

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)
Mar 13, 2026
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	2,137,787,088
11. Indicate the item numbers reported herein
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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 4-2 - Acquisition/Disposition of Shares of Another Corporation
References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

URC to sell 21% share of NURC to NFA

Background/Description of the Disclosure

Universal Robina Corporation ("URC") and Nissin Foods Asia Co., Ltd. ("NFA") have entered into a transaction under which NFA will acquire an additional twenty-one percent (21%) equity interest in their joint venture, Nissin Universal Robina Corporation ("NURC"). Upon completion, NFA will hold seventy percent (70%) of NURC and URC will retain thirty percent (30%).

Date of Approval by Board of Directors

Mar 13, 2026

Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction

URC and NFA are refining the partnership to further accelerate NURC's development. In recognition of NFA's global strengths in product innovation and brand-building in the noodles category, NFA will assume an enhanced leadership role in these areas. URC will continue to serve as the local operating partner in the Philippines, remaining deeply involved in day-to-day operations and contributing its market knowledge, strong route-to-market capabilities, and execution excellence to sustain and enhance NURC's competitive position.

Details of the acquisition or disposition

Date

Jan 7, 2027

Manner

Direct sale of shares

Description of the company to be acquired or sold

Established in 1994, Nissin Universal Robina Corporation (NURC) is a joint venture between Universal Robina Corporation (URC) and Nissin Foods Asia Co., Ltd. (NFA). The company manufactures and sells instant noodles in the Philippines and is a key player in the local market. URC currently holds a 51% majority ownership stake, while NFA owns the remaining 49%.

The terms and conditions of the transaction

Number of shares to be acquired or disposed	39,690,000
Percentage to the total outstanding shares of the company subject of the transaction	21
Price per share	TBA

Nature and amount of consideration given or received

TBA

Principle followed in determining the amount of consideration

In determining the amount of consideration, two (2) methods were utilized: (i) Discounted Cash Flow with terminal value using the Gordon Growth method, and (ii) Enterprise Value / EBITDA multiples.

Terms of payment

The consideration shall be finalized by December 2026, and shall be paid upon satisfaction of the conditions precedent.

Conditions precedent to closing of the transaction, if any

The consummation of the transaction is subject to securing prior approval from the Philippine Competition Commission and shall be subject to customary closing procedural requirements

Any other salient terms

None.

Identity of the person(s) from whom the shares were acquired or to whom they were sold

Name	Nature of any material relationship with the Issuer, their directors/ officers, or any of their affiliates
Universal Robina Corporation (URC)	NURC is a joint venture business of URC and NFA
Nissin Foods Asia Co., Ltd. (NFA)	NURC is a joint venture business of URC and NFA

Effect(s) on the business, financial condition and operations of the Issuer, if any

Following closing, NFA will consolidate NURC in its financial statements. URC will recognize its economic interest in NURC using the equity method in accordance with applicable local financial reporting standards. This change in financial presentation does not affect the business operation and is expected to continue without disruption during and after the transition.

Other Relevant Information

None.

Filed on behalf by:

Name	Maria Celia Fernandez-Estavillo
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Designation	Corporate Secretary
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