of China (“PRC”), Guangzhou San Miguel Brewery Co., Ltd. (“GSMB”), after the expiry of GSMB’s business term on 29 November 2020 in accordance with its Articles of Association and the Joint Venture Contract (the “JV Contract”) between San Miguel (Guangdong) Limited (“SMG”) and Guangzhou Brewery (“GB”).

On 25 November 2020, a written resolution was duly passed by the shareholders of GSMB approving the dissolution of GSMB upon expiry of its business term on 29 November 2020, and GSMB will commence the liquidation process on 30 November 2020, in accordance with the applicable laws of the PRC. The shareholders also approved the establishment of a liquidation team for GSMB consisting of five (5) members, including SMG and GB, two (2) additional members appointed by SMG and one (1) additional member appointed by GB, effective on 30 November 2020. The liquidation team will exercise its powers and rights and carry out its work during the liquidation period in accordance with the applicable laws of the PRC.

**INFORMATION ABOUT GSMB AND REASON FOR LIQUIDATION**

GSMB is an equity Joint Venture (“JV”) formed in 1990 between SMG and GB and is held as to 70% by SMG and as to 30% by GB. SMG is a 92.989%-owned subsidiary of the Company. The principal activity of GSMB is the distribution of bottled, canned and draught beers in the South China market.

As the audited revenue of GSMB for the year ended 31 December 2019 represents more than 5% of the audited consolidated revenue of the Company and its subsidiaries (the “Group”) for the year ended 31 December 2019, GSMB is considered a major subsidiary of the Company for the purposes of Rule 13.25(2) of the Listing Rules.

The business term of GSMB is thirty (30) years as stated in its Articles of Association and in the JV Contract. As both shareholders of GSMB have agreed not to extend the business term of GSMB, GSMB will commence the liquidation process on November 30, 2020 in accordance with the laws of the PRC.

#### **EFFECTS OF THE LIQUIDATION OF GSMB ON THE GROUP**

After the cessation of GSMB’s operations at the close of business on 29 November 2020, San Miguel (Guangdong) Brewery Co., Ltd. (“SMGB”), another PRC subsidiary of the Company that currently serves as the production source of the beer products being sold by GSMB under the “San Miguel” related trademarks, will begin the selling and distribution of the said beer products in the South China market commencing on 30 November 2020.

Following the commencement of the liquidation of GSMB, the financial results and position of GSMB will be deconsolidated from those of the Group. While GSMB’s and SMGB’s operating results have been consolidated into the consolidated statements of the Group, the said business cessation will not have a substantial impact on the profit or loss shown in the consolidated statements of the Group for the current period, and will not have a significant effect on the assets and liabilities shown in the consolidated statements of the Group.

The Company will keep the Shareholders and potential investors of the Company informed of any material developments in connection with the above. Further announcements will be made by the Company as and when appropriate.

#### **CHANGE IN DIRECTOR’S INFORMATION**

The executive and Managing Director of the Company, Mr. Ramon G. Torralba, served as the Chairman and a director of GSMB within the past twelve months from the date of this announcement but was not involved in the day-to-day operations of GSMB. Although Mr. Torralba has ceased to act as the Chairman and a director of GSMB since 28 April 2020, this matter constitutes an event required to be disclosed by the Company pursuant to Rule 13.51(2)(l) of the Listing Rules. In compliance with Rule 13.51B(2) of the Listing Rules, this announcement is made by the Company in relation to the change in information of Mr. Torralba under Rule 13.51(2)(l) of the Listing Rules. Save as disclosed above, there is no other information relating to Mr. Torralba under Rules 13.51(2)(h) to (v) of the Listing Rules that is required to be updated and there is no other matter in relation to Mr. Torralba’s directorship in the Company that needs to be brought to the attention of shareholders of the Company.

**Shareholders and potential investors of the Company are reminded to exercise caution when dealing in the securities of the Company.**

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

Hong Kong, 25 November 2020

*As at the date of this announcement, the Board of the Company comprises the executive director, Mr. Ramon G. Torralba, 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, Mr. Alonzo Q. Ancheta, Dr. the Hon. Sir David K. P. Li, Mr. Reynato S. Puno and Mr. Carmelo L. Santiago.*