

# 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)  
Aug 7, 2025
2. SEC Identification Number  
9170
3. BIR Tax Identification No.  
000-400-016-000
4. Exact name of issuer as specified in its charter  
UNIVERSAL ROBINA CORPORATION
5. Province, country or other jurisdiction of incorporation  
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
8th Floor, Tera Tower, Bridgetowne, E. Rodriguez, Jr. Avenue (C5Road), Ugong Norte,  
Quezon City, Metro Manila  
Postal Code  
1110
8. Issuer's telephone number, including area code  
(632) 8633-7631 to 40
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	2,138,495,848

11. Indicate the item numbers reported herein  
9

*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.*



# Universal Robina Corporation

## URC

### PSE Disclosure Form 4-4 - Amendments to By-Laws

*References: SRC Rule 17 (SEC Form 17-C) and  
Section 4.4 of the Revised Disclosure Rules*

#### Subject of the Disclosure

Amendment of the By-Laws of Universal Robina Corporation ("URC")

#### Background/Description of the Disclosure

Approval by the Board of Directors of the amendment of Article II, Section 1 of the By-Laws of URC to change the date of the annual meeting of the stockholders from "the last Wednesday of May" to "any day of May of each year as may be determined by the Board of Directors".

Date of Approval by Board of Directors	Aug 7, 2025
Date of Approval by Stockholders	N/A
Other Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Securities and Exchange Commission	TBA
Date of Receipt of SEC approval	TBA

#### Amendment(s)

Article and Section Nos.	From	To
Article II, Section 1	Please see attached.	Please see attached.

#### Rationale for the amendment(s)

To allow flexibility on the date when the annual meeting of the shareholders of URC can be held in any day of May of each year.

#### The timetable for the effectivity of the amendment(s)

<b>Expected date of filing the amendments to the By-Laws with the SEC</b>	TBA
<b>Expected date of SEC approval of the Amended By-Laws</b>	TBA

**Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any**

The amendment of the date of the annual meeting of the shareholders of URC is not expected to have any material adverse effect on the business, operations and/or capital structure of URC.

**Other Relevant Information**

In separate resolutions passed by stockholders representing more than 2/3 of the outstanding capital stock on May 5, 2005 and by more than majority of the Board of Directors on March 8, 2005, the By-Laws of URC was amended such that the Board of Directors may, in any regular or special meeting, amend or repeal the By-Laws of URC provided that, such power delegated to the Board of Directors shall be considered revoked whenever stockholders representing majority of the outstanding capital stock of URC shall so vote at a regular or special meeting called for the purpose.

Please find attached SEC Form 17-C Current report.

**Filed on behalf by:**

<b>Name</b>	Maria Celia Fernandez-Estavillo
<b>Designation</b>	Corporate Secretary

COVER SHEET

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SEC Registration Number

U	N	I	V	E	R	S	A	L		R	O	B	I	N	A		C	O	R	P	O	R	A	T	I	O	N				

(Company's Full Name)

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E	.	R	o	d	r	i	g	u	e	z	,	J	r	.		A	v	e	n	u	e		(	C	5		R	o	a	d	)	,
U	g	o	n	g		N	o	r	t	e	,	Q	u	e	z	o	n		C	i	t	y	,	M	e	t	r	o				
M	a	n	i	l	a																											

(Business Address: No. Street City/Town/Province)

Atty. Maria Celia H. Fernandez-Estavillo																													
Corporate Secretary																													

(Contact Person)

8633-7631 to 40																													
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(Company Telephone Number)

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Month Day  
(Fiscal Year)

1	7	-	C	
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(Form Type)

last Wednesday of May																													
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Month Day  
(Annual Meeting)

PSE Disclosure Form 4-4 - Amendments to By-Law

Issuer of Securities under SEC-BED Order No. 235, Series of 1994 and SEC-CFD Order No. 015, Series of 2006																													
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(Secondary License Type, If Applicable)

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Amended Articles Number/Section

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Total No. of Stockholders

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Domestic

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Foreign

To be accomplished by SEC Personnel concerned

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File Number

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Document ID

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Cashier

STAMPS																													
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Remarks: Please use BLACK ink for scanning purposes.

