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Budweiser Brewing Company APAC Limited

百威亞太控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1876)

GRANT OF VOLUNTARY SHARES AND RESTRICTED STOCK UNITS

The board of directors (the “**Board**”) of Budweiser Brewing Company APAC Limited (the “**Company**”) announces that, on 1 March 2024, the Company granted a maximum of 13,142,297 locked-up shares in the Company in the form of Voluntary Shares (as defined below) to certain eligible employees of the Group (the “**Grantees**”), and a maximum of 12,440,762 restricted stock units of the Company (the “**RSUs**”) to certain Grantees, in each case pursuant to the terms of the Share-Based Compensation Plan adopted by the Company on 9 September 2019 and amended on 8 May 2023 (the “**SBC Plan**”).

The Company refers to (i) the announcement dated 13 April 2023, (ii) the circular dated 13 April 2023 (the “**Circular**”) and (iii) the poll results announcement of the annual general meeting of the Company (the “**AGM**”) dated 8 May 2023 where shareholders of the Company (the “**Shareholders**”) approved, among other things, the refreshment of the maximum number of new Shares that may be issued in respect of the RSUs, Locked-up Shares and Share Options which may be granted pursuant to the Share Award Schemes, being 1,324,339,700 Shares. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings ascribed to them in the Circular.

The Grantees were given the opportunity to elect, under the SBC Plan, to receive all or part of their annual bonuses in the form of locked-up shares in the Company (“**Voluntary Shares**”) instead of cash. Grantees who opt to receive Voluntary Shares will (i) receive a discount on the value of the shares in the Company (the “**Shares**”), in the form of RSUs and, (ii) as an additional reward, receive “matching” RSUs.

The final number of Voluntary Shares and RSUs will only be determined after the Company has processed all final elections made by the Grantees and processed certain other deductions to final entitlements. It is expected that the final number of Voluntary Shares and RSUs will be finalised on or around 31 March 2024. A further announcement will be made to confirm the final number of Voluntary Shares and RSUs and the number of new Shares available for future grants pursuant to the Share Award Schemes.

Details of the Voluntary Shares and RSUs granted are set out below:

Grant Date	1 March 2024		
Maximum number of Voluntary Shares and RSUs granted	Grantee	Position	Maximum number of Voluntary Shares and RSUs
	Mr. Jan Eli B. Craps	Executive Director and Chief Executive Officer	928,050 Voluntary Shares and 1,276,069 RSUs
	Other connected Grantees	Directors of certain subsidiaries of the Group other than the Directors	1,437,180 Voluntary Shares and 1,706,650 RSUs
	Other non-connected Grantees	Employees of the Company	10,777,067 Voluntary Shares and 9,458,043 RSUs
Purchase price of Voluntary Shares granted	HK\$12.68 per Share		
Purchase price of RSUs granted	Nil		
Market price of the Shares on the Grant Date	HK\$12.92 per Share		
Lock-up period for the Voluntary Shares/ Vesting period for the RSUs under the SBC Plan	Voluntary Shares: The lock-up period expires on the 3rd anniversary of the grant date RSUs: Vest on the 3rd anniversary of the grant date		

Performance conditions and clawback The Voluntary Shares and RSUs granted are not subject to any performance conditions.

The RSUs in question are subject to a vesting period of 3 years, during which they remain subject to the malus adjustment provisions.

In the event of serious misconduct by a Grantee after the Voluntary Shares and RSUs granted to him or her have vested, the Company may ensure accountability by adjusting other components of such Grantee's remuneration package. Consequently, the Voluntary Shares and RSUs granted are not subject to a clawback mechanism.

The Remuneration Committee considers that:

- a) granting Voluntary Shares and RSUs to the Grantees is market competitive, consistent with the Company's customary practice and aligns with the purpose of the SBC Plan;
- b) attaching performance targets to the Voluntary Shares and RSUs is not necessary, because the Voluntary Shares and RSUs are granted to the Grantees based on their election to receive their annual bonus in Shares instead of cash. The annual bonuses were themselves subject to certain performance targets which have been satisfied by the Grantees already; and
- c) a clawback mechanism is not necessary as the SBC Plan already ensures accountability of Grantees through a malus adjustment provision, whereby all grants of RSUs to a Grantee automatically lapse and become null and void upon finding by the Company's global Ethics and Compliance Committee that such Grantee has committed a violation of law or the Company's Code of Business Conduct.

Financial assistance to Grantees to facilitate the purchase of Shares under the SBC Plan None

The Voluntary Shares and the vesting of RSUs may be satisfied by existing Shares (namely, with Shares acquired by the Trustee on- or off-market or Shares already held in the trust by the Trustee) or by the issuance of new Shares by the Company, as determined by the Remuneration Committee in due course.

As at the date of this announcement, after the grants above and assuming that new Shares will be issued by the Company, 1,268,945,599 Shares¹ will be available for future grants under the Scheme Mandate Limit. If existing Shares will be used for the grants, 1,324,339,700 Shares² will be available for future grants under the Scheme Mandate Limit.

These grants of Voluntary Shares and RSUs align with the purpose of the SBC Plan, which is to attract skilled and experienced personnel, to incentivise them to remain with the Group and to motivate them to strive for the future development and expansion of the Group by providing them with the opportunity to acquire equity interests in the Company. These grants form part of the compensation packages for the relevant Grantees and are made in lieu of the cash bonuses that would have otherwise been paid by the Company to the Grantees. These grants are more effective in aligning Grantees' interests with the Company than cash bonuses (which lose their incentivising effect as soon as they are paid).

In accordance with the SBC Plan, the grant of Voluntary Shares and RSUs to Mr. Jan Craps, an Executive Director of the Company, has been approved by the Independent Non-executive Directors and the Remuneration Committee of the Company.

By Order of the Board
Budweiser Brewing Company APAC Limited
Bryan Warner
Joint Company Secretary

Hong Kong, 1 March 2024

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Jan Craps as Co-Chair and Executive Director, Mr. Michel Doukeris (Mr. John Blood and Mr. David Almeida as his alternates) as Co-Chair and Non-executive Director, Ms. Katherine Barrett and Mr. Nelson Jamel (Mr. John Blood and Mr. David Almeida as their alternates) as Non-executive Directors, and Mr. Martin Cubbon, Ms. Marjorie Mun Tak Yang and Ms. Katherine King-suen Tsang as Independent Non-executive Directors.

1 This figure is based on the assumption that the grant of RSUs announced by the Company on 11 December 2023 will be satisfied by the issuance of new Shares by the Company.

2 This figure is based on the assumption that the grant of RSUs announced by the Company on 11 December 2023 will be satisfied by existing Shares.