

# 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)  
Feb 6, 2026
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 30Sep25 (In Mil Peso Conso)	187,152

11. Indicate the item numbers reported herein  
Item 4. Resignation, Removal or Election of Registrant's Directors or Officers

*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 4-8 - Change in Directors and/or Officers  
(Resignation/Removal or Appointment/Election)  
References: SRC Rule 17 (SEC Form 17-C) and  
Section 4.4 of the Revised Disclosure Rules**

**Subject of the Disclosure**

Election of Mr. Jaime J. Bautista as Independent Director and Ms. Monica L. Ang-Mercado as Treasurer of the Company.

**Background/Description of the Disclosure**

Please see attached SEC Form 17-C.

**Resignation/Removal or Replacement**

Name of Person	Position/Designation	Effective Date of Resignation/Cessation of term (mmm/dd/yyyy)	Reason(s) for Resignation/Cessation
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**Election or Appointment**

Name of Person	Position/Designation	Date of Appointment/Election (mmm/dd/yyyy)	Effective Date of Appointment Election (mmm/dd/yyyy)	Shareholdings in the Listed Company		Nature of Indirect Ownership
				Direct	Indirect	
Jaime J. Bautista	Independent Director	Feb/06/2026	Feb/06/2026	10	0	N/A
Monica L. Ang-Mercado	Treasurer	Feb/06/2026	Feb/06/2026	10	0	N/A

**Promotion or Change in Designation**

Name of Person	Position/Designation		Date of Approval (mmm/dd/yyyy)	Effective Date of Change (mmm/dd/yyyy)	Shareholdings in the Listed Company		Nature of Indirect Ownership
	From	To			Direct	Indirect	
-	-	-	-	-	-	-	-

**Other Relevant Information**

Ms. Monica L. Ang-Mercado will continue to be the Company's Chief Finance Officer and Chief Risk Officer.

**Filed on behalf by:**

<b>Name</b>	Alexandra Victoria Trillana
<b>Designation</b>	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 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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Month

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Day

Annual Meeting

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Secondary License Type, If Applicable

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Dept. Requiring this Doc.

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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

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To be accomplished by SEC Personnel concerned

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File Number

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Document I. D.

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Cashier

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**STAMPS**  
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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. **February 6, 2026**  
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 (Corporate Secretary and Compliance Officer)**  
(Registrant's telephone number, including area code)
8. **Not applicable**  
(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, 2025
<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 September 30, 2025 (In Mil Peso – Conso)</b>	<b>187,152</b>

10. Indicate the item numbers reported herein:

Item 9. Other Events

At the special meeting of the Board of Directors of San Miguel Food and Beverage, Inc. (respectively, the “Board” and the “Company”) held on February 6, 2026:

1. Upon the endorsement of the Corporate Governance Committee, the Board elected Mr. Jaime J. Bautista as Independent Director effective today February 6, 2026, to serve the unexpired term of Mr. Ferdinand K. Constantino. As previously disclosed, Mr. Constantino tendered his resignation as member of the Board of Directors and Treasurer of the Company effective January 31, 2026.

Jaime J. Bautista, 68, is currently Chairman of the Board of Directors of SKAL International Makati, Member of the Board of Governors of Management Association of the Philippines, and Director of Manila Golf and Country Club. Mr. Bautista served as Secretary of Transportation of the Republic of the Philippines (2022-2025). He was former President and Chief Operating Officer of Philippine Airlines (2004-2012, 2014-2019), and was Director of Cosco Capital Inc., Philippine Bank of Communications, Alphaland Corporation, Gothong Southern Shipping Corporation, and International School of Sustainable Tourism (2020-2022). Mr. Bautista holds a degree in Accounting (Magna Cum Laude) from Colegio de San Juan de Letran and is a Certified Public Accountant. Additionally, he was awarded a Doctor of Humanities (Honoris Causa) by Central Luzon State University.

Mr. Bautista holds ten (10) shares in the capital stock of the Company.

2. Upon the endorsement of the Corporate Governance Committee, the Board elected Ms. Monica L. Ang as Treasurer, concurrent with her roles as Chief Finance Officer and Chief Risk Officer of the Company, effective today, February 6, 2026, to serve the unexpired term of Mr. Ferdinand K. Constantino.
3. The Board approved the declaration of regular cash dividends on the outstanding common shares (FB) of the Company as follows:

Amount:	P0.50 per share
Record Date:	February 20, 2026
Closing of Books:	February 21 to 26, 2026
Payment Date:	March 6, 2026

4. The Board was informed that on February 4, 2026, the non-executive directors held a meeting with the external auditor of the Company and heads of the internal audit, compliance and risk functions in attendance, without any executive director present (other than the Chief Risk Officer of the Company). Mr. Cirilo P. Noel, Lead Independent Director, acted as Chairman of the meeting.

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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:**

A handwritten signature in black ink, appearing to read "Alex. Trillana", written in a cursive style.

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

February 6, 2026