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. **August 7, 2025**  
(Date of Report)
2. SEC Identification No. **9170**
3. BIR TIN: **040-000-400-016**
4. **UNIVERSAL ROBINA CORPORATION**  
(Exact name of issuer as specified in its charter)
5. **Philippines**  
(Province, country or other jurisdiction of incorporation)
6.  (SEC Use Only)  
Industry Classification Code:
7. **8th Floor, Tera Tower, Bridgetowne, E. Rodriguez, Jr. Avenue (C5 Road), Ugong Norte, Quezon City, Metro Manila**  
(Address of principal office)
8. **(632) 8633-7631 to 40**  
(Issuer's Tel. No., including area code)
9. **NA**  
(Former name or former address, if changed since last report)
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**

**2,138,495,848**

**SEC FORM 17-C**

**UNIVERSAL ROBINA CORPORATION**

**11. Item 9 – Other Events**

**Subject of the Disclosure**

Amendment of the By-Laws of Universal Robina Corporation (“URC”)

**Background/Description of the Disclosure**

Approval by the Board of Directors of the amendment of Article II, Section 1 of the By Laws of URC to change the date of the annual meeting of the stockholders from "the last Wednesday of May" to "any day of May of each year as may be determined by the Board of Directors”.

Date of Approval by Board of Directors	:	August 7, 2025
Date of Approval by Stockholders	:	N/A
Other Relevant Regulatory Agency, if applicable	:	N/A
Date of Approval by Relevant Regulatory Agency, if applicable	:	N/A
Date of Approval by Securities and Exchange Commission	:	TBA
Date of Receipt of SEC approval	:	TBA

**Amendment(s)**

Please refer to the attached Amendments to the By-Laws approved by the Board of Directors on August 7, 2025.

**Rationale for the amendment(s)**

To allow flexibility on the date when the annual meeting of the shareholders of URC can be held in any day of May of each year.

**The timetable for the effectivity of the amendment(s)**

Expected date of filing the amendments to the By-Laws with the SEC	:	TBA
Expected date of SEC approval of the Amended By-Laws	:	TBA

**Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any**

The amendment of the date of the annual meeting of the shareholders of URC is not expected to have any material adverse effect on the business, operations and/or capital structure of URC.

**Other Relevant Information**


In separate resolutions passed by stockholders representing more than 2/3 of the outstanding capital stock on May 5, 2005 and by more than majority of the Board of Directors on March 8, 2005, the By-Laws of URC was amended such that the Board of Directors may, in any regular or special meeting, amend or repeal the By-Laws of URC provided that, such power delegated to the Board of Directors shall be considered revoked whenever stockholders representing majority of the outstanding capital stock of URC shall so vote at a regular or special meeting called for the purpose.

**SIGNATURES**

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Universal Robina Corporation**  
(Issuer)

**August 7, 2025**  
(Date)

  
**MARIA CELIA H. FERNANDEZ-ESTAVILLO**  
**Corporate Secretary**  
(Signature and Title)

**UNIVERSAL ROBINA CORPORATION**  
**Proposed Amendments to the By-Laws**  
**Approved by the Board of Directors on August 7, 2025**

Present provisions in the By-laws	Proposed amendments to the By-laws
<p style="text-align: center;"><b>ARTICLE II</b></p> <p style="text-align: center;"><b>MEETINGS OF STOCKHOLDERS</b></p> <p>SECTION 1. REGULAR ANNUAL MEETINGS. The annual meeting of the stockholders shall be held on the <u>last Wednesday of May of each year</u>, at the main office of the Corporation or such other place in Metro Manila as may be designated in the notice. If the date of the annual meeting falls on a legal holiday, the annual meeting shall be held on the next succeeding business day which is not a legal holiday, at such hour as may be specified in the notice of said meeting. If the election of directors shall not be held on the day designated for the annual meeting or at any adjournment of such meeting, the Board of Directors shall cause the election to be held at a special meeting as soon thereafter as the same may conveniently be held. At such special meeting, the stockholders may elect the directors and transact other business as stated in the notice of the meeting with the same force and effect as at an annual meeting duly called and held.</p> <p style="text-align: center;">X X X</p>	<p style="text-align: center;"><b>ARTICLE II</b></p> <p style="text-align: center;"><b>MEETINGS OF STOCKHOLDERS</b></p> <p>SECTION 1. REGULAR ANNUAL MEETINGS. The annual meeting of the stockholders shall be held on <u>any day of May of each year as may be determined by the Board of Directors</u>, at the main office of the Corporation or such other place in Metro Manila as may be designated in the notice. If the election of directors shall not be held on the day designated for the annual meeting or at any adjournment of such meeting, the Board of Directors shall cause the election to be held at a special meeting as soon thereafter as the same may conveniently be held. At such special meeting, the stockholders may elect the directors and transact other business as stated in the notice of the meeting with the same force and effect as at an annual meeting duly called and held.</p> <p style="text-align: center;">X X X</p>